

Taurus Asset Management Company Limited  
2<sup>nd</sup> Floor, Plot No-31, Echelon Institutional Area,  
Sector-32, Gurugram, Haryana-122 001  
Tel (B) 0124 4531500  
CIN U67190MH1993PLC073154



### NOTICE

Notice is hereby given that the 29<sup>th</sup> Annual General Meeting of the Members of Taurus Asset Management Company Limited will be held on Friday, the July 29<sup>th</sup> 2022, at 11:30 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following business:-

#### **ORDINARY BUSINESS**

1. To receive, consider and adopt Audited Financial Statements of the Company for the financial year ended March 31, 2022 together with the report of the Auditor's and Directors' thereon.
2. To appoint a director in place of Mr. Harbans Lal (DIN No. 00076405), who retires by rotation and being eligible, offers himself for re-appointment.
3. To re-appoint M/s Thakur, Vaidyanath Aiyar & Co., Chartered Accountants, as Statutory Auditors of the Company and fix their remuneration

To consider and if thought fit, to pass, with or without modification(s), the following resolution as on Ordinary Resolution

**"RESOLVED THAT** pursuant to the provisions of Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 as amended from time to time (including any statutory modification(s) or re-enactments thereof for the time being in force), the Company hereby re-appoint M/s Thakur, Vaidyanath Aiyar & Co., Chartered Accountants, New Delhi, (Firm Registration No. 000038N), as the Statutory Auditors of the company to hold office from the conclusion of ensuing Annual General Meeting till the conclusion of the 34<sup>th</sup> Annual General Meeting to be held for the financial year 2026-27, at such remuneration plus Goods & Service Tax as applicable and out of pocket expense etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors."

#### **SPECIAL BUSINESS**

4. To appoint Mr. Kanishk Kapur (DIN: 09506722) as a Director of the company

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

**"RESOLVED THAT** pursuant to the provisions of section 152 and all other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Mr. Kanishk Kapur (DIN: 09506722), who was appointed by the Board of Directors, based on the recommendation of the Board and Nomination and Remuneration Committee, as an Additional Director of the Company w.e.f. February 25, 2022 and who holds office up to the date of ensuing Annual General Meeting of the Company in terms of Section 161(1) of the Act and the Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company, and in respect of whom the Company has received notice in writing under

Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company liable to retire by rotation.”

5. **To appoint Mr. Ravinder Kumar Jain (DIN: 00024692) as an Independent Director of the company**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

**“RESOLVED** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, Mr. Ravinder Kumar Jain (DIN: 00024692), who was appointed by the Board of Directors, based on the recommendation of the Board and Nomination and Remuneration Committee, as an Additional Director of the Company w.e.f. April 12, 2022 and who holds office up to the date of ensuing Annual General Meeting in terms of section 161(1) of the Act and the Article of Association of the Company and who is eligible for appointment and has given his consent along with a declaration that he meets the criteria for independence under Section 149(6) of the Act, and in respect of whom the Company has received notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Independent Director of the Company to hold office for a period of 5 (Five) consecutive years w.e.f. April 12, 2022 to April 11, 2027 and he shall not be liable to retire by rotation.”

6. **To approve increase in Remuneration of Mr. Ravi Kumar Gupta (DIN: 00021659), Managing Director of the company**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the “Act”) and the Rules framed thereunder, (including any statutory modifications or re-enactment thereof, for the time being in force) and the Article of Association of the Company and subject to such other approvals as may be necessary, the approval of the Members be and hereby accorded for the payment of the remuneration to **Mr. Ravi Kumar Gupta (DIN: 00021659)** Managing Director of the Company, for the remaining period of two years viz., from October 1, 2021 to September 30, 2023;

**RESOLVED FURTHER THAT** the aggregate of the remuneration and perquisites, as set out in the Explanatory Statement of this Resolution, in any financial year shall not exceed the limit as specified under Section 197, Section 198 and other applicable provisions of the Act and Rules made thereunder, read with Schedule V of the said Act as amended to date or any statutory modification or re-enactment thereof;

**RESOLVED FURTHER THAT** the terms of remuneration as set out in the Explanatory Statement of this Resolution shall be deemed to form part hereof and in the event of any inadequacy or absence of profits in any financial year or years, the aforementioned remuneration comprising salary, perquisites and benefits approved herein be continued to be paid as minimum remuneration to the Managing Director, subject to such other approvals as may be necessary;


**RESOLVED FURTHER THAT** save and except as aforesaid, the Special Resolution approved and passed by the Members with respect to the appointment of **Mr. Ravi Kumar Gupta (DIN: 00021659)** Managing Director shall continue to remain in full force and effect; and

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including any committee thereof), be and is hereby authorised to vary and/or revise the remuneration of **Mr. Ravi Kumar Gupta (DIN: 00021659)**, Managing Director within the overall limits under the Act and to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid Resolution."

**By Order of the Board of Directors  
For Taurus Asset Management Company Limited**

**Place: Gurugram**

**Date: 30-06-2022**

  
**Anu Suri**  
(Company Secretary)  
Membership Number: - A27744

**Notes:**

1. Explanatory Statement setting out the material facts concerning each item of Special Businesses to be transacted at the General Meeting pursuant to Section 102 of the Companies Act, 2013, is annexed hereto and forms part of the Notice.
2. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its General Circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19", General Circular no. 20/2020 dated May 5, 2020, General Circular nos. 02/2021 dated January 13, 2021, General Circular no. 21/2021 dated December 14, 2021 and General Circular nos. 02/2022 dated May 05, 2022 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the 29<sup>th</sup> AGM of the Company is being held through VC/OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.
3. The company has enabled the Members to participate at the 29<sup>th</sup> AGM through the VC/OAVM Facility through Zoom. The Instructions for participations by members are given in the subsequent paragraph. Participation at the AGM through VC/OAVM shall be allowed on a first-come-first-served basis.
4. In compliance with the requirements of the MCA Circulars, the electronic copy of the Notice along with the Annual Report for the financial year ended 31<sup>st</sup> March, 2022 consisting of financial statements including Board's Report, Auditors' Report and other documents required to be attached therewith have been sent only to those members whose e- mail ids are registered with the Company or the Registrar and Share Transfer Agent through electronic means and no physical copy of the Notice has been sent by the Company to any member.

5. As per the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf. Since the 29<sup>th</sup> AGM is being held through VC / OAVM as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be made available for the 29<sup>th</sup> AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
6. Corporate members are required to send a certified copy (PDF / JPG Format) of the Board Resolution, pursuant to section 113 of the Companies Act 2013, authorizing their representative to attend and vote at the Meeting through VC / OAVM on its behalf, by e-mail through its registered e-mail address to [anu.suri@taurusmutualfund.com](mailto:anu.suri@taurusmutualfund.com).
7. During the 29<sup>th</sup> AGM, the scanned copy of Register of Directors and Key Managerial Personnel and their shareholding, maintained u/s 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 shall be made available only in electronic form for inspection and the members seeking to inspect such documents can send an email to [anu.suri@taurusmutualfund.com](mailto:anu.suri@taurusmutualfund.com).
8. Electronic copy of all the documents referred to in the accompanying Notice of the 29<sup>th</sup> Annual General Meeting are open for inspection at the Meeting and on all working days, except Saturday and Sunday from 11:00 a.m. to 2:00 p.m. up to the ensuing Meeting which can be provided electronically at the request of the members at their registered email address.
9. The Members desirous of seeking any information relating to the annexed Annual Audited Accounts of the Company for the Financial Year ended March 31, 2022, may send through email at [anu.suri@taurusmutualfund.com](mailto:anu.suri@taurusmutualfund.com), for the attention of Ms. Anu Suri, Company Secretary & Compliance Officer at least seven days in advance of the Meeting so that requisite information can be made available at the Meeting.
10. Sub Rule 3 of Rule 9A of Companies (Prospectus and Allotment of Securities) Third Amendment Rules, 2018 dated 10.09.2018, which provides that on and after 02<sup>nd</sup> October, 2018 transfer of securities would not be processed unless the securities are held in the dematerialized form with a depository. In view of the same, now the shares cannot be transferred in the physical mode. Members holding shares in physical form are therefore requested to dematerialize their holdings.
11. If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Company or its RTA in respect of shares held in physical form and to DPs in respect of shares held in electronic form.
12. Members desirous of making a nomination in respect of their shareholding in the Company, as permitted u/s 72 of the Companies Act, 2013 can make their requisition through email at [anu.suri@taurusmutualfund.com](mailto:anu.suri@taurusmutualfund.com) for the prescribed form and send duly filled copy of the same to the kind attention of Ms. Anu Suri, Company Secretary & Compliance Officer at 2<sup>nd</sup> Floor, Plot No. 31, Echelon Institutional Area, Sector 32, Gurugram-122001, Haryana, India.
13. The details of the Directors seeking appointment/ re-appointment/ fixation of remuneration/ variation of the terms of remuneration at the 29<sup>th</sup> AGM as required under SS-2 are provided in Annexure A of this Notice. The Company has received requisite consents/ declarations for the appointment/ re-appointment under the Companies Act, 2013 and the rules made thereunder.

14. Members attending the Annual General Meeting through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
15. As the 29<sup>th</sup> AGM is held through VC / OAVM, the route map is not annexed to this Notice.
16. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE ANNUAL GENERAL MEETING THROUGH VC / OVAM ARE AS UNDER:
- a. Facility for joining the Annual General Meeting through VC / OAVM shall be kept open 15 minutes before the time scheduled to start the meeting and 15 minutes after the expiry of the said scheduled time and members who may like to express their views or ask questions during the Annual General Meeting may register themselves by writing to us on [anu.suri@taurusmutualfund.com](mailto:anu.suri@taurusmutualfund.com);

The login details for joining the Annual General Meeting are as follows:

- Instructions for Laptop / mobile / tab Participants - Zoom Id details will be provided at later date.

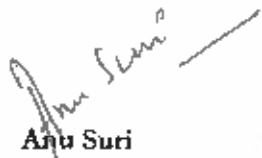
b. Members who need technical assistance before or during the Annual General Meeting can contact on [anu.suri@taurusmutualfund.com](mailto:anu.suri@taurusmutualfund.com)

c. In compliance with the MCA circulars and applicable provisions of the Companies Act, 2013 and rules made thereunder, the members will have a facility to vote on the proposed agenda matters of the Notice convening the AGM, through "Show of hands" as per section 107 of the Act, unless a demand for Poll is made by any member in accordance with section 109 of the Act.

d. During the meeting held through VC or OAVM facility, where a poll on any items is demanded, the members shall cast their vote on the resolutions only by e-mail through its registered e-mail address on which they have received the Annual General Meeting notice to [anu.suri@taurusmutualfund.com](mailto:anu.suri@taurusmutualfund.com). Poll papers along with the AGM Notice will be sent to the members.

By Order of the Board of Directors  
For Taurus Asset Management Company Limited

Place: Gurugram  
Date: 30-06-2022

  
Anu Suri  
(Company Secretary)  
Membership Number: - A27744

**Explanatory Statement Pursuant to section 102 of the Companies Act, 2013**

**ITEM NO. 4 TO APPOINT MR. KANISHK KAPUR (DIN: 09506722) AS A PROFESSIONAL DIRECTOR OF THE COMPANY**

The Fund intends to launch an Overseas Fund and at a macro level, there is a need of advanced expertise in identifying and executing new opportunities in overseas markets, a necessity was felt to appoint a Director with adequate knowledge on the Board.

Therefore, Mr. Kanishk Kapur was appointed on the Board of the Company as an Additional Director, (Non-Executive & Non- Independent) w.e.f. February 25, 2022 on recommendation of the Nomination & Remuneration Committee & the Board in terms of section 161(1) of the Companies Act, 2013. Mr. Kapur has the requisite expertise in Product and Business Operations in Overseas market with Scratch San Francisco, USA, Treasury Management, Research Analyst with ISMF ACE San Francisco, USA & Mumbai, CLSA Hong Kong, Hong Kong etc. The details of his work experience are enclosed. The appointment of Mr. Kanishk Kapur as Non-Executive, Director is pursuant to the provisions of Section 149 and 152 of the Companies Act, 2013.

In terms of section 160 of the Companies Act, 2013, the Board and Nomination and Remuneration Committee have recommended the appointment of Mr. Kapur as Director pursuant to the provisions of the Companies Act, 2013.

In the opinion of the Board, Mr. Kanishk Kapur fulfils the conditions specified in the Companies Act, 2013 and rules thereunder for his appointment as a Director of the Company.

The Company has received from Mr. Kanishk Kapur, (i) Intimation in form DIR-8 in terms of Companies (Appointment and Qualification of Directors) Ruled 2014 that he is not disqualified under Sub-section (2) of Section 164 of the Companies Act, 2013 And (ii) Declaration of Interest in Form MBP-1 in terms of Section 184 of the Companies Act, 2013

Considering their given background and contribution made by them since their appointment, the Board is of the opinion that his continued association would be beneficial to the Company. The terms and conditions of appointment is being made available for inspection by the members through electronic mode.

The Board after full consideration has resolved to appoint Mr. Kanishk Kapur, as a Non-Executive Director, liable to retire by rotation.

The Board of Directors recommends the Resolution at item no. 4 of the accompanying Notice for the approval of the Members of the Company as Ordinary resolution.

Except the appointee director, none of the other Director or key managerial personnel of the Company or their relatives are concerned or interested financially or otherwise in the said resolution.

**ITEM NO. 5 TO APPOINT MR. RAVINDER KUMAR JAIN (DIN: 00024692) AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

Mr. Ravindra Kumar Jain was appointed on the Board of the Company as an Additional Director (Independent) w.e.f. March 02, 2021 in order to comply with the provision of the SEBI (Mutual Fund) Regulation, 1996 of holding at least 50% Independent Directors on the Board of the Company. Mr. Jain, is a financial professional with more than 4 decades of extensive experience and analytical skills in the fields of corporate & financial planning & strategies, Indian & Overseas financial markets and corporate finance and worked at top management positions with reputed business houses. The details of his work experience are enclosed.

In terms of section 160 of the Companies Act, 2013, the Board and Nomination and Remuneration Committee have recommended the appointment of Mr. Ravindra Kumar Jain as an Independent Director pursuant to the provisions of Section 149, 150 and 152 of the Companies Act, 2013.

In the opinion of the Board, Mr. Ravindra Kumar Jain fulfils the conditions specified in the Companies Act, 2013 and rules thereunder for his appointment as an Independent Director of the Company.

The Company has received from Mr. Ravindra Kumar Jain, (I). Intimation in form DIR-8 in terms of Companies (Appointment and Qualification of Directors) Ruled 2014 that he is not disqualified under Sub-section (2) of Section 164 of the Companies Act 2013 and (II). A declaration to the effect that he meets the criteria of independence as provided in Sub-section (6) of Section 149 of the Companies Act 2013.

Considering their given background and experience and contribution made by them since their appointment, the Board is of the opinion that his continued association would be beneficial to the Company. The terms and conditions of appointment is being made available for inspection by the members through electronic mode.

The Board after full consideration has resolved to appoint Mr. Ravindra Kumar Jain, as a Non-Executive Independent Director, not liable to retire by rotation and Mr. Ravindra Kumar Jain to hold office of Director as such for five consecutive years for a term up to April 11, 2027.

The Board of Directors recommends the Resolution at item no. 5 of the accompanying Notice for the approval of the Members of the Company as Ordinary resolution.

Except the appointee director, none of the other Director or key managerial personnel of the Company or their relatives are concerned or interested financially or otherwise in the said resolution.

**ITEM NO. 6 TO APPROVE INCREASE IN REMUNERATION OF MR. RAVI KUMAR GUPTA (DIN: 00021659), MANAGING DIRECTOR OF THE COMPANY**

In terms of revised Nomination and Remuneration Policy, the salary structure of Mr. Ravi Kumar Gupta, Managing Director of the Company was increased by the Board at its meeting held on October 28<sup>th</sup>, 2021, on the recommendation of the Nomination and Remuneration Committee.

Pursuant to the second proviso of Section 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the relevant rules made thereunder, the remuneration paid to Mr. Ravi Kumar Gupta, Managing Director of the Company is in excess of the threshold limit. Therefore, the consent of members of the Company is being sought by way of a Special Resolution in this regard.

The specified information while seeking approval/consent of the shareholders as required under Section II of Schedule V is listed out herein below:

<b>I. General Information :</b>		
1.	Nature of Industry	:
2.	Date or expected date of Commencement of Commercial Production	:
3.	In case of new Companies, expected date of Commencement of activities as per project approved by financial institution appearing in the prospectus.	:
4.	Financial performance based on given indicators	

The Financial performance of the Company during last three years is as under:-

		2020-21	2019-20	2018-19
	(Rs. in lacs)			
	Turnover	951.96	1034.72	1192.87
	Net Profit (As per profit & loss account)	508.21	(639.62)	(96.84)
	Amount of dividend paid	NIL	367.41	NIL
	Rate of dividend declared	-	18%	-
5	Export performance and net foreign exchange collaborations	(Rs. in lacs)		
		2020-21	2019-20	2018-19
	Export of Services	NIL	NIL	NIL
6	Foreign investment or collaboration, if any	NIL	NIL	NIL

**II. Information about the appointee :**

1	<p>Back Ground details:</p> <p>Mr. R K Gupta, Managing Director of the Company is having very rich experience in the field of banking and finance and the Mutual Fund industry in particular. He had served in the premier bank of the Country as a Senior Manager from February 1979 to December 1991. In the same bank he was posted in its Asset Management Company as Executive Vice President in January 1992 and later on appointed as Managing Director of the same Asset Management Company in June 1994, to which position he continued till March 1996. Later, he joined HB Asset Management Company Limited as its Chief Executive Officer in March 1996 and continued to work in this capacity till August 21, 2003. Thereafter, w.e.f October 01, 2003 he was appointed as Managing Director of TAMCO.</p>
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	Since, then he continued to hold the position of Managing Director.
2	<p><b>Past remuneration:</b></p> <p>(A) BASIC SALARY : Rs. 2,27,500/- per month</p> <p>(B) ALLOWANCES / PERQUISITES / REIMBURSEMENT</p> <p>a) HOUSE RENT ALLOWANCE House Rent Allowance shall be paid @ 50% of basic salary.</p> <p>c) LEAVE TRAVEL CONCESSION Expenses incurred for self and family subject to a ceiling of Rs. 1 Lac a year.</p> <p>d) MEAL COUPONS Meal Coupons of Rs. 2,000/- (Rupees Two Thousand Only) per month.</p> <p>e) MEDICAL REIMBURSEMENT Expenses incurred for self and family subject to a ceiling of Rs. 50,000/- in a year.</p> <p>f) BOOKS AND PERIODICALS REIMBURSEMENT Books and Periodicals expenses upto Rs. 1,000/- (Rupees One Thousand Only) per month.</p> <p>g) CAR AND TELEPHONE The Company shall provide car and a telephone at the residence of the Managing Director.</p> <p>g) LEAVE Earned/Privilege leave, not exceeding one month for every eleven months of service, on full salary and allowance. Leave accumulated and not availed of during his tenure as Managing Director will be allowed to be encashed at the time of his ceasing to be the Managing Director of the Company.</p> <p>h) CLUB FEES Fees of clubs, subject to a maximum of two clubs. However, admission and life membership fees shall not be allowed.</p> <p>i) PROVIDENT FUND Company's contribution towards Provident Fund, subject to a ceiling, as prescribed under the provisions of law applicable in this regard.</p> <p>j) GRATUITY Half month salary for each completed year of service.</p> <p>C. PERFORMANCE LINKED BONUS As may be approved by the Board of Directors from time to time.</p> <p>D. Apart from the aforesaid salary, perquisite, allowances and benefits, the Managing Director will be entitled to reimbursement of expenses incurred in connection with business of the Company.</p> <p>E. No Sitting fees will be paid to the Managing Director for attending the meetings of the Board of Directors of the Company or Committees thereof.</p>

	<p>F. The aggregate of the remuneration and perquisites as aforesaid in any financial year shall not exceed the limit from time to time under Section 197, Section 198 and other applicable provisions of the Act and Rules made thereunder, read with Schedule V of the said Act as amended to date or any statutory modification or re-enactment thereof.</p> <p>G. When in any financial year, the Company has no profit or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Mr. Ravi Kumar Gupta in accordance with the applicable provisions of Schedule V of the Act, and subject to such approval from time to time as may be required, if any, under the provisions of the Act.</p>
3	<p>Recognition or awards:</p> <p>During his tenure as the Managing Director of the Company, which he still continues, he was awarded by Udyog Ratna Award by the Institute of Economics Studies, New Delhi on December 13, 2007.</p>
4	<p>Job Profile and her suitability:</p> <p>As detailed in "II Information about the appointee – 1. Background details" above.</p>
5	<p>Remuneration proposed:</p> <p>(A) BASIC SALARY : Rs. 2,59,899/- per month</p> <p>(B) ALLOWANCES / PERQUISITES / REIMBURSEMENT</p> <p>a) HOUSE RENT ALLOWANCE House Rent Allowance shall be paid @ 50% of basic salary.</p> <p>b) SPECIAL ALLOWANCE Special allowance shall be paid @ Rs. 59,645/- per month.</p> <p>c) LEAVE TRAVEL CONCESSION Expenses incurred for self and family subject to a ceiling of Rs. 1 Lac a year.</p> <p>d) MEDICAL ALLOWANCE Expenses incurred for self and family subject to a ceiling of Rs. 50,000/- in a year.</p> <p>e) MEAL COUPONS Meal Coupons of Rs. 2,000/- (Rupees Two Thousand Only) per month.</p> <p>f) CAR AND TELEPHONE The Company shall provide car and a telephone at the residence of the Managing Director.</p> <p>g) LEAVE Earned/Privilege leave, not exceeding one month for every eleven months of service, on full salary and allowance. Leave accumulated and not availed of during his tenure as Managing Director will be allowed to be encashed at the time of his ceasing to be the Managing Director of the Company.</p> <p>h) CLUB FEES Fees of clubs, subject to a maximum of two clubs. However, admission and life membership fees shall not be allowed.</p> <p>h) PROVIDENT FUND</p>

	<p>Company's contribution towards Provident Fund, subject to a ceiling, as prescribed under the provisions of law applicable in this regard.</p> <p>i) <b>GRATUITY</b> Half month salary for each completed year of service as per Gratuity Act.</p> <p>C. <b>PERFORMANCE LINKED BONUS</b> As may be approved by the Board of Directors from time to time.</p> <p>D. Apart from the aforesaid salary, perquisite, allowances and benefits, the Managing Director will be entitled to reimbursement of expenses incurred in connection with business of the Company.</p> <p>E. No Sitting fees will be paid to the Managing Director for attending the meetings of the Board of Directors of the Company or Committees thereof.</p> <p>F. The aggregate of the remuneration and perquisites as aforesaid in any financial year shall not exceed the limit from time to time under Section 197, Section 198 and other applicable provisions of the Act and Rules made thereunder, read with Schedule V of the said Act as amended to date or any statutory modification or re-enactment thereof.</p> <p>G. When in any financial year, the Company has no profit or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Mr. Ravi Kumar Gupta in accordance with the applicable provisions of Schedule V of the Act, and subject to such approval from time to time as may be required, if any, under the provisions of the Act.</p>
6	<p>Comparative remuneration paid with respect to industry, size of the company, Profile of the position and person ( in case of *expatriates the relevant details would be w.r.t. the country of his origin):</p> <p>The remuneration paid to the Managing/ whole-time directors/ managers etc. of other Mutual Funds are much higher than the remuneration being paid to Mr. R K Gupta as Managing Director.</p>
7	<p>Pecuniary relationship directly or indirectly with the company, or relationship with the company, or relationship with the managerial personal, if any:</p> <p>The direct pecuniary relation with the Company is only the present salary, being drawn in the capacity as Managing Director of the Company. No other pecuniary relationship whether direct or indirect, or any relationship with the Managerial Personnel of the Company.</p>
<b>III. Other information :</b>	
1	<p>Reasons of loss or inadequate profits:</p> <p>The Company as Investment Manager of Taurus Mutual Fund is managing eight equity schemes. The main income for the Company comes from Management fees charged to the various schemes. Besides, company also generates some profit from deployment of its networth. The present corpus of the equity schemes is low. Further, the nature of the volatility of the capital market also impact profitability/ corpus of the company.</p>
2	<p>Steps taken or proposed to be taken for improvement:</p> <p>Efforts are being made to expand the business of the Company. Marketing division is also being strengthened to increase the corpus.</p>
3	<p>Expected increase in productivity and profits in measurable terms:</p> <p>With the strengthening of the marketing division and other departments, the assets of the Fund are likely to improve in the near future. However, fund mobilization will depend largely on the performance of the schemes, movement in capital market and behavior of interest rate scenario etc.</p>
<b>IV. Disclosures :</b>	
<p>The following disclosures shall be mentioned in the Board of Director's report under the heading "Corporate Governance", if any, attached to the financial statement:</p>	

- (i) all elements of remuneration package such as salary, benefits, bonuses, stock options, pension etc. of all the directors;
- (ii) details of fixed component and performance linked incentives along with the performance criteria;
- (iii) service contracts, notice period, severances fees; and
- (iv) stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.

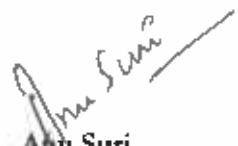
Not applicable

The Board of Directors recommends the Resolution at item no. 6 of the accompanying Notice for the approval of the Members of the Company as Special resolution.

Except the Mr. Ravi Kumar Gupta, none of the other Director or key managerial personnel of the Company or their relatives are concerned or interested financially or otherwise in the said resolution.

By Order of the Board of Directors  
For Taurus Asset Management Company Limited

Place: Gurugram  
Date: 30-06-2022

  
Anu Suri  
(Company Secretary)  
Membership Number: - A27744

## Annexure-A

Information pursuant to the provisions of the Secretarial Standards on General Meeting ("SS-2") issued by the Institute of Company Secretaries of India regarding the Directors proposed to be re-appointed by rotation/ re-appointed.

Particulars	Mr. Kanishk Kapur	Mr. Ravinder Kumar Jain
Date of Birth/Age	01-02-1996/ 26 Years	24-01-1954/ 67 Years
Date of Appointment	25-02-2022	02-03-2022
Qualification	Bachelor of Arts in Econometrics, minor in Financial Economics from Claremont McKenna College, Claremont, California, USA.	Chartered Accountant
Expertise in Specific areas	Mr. Kapur has the expertise in Product and Business Operations in Overseas market with Scratch San Francisco, USA, Treasury Management, Research Analyst with ISMF ACE San Francisco, USA & Mumbai, CLSA Hong Kong, Hong Kong etc.	Mr. Jain is a financial professional with more than 4 decades of extensive experience and analytical skills in the fields of corporate & financial planning & strategies, Indian & Overseas financial markets and corporate finance and worked at top management positions with reputed business houses.
List of Directorship in other Companies (as on March 31, 2022)	Nil	Nil
Membership/ Chairmanship of Committee of the Board in other Companies (As on 31st March, 2022)	Nil	Nil
Number of shares held in the Company	Nil	Nil
Terms and conditions of appointment or re-appointment	Re-appointment on retirement by rotation	Appointed as Independent Director for five consecutive years for a term up to April 11, 2027
Details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable,	Sitting Fee for attending the Board Meetings	Sitting Fee for attending the Board Meetings
Date of first appointment on the Board	25.02.2022	12.04.2022
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	N.A.	N.A.
Number of Meetings of the Board attended during the year	N.A.	N.A.

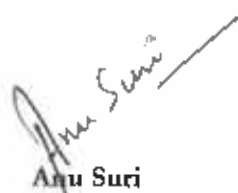
<b>Particulars</b>	<b>Mr. Harbans Lal</b>	<b>Mr. Ravi Kumar Gupta</b>
<b>Date of Birth/Age</b>	02.02.1942 / 80 Years	01.09.1947 / 74 Years
<b>Date of Appointment</b>	28.10.2016	23.07.2003
<b>Qualification</b>	M.A. (Public Administration), Panjab University, Chandigarh C.A.I.I.B. (Associate of Institute of Bankers)	B.Sc., Post Graduate Diploma in Sugar Technology
<b>Expertise in Specific areas</b>	Mr. Harbans Lal is a seasoned banking professional with extensive experience in Corporate Lending and Industrial Rehabilitation. He has over 37 years of experience working with State Bank of India and retired as Chief General Manager (Delhi Circle), Delhi. He was also on the Arbitration panel of Multi Commodity Exchange of India (MCX) and NCDEX. He was also on the panel of Indian Counsel Arbitration.	Mr. Gupta is Engineer by profession and worked with DCM Group at the Shop floor for 10-years and then with Punjab National Bank for about 17-years. He has experience of more than 25-years in the Mutual Fund operations at the various levels and is associated with the Company from last 20-years as the Managing Director.
<b>List of Directorship in other Companies (as on March 31, 2022)</b>	IIB Stockholdings Limited IIB Portfolio Ltd	Nil
<b>Membership/ Chairmanship of Committee of the Board in other Companies (As on 31st March, 2022)</b>	<b><u>HB Stockholdings Limited</u></b> – Chairman ➤ Stakeholders Relationship Committee ➤ Nomination & Remuneration Committee <b>Member</b> ➤ Audit Committee  <b><u>HB Portfolio Limited –</u></b> <b>Chairman</b> ➤ Stakeholders Relationship Committee <b>Member</b> ➤ Audit Committee ➤ Nomination & Remuneration Committee	Nil
<b>Number of shares held in the Company</b>	Nil	Nil
<b>Terms and conditions of appointment or re-appointment</b>	Re-appointment on retirement by rotation	Refer Item 06 along with explanatory statement to the Notice of AGM

Details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable,	Sitting Fee for attending the Meetings	Remuneration Paid
Date of first appointment on the Board	28.10.2016	23.07.2003
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	He is not related to any Director of the Company as per Section 2(77) of the Companies Act, 2013	He is not related to any Director of the Company as per Section 2(77) of the Companies Act, 2013
Number of Meetings of the Board attended during the year	5	6

**By Order of the Board of Directors  
For Taurus Asset Management Company Limited**

Place: Gurugram

Date: 30-06-2022



Anu Suri

(Company Secretary)

Membership Number: - A27744

**FORM NO. MGT.12****Polling Paper**

*[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]*

Name of the Company: TAURUS ASSET MANAGEMENT COMPANY LIMITED

Registered office: GROUND FLOOR, AMB. CENTRE-1, 8 MAHARAJA INDUSTRIAL ESTATE MAHAKALI CAVE ROAD, ANDHERI (E) MUMBAI - 400 093

**BALLOT PAPER**

S No	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No./ *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	Equity Shares

I hereby exercise my vote in respect of Ordinary/Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

No.	Item No.	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1.	To adopt Audited Balance Sheet of the Company as at March 31, 2022 and the Profit and Loss Account for the year ended on that date together with the report of the Auditor's and Directors' thereon			
2.	To re-appoint Mr. Harbans Lal (DIN No. 00076405)			
3.	To re-appoint Vaidyanath Aiyar & Co., Chartered Accountant (FRN: 000038N) as Statutory Auditor of the Company			
4.	To appoint Mr. Kanishk Kapur (DIN: 09506722) as a Professional Director of the company			
5.	To appoint Mr. Ravinder Kumar Jain (DIN: 00024692) as an Independent Director of the company			
6.	To approve increase in remuneration of Mr. Ravi Kumar Gupta (din: 00021659), Managing Director of the company			

Place:

Date:

(Signature of the shareholder)



Taurus Asset Management Company Limited  
2<sup>nd</sup> Floor, Plot No-31, Echelon Institutional Area,  
Sector-32, Gurugram, Haryana-122 001  
Tel (B) 0124 4531500  
CIN U67190MH1993PLC073154



## Directors' Report

### Dear Members

The Directors have pleasure in presenting the 29<sup>th</sup> Annual Report of your Company along with Financial Statement of Accounts for the year ended March 31, 2022.

### Financial Results (Standalone)

(Rs. In Thousands)

Particulars	Financial Year 2021-22	Financial Year 2020-21
Management Fees	84,420	62,394
Other Income	78,207	81,706
<b>Gross Income</b>	<b>1,62,627</b>	<b>1,44,100</b>
Operating Expenditure	88,757	91,270
Depreciation and amortization expenses	1,695	1,942
Net Loss on Fair Value Changes	0	0
<b>Total expenses</b>	<b>90,452</b>	<b>93,212</b>
Profit before finance cost and taxes	72,175	50,888
Finance Cost	20	67
<b>Profit/ (Loss) before tax</b>	<b>72,155</b>	<b>50,821</b>
Provision for taxes for current years	3,014	2,420
Provision for taxes for earlier years	269	0
Provision for Deferred Tax/ (Credit)	1,326	1,290
<b>Profit/ (Loss) for the year</b>	<b>67,546</b>	<b>47,111</b>
Other comprehensive Income	11,494	991
<b>Total Comprehensive Income</b>	<b>11,494</b>	<b>991</b>

During the Financial Year ended March 31, 2022, the Management fee increased by 35.30% and total cost also decreased by 2.96 % as compared to last year. Your Company recorded a profit of Rs.

675.46 lakhs after tax as compared to profit of Rs. 471.11 lakhs in the previous year. The profit is mainly on account of increase in management fees. Consequently, earnings per share (EPS) are Rs. 3.99 in the financial year ended March 31, 2022 as compared to Rs. 2.78 in the previous year ended March 31, 2021.

#### **State of the Company's affairs**

The Company's principal activity is rendering Asset Management Services. The Company has been appointed as the Investment Manager of Taurus Mutual Fund by the Trustees in terms of SEBI (Mutual Fund) Regulations, 1996.

#### **Change in nature of business, if any**

During the financial year, there is no change in nature of business of the Company.

#### **Capital Structure**

The paid up equity share capital of the Company as on March 31, 2022 is Rs. 16,93,12,360/- (Rupees Sixteen Crores Ninety Three Lacs Twelve Thousand Three Hundred Sixty only). There is no change in the share capital during the year under review.

Further, the Company has not issued any other kind of securities.

#### **Dividend**

Your Directors recommend plough back of profits for the growth of the business and therefore, no dividend is recommended for the Financial Year ended March 31, 2022.

#### **Transfer to Reserves**

The Company has proposed not to transfer any amount to reserves during the period under review.

#### **Deposits**

The Company has neither accepted nor renewed any fixed deposits during the year. There are no outstanding or unclaimed deposits, unclaimed / unpaid interest, refunds due to the deposit holders or to be deposited to the Investor Education and Protection Fund as on March 31, 2022.

#### **Industry Structure and Developments**

The Mutual Fund industry in India continued its growth trajectory with average net assets under management moving to INR 37.70 lakh crores for the FY ending March 31, 2022 from INR 32.17 lakh crores during the FY ending March 31, 2021. The AAUM witnessed a growth of 5.53 lakh crores compared to last year.

The Securities and Exchange Board of India (SEBI) announced certain measures to enhance governance, increase transparency and increase investors participation in mutual funds. Some of the key initiatives taken during the year are as under:

1. Launch of investor education app "Saarthi" to create awareness among investors about the basic concepts of the securities market.
2. "Skin in the game" framework to align interest of AMC/fund houses with that of unit-holders or investors.
3. Publishing of Investor Charter and disclosure of Investor Complaints by Investment Advisers on their websites/mobile applications.

### **Performance of Taurus Mutual Fund and its future plans**

During the financial year, Taurus Mutual Fund consolidated its operations with focus on equity schemes. The average net assets of the equity schemes of Taurus Mutual Fund for FY22\_were Rs. 524.30 crores.

At present, Taurus Mutual Fund is managing seven open ended equity oriented schemes, one ELSS scheme.

Our efforts will be to improve the operations and the scheme performance. Our focus will be on improving investment performance and enriching investor experience while continuing with our Investor Education Programs.

### **Code of Conduct for Prohibition of Insider Trading**

Your Company has in place Code of Conduct for Prohibition of Insider Trading Policy which has been laid down in compliance with the provisions of **Regulation 9 of Securities and Exchange Board of India ("SEBI") (Prohibition of Insider Trading) Regulations, 2015** and **SEBI Circular** dated January 21, 2019 and subsequent SEBI Circulars for Mutual Fund/ AMC from time to time. This Policy pertains to 'Insider Trading' which is the act of dealing (buying and / or selling) in the securities, by any connected or deemed to be connected persons while in possession of **any material un-published price sensitive information**, in breach of a fiduciary duty or other relationship of a trust and confidence, to gain personal benefit out of such dealing.

### **Risk Management**

Your Company has an adequate risk management framework in place, which helps in managing risks in an expeditious and efficient manner. In addition, your Company has adequate checks and balances in place in all its activities, which are independently assessed at regular intervals.

Your Company has put in place a Business Continuity Plan and adopts the practice of reviewing its risk management policies to be in step with the changing environment so as to identify and mitigate its attendant risks in a proactive manner on a continuous basis.

Your Directors are of the view that as on the date of this report, there are no known risks which may threaten the existence of your Company.

### **Board of Directors and Key Managerial Personnel**

The Board of your company as on March 31, 2022 consists of Seven (7) Members, three of whom are Non-Executive Independent Directors, three of whom are Non-Executive Directors and one of whom is Managing Director.

In accordance with provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company, Mr. Harbans Lal (DIN- 00076405) Non-executive Director is liable to retire by rotation at the ensuing Annual General Meeting and being eligible have offered himself for re-appointment. The Board of Directors recommends his re-appointment.

In accordance with the provisions of the Companies Act, 2013 read with the Rules issued thereunder and the Articles of Association of the Company, the Independent Directors and the Managing Director of the Company are not liable to retire by rotation.

During the period under review:

Dr. Ashok Aggarwal (DIN: 00046836) regularized in the 28<sup>th</sup> Annual General Meeting held on July 30, 2021 who was appointed as Additional Director (Independent) on the Board of the Company w.e.f. March 02, 2021

Mr. Kanishk Kapur (DIN: 09506722), appointed as Additional Director (Non-Executive) on the Board of Company w.e.f. February 25, 2022.

After closure of financial year, Mr. Ravinder Kumar Jain (DIN: 00024692) appointed as Additional Director (Non-Executive, Independent) on the Board of Company w.e.f. April 12, 2022.

The above Additional Directors hold office up to the date of ensuing Annual General Meeting and necessary resolution for the appointment of Mr. Kanishk Kapur and Mr. Ravinder Kumar Jain including their brief profile and other related information has been included in the Notice convening the ensuing Annual General Meeting. Your Directors recommend their appointment as Non-Executive Non-Independent Director and Non-Executive Independent Director respectively of the Company.

The 50% Directors are Independent Directors in compliance with the SEBI (Mutual Fund) Regulations.

During the year, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company.

All the directors of the Company have confirmed that they are not disqualified for being appointed as directors pursuant to Section 164 of the Companies Act, 2013.

The Key Managerial Personnel of the Company pursuant to sections 2(51) and 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are Mr. Ravi Kumar Gupta as Managing Director; Mr. Prasanna Pathak as Chief Executive Officer, Ms. Jinal Mahesh Patel as Chief Financial Officer and Ms. Anu Suri as Company Secretary.

During the period under review, Mr. Prasanna Pathak was appointed as CEO of the Company in place of Mr. Syed Waqar Abbas w.e.f. 1<sup>st</sup> October, 2021.

### **Declaration of Independence by Independent Directors**

The Company has received declarations from all the independent directors u/s 149(7) of the Companies Act, 2013 affirming that they meet the criteria of independence as provided in section 149(6) of the act.

### **Board Meetings held during the year & Attendance of Directors**

During the year under review, the Board of Directors of your Company met Six (6) times and the gap between two meetings did not exceed one hundred twenty days. The Meetings of Board of Directors were held on April 28, 2021, June 24, 2021, August 27, 2021, October 28, 2021, December 28, 2021 and February 24, 2022 and at all the above-mentioned meetings necessary quorum was present. The Board Meetings were attended by all the Directors except Harbans Lal, who could not attend the meeting held on April 28, 2021 and was granted leave of absence.

### **Attendance of Directors**

Sl.	Name of the Directors	Executive/ Non-Executive/Independent	No. of Meetings entitled to attend during the year	No. of Meetings attended during the year
1.	Mr. Lalit Bhasin	Non-Executive Director	6	6
2.	Mr. Harbans Lal	Non-Executive Director	6	5
3.	Mr. Ravi Kumar Gupta	Managing Director	6	6
4.	Mr. Rajendra Prasad Tulsian	Non-Executive Independent Director	6	6
5.	Mr. Krishan Kumar Narula	Non-Executive Independent Director	6	6
6.	Dr. Ashok Aggarwal	Non-Executive Independent Director	6	6
7.	Mr. Kanisk Kapur	Non-Executive Director	0	0

### **Committees of the Board of Directors**

Your Company's Board has constituted the following Committees, as required under the provisions of the Companies Act, 2013 and SEBI (Mutual Funds) Regulations:-

1. Audit Committee

2. Nomination and Remuneration Committee
3. Corporate Social Responsibility Committee
4. Share Transfer Committee

**1) Audit Committee:-**

Audit Committee consisting of following directors:

Mr. Krishan Kumar Narula - Non - Executive Independent Director - Chairman

Mr. Rajendra Prasad Tulsian - Non - Executive Independent Director - Member

Dr. Ashok Aggarwal - Non - Executive Independent Director - Member

Mr. Harbans Lal - Non - Executive Director - Member

The Members of the Committee possess strong accounting and financial management knowledge. The Company Secretary of the Company is the Secretary of the Committee.

All the recommendations of the Audit Committee were accepted by the Board.

**Terms of Reference of Committees**

The terms of reference of the Audit Committee conform to the requirements of Section 177 of the Companies Act, 2013:-

- a) To ensure quality of the internal audit function,
- b) To ensure effectiveness of the internal control systems,
- c) Evaluation of internal financial controls and risk management systems,
- d) Examination of the Annual Financial Statements and the Reports of the Auditors thereon,
- e) Recommendation for appointment, remuneration and terms of appointment of auditors of the Company,
- f) Review and monitor auditors' independence and performance, and effectiveness of audit process,
- g) Approval or any subsequent modification of transactions of the company with related parties,
- h) Scrutiny of inter - corporate loans and investments,
- i) Valuation of undertakings / assets of the Company, wherever it is necessary,
- j) Monitoring the end use of Funds raised through public offers and related matters,
- k) Investigate into any matter related to terms of reference and have power to obtain professional advice from external sources and have full access to the information contained in records of the Company,
- l) Call for the comments of the auditors about internal control systems, scope of audit, review of Financial statements before submission of the same to the Board,

- m) Discuss any related issues with the internal & statutory auditors and the management of the Company.

**Attendance details of the Audit Committee Meetings**

The Meetings of Audit Committees were held on April 28, 2021, June 24, 2021, August 27, 2021, October 28, 2021, December 28, 2021 and February 24, 2022.

S. No.	Name of the Members	No. of Meetings	
		Held	Attended
1.	Mr. Krishan Kumar Narula	6	6
2.	Mr. Rajendra Prasad Tulsian	6	6
3.	Dr. Ashok Aggarwal	6	6
4.	Mr. Harbans Lal	6	6

**2) Nomination And Remuneration Committee:-**

Nomination and Remuneration Committee consisting of following directors:

Mr. Rajendra Prasad Tulsian - Non - Executive Independent Director - Chairman

Mr. Krishan Kumar Narula – Non - Executive Independent Director - Member

Mr. Harbans Lal - Non - Executive Director – Member

**Terms of Reference of Committees**

The terms of reference of the Nomination & Remuneration Committee conform to the requirements of Section 178 of the Companies Act, 2013 :-

- a) to identify persons qualifying to become Directors, and who may be appointed in Senior Management,
- b) Recommend to Board their appointment and removal,
- c) Carry out evaluation of every Director's performance,
- d) Formulate criteria to determine qualifications, positive attributes and independence of a director,
- e) Recommend to the Board a policy relating to the remuneration for the Directors, Key Managerial Personnel and other employees.

### **Attendance details of the Nomination & Remuneration Committee Meetings**

During the year under review, Four (4) Nomination & Remuneration Committee Meetings were held on June 24, 2021, August 27, 2021, October 28, 2021 and February 24, 2022.

S. No.	Name of the Members	No. of Meetings	
		Held	Attended
1.	Mr. Rajendra Prasad Tulsian	4	4
2.	Mr. Krishan Kumar Narula	4	4
3.	Mr. Harbans Lal	4	4

### **3) Corporate Social Responsibility (CSR) Committee**

Corporate Social Responsibility (CSR) Committee consisting of following directors:

Mr. Lalit Bhasin – Non-Executive Director - Chairman

Mr. Ravi Kumar Gupta – Managing Director – Member

Mr. Krishan Kumar Narula – Non - Executive Independent Director – Member

Dr. Ashok Aggarwal - Non - Executive Independent Director – Member

### **Attendance details of the Corporate Social Responsibility (CSR) Committee**

During the year under review, no Corporate Social Responsibility Committee Meeting was held.

As per amended provisions of Section 135(9), where the amount to be spent by the Company does not exceed Rs. 50 lakh, the requirement for constitution of CSR Committee shall not be applicable and the functions of CSR Committee, be discharged by the Board of Directors of the Company.

Further pursuant to Rule 3(2) of The Companies (Corporate Social Responsibility Policy) Rules, 2014 where a company which ceases to be a company covered under subsection (1) of section 135 of the Act for three consecutive financial years shall not be required to -

(a) constitute a CSR Committee; and

(b) comply with the provisions contained in sub-section (2) to (6) of the said section, till such time it meets the criteria specified in sub-section (1) of section 135.

Since the company did not fulfil any of the criteria under Section 135(1),

In light of above, the Board is therefore, decided to dissolve CSR Committee in their Board Meeting held on June 30, 2022.



#### **4) Share Transfer Committee**

The Share Transfer Committee consisting of following directors:

Mr. Harbans Lal – Non-Executive Director - Chairman

Mr. Rajendra Prasad Tulsian – Non-Executive Independent Director - Member

Mr. Krishan Kumar Narula – Non-Executive Independent Director - Member

#### **Attendance details of the Share Transfer Committee**

During the year under review, One (1) Share Transfer Committee Meeting was held on April 28, 2021.

S. No.	Name of the Members	No. of Meetings	
		Held	Attended
1.	Mr. Harbans Lal	1	1
2.	Mr. Krishan Kumar Narula	1	1
3.	Mr. Rajendra Prasad Tulsian	1	1

#### **Board Evaluation**

The Board of Directors has carried out an annual evaluation of its own performance, board committees, and individual directors pursuant to the provisions of the Act

The evaluation of Non-Independent Directors, the Board as a whole and the Chairman of the Company was done at a separate meeting held by Independent Directors on December 28, 2021.

The performance evaluation of Independent Directors was done by entire Board, excluding Directors being evaluated.

#### **Internal Complaints Committee**

Your Company has been set up Internal Complaints Committee (hereinafter referred to as "Committee") to redress complaints received regarding sexual harassment pursuant to the provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ('POSH Act') and the rules made thereunder. All women employees whether permanent, contractual, temporary or trainees of the Company are covered to made complaints before the Committee relating to sexual harassment.

During the year under review, no complaint of sexual harassment from any employee was received by the Committee.

#### **Vigil Mechanism and Whistle Blower Policy**

Pursuant to Section 177 of the Companies Act, 2013, the company has formulated Whistle Blower Policy for vigil mechanism for Directors and employees to report to the management about the

unethical behavior, actual or suspected fraud, violation of Code of Conduct or legal or regulatory requirements, incorrect or misrepresentation of any financial statements and reports etc. The vigil mechanism provides for adequate safeguards against victimization of employees and Directors who use such mechanism and makes provision for direct access to the Chairman of the Audit Committee in exceptional cases. During the year under review, no complaint was received.

**Material Changes and Commitments if any, Affecting the Financial Position of the company occurred between the end of the financial Year to which these Financial statements relate and the date of the Report.**

No material changes and commitments affecting the financial position of the Company occurred from the end of the financial year 2021-22 till the date of this report. Further, there was no change in the nature of the business of the Company.

**Significant and material orders passed by the regulators**

During the year under review, no significant and material orders were passed by the Regulators or Courts or Tribunals impacting the going concern status of your Company.

**Subsidiaries, Joint Ventures & Associate Companies**

Your Company does not have any Subsidiary, Joint Venture or Associate Company.

**Statutory Auditors**

M/s. Thakur Vaidyanath Aiyar & Co, Chartered Accountants (having FRN 000038N), the Statutory Auditors of your Company, will hold office till the conclusion of the Twenty Ninth Annual General Meeting of the Company. The Board has recommended their re-appointment as the statutory auditors of the Company, for a second term of five consecutive years, from the conclusion of the Twenty-Ninth Annual General Meeting scheduled to be held in the year 2022 till the conclusion of the Thirty-Fourth Annual General Meeting to be held in the year 2027, for approval of shareholders of the Company, based on the recommendation of the Audit Committee. Auditors have given their consent to continue as statutory auditors.

**Secretarial Audit**

As per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 w.e.f. 31<sup>st</sup> March 2019, every listed entity and its material unlisted subsidiaries incorporated in India shall undertake secretarial audit.

Pursuant to this Regulation, **Rashmi Sahni, Practicing Company Secretary** was appointed Secretarial Auditor of the Company for the F.Y. 2021-22.

**Auditor's Report and Secretarial Audit Report**

The Auditors' Report for the year ended March 31, 2022 does not contain any qualification, reservation or adverse remark and therefore do not call for any further comments. And the

Secretarial Audit report does not contain any qualifications, reservations, or adverse remarks or disclaimer. Secretarial Audit Report is attached to this report as "Annexure-1"

#### **Fraud reported by Auditor**

In terms of Section 143(12) of the Act, M/s. Thakur Vaidyanath Aiyar & Co., Chartered Accountants, the Statutory Auditors of the Company have not reported any instance of fraud having taken place during the year under review, in their Audit Report.

#### **Internal Control Systems & their adequacy**

Your Company has in place an adequate system of internal controls which provide reasonable assurance with regard to maintaining proper financial records, preserving economy and efficiency of operations, safeguarding assets against unauthorized uses or losses and compliance with applicable laws and regulations etc. External as well as internal auditors also review and advise on these aspects.

As per the opinion of the Independent Auditors Report for the period under review, the Company has taken necessary steps to ensure adequate tools, procedures, and policies, ensuring orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, and timely preparation of reliable financial information.

#### **Compliance with Secretarial Standards**

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

#### **Details of Application under Insolvency and Bankruptcy Code, 2016**

During the period under review, neither any application made nor any proceeding pending against the Company under Insolvency and Bankruptcy Code, 2016

#### **Details of Valuation**

There are no instances of valuation on account of one-time settlement or valuation while taking loan from the Banks or Financial Institutions.

#### **Extract of Annual Return**

Pursuant to Section 92(3) of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return for FY 2021-22 is available on Company's website at <https://taurusmutualfund.com/annual-return>.

#### **Nomination and Remuneration Policy**

The Nomination and Remuneration Committee has formulated a Nomination & Remuneration Policy which includes the criteria for determining qualifications, positive attributes and independence of a director, parameters for remuneration of directors, Key Managerial Personnel and Senior

Management and evaluation procedure for directors, Key Managerial Personnel and Senior Management.

The Nomination and Remuneration Policy of your company is annexed to this report as "Annexure 2".

**Conservation of Energy and Technology Absorption and Foreign Exchange Earnings and Outgo**

Information as required under section 134(3) (m) of the Companies Act, 2013 and Rule 8(3) of the Companies (Accounts) Rules, 2014 in respect of Conservation of Energy and Technology Absorption, as applicable, is given under:

<b>(A) Conservation of energy-</b>	
(i) the steps taken or impact on conservation of energy;	NIL
(ii) the steps taken by the company for utilising alternate sources of energy;	NIL
(iii) the capital investment on energy conservation equipments;	NIL
<b>(B) Technology absorption-</b>	
(i) the efforts made towards technology absorption;	NIL
(ii) the benefits derived like product improvement, cost reduction, product development or import substitution;	NIL
(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	NIL
(a) the details of technology imported;	NIL
(b) the year of import;	NIL
(c) whether the technology been fully absorbed;	NIL
(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	NIL
(iv) the expenditure incurred on Research and Development.	NIL
<b>(C) Foreign exchange earnings and Outgo-</b>	
The Foreign Exchange earned in terms of actual inflows during the year	NIL
The Foreign Exchange outgo during the year in terms of actual outflows	NIL

### **Maintenance of Cost Records**

The Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's services. Accordingly, the company is not required to make and maintain accounts and records as required under the said section.

### **Particulars of loans, guarantees or investments u/s 186 of the Companies Act, 2013**

Details of Loans or Guarantees given and Investments made by the Company are given in the accompanying Financial Statements.

### **Related Party Transactions**

All related party transactions entered during the year were in the ordinary course of the business and at arm's length basis. No material related party transactions, i.e. transactions exceeding 10% of the annual consolidated turnover, as per the last audited financial statement, were entered during the year by your Company. Accordingly, the disclosure of related party transactions as required under Section 134(3) (h) of the Companies Act, 2013, in Form AOC-2 is not applicable. Members may refer to Note No. 31 to the Financial Statement which sets out related party disclosures pursuant to IND AS-24.

### **Particulars of Employees**

Pursuant to the Section 197(12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, A statement containing the names of the top ten employees in terms of remuneration drawn and the name of every employee who drawing remuneration of more than Rs.1.02 crores during the year or Rs. 8.5 lakhs per month during any part of the said year is annexed herewith as Annexure 3. None of the employees listed in the said Annexure hold any Equity Shares in the Company nor are related to any Director or Manager of the Company.

### **Directors' Responsibility Statement**

On the basis of compliance certificates received from the executives of the Company, subject to disclosures in the Annual Accounts and also on the basis of the discussion with the Statutory Auditors/Internal Auditors of the Company from time to time, your Directors make the following statements in terms of clause (c) of sub-section (3) of Section 134 read with sub-section (5) of Section 134 of the Companies Act, 2013, your Directors confirm that:

- a) in the preparation of the annual accounts for the year ended March 31, 2022, the applicable accounting standards have been followed along with proper explanation relating to the material departures;
- b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year ended March 31, 2022 and of the profit of the Company for the period;

- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the annual accounts on a going concern basis;
- e) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

The Company's Internal Auditors conducted periodic audits to provide reasonable assurance that the Company's established policies and procedures are followed. The Audit Committee constituted by the Board reviewed the internal controls and financial reporting issues with Internal Auditors and Statutory Auditors.

### **Acknowledgement**

The Directors' wish to place on record their appreciation for employees at all levels for their dedication and commitment and also of the investor service centers, distributors and other service providers for their commitment and look forward to their continued support and above all for the faith imposed by the investors in the various schemes of the Fund.

The Directors also acknowledge the valuable assistance, support and guidance given by the Board of Trustees, the Securities and Exchange Board of India, Reserve Bank of India, Unit holders, Auditors and Bankers. Finally, the Directors would like to convey their gratitude to the members and look forward for their continued support.

**For and on behalf of the Board**  
**Taurus Asset Management Company Limited**

  
**Ashok Aggarwal**  
**Director**  
**DIN : 00046836**

**Place: Gurugram**  
**Date: June 30, 2022**

  
**Ravi Kumar Gupta**  
**Managing Director**  
**DIN: 00021659**

**ANNEXURE INDEX**

<b><u>Annexure</u></b>	<b><u>CONTENT</u></b>
1	Secretarial Auditor Report in MR-3
2	Nomination and Remuneration Policy
3	Particulars of Employees



**RASHMI SAHNI**  
**COMPANY SECRETARY**

Address: B-85, Jhilmil Colony, Shahdara, Delhi-110095  
E-Mail-Id : csrashmi3011@gmail.com  
Mobile : +91-9999100888

Annexure - 1

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31.03.2022**

**[Pursuant to Section 204(1) of the Companies Act, 2013, and the rules made thereunder for the purpose of compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

To,

The Members,

**Taurus Asset Management Company Limited**

AML Centre - 1, 8 Mahal Industrial Estate, Mahakali Caves Road,  
Andheri (East) Mumbai, Mumbai City, Maharashtra-400093, India.

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by "Taurus Asset Management Company 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.

**Management's Responsibility for Secretarial Compliances**

The Company's Management is responsible for preparation and maintenance of Secretarial records and for devising proper system to ensure compliance with the provisions of applicable laws and regulations.

**Auditor's Responsibility**

My responsibility is to express an opinion on the Secretarial records, Standards, Procedures followed by the Company with respect to Secretarial Compliances.

**Opinion**

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the Financial Year ended on 31.03.2022, complied with the statutory provisions listed hereunder and also that the Company has in proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended on March 31, 2022 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder, as applicable;
- (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 since there is no action/ event in pursuance of said regulation)*
- (v) Secretarial Standards issued by The Institute of Company Secretaries of India on Meetings of the Board of Directors and General Meeting.
- (vi) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; *(not applicable during the Audit Period)*
  - (b) 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, 2013; *(not applicable during the Audit Period)*
  - (d) The Securities and Exchange Board of India (Mutual Funds) Regulations, 1996;
  - (e) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; *(to the extent applicable during the Audit Period)*
  - (f) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulation, 2014 (repealed w.e.f. 13<sup>th</sup> August 2021) / Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (notified on 13<sup>th</sup> August 2021); *(not applicable during the Audit Period)*
  - (g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (repealed w.e.f. 9<sup>th</sup> August 2021) / Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (notified on 9<sup>th</sup> August 2021); *(not applicable during the Audit Period)*
  - (h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; *(not applicable during the Audit Period)*
  - (i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; *(not applicable during the Audit Period)* and
  - (j) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; *(not applicable during the Audit Period)*

The Company has identified the following laws specifically applicable to the Company and/or followed by the Company:

- (i) The Employees' Provident Funds and Miscellaneous Provisions Act, 1952
- (ii) The Payment of Bonus Act, 1965
- (iii) The Payment of Gratuity Act, 1972
- (iv) Maharashtra Labour Welfare Fund Act 1953



(v) Income Tax Act, 1961

(vi) Goods and Service Tax Act 2017

(vii) Maharashtra Shop and Establishments (Regulations of Employment and conditions of Service) Act, 2017

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

I further report that

1. The Board of Directors of the Company is duly constituted with Executive Directors, Non-Executive Directors and Independent Directors.
2. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent as per the relevant provisions of the Act, 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.
3. The minutes of the Board meetings and Committee Meetings have not identified any dissent by members of the Board/ Committee of the Board, respectively hence we have no reason to believe that the decisions by the Board were not approved by all the directors present; and
4. The Company has proper Board processes.

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

I further report that during the financial year under review, there are no specific events having any major bearing on the Company's affairs in pursuance of the law, regulations, guidelines, standards, etc.

**Date: 18-05-2022**

**Place: Delhi**



**Rashmi Sahni**  
**Practicing Company Secretary**  
**Membership No: 25681**  
**Certificate Practice No. 10493**  
**UDIN: A025681D000343867**

To,  
The Members  
Taurus Asset Management Company Limited  
AML Centre - 1, 8 Mahal Industrial Estate, Mahakali Caves Road,  
Andheri (East) Mumbai, Mumbai City, Maharashtra-400093, India.

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

**Management's Responsibility:**

- a. The compliance of provisions of all laws, rules, regulations, standards applicable to Taurus Asset Management Company Limited (hereinafter called 'the Company') is the responsibility of the management of the Company. Our examination was limited to the verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.
- b. Maintenance of Secretarial record and other records of applicable laws is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

**Auditor's Responsibility:**

- c. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- d. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- e. Where ever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
- f. The Compliance of the provisions of corporate and other applicable laws, and regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

**Disclaimer:**

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

**Date: 18-05-2022**  
**Place: Delhi**



**Rashmi Sahni**  
**Practicing Company Secretary**  
**Membership No: 25681**  
**Certificate Practice No. 10493**  
**UDIN: A025681D000343867**

## **NOMINATION AND REMUNERATION POLICY**

The Board of Directors of Taurus Asset Management Company Limited ("the Company") re-constituted the "Nomination and Remuneration Committee" at the Meeting held on June 21, 2014 with immediate effect, consisting of three (3) Non-Executive Directors of which majority are Independent Directors.

### **1. OBJECTIVE**

The Nomination and Remuneration Committee and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto. The Key Objectives of the Committee would be:

- 1.1. To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- 1.2. To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- 1.3. To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
- 1.4. To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
- 1.5. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- 1.6. To devise a policy on Board diversity
- 1.7. To develop a succession plan for the Board and to regularly review the plan;

### **2. DEFINITIONS**

- 2.1. **Act** means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- 2.2. **Board** means Board of Directors of the Company.
- 2.3. **Directors** mean Directors of the Company including Independent Directors.
- 2.4. **Key Managerial Personnel** means
  - 2.4.1. Chief Executive Officer or the Managing Director or the Manager;
  - 2.4.2. Whole-time director;
  - 2.4.3. Chief Financial Officer;
  - 2.4.4. Company Secretary; and
  - 2.4.5. such other officer as may be prescribed.
- 2.5. **Senior Management** means personnel of the company who are members of its core management team excluding the Board of Directors including Functional Heads.

### **3. ROLE OF COMMITTEE**

#### **3.1. Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee**

The Committee shall:

- 3.1.1.** Formulate the criteria for determining qualifications, positive attributes and independence of a director.
- 3.1.2.** Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy.
- 3.1.3.** Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel.
- 3.1.4.** Formulate the criteria for determining the manner for effective evaluation of performance of Board, its committees and individual directors.

#### **3.2. Policy for appointment and removal of Director, KMP and Senior Management**

##### **3.2.1. Appointment criteria and qualifications**

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
- b) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
- c) The Company shall not appoint or continue the employment of any person as Managing Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

##### **3.2.2. Term / Tenure**

###### **a) Managing Director/Whole-time Director:**

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

###### **b) Independent Director:**

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's

report.

- No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.
- At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and where such person is serving as a Whole-time Director of a listed company then the number of directorship is restricted to three listed companies as an Independent Director or such other number as may be prescribed under the Act.

### **3.2.3. Evaluation**

The Committee shall carry out evaluation of performance of every individual Directors, Chairperson of the Board, the Board as a whole and the Committees of the Board at regular interval (yearly).

### **3.2.4. Removal**

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations thereunder, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

### **3.2.5. Retirement**

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

## **3.3. Policy relating to the Remuneration for the Managing Director, KMP and Senior Management Personnel**

### **3.3.1. General:**

- a) The remuneration / compensation / commission etc. to the Managing Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.
- b) The remuneration and commission to be paid to the Managing Director shall be in accordance with the percentage / slabs / conditions laid down in the Articles of Association

of the Company and as per the provisions of the Act.

- c) Increments to the existing remuneration/ compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Managing Director.
- d) Where any insurance is taken by the Company on behalf of its Managing Director, Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

**3.3.2. Remuneration to Whole-time / Executive / Managing Director, KMP and Senior Management Personnel:**

**a) Fixed pay:**

The Managing Director/ KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board/ the Person authorized by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

**b) Minimum Remuneration:**

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managing Director in accordance with the provisions of Schedule V of the Act and if it is not able to comply with such provisions, with the previous approval of the Central Government.

**c) Provisions for excess remuneration:**

If Managing Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

**3.3.3. Remuneration to Non- Executive / Independent Director:**

**a) Remuneration / Commission:**

The remuneration / commission shall be fixed as per the slabs and conditions mentioned in the Articles of Association of the Company and the Act.

**b) Sitting Fees:**

The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof, as the Board may decide in this regard. Provided that the amount of such fees shall not exceed Rs. One Lac per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

**c) Commission:**

Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the profits of the Company computed as per the applicable provisions of the Act.

**d) Stock Options:**

An Independent Director shall not be entitled to any stock option of the Company.

**4. MEMBERSHIP**

- 4.1 The Committee shall consist of a minimum 3 non-executive directors, majority of them being independent.
- 4.2 Minimum two (2) members shall constitute a quorum for the Committee meeting.
- 4.3 Membership of the Committee shall be disclosed in the Annual Report.
- 4.4 Term of the Committee shall be continued unless terminated by the Board of Directors.

**5. CHAIRPERSON**

- 5.1 Chairperson of the Committee shall be an Independent Director.
- 5.2 Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- 5.3 In the absence of the Chairperson, the members of the Committee present at the meeting shall choose one amongst them to act as Chairperson.
- 5.4 Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

**6. FREQUENCY OF MEETINGS**

The meeting of the Committee shall be held as may be required.



## **7. COMMITTEE MEMBERS' INTERESTS**

- 7.1** A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- 7.2** The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

## **8. SECRETARY**

The Company Secretary of the Company shall act as Secretary of the Committee.

## **9. VOTING**

- 9.1** Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- 9.2** In the case of equality of votes, the Chairman of the meeting will have a casting vote.

## **10. NOMINATION DUTIES**

The duties of the Committee in relation to nomination matters include:

- 10.1** Ensuring that there is an appropriate induction in place for new Directors and members of Senior Management and reviewing its effectiveness;
- 10.2** Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Act;
- 10.3** Identifying and recommending Directors who are to be put forward for retirement by rotation.
- 10.4** Determining the appropriate size, diversity and composition of the Board;
- 10.5** Setting a formal and transparent procedure for selecting new Directors for appointment to the Board;
- 10.6** Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;
- 10.6** Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;

- 10.7** Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.
- 10.8** Delegating any of its powers to one or more of its members or the Secretary of the Committee;
- 10.9** Recommend any necessary changes to the Board; and
- 10.10** Considering any other matters, as may be requested by the Board.

## **11. REMUNERATION DUTIES**

The duties of the Committee in relation to remuneration matters include:

- 11.1** to consider and determine the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.
- 11.2** to approve the remuneration of the Senior Management including key managerial personnel of the Company maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company.
- 11.3** to delegate any of its powers to one or more of its members or the Secretary of the Committee.
- 11.4** to consider any other matters as may be requested by the Board.
- 11.5** Professional indemnity and liability insurance for Directors and senior management.

## **12. MINUTES OF COMMITTEE MEETING**

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meeting.

Sl. No.	Name	Designation/ Nature of Duties	Remuneration Received (Rs. per annum)	Nature of employment (Contractual or otherwise)	Qualification	Experience in years	Age in years	Date of commencement of employment	Last employment held	% of equity shares held	whether relative of any Director / Manager
1	Waqar Naqvi	Chief Executive Officer	78,28,442	Permanent	B.Com., MBA, ICWA	28 Years	54 Years	1st Feb 2008	Birla Sunlife AMC	Insignificant	NIL
2	Ravi Kumar Gupta	Managing Director	51,71,175	Permanent	B.Sc., Post Graduate Diploma in Sugar Technology		74 Years	11th Mar 1996	Punjab National Bank	NIL	NIL
3	Prasanna Pathak	Acting CEO & Head-Equity & Fund Manager	51,56,250	Permanent	B.Tech, MBA	21 Years	44 Years	30 May 2017	Florintree Advisors	NIL	NIL
4	Jincy John	Chief Operating Officer	42,00,000	Probation	B.A, MBS Finance	22 Years	46 Years	31 January, 2022	Pioneer Client Associates Private Limited	NIL	NIL
5	Kamal Mehta	Head - Retail Sales	33,56,507	Permanent	MBA, B.Com.	21 Years	47 Years	07 February, 2011	Sanlam Investment Management	NIL	NIL
6	Ankit Tikmany	Fund Manager- Equity	24,14,500	Permanent	BMS, MBA - Financial Markets	15	37	01 October, 2021	YES Securities	NIL	NIL
7	Yashpal Sharma	Vice President & Principal Officer	23,63,500	Resigned	B.SC., MBA	22 Years	47 Years	07 December, 2017	Stocks & Securities Ltd.	NIL	NIL
8	Chandrakant Gajane	Vice President	22,85,857	Permanent	M.Com.	28 Years	54 Years	18 September, 2008	L & T M fund AMC (Erstwhile Cholamandalam Invest & Finance Co.Ltd)	NIL	NIL
9	Ayush Tandon	Head - Retail Sales North India	20,00,000	Permanent	B.Com., LL.B, PGDBM	32 Years	55 Years	16 April, 2021	Indiabulls Asset Management Company Limited	NIL	NIL
10	Parul Gupta	Assistant Vice President- Finance & Accounts	20,00,000	Probation	B.Com., CA, MBA - Finance	16 Years	40 Years	23 September, 2021	Aistone International	NIL	NIL

1. Remuneration includes salary, house rent allowance, medical reimbursement, LTA, company's contribution to provident fund and perquisites. Value of perquisites has been calculated on the basis of Income-Tax Act, 1961.
2. Information about qualification, experience and last employment are based on particulars furnished by the employee concerned.
3. The Managerial Personnel are not relatives of any of the Directors of the Company.
4. Mr. Waqar Naqvi was on TAMCO payroll till September 30, 2021.
5. Mr. Yashpal Sharma's last working day was February 18, 2022 .
6. The remuneration for Ms. Jincy John and Ms. Parul Gupta has been mentioned on per annum basis though they were appointed during the year.

**Place: Gurugram**  
**Date: June 30, 2022**

**For and on behalf of the Board**  
**Taurus Asset Management Company Limited**



**Ashok Aggarwal**  
**Director**  
**DIN : 00046836**



**Ravi Kumar Gupta**  
**Managing Director**  
**DIN: 00021659**

**INDEPENDENT AUDITOR'S REPORT  
TO THE MEMBERS OF  
TAURUS ASSET MANAGEMENT COMPANY LIMITED**

**Report on the Audit of Financial Statements**

**Opinion**

We have audited the accompanying Ind AS financial statements of Taurus Asset Management Company Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2022, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the 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 (hereinafter referred to as the "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (Ind AS) and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its profit (including the total comprehensive income), changes in equity and its cash flows for the year ended on that date.

**Basis for Opinion**

We conducted our audit of the financial statement 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 (ICAI) 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.

**Management's Responsibility for the Ind AS 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 total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

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, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

### **Auditor's 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 scepticism throughout the audit. We also:

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

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

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "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 including Other comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
  - d. In our opinion, the aforesaid financial statements comply with the IND AS 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, 2022 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164(2) of the Act.
  - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
  - g. With respect to the other matters to be included in the Auditor's report in accordance with the requirements of Section 197(16) of the Companies Act 2013 read with – Schedule V of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the company to its directors during the year is in accordance with the provisions of Section 197 of the Companies Act 2013.





h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations on its financial position which would impact its financial statements.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a). The Management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to accounts, no funds have been advanced or loaned or invested (either from borrowed fund or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b). The Management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no fund have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties") with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c). Based on audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) of (IV) contain any material mis-statement.

v. During the year the company has not declared or paid any dividend.

For Thakur, Vaidyanath Aiyar & Co.

Chartered Accountants

FRN: 000038N



(M.P. Thakur)

Partner

M. No. : 052473

Place: Gurugram

Date: 18 MAY 2022

UDIN:- 22052473AJBFPL8457





*Annexure "A" to the Independent Auditor's Report*  
**TAURUS ASSET MANAGEMENT COMPANY LIMITED**

*(referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of Independent Auditors' Report of even date on the Financial Statements for the year ended March 31, 2022)*

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant & Equipment.

(B) The Company has maintained proper records showing full particulars of Intangible Assets.

(b) The Property, Plant & Equipment have been physically verified by the management during the year on rotational basis in a period of 3 years to cover all the assets and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the fixed assets is reasonable having regard to the size of the company and the nature of its business.

(c) The company does not own any Immovable properties during the financial year on March 31, 2022 and hence paragraph 3(i)(c) of the order is not applicable.

(d) The company has not revalued its Property, Plant & Equipment (including Right of Use Assets) or Intangible Assets or both during the year and at the year end and hence this clause is not applicable.

(e) As referred in Note No.46 (ii) and the information and explanation provided to us, no proceedings have been initiated or are pending against the company for holding any Benami Property under The Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

(ii) The Company is a service company primarily rendering asset management services. Accordingly, it does not hold any inventories and hence paragraph 3(ii) of the order is not applicable.

(iii) The company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year under audit.

(iv) According to the information and explanations given and the examination of books of accounts and records, in our opinion, the company has complied with the provisions of Sections 186 of the Act w.r.t. the loans and investments made during the current/earlier years. The company has not given any guarantees and securities to any persons during the current/earlier years.

No loans have been given during the current financial year/ outstanding as at the end of the financial year by the company covered under section 185 of the Act.



- (v) In our opinion and according to information and explanation given to us, the company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the order are not applicable.
- (vi) The Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act in respect of Company's services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.
- (vii)(a) According to the information and explanations given to us and on the basis of our examination of the books of accounts and records, the company is regular in depositing undisputed statutory dues including Goods and Service Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess, and any other statutory dues, as applicable, to the appropriate authorities. Further, no undisputed amount is payable in respect thereof which were outstanding at the year-end for a period of more than six months from the date they become payable.
- (b) According to the information and explanations given to us, there are no statutory dues including of income-tax, sales-tax, service tax, goods and service tax, duty of customs, duty of excise and value added tax cess and any other statutory dues that have not been deposited with the appropriate authorities on account of any disputes.
- (viii) As per the information and explanation provided by the management and on the basis of books of accounts and records, the company does not have any transactions not recorded in the books or amount that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, which were previously unrecorded in the books of accounts of the company.
- (ix) (a) The company has not taken loans or other borrowings from any lender as such default in repayment of loans and interest thereon does not arise.
- In view of reply to clause (a) above, provisions of sub clause (b), (c), (d), (e) & (f) are not applicable.
- (x) (a) The company did not raise moneys by way of an initial public offer or further public offer (including debt instruments) during the year as such the provisions of this clause is not applicable
- (b) During the year, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) and as such the requirements of compliance under section 42 & 62 of The Companies Act, 2013 does not arise.
- (xi) (a) According to the information and explanation provided by the management and based upon the audit procedures performed, we report that no fraud by the company or any fraud on the company by its officers or employees has been noticed or reported during the year.
- (b) In view of the reply to (a) above, the report under section 143(12) of the Companies Act and rules framed thereunder filing of form ADT-4 is not applicable.



- (c) As represented to us by the management, there are no whistle blower complaints received by the company during the year.
- (xii) In our opinion and according to the information and explanations given to us, the company is not a Nidhi Company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.
- (xiii) In our opinion and according to the information & explanation given to us, all transactions with the related parties are in compliance with Sections 177 and 188 of Companies Act, where applicable, and the requisite details have been disclosed in the financial statements, etc., as required by the applicable accounting standards.
- (xiv) (a) In our opinion and based on our examination, the company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit report of the company for the period under audit.
- (xv) According to the information and explanations given to us and based on the examination of Books of Accounts and records, in our opinion, during the year, the company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the company.
- (xvi) (a) As stated in Note No. 45, the company was to be covered as Non-Banking Financial Company as per RBI Act, 1934 during the current financial year consequently obtaining registration under section 45 IA was to be applicable to the company. The company did not apply for obtaining registration as the management took immediate steps to come out of the purview of NBFC by reducing its financial assets and the financial income and now it continues to carry on the activities of an "asset management company" of the Taurus Mutual Fund as its principal business activity, as earlier.
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities during the year and hence provisions of this clause is not applicable.
- (c) & (d) Clause are not applicable to the company.
- (xvii) The company has not incurred any cash losses during the year under audit and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly this clause is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.



We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

- (xx) The company's average net profits during the three immediately preceding financial years remained below the prescribed threshold limit as per the provision of sub-section (1) of section 135 of The Companies Act, 2013, accordingly, mandatorily incurring the expenditure on corporate social responsibility has been ceased as covered under sub-section (1) of section 135 of The Companies Act, 2013 and rules framed thereunder. In view of this, reporting under clause (a) and (b) of this para, is not required.
- (xxi) The company does not have any subsidiary, joint-venture or associate as such no consolidation is required and hence, provisions of order of this clause is not applicable.

For Thakur, Vaidyanath Aiyar & Co.  
Chartered Accountants  
FRN: 000036N



(M.P. Thakur)  
Partner  
M.No.: 052473

Place: Gurugram

Date: 18 MAY 2022

UDIN:- 22052473AJBFPL8457



Annexure 'B' To The Independent Auditor's Report on the Financial Statements of Taurus Asset Management Company Limited of even date.

(as referred to Para f of (2) Report on Other Legal and Regulatory Requirements)

**Report on the Internal Financial Controls over Financial Reporting 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 TAURUS ASSET MANAGEMENT COMPANY LIMITED ("the Company") as of March 31, 2022 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

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

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

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls 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 were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the 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, 2022, 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 Thakur, Vaidyanath Aiyar & Co.  
Chartered Accountants  
FRN: 000038N



(M.P. Thakur)  
Partner  
M. No. : 052473

Place: Gurugram  
Date : 18 MAY 2022

UDIN :- 22052473 AJBFPL8457

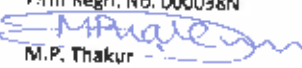



**TAURUS ASSET MANAGEMENT COMPANY LTD**  
 Regd. Office: Ground Floor, AML Centre-1, 8 Mahakall Caves Road, Andheri (E), Mumbai-400093  
 (CIN : U67190MH1993PLC073154)  
 Balance Sheet as at 31 March 2022

(In Rs.)			
Particulars	Note No.	As at 31st March, 2022	As at 31st March, 2021
<b>ASSETS</b>			
<b>I Financial Assets</b>			
(a) Cash and cash equivalents	3	66,80,546	80,87,798
(b) Bank balances other than cash and cash equivalents	4	7,60,00,000	-
(c) Receivables	5	1,03,91,483	74,40,304
(d) Loans	6	35,07,89,315	35,05,68,568
(e) Investments	7	21,26,21,371	21,57,62,881
(f) Other financial assets	8	24,49,955	27,49,849
<b>Total Financial Assets</b>		<b>65,89,32,670</b>	<b>58,46,09,401</b>
<b>II Non Financial Assets</b>			
(a) Current tax assets (net)	9	1,37,60,497	1,48,93,634
(b) Property, Plant and Equipment	10	21,87,465	27,84,957
(c) Right of Use Lease Assets	11	-	4,69,120
(d) Other Intangible Assets	12	4,38,140	3,62,857
(e) Other Non Financial Assets	13	1,18,89,286	1,02,45,520
<b>Total Non Financial Assets</b>		<b>2,82,75,388</b>	<b>2,87,56,088</b>
<b>Total</b>		<b>68,72,08,058</b>	<b>61,33,65,490</b>
<b>LIABILITIES AND EQUITY</b>			
<b>I Financial Liabilities</b>			
(a) Trade Payables	14		
- total outstanding dues of micro, small and medium enterprises		3,54,288	1,64,476
- total outstanding dues of creditors other than micro, small and medium enterprises		24,93,233	23,03,971
(b) Other Financial Liabilities	15	-	5,31,565
<b>Total Financial Liabilities</b>		<b>28,47,521</b>	<b>30,00,012</b>
<b>II Non-financial liabilities</b>			
(a) Provisions	16	89,22,843	1,23,54,815
(b) Deferred Tax liabilities (net)	17	41,97,367	19,37,880
(c) Other Non financial Liabilities	18	36,41,484	75,13,963
<b>Total Non Financial Liabilities</b>		<b>1,67,61,694</b>	<b>2,18,06,657</b>
<b>III Equity</b>			
(a) Equity share capital	19	16,93,12,360	16,93,12,360
(b) Other Equity	20	49,82,86,483	41,92,46,461
<b>Total Equity</b>		<b>66,75,98,843</b>	<b>58,85,58,821</b>
<b>Total</b>		<b>68,72,08,058</b>	<b>61,33,65,490</b>

The accompanying notes 1 to 52 form an integral part of the financial statements.

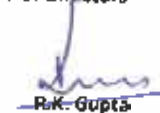
As per our report of even date attached  
 For Thakur, Vaidyanath Aiyar & Co.  
 Chartered Accountants  
 Firm Regn. No. 000038N

  
 M.P. Thakur  
 Partner  
 Membership No. 052473

  
 Prasanna Pathak  
 Chief Executive Officer

For and on behalf of the Board of Directors

  
 Harbans Lal  
 Director  
 DIN: 00076405

  
 R.K. Gupta  
 Managing Director  
 DIN: 00021659

  
 Jinal Patel  
 Chief Financial Officer

  
 Anu Suri  
 Company Secretary  
 Membership No. 27744

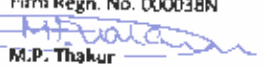
Place : Gurugram  
 Date : 18.05.2022




**Statement of Profit & Loss for the year ended 31 March 2022**

		(In Rs.)	
Particulars	Note No.	For the year ended 31st March, 2022	For the year ended 31st March, 2021
<b>Revenue:</b>			
Revenue from operations			
Interest Income	21	3,45,20,147	3,21,45,306
Dividend Income	22	9,18,003	6,56,728
Management Fee	23	8,44,20,109	6,23,93,785
<b>Total Revenue from operations</b>		<b>11,98,58,259</b>	<b>9,51,95,819</b>
Net Gain on Fair Value Changes	26	4,27,66,437	4,88,97,219
Other income	24	2,099	6,824
<b>Total Income</b>		<b>16,26,26,794</b>	<b>14,40,99,861</b>
<b>Expenses:</b>			
Finance costs	25	19,710	67,411
Employee benefits expense	27	5,44,09,761	5,29,34,915
Depreciation and amortization expense	28	16,94,946	19,41,829
Other expenses	29	3,43,47,704	3,83,34,998
<b>Total Expenses</b>		<b>9,04,72,121</b>	<b>9,32,79,153</b>
<b>Profit/(Loss) before tax</b>		<b>7,21,54,674</b>	<b>5,08,20,709</b>
<b>Tax expense:</b>			
Current tax		30,13,540	24,19,528
Tax for earlier years		2,68,621	-
Deferred tax		13,26,456	12,89,624
		<b>46,08,617</b>	<b>37,09,152</b>
<b>Profit/ ( Loss) after tax for the year (A)</b>		<b>6,75,46,057</b>	<b>4,71,11,557</b>
<b>Other Comprehensive Income</b>			
Items that will not be reclassified subsequently to profit or loss			
a) Remeasurement gain/(loss) on defined benefit plans		(6,89,505)	12,18,108
Less: income tax effect on above		(1,73,535)	2,89,844
b) Net change in fair value of investments in Equity Instruments carried at fair value through OCI		1,31,16,502	36,848
Less: Income tax effect on above		12,06,566	(25,575)
<b>Total other comprehensive income, net of tax (B)</b>		<b>1,14,93,966</b>	<b>9,90,686</b>
<b>Total comprehensive income for the year (A+B)</b>		<b>7,90,40,023</b>	<b>4,81,02,243</b>
<b>Earnings per equity share</b>	30		
Basic (Rs.)		3.99	2.78
Diluted (Rs.)		3.99	2.78

The accompanying notes I to 52 form an integral part of the financial statements.

As per our report of even date attached  
 For **Thakur, Vaidyanath Aiyar & Co.**  
 Chartered Accountants  
 Firm Regn. No. 000038N  
  
**M.P. Thakur**  
 Partner  
 Membership No. 052473

For and on behalf of the Board of Directors

  
**Harbans Lal**  
 Director  
 DIN: 00076405

  
**R.K. Gupta**  
 Managing Director  
 DIN: 00021659

  
**Prasanna Pathak**  
 Chief Executive Officer

  
**Jinal Patel**  
 Chief Financial Officer

  
**Anu Suri**  
 Company Secretary  
 Membership No. 27744

Place : Gurugram  
 Date : 18.05.2022





Cash Flow Statement for the year ended 31 March, 2022

		(In Rs.)	
	Particulars	For the year ended 31 March, 2022	For the year ended 31 March, 2021
(A)	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
	Profit/(Loss) before tax	7,21,54,674	5,08,20,709
	Adjustments for:		
	Depreciation and amortisation	16,94,346	19,41,829
	(Gain) / Loss on sale/discard of property plant and equipment (net)	58,453	1,02,047
	Finance Cost	19,710	67,411
	Unrealised (gain) / loss on financial assets measured at fair value through Profit or Loss (FVTPL)	(2,64,76,340)	(3,78,04,589)
	Gain on redemption of units of mutual funds & Profit on sale of investments	(1,62,90,097)	(1,10,92,630)
	Dividend income	3,990	-
	Actuarial gain on remeasurement of defined benefit plans	(6,89,505)	12,18,108
	Operating profit before working capital changes	3,04,75,831	52,52,890
	Changes in working capital		
	Adjustments for increase/(decrease)		
	(Increase) / Decrease in Trade Receivables	(29,51,178)	(56,97,142)
	(Increase) / Decrease in Loans	(2,70,747)	(4,99,86,512)
	(Increase) / Decrease in Other financial assets	2,99,894	(3,50,780)
	(Increase) / Decrease in Other non financial assets	(16,43,766)	71,25,213
	Increase / (Decrease) in Trade payables	3,79,074	(11,48,836)
	Increase / (Decrease) in Provisions	(34,31,972)	2,69,468
	Increase / (Decrease) in Other non financial liabilities	(38,72,479)	(1,65,07,358)
	Cash generated from/ (used) from operations	1,90,34,657	(6,10,42,566)
	Direct Tax paid net of TDS refund	(21,49,024)	3,08,00,020
	<b>Net cash generated/ (used) from operating activities (A)</b>	<b>1,68,85,634</b>	<b>(5,02,42,546)</b>
(B)	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
	Purchase of Property, Plant and Equipment and other Intangible Assets	(8,93,165)	(9,36,030)
	Acquisition of Right-of-Use Asset	-	-
	Sale/ Disposal of Property, Plant and Equipment	41,097	23,708
	Proceeds from Fixed Deposit/ Fresh Investment	(7,60,00,000)	1,00,00,000
	Purchase of investments	(9,20,76,404)	(10,86,66,512)
	Sale of investments measured at FVTOCI	38,14,336	-
	Sale of Investments measured at FVTPL	14,72,87,525	15,19,41,787
	<b>Net cash generated/ (used) from investing activities (B)</b>	<b>(1,77,41,611)</b>	<b>5,23,62,953</b>
(C)	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
	Dividend Paid	-	-
	Obligations arising from lease arrangements	(5,31,565)	(5,65,214)
	Finance Cost	(19,710)	(67,411)
	<b>Net cash generated/ (used) from financing activities (C)</b>	<b>(5,51,275)</b>	<b>(6,32,625)</b>
	<b>Net increase/ (decrease) in cash &amp; cash equivalents during the year (A+B+C)</b>	<b>(14,07,252)</b>	<b>14,87,782</b>
	Cash & Cash equivalents as at beginning of the year	80,87,798	66,00,016
	<b>Cash &amp; Cash equivalents as at end of the year</b>	<b>66,80,546</b>	<b>80,87,798</b>



B P A L

		For the year ended 31 March, 2022	For the year ended 31 March 2021
b)	Cash and cash equivalents comprises:		
	Cash on hand	32,066	20,772
	Balances with banks	56,48,481	50,67,027
		56,80,546	80,87,798

b) The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS-7) Statement of Cash Flow, as specified under section 133 of the Company Act, 2013 read with Companies (Indian Accounting Standard) Rules, 2015 (as amended).

c) Figures in bracket indicate "Outflow".

The accompanying notes 1 to 52 form an integral part of the financial statements.

As per our report of even date attached

For Thakur, Valdyanath Aiyar & Co.  
Chartered Accountants  
Firm Regn. No. 000038H

M.P. Thakur  
Partner  
Membership No. 052473

Place : Guwahati  
Date : 18.05.2022



For and on behalf of the Board of Directors

Harbans Lal  
Director  
DIN: 00076405

Prasanna Pathak  
Chief Executive Officer

Jitendra Patel  
Chief Financial Officer

R.K. Gupta  
Managing Director  
DIN: 00021659

Anil Surti  
Company Secretary  
Membership No. 27744

**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 March 2022**

**A. Equity Share Capital**

Particulars	(In Rs.)			
	Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year
Current Reporting Period	16,93,12,360	-	-	-
Previous Reporting Period	16,93,12,360	-	-	-
				Balance at the end of the current reporting period
				16,93,12,360

**B. Other Equity**

Particulars	(In Rs.)				
	Reserve & Surplus		Other Equity		Total
	Amalgamation Reserve	Securities Premium	Retained Earnings	Equity Instruments through Other comprehensive income	
Balance as at 1st April, 2020	21,00,000	15,58,93,148	19,56,04,460	1,70,91,293	37,11,44,218
Changes during the year ended 31st March 2021	-	-	-	-	-
Profit/(Loss) for the year	-	-	4,71,11,557	-	4,71,11,557
Total Other Comprehensive Income for the year (net of tax)	-	-	-	62,423	9,90,686
Amount transferred to Retained Earnings on sale of Investment recognized through Other Comprehensive Income	-	-	-	-	-
Dividend paid	-	-	-	-	-
Balance as at 31st March, 2021	21,00,000	15,58,93,148	24,27,16,017	1,71,53,716	41,92,46,461



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Changes during the year ended 31st March 2022									
Profit/(Loss) for the year	-	-	6,75,46,057	-	-	-	-	-	6,75,46,057
Total Other Comprehensive Income for the year (net of tax)	-	-	-	-	-	1,20,09,936	(5,15,970)	-	1,14,93,966
Amount transferred to Retained Earnings on sale of Investment recognized through Other Comprehensive Income	-	-	-	-	38,10,816	(38,10,816)	-	-	-
Dividend paid	-	-	-	-	-	-	-	-	-
Balance as at 31st March, 2022	21,00,000	15,58,93,148	31,40,72,889	2,53,52,835	8,67,610	-	-	-	49,82,86,484

The accompanying notes 1 to 52 form an integral part of the financial statements.

As per our report of even date attached

For Thakur, Vaidyanath Aiyar & Co.

Chartered Accountants

Firm Regn. No. 000038N

M.P. Thakur  
Partner

Membership No. 052473

Place : Gurugram

Date : 18.05.2022



For and on behalf of the Board of Directors

Harbans Lal  
Director  
DIN: 00076405

Prasanna Pathak  
Chief Executive Officer

Jinal Patel  
Chief Financial Officer

R.K. Gupta  
Managing Director  
DIN: 00021659

Anu Suri  
Company Secretary  
Membership No. 27744

# TAURUS ASSET MANAGEMENT COMPANY LIMITED

Notes to the Financial Statements for the year ended 31<sup>st</sup> March, 2022

## 1. Corporate Information

Taurus Asset Management Company Limited ("the Company") is a public limited company incorporated under the provisions of the Companies Act, 1956 on July 27, 1993. The Registered Office of the Company is located at Ground Floor, AML Centre-1, 8 Mahal Industrial Estate, Mahakali Caves Road, Andheri East, Mumbai-400093. The Company's principal activity is rendering Asset Management Services. The Company has been appointed as the Investment Manager of Taurus Mutual Fund by the Trustees in terms of SEBI (Mutual Fund) Regulations, 1996.

The Company is a material subsidiary of HB Portfolio Limited. The company does not have any subsidiary or a joint venture or an associate. Information on related party relationships of the Company is provided in Note No.31.

The Financial Statements of the Company for the year ended 31<sup>st</sup> March 2022 were approved by the Board of Directors as on May 18, 2022.

## 2. Significant Accounting Policies

The significant accounting policies applied by the Company in the preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements.

### a. Statement of Compliance:

These financial Statements have been prepared in accordance with Indian Accounting Standards (referred to as "Ind AS", under the Companies (Indian accounting Standards) Rules, 2015 notified under section 133 of the Companies Act, 2013 (the Act) as amended thereafter and other relevant provisions of the Act.

### b. Basis for preparation and presentation of Financial Statements

The financial statements have been prepared and presented on going concern basis and under the historical cost convention on accrual basis except for certain financial assets and liabilities which are measured at fair value or amortized cost at the end of each financial year.

The Company is covered in the definition of Non-Banking Financial Company as defined in Companies (Indian Accounting Standards (Amendment) Rules, 2016 As per the Format Prescribed under Division III of Schedule III (as amended) to the Companies Act, 2013 on 11 October 2013, the Company presents the Balance sheet, the statement of Profit & loss and the Statement of Changes in Equity in the order of liquidity. An Analysis of recovery or settlement of assets and liabilities within 12 months after the reporting date and more than 12 months after the reporting date of Non-current is prescribed in note no.45.

The Statement of Cash flows have been prepared under indirect method.

### c. Use of Accounting judgments, estimates and assumptions:

In preparation of financial statements in conformity with recognition and measurement principle of IND AS requires management of the company to make judgment, estimates and assumptions. These judgments, estimates and assumptions affect the reported accounts of assets and liabilities, disclosures including disclosures of contingent assets and contingent liabilities as the date of financial statements and the reported amount of revenues and expenses during the period. Actual result may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in future periods which are affected.



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# TAURUS ASSET MANAGEMENT COMPANY LIMITED

## Notes to the Financial Statements for the year ended 31<sup>st</sup> March, 2022

Information about significant areas of estimates uncertainty and critical judgment in applying accounting policies that have the most significant effects to the carrying amounts of assets and liabilities within the next financial year are:

### (i) Fair Value Measurement

The Company measures financial instruments and specific investments (other than subsidiary, joint venture and associates), at fair value at each balance sheet date.

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

Level 1 – Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the balance sheet on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period. For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Where there is not feasible, a degree of judgement required in establishing the fair value, judgment includes consideration of inputs such as liquidity risk, credit risk and volatility.

### (ii) Provision, Liability and Contingencies.

Provision and liability are recognized in the period when it became probable that there will be a future outflow of funds resulting from past event or operation that can be reasonable estimated. The timing of recognition requires application of judgments to existing fact and circumstances which may be subject to change. The amounts are determined by discounting the expected future cash flow at pre-tax rate that reflects current market assessment of the time value money and the risk specific to the liability.

In the normal course of business, contingent liabilities arising from litigation and other claim against the company. Potential liabilities that are possible to be quantified reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognized.

### (iii) Employee Benefits

Employee benefits have been recognized in following ways:

#### Short term Employee Benefits

Employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits and they are recognized in the period in which the employee renders the related service. The Company recognizes the undiscounted amount of short term employee benefits expected to be paid in exchange for services rendered as a liability (accrued expense) after deducting any amount already paid.



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# TAURUS ASSET MANAGEMENT COMPANY LIMITED

Notes to the Financial Statements for the year ended 31<sup>st</sup> March, 2022

## Post-Employment Benefits

### Defined Contribution Plan

Provident fund, Employee's State Insurance Plan and Family/ New Pension Fund

The Company contributes to a recognized provident fund, employee's state insurance plan and family/ new pension fund which is a defined contribution scheme. The contribution are accounted for on an accrual basis and recognized in the statement of profit and loss. The eligible employees of the Company are entitled to receive post-employment benefits in respect of provident fund, employee's state insurance plan and family pension fund. The contributions made to state managed retirement benefit schemes dealt with as payments to defined contribution schemes where the Company's obligations under the schemes are equivalent to those arising in a defined contribution retirement benefit scheme.

### Defined Benefit Plan

#### Gratuity

The Company's gratuity benefit scheme is defined benefit plan. The Company's net obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognized past service costs are deducted. The calculation of the Company's obligation is performed annually by a qualified actuary using the projected unit credit method. The gratuity liability is unfunded.

#### Compensated absences

Compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services are recognized as undiscounted liability at the balance sheet date. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognized as an actuarially determined liability at the present value of the defined benefit obligation at the balance sheet date. The compensated absences liability is unfunded.

The Company recognizes actuarial gains or losses arising on defined benefit plan immediately in OCI as prescribed by Ind AS-19.

## (iv) **Property, plant & equipment**

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment measured as per the previous GAAP as the deemed cost of such property, plant and equipment

Property, plant & equipment are stated at cost, net of accumulated depreciation. The cost comprises purchase price including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, borrowing costs if capitalization criteria are met, directly attributable cost of bringing the asset to its working condition for the intended use.

An item of Property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit or loss when the asset is derecognised.

The residual values, useful lives and methods of depreciation of Property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

## (v) **Depreciation**



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# **TAURUS ASSET MANAGEMENT COMPANY LIMITED**

**Notes to the Financial Statements for the year ended 31<sup>st</sup> March, 2022**

Depreciation on Property, Plant & Equipments (PPE) is provided for on straight line method using the rates arrived at based on the useful lives as prescribed under Schedule II of the Companies Act, 2013.

The estimated useful lives and residual values of the Property, Plant and Equipment are reviewed at the end of each financial year.

Depreciation on the Property, Plant & Equipments (PPE) added/ disposed off/ discarded during the year is provided from/ upto the date when added/ disposed off/ discarded.

Gain or losses arising from the retirement or disposal of Property, Plant & Equipments (PPE) are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognized as income or expense in the Statement of Profit and Loss.

## **(vi) Intangible Asset**

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its Intangible Asset measured as per the previous GAAP as the deemed cost of Intangible Asset.

Intangible Asset is recognized when it is probable that the future economic benefit attributable to the asset will flow to the company and its cost can be reliably measured. Intangible asset are stated at cost of acquisition less accumulated amortized and impairment, if any.

Expenditure incurred on acquisition / development of Intangible assets which are not put/ ready to use at the reporting date is disclosed under Intangible Asset under development. The company amortized the intangible Asset on SLM basis over five year commencing from the month in which the asset is first put to use. The company provides pro-rata amortization from the day the asset put to use.

The carrying amount of an intangible asset is derecognized on disposal or when no future economic benefits are expected from its use or disposal. Gains and losses from disposal are determined by the comparing proceeds with the carrying amount and are recognized in the statement of profit and loss when the asset is derecognized

## **(vii) Lease**

Effective 1<sup>st</sup> April, 2019 the Company has adopted Ind AS 116 "Leases" and capitalized assets taken on non-cancellable lease other than short-term leases and leases of low value assets as right-of-use asset and corresponding lease liability during the current financial year. In the Statement of Profit and Loss for the current financial year, the nature of expenses in respect of Operating Lease has changed from lease rent in previous periods to depreciation cost for the right-of-use asset and finance cost for interest accrued on lease liability.

Remeasurement of the lease liability is carried if there is any change in the lease term or in the assessment of an option to purchase the underlying asset. Remeasurement of lease liability is done by discounting the revised lease payments using the revised discount rate. Amount of remeasurement of lease liability is recognized as an adjustment to right-of-use asset.

## **(viii) Revenue recognition**

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

The Company recognizes revenue from contracts with customers based on a five step model as set out in Ind AS 115.



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# **TAURUS ASSET MANAGEMENT COMPANY LIMITED**

**Notes to the Financial Statements for the year ended 31<sup>st</sup> March, 2022**

Management fees charged for the management of portfolios and are recognized on accrual basis at the agreed upon rates with the schemes with reference to their average daily net assets.

Revenue is recognized on accrual basis to the extent that it is probable that the economic benefits will flow to the Company and can be reliably measured. Where significant uncertainty exists with regard to realization of revenue at the time of accrual, the underlying revenue is not recognized to that extent. Revenue is measured at the fair value of the consideration received or receivable taking into account contractually defined terms of payment net of goods and service tax, wherever applicable.

Interest income is recognized on a time proportionate basis taking into account the amount outstanding and the effective interest rate and the amount can be measured.

## **(ix) Foreign Exchange Transaction**

Transactions in foreign currency are recorded at exchange rates prevailing on the date of transaction. Monetary items denominated in foreign currency are restated at the exchange rate prevailing on the balance sheet date. Foreign currency non-monetary items carried in terms of historical cost are reported using the exchange rate at the date of transaction. Exchange differences arising on settlement of transactions and/ or restatements are dealt with in the Profit and Loss Account.

## **(x) Financial Instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and financial liability or equity instruments of another entity.

Financial assets, other than equity, are classified into financial assets at fair value through other comprehensive income (FVTOCI) or fair value through profit and loss account (FVTPL), or at amortised cost. Financial assets that are equity instruments are classified as FVTPL or FVTOCI. Financial liabilities are classified as amortised cost category and FVTPL.

### **Classification**

Classification and measurement of financial assets depends on the business model and results of solely payment of principal and interest (SPPI) test. The Company determines the business model at a level that reflects how Company's financial assets are managed together to achieve a particular business objective. As a second step of its classification process the Company assesses the contractual terms of financial to identify whether they meet the SPPI test.

Based on above, financial assets are either classified as:

- (i) Amortised Cost
- (ii) Fair value through other comprehensive income
- (iii) Fair value through profit and loss

### **Initial recognition and measurement**

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition or issue of the financial assets and financial liabilities.

### **Subsequent measurement**



# TAURUS ASSET MANAGEMENT COMPANY LIMITED

Notes to the Financial Statements for the year ended 31<sup>st</sup> March, 2022

## a. Non-derivative financial Instruments

### (i) Financial assets carried at amortised cost:

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows, and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding.

### (ii) Financial assets at fair value through other comprehensive income (FVTOCI):

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding. Further, in cases where the Company has made an irrevocable election based on its business model, for its investments which are classified as FVTOCI, the subsequent changes in fair value are recognized in other comprehensive income.

### (iii) Financial assets at fair value through profit or loss (FVTPL):

A financial asset which is not classified in any of the above categories is subsequently fair valued through profit or loss.

### Derecognition:

A financial asset (or, where applicable, a part of a financial asset) is derecognized (i.e. removed from the Company's Balance sheet) when any of the following occurs:

- The contractual right to cash flows from financial asset expires.
- The Company transfers its contractual rights to receive cash flows of the financial assets and has substantially transferred all the risks and rewards of ownership of the financial assets.
- The Company retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a 'pass-through' arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial assets);
- The Company neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial asset.

In cases where Company has neither transferred nor retained substantially all of the risks and rewards of the financial asset, but retains control of the financial asset, the Company continues to recognize such financial asset to the extent of its continuing involvement in the financial asset. In that case, the Company also recognizes an associated liability. The financial asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

On derecognition of a financial asset, (except, as mentioned in (b) above for financial assets measured at FVOCI), the difference between the carrying amount and the consideration received is recognised in the Statement of Profit and Loss.

## Impairment of financial assets

The Company applies expected credit losses (ECL) model for measurement and recognition of loss allowance on the following:

- Trade receivables and lease receivables
- Financial assets measured at amortised cost (other than trade receivables and lease receivables)
- Financial assets measured at fair value through other comprehensive income (FVTOCI).



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# TAURUS ASSET MANAGEMENT COMPANY LIMITED

Notes to the Financial Statements for the year ended 31<sup>st</sup> March, 2022

In case of trade receivables and lease receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognized as loss allowance.

In case of other assets, listed as (ii) and (iii) above, the Company determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If credit risk of such assets has not increased significantly, an amount equal to 12 month ECL is measured and recognized as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance.

Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on 12-month ECL.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original effective interest rate.

Lifetime ECL are the expected credit losses resulting from all possible defaults events over the expected life of a financial asset, 12 month ECL are a portion of the lifetime ECL which result from default events that are possible within 12 months from the reporting date.

ECL are measured in a manner that they reflect unbiased and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecasts of future economic conditions.

As a practical expedient, the Company uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates. At each reporting date, the historically observed default rates and changes in the forward-looking estimates are updated.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the Statement of Profit and Loss under the head "Other expenses".

## Financial Liabilities

The Company's financial liabilities include borrowings, trade and other payables.

### Initial recognition and measurement:

The Company recognizes a financial liability in its balance sheet when it becomes party to the contractual provisions of the instrument. All financial liabilities are recognized initially at fair value minus, in the case of financial liabilities not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial liability.

Where the fair value of a financial liability at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss at initial recognition if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants take into account when pricing the financial liability.



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# **TAURUS ASSET MANAGEMENT COMPANY LIMITED**

**Notes to the Financial Statements for the year ended 31<sup>st</sup> March, 2022**

## **Subsequent measurement:**

All financial liabilities of the Company are subsequently measured at amortized cost using the effective interest method.

Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liability over the relevant period of the financial liability to arrive at the amortized cost at each reporting date. The corresponding effect of the amortization under effective interest method is recognized as interest expense over the relevant period of the financial liability. The same is included under finance cost in the Statement of Profit and Loss.

## **Derecognition:**

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the Derecognition of the original liability and the recognition of a new liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid is recognized in the Statement of Profit and Loss.

## **(xi) Share Capital**

### **Ordinary Shares**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are recognized as a deduction from equity, net of any tax effects.

## **(xii) Taxation**

Tax expense comprises of current tax and deferred tax. Income tax expense is recognized in the Statement of Profit and Loss except to the extent that it relates to the items recognized directly in equity, in which case it is recognized in equity or other comprehensive income (OCI). Current tax for current and prior periods is recognized at the amount expected to be paid or recovered from the tax authorities, in accordance with the Income Tax Act, 1961. The tax rates and the tax laws used to compute the amount are those that are enacted or substantially enacted, at the reporting date.

### **Deferred Tax**

Deferred Tax assets and liabilities are recognized on temporary differences arising between the tax base of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are recognized to the extent it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow for all or part of the deferred tax asset to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.



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# **TAURUS ASSET MANAGEMENT COMPANY LIMITED**

**Notes to the Financial Statements for the year ended 31<sup>st</sup> March, 2022**

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

**(xiii) Earnings Per Share**

Basic Earnings Per Share is calculated by dividing the net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The Company has not issued any potential equity shares, and accordingly, the Basic Earnings Per Share and Diluted Earnings Per Share are same.

**(xiv) Cash and Cash Equivalents (for purposes of Cash Flow Statement)**

Cash and Cash equivalents for the purpose of Cash Flow Statement comprise Cash at bank, Cash on hand and demand deposits with bank with an original maturity of three months or less from the date of acquisition.

**(xv) Cash Flow Statement**

Cash flows are reported using the indirect method, whereby profit/ loss before exceptional items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated based on the available information

**(xvi) Rounding of amounts**

All amounts disclosed in the financial statements and notes have been rounded off to the nearest Indian Rupee (INR) as per the requirements.

**(xvii) Events after reporting date**

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

**(xviii) Recent Indian Accounting Standards (Ind AS) developments**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. The notification with respect to Ind AS 103, 16, 37 & 109, which would have been applicable from April 1, 2022 would be applied to the extent applicable.



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**Taurus Asset Management Company Limited**  
**Notes to Financial Statements for the year ended 31 March 2022**

	(In Rs.)	
	As at 31 March 2022	As at 31 March 2021
<b>I Financial Assets</b>		
<b>3 Cash and cash equivalents</b>		
Cash on hand	32,066	20,772
Balances with banks		
- in current accounts	66,48,481	80,67,027
- Bank Deposits having original maturity of less than 3 months.		-
	<b>66,80,546</b>	<b>80,87,798</b>
<b>4 Bank Balance other than cash and cash equivalents</b>		
- Bank Deposits having original maturity of more than 3 months.	7,60,00,000	-
	<b>7,60,00,000</b>	<b>-</b>
<b>5 Receivables</b>		
Unsecured - Considered good		
(i) Trade Receivables	91,28,947	74,40,304
Total (Gross)	91,28,947	74,40,304
Less: Impairment loss allowance		-
Total (Net)	91,28,947	74,40,304
(ii) Other Receivables	12,62,536	-
<b>Total</b>	<b>1,03,91,483</b>	<b>74,40,304</b>

No trade receivables are due from directors or other officers of the Company either severally or jointly with any other person. Nor any trade or other receivables are due from firms or private companies respectively in which any director is a partner, a director or a member.

**Trade Receivables aging schedule- Current reporting period/ Previous reporting period**

		(In Rs.)				
Particulars		Outstanding for following periods from due date of payment				
		Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years
(i) Undisputed Trade receivables-considered good	Current FY	91,28,947	-	-	-	-
	Previous FY	74,40,304	-	-	-	-
(ii) Undisputed Trade receivables-which have significant increase in credit risk	Current FY	-	-	-	-	-
	Previous FY	-	-	-	-	-
(iii) Undisputed Trade receivables-credit impaired	Current FY	-	-	-	-	-
	Previous FY	-	-	-	-	-
(iv) Disputed Trade receivables-considered good	Current FY	-	-	-	-	-
	Previous FY	-	-	-	-	-
(v) Disputed Trade receivables-which have significant increase in credit risk	Current FY	-	-	-	-	-
	Previous FY	-	-	-	-	-
(vi) Disputed Trade receivables-credit impaired	Current FY	-	-	-	-	-
	Previous FY	-	-	-	-	-



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	(In Rs.)	
	As at	As at
	31 March 2022	31 March 2021
<b>6 Loans</b>		
<b>A. Others:</b>		
Inter corporate deposits *	35,00,00,000	35,00,00,000
Advance to employees		
- Related Party		-
- Others (at amortised cost)	7,89,315	5,68,568
Total (Gross)	35,07,89,315	35,05,68,568
Less: Impairment loss allowance		-
Total (Net)	35,07,89,315	35,05,68,568
<b>B. Unsecured</b>	35,07,89,315	35,05,68,568
Less: Impairment loss allowance		-
Total (Net)	35,07,89,315	35,05,68,568
<b>C. Loans in India</b>		
i) Public sector		-
ii) Other than public sector	35,07,89,315	35,05,68,568
Total (Gross)	35,07,89,315	35,05,68,568
Less: Impairment loss allowance		-
Total (Net)	35,07,89,315	35,05,68,568

\* The Company has given inter-corporate loans (unsecured) to Gemini Portfolios Private Limited Rs. 1,75,00,000 (previous year Rs. 1,75,00,000) and to Venus Portfolios Private Limited Rs.1,75,00,000 (previous year Rs. 1,75,00,000) for business purposes. Inter-corporate loan given are for short-term, refundable on demand, bearing interest @ 9% p.a. payable on quarterly basis. The loan has not been discounted and hence the same has been valued at transaction value.



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**Taurus Asset Management Company Limited**  
**Notes to Financial Statements for the year ended 31 March 2022**

	As at 31 March 2022		As at 31 March 2021	
	No of shares/units	Amount in Rs	No of shares/units	Amount in Rs
<b>7 Investments</b>				
Investment in Equity Instruments		12,80,04,255		9,64,55,905
Investment in bonds		32,15,415		32,15,442
Investment in Mutual funds		8,14,01,701		11,60,91,534
<b>Total Investments</b>		<b>21,26,21,371</b>		<b>21,57,62,881</b>
<b>Investments outside India</b>		-		-
<b>Investments in India</b>		<b>21,26,21,371</b>		<b>21,57,62,881</b>
<b>Total</b>		<b>21,26,21,371</b>		<b>21,57,62,881</b>

**I Investment in Equity Instruments (measured at FVTOCI)**

Face Value Rs 10 each unless stated otherwise

Auroma Coke Limited	Quoted	250000	15,67,500	2,50,000	11,25,000
Blue Cloud Softech Solutions Limited (Rs 2 each) (Erstwhile Adithya Aquaculture Ltd)	Quoted	542007	73,17,095	7,00,000	70,00,000
Deep Diamond India Limited	Quoted	47897	6,89,238	1,00,000	13,75,000
Flora textiles Limited	Quoted	209400	22,51,050	3,00,000	18,05,000
Marble City India Ltd. (Face Value of Rs.5 each) (Erstwhile P G Industries Limited)	* Quoted	100000	11,25,000	1,00,000	4,75,000
Premier Polyfilm Limited	* Quoted	170800	1,29,12,480	1,70,800	60,71,940
Shree Karthik Papers Limited	Quoted	95100	6,53,337	95,100	2,08,269
Suryo Foods and Industries Limited	Quoted	77700	6,64,335	77,700	3,51,204
ADS Diagnostic Limited	Quoted	25,000	2,81,250	25,000	1,10,825
Agri-Marine Exports Limited	* Unquoted	73,300	733	73,300	733
Asian Vegpro Industries Limited	* Unquoted	1,00,000	1,000	1,00,000	1,000
Consolidated Containers Limited	* Unquoted	12,500	125	12,500	125
Gujarat Chemical Plasto Limited	* Unquoted	25,000	250	25,000	250
Gummadi Industries Limited **	* Unquoted	-	-	1,00,100	1,001
Hindustan Domestic Oil Limited	* Unquoted	42,400	424	42,400	424
Hytasun Magnetics Limited	* Unquoted	35,500	355	35,500	355
Jaswal Granites Limited **	* Unquoted	-	-	1,50,000	1,500
Kumars Kotex Limited	* Unquoted	3,00,100	3,001	3,00,100	3,001
LD Textiles Limited	* Unquoted	225	2	225	2
M S Securities Limited	* Unquoted	1,00,000	1,000	1,00,000	1,000
Manav Pharma Limited	* Unquoted	24,900	249	24,900	249
Maya Agro Limited	* Unquoted	99,000	990	99,000	990
Montana International Limited **	* Unquoted	-	-	1,48,800	1,488
Narangarh Sugar Mills Limited	Unquoted	2,50,000	2,500	2,50,000	2,500
Noel Agritech Limited	Unquoted	1,65,200	1,652	1,65,200	1,652





**Taurus Asset Management Company Limited**  
**Notes to Financial Statements for the year ended 31 March 2022**

			As at 31 March 2022		As at 31 March 2021	
			No of shares/units	Amount in Rs	No of shares/units	Amount in Rs
Nortech India Limited	*	Unquoted	2,00,000	2,000	2,00,000	2,000
Nutech Organic Chemicals Limited	*	Unquoted	2,00,000	2,000	2,00,000	2,000
Ontex Limited ***	*	Unquoted	50,000	500	50,000	500
Pan Asia Global Limited	*	Unquoted	3,100	31	3,100	31
Premier Aqua Limited	*	Unquoted	1,75,000	1,750	1,75,000	1,750
Premier Vinyl Flooring Limited	*	Unquoted	50	-	50	-
Presidency Shoes Limited	*	Unquoted	87,100	871	87,100	871
Pruse Solvent Extractions Limited	*	Unquoted	14,400	144	14,400	144
Punjab Wireless Limited		Unquoted	10,500	-	10,500	-
Raghuvendra Spinners Limited	*	Unquoted	30,000	300	30,000	300
Rajendra Mining Spares Limited	*	Unquoted	2,50,000	2,500	2,50,000	2,500
Ravi Spinning Limited	*	Unquoted	1,80,000	1,800	1,80,000	1,800
Sandur Laminates Limited	*	Unquoted	1,00,000	1,000	1,00,000	1,000
Sangam Healthcare Products Limited	*	Unquoted	97,700	977	97,700	977
Shoppers Investments Limited **	*	Unquoted	-	-	50	1
SKR Chemicals Limited	*	Unquoted	1,99,800	1,998	1,99,800	1,998
Sonal Cosmetics Limited	*	Unquoted	7,500	75	7,500	75
Southern Fae. Limited	*	Unquoted	1,62,000	1,620	1,62,000	1,620
Sudav Industries Limited		Unquoted	1,24,900	1,249	1,24,900	1,249
Superior Sox Limited	*	Unquoted	1,00,000	1,000	1,00,000	1,000
Supplement Foods Limited	*	Unquoted	20,000	200	20,000	200
Usha Ispat Limited		Unquoted	23,000	230	23,000	230
Viral Filaments Limited	*	Unquoted	1,07,100	1,071	1,07,100	1,071
Viral Syntex Limited		Unquoted	1,15,900	1,159	1,15,900	1,159
Western Foods Limited ***	*	Unquoted	84,800	848	84,800	848
Western Crissa Sugar Limited	*	Unquoted	2,950	30	2,950	30
Akshay Software Technologies Limited		Unquoted	90,117	22,35,803	90,117	24,73,712
Associated Infotech Limited		Unquoted	4,00,000	-	4,00,000	-
MF Utilities India (Rs 1 each)		Unquoted	5,00,000	28,00,000	5,00,000	21,95,000
AMC REPO CLEARING LIMITED		Unquoted	1,200	12,000	-	-
Sovika Airline Services Limited		Unquoted	3,50,000	-	3,50,000	-
Teamasia Semiconductors Limited		Unquoted	2,50,000	-	2,50,000	-
<b>Total (I)</b>			<b>66,83,146</b>	<b>3,25,44,721</b>	<b>2,32,34,573</b>	



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**Taurus Asset Management Company Limited**  
**Notes to Financial Statements for the year ended 31 March 2022**

		As at 31 March 2022		As at 31 March 2021	
		No of shares/units	Amount in Rs	No of shares/units	Amount in Rs
<b>II Investment in Equity Instruments (measured at fair value through profit or loss)</b>					
Ahluwalia Contracts (India) Limited (Rs 2 each)	Quoted	160157	7,53,77,892	1,71,434	5,13,01,625
Asian Granito India Limited (Rs 10 each)	Quoted	-	-	11,000	15,85,650
Bajaj Consumer Care Limited (Rs 1 each)	Quoted	14,000	22,85,500	10,000	25,99,000
Bank of Baroda (Rs 2 each)	Quoted	-	-	5,000	3,70,750
BHANSALI ENGG POLYMERS LTD	Quoted	16,000	20,30,400	-	-
Bharat Petroleum Corp Ltd	Quoted	9,500	34,12,400	-	-
Gail (India) Limited (Rs 10 each)	Quoted	1,000	1,55,700	21,000	28,46,550
Gujrat Narmada Valley Fertilizers & Chemicals Ltd (Rs 10 each)	Quoted	-	-	4,000	12,02,600
Granuels India Ltd (Rs 1 each)	Quoted	6,000	18,37,800	-	-
Hero Moto Corp	Quoted	900	20,67,120	-	-
IRCON International Ltd (Rs 2 each)	Quoted	28,000	11,13,000	-	-
ITC Limited (Rs 1 each)	Quoted	12,000	30,09,600	13,000	28,40,500
Meghmani Organics Limited (Rs 1 each)	Quoted	-	-	10,000	11,65,000
NCC Ltd (Rs 2 each)	Quoted	34,000	19,90,700	40,000	31,60,000
NTPC Ltd (Rs 10 each)	Quoted	3,350	4,52,083	22,350	23,79,158
RPSG VENTURES LIMITED	Quoted	2,000	11,70,700	-	-
SUPREME PETRO CHEM LTD	Quoted	602	5,56,639	-	-
Oil & Natural Gas Corporation Limited (Rs 5 each)	Quoted	-	-	7,000	7,15,050
The South Indian Bank Limited (Rs 1 each)	Quoted	-	-	50,000	4,14,500
Zee Entertainment Enterprises Limited (Rs 1 each)	Quoted	-	-	13,000	26,40,950
<b>Total (II)</b>			<b>9,54,59,534</b>		<b>7,32,21,332</b>
<b>Sub- Total (I + II)</b>			<b>12,80,04,255</b>		<b>9,64,55,905</b>
<b>III Investments in bonds (measured at amortised Cost)</b>					
9.75% IFCI Limited (Rs 1,000,000 each) (Maturing on 13 July 2030)	Unquoted	3	32,15,415	3	32,15,442
<b>Total (III)</b>			<b>32,15,415</b>		<b>32,15,442</b>



**Taurus Asset Management Company Limited**  
**Notes to Financial Statements for the year ended 31 March 2022**

		As at 31 March 2022		As at 31 March 2021	
		No of shares/units	Amount in Rs	No of shares/units	Amount in Rs
<b>IV Investments in mutual funds</b>					
<b>Unquoted (measured at FVTPL)</b>					
<i>Units of Face Value Rs 10 each unless stated otherwise</i>					
Taurus Flexicap Fund - Direct Plan - Growth	Unquoted	55,078.211	86,81,427	55,078.211	71,60,167
Taurus Discovery (Mid Cap) Fund - Direct Plan - Growth	Unquoted	76,033.058	57,70,909	76,033.058	48,08,331
Taurus Large Cap Equity Fund - Direct Plan - Growth	Unquoted	35,093.316	38,05,871	35,093.316	32,43,324
Taurus Infrastructure Fund - Direct Plan - Growth	Unquoted	38,335.159	16,03,560	38,335.159	12,83,844
Taurus Tax Shield - Direct Plan - Growth	Unquoted	93,075.205	1,11,96,017	93,075.205	94,44,341
Taurus Ethical Fund - Direct Plan - Growth	Unquoted	45,971.449	42,06,388	45,971.449	34,86,015
Taurus Nifty Index Fund - Direct Plan - Growth	Unquoted	3,224.018	1,12,083	3,224.018	94,792
Taurus Banking and Financial Services Fund - Direct Plan - Growth	Unquoted	42,444.822	15,45,840	42,444.822	14,23,175
ABSL Money Manager Fund - Direct Plan - Growth Option (Rs 1000 each)	Unquoted	1,48,805.766	4,44,79,606	2,96,504.572	8,51,47,544
<b>Total [IV]</b>			<b>8,14,01,701</b>		<b>11,60,91,534</b>

\* Not held in the name of the Company (refer note 37)

**\*\* Derecognition/ Write-off**

During the current reporting period, the company has derecognised & written off the investments held in 4 securities of different companies which have already been dissolved/ liquidated as per RoC records (also refer Note no. 29 Other Expense)

\*\*\* Name Struck off by RoC from records (Refer Note No. 46 (iii) )

**Investment in Equity Instruments designated at fair value through other comprehensive income**

The company has elected to designate the investment in equity instruments, which are not held for trading purpose at fair value irrevocably through other comprehensive income (FVTOCI).

**Reclassification**

During the current or previous reporting periods the company has not reclassified any investments since its initial classification. The company has not transferred any Financial assets which are transferred but not derecognised in the books of accounts.



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**Taurus Asset Management Company Limited**  
**Notes to Financial Statements for the year ended 31 March 2022**

	(In Rs.)	
	As at 31 March 2022	As at 31 March 2021
<b>8 Other Financial Assets</b>		
<i>(Unsecured, considered good)</i>		
-Security deposits	24,49,955.	27,49,849
	<u>24,49,955</u>	<u>27,49,849</u>
<b>If Non Financial Assets</b>		
<b>9 Current tax Assets (net)</b>		
Income Tax & TDS (net of provisions)	1,37,60,497	1,48,93,634
	<u>1,37,60,497</u>	<u>1,48,93,634</u>







**Taurus Asset Management Company Limited**  
**Notes to Financial Statements for the year ended 31 March 2022**

**Note 10 Property, Plant and Equipment**

Particulars	Leasehold Improvements	Office equipment	Computers	Furniture and fixtures	Vehicles	Total
<b>Cost or deemed cost</b>						
Balance as at 1st April, 2020	81,741	6,72,710	24,87,553	2,56,943	23,08,333	58,07,380
Additions	-	1,15,971	7,65,559	42,000	-	9,23,530
Disposals	81,741	39,669	-	1,33,747	-	2,55,157
Balance as at 31st March, 2021	-	7,49,012	32,53,212	1,65,196	23,08,333	64,75,753
Additions	-	1,43,110	4,93,822	-	-	6,36,932
Disposals	-	2,16,490	8,27,031	-	-	10,43,521
Balance as at 31 March 2022	-	6,75,632	29,20,003	1,65,196	23,08,333	60,69,164
<b>Accumulated depreciation and impairment</b>						
Balance as at 1st April, 2020	-	2,27,195	10,38,524	1,69,492.00	11,19,846.00	25,55,057
Charge for the period	-	1,14,210	5,78,101	13,676	5,59,157	12,65,144
Disposals	-	20,203	-	1,09,203	-	1,29,406
Balance as at 31st March, 2021	-	3,21,202	16,16,625	73,965	16,79,003	36,90,795
Charge for the period	-	1,17,306	6,67,872	15,618	3,34,080	11,34,876
Disposals	-	1,58,287	7,85,685	-	-	9,43,972
Balance as at 31 March 2022	-	2,80,221	14,98,812	89,583	20,13,083	38,81,699
<b>Net carrying amount</b>						
Balance as at 31 March 2022	-	3,95,411	14,21,191	75,613	2,95,250	21,87,465
Balance as at 31st March, 2021	-	4,27,810	16,36,587	91,230	6,29,330	27,84,957
Balance as at 31st March, 2020	-	4,45,515	14,49,129	87,451	11,88,487	32,52,323

No item of Property, Plant and Equipment has been revalued during the year.



824

**Taurus Asset Management Company Limited**  
**Notes to Financial Statements for the year ended 31 March 2022**

**Note 11 Right of Use Lease Assets**

Particulars	(In Rs.)
<b>Value of Lease Asset</b>	<b>Lease Asset</b>
Balance as at 1st April, 2020	15,48,096
Additions	
Disposals	
Balance as at 31st March, 2021	15,48,096
Additions	
Disposals	
Balance as at 31 March 2022	15,48,096
<b>Accumulated amortisation</b>	
Balance as at 1st April, 2020	5,16,032
Charge for the period	5,62,944
Disposals	
Balance as at 31st March, 2021	10,78,976
Charge for the period	469,120
Disposals	
Balance as at 31 March 2022	15,48,096
<b>Net carrying amount</b>	
Balance as at 31 March 2022	-
Balance as at 31st March, 2021	4,69,120
Balance as at 31st March, 2020	10,32,064

**Note 12 Other Intangible Assets**

Particulars	(In Rs.)
<b>Cost or deemed cost</b>	<b>Computer Software</b>
Balance as at 1st April, 2020	7,15,355
Additions	12,500
Disposals	-
Balance as at 31st March, 2021	7,27,855
Additions	1,66,233
Disposals	-
Balance as at 31 March 2022	8,94,088
<b>Accumulated amortisation</b>	
Balance as at 1st April 2020	2,51,257
Charge for the period	1,13,741
Disposals	-
Balance as at 31st March, 2021	3,64,998
Charge for the period	90,950
Disposals	-
Balance as at 31 March 2022	4,55,948
<b>Net carrying amount</b>	
Balance as at 31 March 2022	4,38,140
Balance as at 31st March, 2021	3,62,857
Balance as at 31st March, 2020	4,64,098

No Item of Intangible Assets has been revalued during the year.



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**Taurus Asset Management Company Limited**  
**Notes to Financial Statements for the year ended 31 March 2022**

	(In Rs.)	
	As at	As at
	31 March 2022	31 March 2021
<b>13 Other non-financial assets</b>		
Balance with government authorities		
- GST Input Credit	2,01,227	60,961
- GST Input Credit Unavailed	17,381	21,199
Other advances	26,77,682	29,61,138
Prepaid expenses	48,97,329	45,45,746
Interest accrued on Fixed deposits with Bank/others	16,46,805	25,548
Interest accrued on Intercompany Deposits	24,48,862	26,30,928
	<b>1,18,89,286</b>	<b>1,02,45,520</b>










**Taurus Asset Management Company Limited**  
**Notes to Financial Statements for the year ended 31 March 2022**

	(In Rs.)	
	As at 31 March 2022	As at 31 March 2021
<b>I. Financial Liabilities</b>		
<b>14 Trade payables</b>		
- total outstanding dues of micro ,small and medium enterprises *	3,54,288	1,64,476
- total outstanding dues of creditors other than micro, small and medium enterprises	24,93,233	23,03,971
	<b>28,47,521</b>	<b>24,68,447</b>

Trade payables are recognised at their original amounts which represents their fair value on their initial recognition. Trade payables are considered to be of short term duration and are not discounted and the carrying values are assumed to be approximate their fair values.

\* As per information available with the Company, the outstanding amounts payable towards enterprises as defined in the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 are given below:

(In Rs.)		
Particulars	As at 31 March 2022	As at 31 March 2021
Principal amount due and remaining unpaid	3,54,288	1,64,476
Interest due on above and unpaid interest	25	NIL
Amount of Interest paid	NIL	NIL
Payment made beyond the appointed day during the year	NIL	NIL
Interest due and payable for the period of delay	NIL	NIL
Interest accrued and remaining unpaid	NIL	NIL
Amount of further interest remaining due and payable in succeeding year	NIL	NIL

**Trade Payables aging schedule- Current reporting period/ Previous reporting period**

(In Rs.)						
Particulars		Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	Current FY	3,54,288				3,54,288
	Previous FY	1,64,476				1,64,476
(ii) Others	Current FY	21,01,112	-	79,001	3,13,120	24,93,233
	Previous FY	18,22,327	1,68,150	82,766	2,30,728	23,03,971

There is no disputed dues to MSME Units/ Other Parties as at the end of Current/Previous reporting period and hence no further disclosure is applicable.










**Taurus Asset Management Company Limited**  
**Notes to Financial Statements for the year ended 31 March 2022**

	(In Rs.)	
	As at	As at
	31 March 2022	31 March 2021
	(In Rs.)	
	As at	As at
	31 March 2022	31 March 2021
<b>15 Other financial liabilities</b>		
Lease Liabilities	-	5,31,565
	-	5,31,565
<b>II Non-financial liabilities</b>		
<b>16 Provisions</b>		
Provision for employee benefits		
- for Gratuity	50,00,871	74,87,634
- Compensated absences	39,21,972	48,67,181
	<b>89,22,843</b>	<b>1,23,54,815</b>



**Taurus Asset Management Company Limited**  
**Notes to Financial Statements for the year ended 31 March 2022**

	(In Rs.)	
	As at 31 March 2022	As at 31 March 2021
<b>17 Deferred tax liabilities (net)</b>		
<b>Deferred tax assets comprises of:</b>		
Provision for employee benefits	(22,45,701)	(31,09,460)
Others	(68,080)	(87,182)
Temporary difference on depreciation and amortisation of tangible assets	(5,24,719)	(5,40,086)
	<u>(28,38,500)</u>	<u>(37,36,727)</u>
<b>Deferred tax liability comprises of:</b>		
Temporary difference on depreciation and amortisation of tangible assets		-
Fair Value Gain through profit and loss on Instruments	32,77,636	28,49,407
Fair Value Gain through other comprehensive income on Equity Instruments	34,66,431	23,59,865
Remeasurement of Net Defined Benefit liability	2,91,801	4,65,335
	<u>70,35,867</u>	<u>56,74,607</u>
<b>Deferred tax liabilities (net)</b>	<u><b>41,97,367</b></u>	<u><b>19,37,880</b></u>
<b>Reconciliation</b>		
<b>Particulars</b>	<b>As at 31.03.2022</b>	<b>As at 31.03.2021</b>
<b>Opening Balance of Deferred Tax</b>	19,37,880	3,83,986
Charge / (Credit) to Profit & Loss / Retained Earnings	13,26,456	12,89,624
Recognised in / reclassified from other comprehensive income	9,33,031	2,64,270
<b>Closing Balance of Deferred Tax</b>	<u><b>41,97,367</b></u>	<u><b>19,37,880</b></u>
<b>18 Other non financial liabilities</b>		
Contract for purchase		-
Statutory dues (Including GST)	28,28,403	23,20,189
Employee related payables	8,13,081	11,26,524
Other payables (Refer Note No 39)	-	40,67,250
	<u><b>36,41,484</b></u>	<u><b>75,13,963</b></u>



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**Taurus Asset Management Company Limited**  
**Notes to Financial Statements for the year ended 31 March 2022**

(In Rs.)

	As at 31 March 2022		As at 31 March 2021	
	Number	Amounts	Number	Amounts
<b>III. Equity</b>				
<b>19 Share capital</b>				
Authorised share capital				
Equity shares of Rs 10 per share	1,70,00,000	17,00,00,000	1,70,00,000	17,00,00,000
Redeemable preference shares of Rs10 per share	30,00,000	3,00,00,000	30,00,000	3,00,00,000
	<u>2,00,00,000</u>	<u>20,00,00,000</u>	<u>2,00,00,000</u>	<u>20,00,00,000</u>
Issued				
Equity shares of Rs 10 per share	1,69,41,252	16,94,12,520	1,69,41,252	16,94,12,520
	<u>1,69,41,252</u>	<u>16,94,12,520</u>	<u>1,69,41,252</u>	<u>16,94,12,520</u>
Subscribed and fully paid up				
Equity shares of Rs 10 per share	1,69,31,236	16,93,12,360	1,69,31,236	16,93,12,360
	<u>1,69,31,236</u>	<u>16,93,12,360</u>	<u>1,69,31,236</u>	<u>16,93,12,360</u>

a) Reconciliation of the number of equity shares outstanding at the beginning and at the end of each reporting period

Balance at the beginning/end of the year	<u>1,69,31,236</u>	<u>16,93,12,360</u>	<u>1,69,31,236</u>	<u>16,93,12,360</u>
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b) Shares held by holding/ultimate holding Company

	Number of shares	% holding	Number of shares	% holding
HB Portfolio Ltd	1,69,31,176	99.99%	1,69,31,176	99.99%

Shares held by promoters at the end of the year

Promoter Name	Number of shares	% of total shares	% Change during the year	
			Number of shares	% of total shares
HB Portfolio Ltd	1,69,31,176	99.99%	Nil	Nil
Total	1,69,31,176	99.99%	Nil	Nil

c) Shareholders holding more than 5% of the shares of the Company\*

	Number of shares	% holding	Number of shares	% holding
Equity shares of Rs 10 each				
HB Portfolio Ltd	1,69,31,176	99.99%	1,69,31,176	99.99%
	<u>1,69,31,176</u>		<u>1,69,31,176</u>	

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

d) Terms/Rights attached to equity shares

The Company has issued only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, holders of equity shares will be entitled to receive the remaining assets of the Company after settlement of all the liabilities, in proportion to the number of equity shares held by the shareholders.

e) No shares have been issued pursuant to contract without payment being received in cash, allotted as fully paid up bonus shares and brought back in the current reporting period and in last five years immediately preceding the current reporting year.



**Taurus Asset Management Company Limited**  
**Notes to Financial Statements for the year ended 31 March 2022**

	(In Rs.)	
	As at 31 March 2022	As at 31 March 2021
<b>III. Equity</b>		
<b>20 Other equity</b>		
<b>Amalgamation reserve</b>		
Balance at the beginning/end of the year	21,00,000	21,00,000
	<u>21,00,000</u>	<u>21,00,000</u>
<b>Securities premium</b>		
Balance at the beginning/end of the year	15,58,93,148	15,58,93,148
	<u>15,58,93,148</u>	<u>15,58,93,148</u>
<b>Retained earnings</b>		
Balance at the beginning of the year	24,27,16,017	19,56,04,460
Add : Profit / (Loss) for the year	6,75,46,057	4,71,11,557
Add: Amount transferred from Other Comprehensive Income	38,10,816	-
Balance at the end of the year	<u>31,40,72,890</u>	<u>24,27,16,017</u>
<b>Other comprehensive income</b>		
A) Fair value changes on Equity instruments		
Balance at the beginning of the year	1,95,13,580	1,94,76,732
<u>Adjustments during the year</u>		
Add: Fair value change on Equity Instruments	1,31,16,502	36,848
Less: Amount transferred to retained earnings on sale of Equity investments	38,10,816	-
Balance at the end of the year	2,88,19,266	1,95,13,580
Less: Income tax affect on above	34,66,431	23,59,865
Balance at the end of the year net of tax	<u>2,53,52,835</u>	<u>1,71,53,715</u>
B) Remeasurement of defined benefit plans		
Balance at the beginning of the year	18,48,916	6,30,808
<u>Adjustments during the year</u>		
Remeasurement of defined employee benefit plans	(6,89,505)	12,18,108
Balance at the end of the year	11,59,411	18,48,916
Less: Income tax affect on above	2,91,801	4,65,335
Balance at the end of the year net of tax	<u>8,67,610</u>	<u>13,83,581</u>
Balance at the end of the year (A + B)	<u>2,62,20,446</u>	<u>1,85,37,296</u>
<b>Total Other Equity</b>	<u>49,82,86,483</u>	<u>41,92,46,461</u>



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**Taurus Asset Management Company Limited**  
**Notes to Financial Statements for the year ended 31 March 2022**

(In Rs.)

As at 31 March 2022	As at 31 March 2021
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**Nature of Reserves**

**a) Amalgamation Reserve**

The Amalgamation Reserve was created in March 1999 on amalgamation of Creditcapital Asset Management Co. Ltd (now known as Taurus Asset Management Co. Ltd) and HB Asset Management Co. Ltd as per the order of Hon'ble High Court of Mumbai & Delhi with retrospective effect 1st April 1997 and the same is not available for profit distribution.

**b) Securities Premium**

Securities Premium represent premium on issue of shares. The Reserve will be utilised in accordance with the provisions of the Companies Act, 2013. There is no movement in Securities Premium during the Current Year and the Previous Year.

**c) Retained Earnings**

Retained earnings are the profits that the Company has earned till date less dividends and other distributions to the shareholders. No amount of dividend was proposed to be distributed to the equity shareholders for the current period.

**d) Other Comprehensive Income**

Other Comprehensive Income consists of cumulative gains on the fair valuation of Equity Instruments measured at fair value through other comprehensive income and remeasurement gain /loss on defined benefit plans.



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**Taurus Asset Management Company Limited**  
**Notes to Financial Statements for the year ended 31 March 2022**

	(In Rs.)	
	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>21 Interest</b>		
Interest income on financial assets measured at amortised cost		
- Interest on Bonds	2,92,473	3,18,578
- Interest on security deposits	-	20,930
- Interest on staff loan	66,815	75,049
	<u>3,59,288</u>	<u>4,14,557</u>
Interest income on financial assets not measured at amortised cost		
- Interest on inter-corporate deposits	3,15,00,016	3,08,80,289
- Interest on deposits with banks/Others	18,19,229	4,90,944
- Interest on income tax refund	7,42,485	2,40,419
- Other Interest Income	99,129	1,19,098
	<u>3,41,60,859</u>	<u>3,17,30,750</u>
	<u>3,45,20,147</u>	<u>3,21,45,306</u>
<b>22 Dividend Income</b>		
Dividend income on equity instruments	9,18,003	6,56,728
	<u>9,18,003</u>	<u>6,56,728</u>
<b>23 Fees</b>		
Management fees from mutual fund	8,44,20,109	6,23,93,785
	<u>8,44,20,109</u>	<u>6,23,93,785</u>
<b>24 Other income</b>		
Provision written back	-	6,821
Others	2,099	3
	<u>2,099</u>	<u>6,824</u>
<b>25 Finance Costs</b>		
Interest expenses		
- on lease liability	19,685	67,411
- on others	25	-
	<u>19,710</u>	<u>67,411</u>
<b>26 Net Gain/(Loss) on Fair Value Changes</b>		
Net gain/(loss) on financial instruments at fair value through profit or loss		
i) On trading portfolio	-	-
ii) On Investments	4,27,66,437	4,88,97,219
Total Net gain/(Loss) on fair value changes	<u>4,27,66,437</u>	<u>4,88,97,219</u>
Fair Value Changes		
- Realised	1,62,90,097	1,10,92,630
- Unrealised	2,64,76,340	3,78,04,589
Total Net gain/(Loss) on fair value changes	<u>4,27,66,437</u>	<u>4,88,97,219</u>
<b>27 Employee benefits expense</b>		
Salaries, wages and bonus	4,87,13,712	4,70,29,489
Provision for gratuity	10,50,766	11,71,033
Contribution to provident and other defined contribution funds	29,69,264	36,07,752
Amortisation of prepaid staff costs	66,815	75,049
Staff welfare expenses	16,09,204	10,51,592
	<u>5,44,09,761</u>	<u>5,29,34,915</u>



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**Taurus Asset Management Company Limited**  
**Notes to Financial Statements for the year ended 31 March 2022**

	(In Rs.)	
	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>28 Depreciation &amp; Amortisation</b>		
- Property, Plant & Equipment	11,34,876	12,65,144
- Right of use lease assets	4,69,120	5,62,944
- Other Intangible assets	90,950	1,13,741
	<u>16,94,946</u>	<u>19,41,829</u>
<b>29 Other expenses</b>		
Rent	58,98,132	72,53,812
Advertisement and business promotion	18,23,142	19,36,168
Legal and professional fees	34,26,522	42,37,816
Auditors' fees and expenses (refer note no. 36)	8,17,790	7,90,725
Recruitment charges	6,75,081	30,000
Director's sitting fees	17,20,000	11,80,000
Electricity charges	17,37,001	9,22,743
Travelling and conveyance	22,39,450	16,60,171
Repairs and maintenance - Others	15,77,821	16,79,025
Office expenses	3,57,032	4,26,546
Outsourced professional service costs	37,46,836	38,63,127
Insurance	10,57,864	10,70,017
Printing and stationery	2,20,042	1,72,597
Subscription and membership	16,88,108	17,74,708
Information Technology	37,22,193	39,47,193
Communication	11,66,359	11,22,320
Loss on disposal of assets (net)	58,453	1,02,042
Rates and taxes	2,66,225	1,17,136
Mutual fund expenses (Refer Note no. 39)	16,16,109	56,41,028
Miscellaneous expenses	5,28,073	3,86,896
Amortisation of rental on non cancellable lease	-	20,930
Unrecoverable TDS written off	1,481	-
Investments (Illiquid shares) written off (Refer Note No. 7)	3,990	-
	<u>3,43,47,704</u>	<u>3,83,34,998</u>
<b>30 Earning per equity share - basic/diluted</b>		
Profit/(Loss) after tax	6,75,46,057	4,71,11,557
Weighted average number of shares (no.)	1,69,31,236	1,69,31,236
Nominal value of shares (Rs)	10.00	10.00
Earnings per equity share - basic/diluted (Rs)	3.99	2.78



**Taurus Asset Management Company Limited**  
**Notes to Financial Statements for the year ended 31st March 2022**

**31 Related party transactions**

Related party disclosures, as required by the notified Indian Accounting Standard 24 are given below:

**(i) List of related parties and relationships (with whom there were transactions during the year)**

a) Key management personnel	Mr. R. K. Gupta (Managing Director) Mr. Waqar Naqvi (Chief Executive Officer) (till 30.09.2021) Mr. Prasanna Pathak (Chief Executive Officer) (wef 01.10.2021) Mrs. Jinal Patel (Chief Financial Officer) Mrs. Anu Suri (Company Secretary)
b) Enterprises over which Directors exercise significant influence.	HB Securities Limited HB Estate Developers Limited
c) Directors	Mr. Harbans Lal Mr. Lalit Bhasin Mr. Puneet Jain (w.e.f. 23rd December 2019 till 3rd December 2020) Mr. R. P. Tulsian (w.e.f. 23rd December 2019) Mr. K. K. Narula (w.e.f. 27th January 2020) Dr. Ashok Agarwal (w.e.f. 2nd March 2021) Mr. Karishk Kapur (w.e.f. 25.02.2022)
d) Investing parties of reporting enterprise	HB Portfolio Limited (Holding Company) RRB Securities Limited (Significant Influence) up to 25-03-2021
e) Transactions with related parties.	

	For the year ended	For the year ended
	31 March 2022	31 March 2021
<i>Remuneration to KMP</i>		
Mr. R. K. Gupta (Managing Director)	49,98,801	40,22,030
Mr. Waqar Naqvi (Chief Executive Officer till 30.09.21)	1,10,52,488	1,36,24,768
Mr. Prasanna Pathak (Chief Executive officer wef 01.10.21)	33,40,546	-
Mrs. Jinal Patel (Chief Financial Officer) PY from 6th March 2020 to 31st March 2020	14,62,635	9,35,762
Mrs. Anu Suri (Company Secretary)	11,09,451	8,87,332
<i>Depository charges paid to HB Securities Ltd</i>	9,819	5,719
<i>Rent Paid to HB Estate Limited</i>	16,56,720	6,85,698
<i>Electricity Charges Reimbursed to HB Estate Developer's Limited</i>	11,68,891	1,73,366
<i>Sitting Fees paid (refer c) above)</i>	17,20,000	11,80,000

**(ii) Closing balances with related parties as at the year end**

Depository charges payable to HB Securities Limited	6,213	1,771
Electricity charges payable to HB Estate Limited	79,018	42,218

**32** There are no separate reportable segment as per Indian Accounting Standard-108 "Operating Segments."



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### 33 Employee Benefits ( Indian Accounting Standard - 19 )

The Company has recognised the expenses and liabilities towards defined benefit plans viz, Gratuity and Compensated Absences/ Leave Encashment based on the Actuarial Valuation as per IND AS-19 under PUC method. The details of disclosure are under :-

(In Rs.)

#### a) The principal assumptions used for the purpose of actuarial valuation were as follows

Particulars	Gratuity		Leave Encashment	
	31.03.22	31.03.21	31.03.22	31.03.21
Discounting Rate (p.a.)	7.25%	6.80%	7.25%	6.80%
Future Salary Increase (p.a.)	5.25%	5.25%	5.25%	5.25%
Expected Rate of Return on Plan Assets	N.A.	N.A.	N.A.	N.A.
Mortality Table used	100% of 'I'ALM (2012-14)	100% of 'I'ALM (2012-14)	100% of 'I'ALM (2012-14)	100% of 'I'ALM (2012-14)
Expected Average Remaining working lives of employees (years)	18.79	19.18	18.79	19.18
Retirement Age (years)	60	60	60	60
Withdrawal Rate ( % )				
Up to 30 years	3	3	3	3
From 31 to 44 years	2	2	2	2
Above 44 years	1	1	1	1

The cost of the defined benefit plans and other long term benefits are determined using actuarial valuations.

#### b) Movements in the present value of defined benefit obligation are as follows :

(In Rs.)

Particulars	Gratuity		Leave Encashment	
	31.03.22	31.03.21	31.03.22	31.03.21
Present Value of obligation as at the beginning of the period	82,84,681	78,28,967	48,67,181	50,08,311
Past service cost				
Current service cost	5,41,739	6,83,779	4,45,558	4,40,448
Interest cost	5,63,358	5,92,370	3,30,968	3,40,565
Benefits paid	(37,39,675)	(2,93,835)	(22,07,163)	1,70,635
Actuarial ( gain)/loss on obligations	2,08,471	(4,66,600)	4,85,428	(7,51,508)
Present Value of obligation as at the end of the period	58,58,574	82,84,681	39,21,972	48,67,181
Break up of PBO at end of the year				
Current Liability (within 12 Months)	20,46,312	12,76,882	27,32,993	2,09,595
Non-Current Liability	38,12,262	70,07,799	11,88,979	46,57,586

#### c) Movement in the liability recognized in the Balance Sheet:

(In Rs.)

Particulars	Gratuity		Leave Encashment	
	31.03.22	31.03.21	31.03.22	31.03.21
Liability amount (net) at beginning of year	74,85,703	70,77,036	48,67,181	50,08,311
Provisions made/ (reversed) during the year	12,54,843	7,04,433	12,61,954	29,505
Amount used during the year	(37,39,675)	(2,93,835)	(22,07,163)	(1,70,635)
Unfunded liability amount (net) at year end	50,00,871	74,87,634	39,21,972	48,67,181

#### d) Expense recognized in the Statement of Profit and Loss:

(In Rs.)

Particulars	Gratuity		Leave Encashment	
	31.03.22	31.03.21	31.03.22	31.03.21
Current service cost	5,41,739	6,83,779	4,45,558	4,40,448
Interest cost (net)	5,09,027	4,87,254	3,30,968	3,40,565
Expenses recognized in the Statement of Profit and Loss	10,50,766	11,71,033	7,76,526	7,81,013

#### e) Other Comprehensive Income (OCI)

(In Rs.)

Particulars	Gratuity		Leave Encashment	
	31.03.22	31.03.21	31.03.22	31.03.21
Net cumulative unrecognized actuarial (gain) / loss opening				
Actuarial (gain) / loss for the year on PBO	2,08,471	(4,66,600)	4,85,428	(7,51,508)
Actuarial (gain) / loss for the year on Asset	(4,394)	6,015	-	-
Unrecognized actuarial (gain) / loss at the end of the year				
Total Actuarial (gain)/ loss at the end of the year	2,04,077	(4,60,585)	4,85,428	(7,51,508)



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f) The amount included in Balance Sheet arising from the entities obligation in respect of which defined benefit plans is as follows:

Particulars	Gratuity		Leave Encashment	
	31.03.22	31.03.21	31.03.22	31.03.21
Present value of defined benefit obligation	58,58,574	82,84,681	39,21,972	48,67,181
Fair Value of Plan Assets	8,57,703	7,97,047	-	-
Net Assets/ (Liability)	(50,00,871)	(74,87,634)	(39,21,972)	(48,67,181)

Gratuity Policy for Mumbai Office Employees has been taken in earlier year however such policy has not been renewed w.e.f. the financial year 2008-2009 onwards. Consequently all the employees of Mumbai and Delhi offices are now covered under non-funded gratuity plan. The confirmation of balance from LIC India for fair value of plan assets of Rs. 8,57,702.88/- as on 31-03-2022 (Rs. 7,96,978/- as on 31-03-21) is subject to confirmation

g) Sensitivity analysis of the defined benefit obligation

Particulars	Gratuity		Leave Encashment	
	31.03.22	31.03.21	31.03.22	31.03.21
a) Impact of the change in discount rate				
Present value of the obligation at the end of the period	58,58,574	82,84,681	39,21,972	48,67,181
i) Impact due to increase of 0.50%	(2,39,035)	(3,08,971)	(1,48,109)	(1,57,393)
ii) Impact due to decrease of 0.50%	2,21,006	2,87,797	57,880	1,46,168
b) Impact of the change in salary increase				
Present value of the obligation at the end of the period	58,58,574	82,84,681	39,21,972	48,67,181
i) Impact due to increase of 0.50%	2,26,973	2,95,568	(1,52,108)	(1,61,643)
ii) Impact due to decrease of 0.50%	(2,45,489)	(3,17,313)	59,443	1,50,115

34 The debt schemes of Taurus Mutual Fund had invested in Commercial Papers of Ballarpur Industries Limited ("BILT") a group company of Avantha Holding Limited ("AHL") against which full provision was made consequent to default in payment of maturity proceeds during F.Y. 2016-17 which resulted in erosion in net asset value of the mutual fund investment held by the Company. In terms of agreement, AHL agreed to pay the balance amount along with interest in a phased manner. The Boards of Trustee and AMC decided that the recovery proceeds including interest payable by AHL will be paid to all the investors holding investment in the Debt Schemes of Taurus Mutual Fund, when NAV was reduced due to mark-down of BILT Commercial Paper. The amount, if any, received from Taurus Mutual Fund on recovery made from AHL is being treated as miscellaneous income by the company in the year of receipt of such amount. No amount has been received during the current year and previous year.

35 Transactions in foreign currency

Particulars	For the year 31 March 2022		For the year 31 March 2021	
	Amount in Rs	In Foreign Currency	Amount in Rs	In Foreign Currency
Earnings	Nil	Nil	Nil	Nil
Outgo:	Nil	Nil	Nil	Nil

36 Payments to auditors (exclusive of GST)

Particulars	For the year 31 March 2022		For the year 31 March 2021	
	Amount in Rs	In Foreign Currency	Amount in Rs	In Foreign Currency
As auditors				
Statutory audit		7,00,000		7,00,000
Tax audit		60,000		60,000
Other services		35,000		26,000
Towards reimbursement of expenses		22,790		4,725
Total		8,17,790		7,90,725

37 Included in the Investments (refer note no.7) are securities with Book Value of Rs 35,280 for 37 number of securities (previous year Rs 39,270 in respect of 43 number of securities) acquired in the earlier years, at book value from Taurus Investment Trust Company, the trustee of Taurus Mutual fund. The Company is in the process of getting these investments transferred in its name.



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### 38 LEASE

#### Lease as Lessee

The Company has taken certain office premises under lease agreement. The Company has generally entered into a lease of 1-3 years, with an escalation clause of 5 percent on renewal every one year. The Company has given refundable interest free security deposits under certain lease agreements.

Lease payments are recognised in the Statement of Profit and Loss under "Other Expenses" in Note No. 29 Rent expenses of Rs. 58,98,132 (P.Y. Rs. 72,53,812) in respect of Short term/ low value leases. In respect of leases other than short term/ low value leases, Right-of-Use Asset of Rs. Nil (P.Y. Rs. 4,69,120) and a corresponding lease liability of Rs. Nil (P.Y. Rs. 5,31,565) is recognised as at 31st March, 2022. Consequently, the lease rent expense in respect of operating lease, is now partially reflected under depreciation on Right-of-Use Asset and partially under Finance Cost as interest on operating lease liability.

(In Rs.)		
Particulars	As at 31st March, 2022	As at 31st March, 2021
(a) Depreciation charge for right-of-use assets by class of underlying asset	4,69,120	5,62,944
(b) Interest expense on lease liabilities	19,710	67,411
(c) Expense relating to short term lease	58,98,132	72,53,812
(d) Expense relating to low value lease	-	-
(e) Total Cash outflow for leases	63,86,962	78,84,167
(f) Additions to Right-of-use Assets	-	-
(g) Carrying amount of Right-of-use Assets	-	4,69,120

#### Maturity Analysis of Lease Liabilities - Other than Short term/ low value leases

Duration	As at 31st March, 2022	As at 31st March, 2021
(a) Within 12 Months	-	5,31,565
(b) More than 12 months upto 36 months	-	-
(c) More than 36 months	-	-
Total	-	5,31,565

### 39 Mutual fund expenses

#### Also Refer Note No 29

- a) Mutual fund expenses include Rs 3,08,630 (previous year Rs 4,04,791) being expenses of the mutual fund schemes managed by the Company in excess of the limits specified in SEBI regulations which are borne by the Company.
- b) Vide SEBI Circular dated 22 October 2018 and subsequent clarification vide SEBI letter dated 21 February 2019 & 25 March 2019, all scheme related expenses including commission paid to distributors, by whatever name it may be called and in whatever manner it may be paid, shall necessarily be paid from the scheme only within the regulatory limits and not from the books of the Asset Management Company, its Associate, sponsor, Trustee or any other entity through any route. Accordingly, all expenses related to schemes of Taurus Mutual funds have been borne by the Company till 21 October 2018 upto Financial year 2018-19.
- c) Mutual Fund Expense include Rs. NIL (PY Rs. 40,67,250) being settlement amount paid to SEBI vide show cause notice (SCN), issued by the SEBI vide letter no. EAD5/MC/VS/2020/10554/1-6 dated May 06, 2020 to 6 entities, i.e., Taurus Investment Trust Co. Ltd (TITCO), Mr. Waqar Naqvi (CEO), Ms. Anu Suri (Company Secretary & Compliance Officer), Mr. Amarjeet Singh, Mr. Dheeraj Singh and Mr. Archit Shah (Ex-Employees) of TAMCO under Rule 4 of SEBI (Procedure for holding inquiry and imposing penalties) Rules, ("Adjudication rules") in the BtT Matter in their meeting held on June 22, 2020. In response to the SCN a consent application was filed on June 10, 2020 by all the 6 noticees for a proposed joint settlement amount of INR 29,45,250 (Rupees Twenty-Nine Lakh Forty-Five Thousand Two Hundred and Fifty) to settle the allegation made against all the noticees through the asset management company.

An Internal Committee meeting was convened by SEBI on February 17, 2021, the Authorised Legal Representative of TITCO and other noticees, attended the said meeting. Thereafter a confirmation letter vide dtd 19-02-2021, by the authorized representative of TITCO, was submitted to SEBI to confirm the acceptance to pay the revised settlement amount of INR 40,67,250. The High Powered Advisory committee (HPAC) of SEBI has recommended that the matter may be settled upon the payment of Rs.40,67,250 (Rs. Forty Lakhs Sixty Seven Thousand Two Hundred Fifty Only) as per settlement terms within 15 days in terms of Regulation 15(2) of the (Settlement Regulation) to process the application for disposal. According the company has recognised the amount as expense as on 31-03-2021 and same was paid on June 21, 2021.

Accordingly, The Adjudicating Officer Securities and Exchange Board of India has Issued settlement order dated 30 July 2021 in respect of Application Nos. 4172/2020 to 4177/2020 and disposed off the aforesaid matter in terms of Regulation 23(1) of SEBI (Settlement Proceedings) Regulations, 2018.



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**40 Goods & Service Tax ( GST )**

The Company has availed the input tax credit in case of Goods and Service Tax based on the invoices of the Vendors/Service providers for the Financial year 2021-22. The updation of GSTR-2A is pending due to non-filing of Monthly GST Return by some of the Vendors and Service Providers. Therefore, the final reconciliation of the input as available in GSTR-2A for the year 2021-22 and the amount of input claimed is pending as on 31-03-2022. In view of this, the necessary adjustment for short / (excess) input tax credit if any, that would arise post reconciliation of the GSTR-2A and GSTR-3B and GSTR-9 will be accounted for in the subsequent year.

**41 Corporate Social Responsibility Expenditure required to be spent by the company, to the extent applicable:**

(In Rs.)

Particulars	As at 31 March 2021	As at 31 March 2021
a) Gross amount required to be spent by the company	-	-
b) Amount spent during the year on:		
(i) Construction/acquisition of any asset	-	-
(ii) On purposes other than (i) above	-	-
c) Amount payable at the Year End	-	-

**42 Crypto currency/ Virtual currency**

The company has not traded or invested in Crypto currency or Virtual currency during the year.

**43 Contingent Liabilities and Commitments**

(In Rs.)

Particulars	As at 31 March 2021	As at 31 March 2021
(i) Contingent liabilities to the extent not provided for		
(a) Claims against the company not acknowledged as debt;	Nil	Nil
(b) Guarantees excluding financial guarantees;	Nil	Nil
(c) Other money for which the company is contingently liable	Nil	Nil
(ii) Capital Commitments to the extent not provided for		
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for	Nil	Nil
(b) Uncalled liability on shares and other investments partly paid	Nil	Nil
(c) Other commitments	Nil	Nil

- 44** The Novel Coronavirus (COVID-19) outbreak which was declared as a global pandemic by World Health Organisation on 11 March 2020, continues to spread across the globe including India resulting in significant impact on global and India's economic environment including volatility in the capital markets. The Company has assessed and evaluated the impact of COVID-19, to the extent possible, on its operations as well as its financial statements. There is no material impact on the financial statements of the Company in respect of realisation of assets and receivables due to the COVID-19 pandemic situation in the country. The Company will however continue to closely monitor any changes to the future economic conditions that may have any impact on its business and financial position.

- 45** As per the RBI Circular no. RBI/2006-07/158 DNBS (PD) C.C. No. 81 / 03.05.002/ 2006-07 dt. 19.10.2006, the Company meets both the criteria of RBI, i.e. financial assets are more than 50 percent of its total assets and income from financial assets is more than 50 percent of the gross income as per the last audited Balance Sheet of the Company as at 31.03.2021 thereby making the company to fall under the category of Non-Banking Financial Companies (NBFC) for the first time during the FY 2021-22. This was due to exceptional circumstances/events, being temporary in nature as per clause (m) of Guidance Note of CARO 2020 of Institute of Chartered Accountants of India (ICAI), decrease in Management Fee during the F.Y. 2020-21 coupled with the effect of Outbreak of Novel Coronavirus (COVID 19) as a global pandemic declared by World Health Organisation on 11.03.2020 which spread across the globe including India and had World Wide lockdown including in India. This has resulted in significant Impact on global and India's economic environment including volatility in capital markets.

This adverse effect was reviewed by the Board of the Company in its meeting held on 27-08-2021, which took immediate steps to reduce its financial assets and the financial income within the limit as specified by the RBI by making investments in Fixed Deposits with Commercial Banks and earn interest thereon (both exempt from 50:50 criteria) as the Company's principal activity is rendering asset management services. The Company has been appointed as the Investment Manager of Yaurus Mutual Fund by the Trustees in terms of SEBI (Mutual Fund) Regulations, 1996. The timely action of the management has the effect of the company to remain out of the purview of the NBFC like in earlier years since inception. Accordingly, no application for registration under section 45(IA) of the Reserve Bank of India Act, 1934 was made by the company so that it continues to render asset management services exclusively.



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46 Additional Regulatory Information - (to the extent applicable)

(i) The Company does not own any Immovable properties which has not been held in its own name.

(ii) No proceedings has been initiated or pending against the company for holding any benami property under the Benami Transaction (Prohibition) Act, 1988 and rules made thereunder.

(iii) Relationship with Struck off companies

Name of struck off company	Nature of transactions with struck off company	Balance outstanding	Relationship with the Struck off company, if any, to be disclosed
Omtex Limited	Investment in securities	500	Not applicable
Western Foods Limited	Investment in securities	848	Not applicable

(iv) The disclosure in respect of number of layers of companies is not required since the company does not have any subsidiary company, or a joint venture or an associate during/ at the end of the year.

(v) The company does not have any undisclosed Income which need disclosure

(vi) Ratios:

The company does not fall into the category of "Non- Banking Financial Companies" as stated at Note No. 45 and hence the disclosure of ratios as per Division III of Schedule I of The Companies Act, 2013, does not arise.



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47 Maturity analysis of Assets and Liabilities:

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

Particulars	31st March, 2022		31st March, 2021		(In Rs.)
	Within 12 Months	After 12 Months	Within 12 Months	After 12 Months	
<b>ASSETS</b>					
<b>Financial Assets</b>					
Cash and cash equivalents	66,80,546		80,87,798		80,87,798
Bank Balances other than cash and cash equivalents		7,60,00,000			
Trade Receivables	1,03,91,483		74,40,304		
Loans	35,02,15,822	5,73,493	35,01,92,431	3,76,137	74,40,304
Investments	13,99,39,140	7,26,82,231	15,83,58,876	5,73,94,005	35,05,68,568
Other Financial Assets	24,49,955		27,49,849		21,57,82,881
<b>Sub Total</b>	<b>50,96,76,946</b>	<b>14,92,55,724</b>	<b>52,68,39,259</b>	<b>5,77,70,142</b>	<b>27,49,849</b>
<b>Non-Financial Assets</b>					
Current tax assets	1,37,60,497		1,48,93,634		58,46,09,401
Property, Plant and Equipment					
Rights of Use Lease Assets		21,87,465		27,84,957	1,48,93,634
Other Intangible Assets				4,69,120	27,84,957
Other non - financial assets	1,18,89,286	4,38,140		3,67,857	4,69,120
<b>Sub Total</b>	<b>2,56,49,783</b>	<b>26,25,605</b>	<b>94,85,286</b>	<b>7,59,234</b>	3,67,857
<b>TOTAL ASSETS</b>	<b>53,53,26,729</b>	<b>15,18,81,328</b>	<b>68,72,08,059</b>	<b>6,21,46,311</b>	<b>1,02,45,520</b>
					<b>2,87,56,089</b>
					<b>61,33,65,490</b>



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LIABILITIES									
Financial Liabilities									
Trade Payables									
- total outstanding dues of micro enterprises and small enterprises	3,54,288				3,54,288	1,64,476	-		1,64,476
- total outstanding dues of creditors other than micro enterprises and small enterprises	24,93,233				24,93,233	21,03,971	-		23,03,971
Other financial liabilities						5,31,565	-		5,31,565
Sub Total	28,47,521				28,47,521	30,00,012	-		30,00,012
Non Financial Liabilities									
Provisions									
Deferred tax liabilities (Net)				89,22,843	89,22,843	14,86,477	1,06,68,338		1,23,54,815
Other non-financial liabilities	36,41,484			41,97,367	41,97,367	-	19,37,880		19,37,880
Sub Total	36,41,484			1,31,20,210	1,67,61,694	75,13,963	-		75,13,963
						90,00,000	1,78,06,218		2,18,06,657
TOTAL LIABILITIES	64,89,005			1,31,20,210	1,96,09,214	1,70,00,451	1,28,06,218		2,48,06,669
Net	52,88,37,725			13,87,61,119	66,75,98,643	53,92,18,729	4,93,40,093		58,85,58,821



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# 48 Fair Value Measurement

## Accounting classification and fair values

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

The carrying value and fair value of financial instruments by categories as of 31 March 2022 are as follows:

Particulars	Carrying Amount			Fair Value			
	Amortised cost	Fair value through Profit & Loss	Equity investments - Fair value through other comprehensive income	Total	Level 1	Level 2	Level 3
<b>31st March, 2021</b>							
<b>Financial Assets</b>							
Cash and cash equivalents	66,80,546			66,80,546			
Bank Balances other than cash and cash equivalents	7,60,00,000			7,60,00,000			
Trade Receivables	1,03,91,483			1,03,91,483			
Loans	35,07,89,315			35,07,89,315			
Investments	32,15,415	17,68,61,235	3,25,44,721	21,26,21,371	12,29,20,818		8,97,00,553
Other Financial Assets	24,49,955			24,49,955			
<b>TOTAL</b>	<b>44,95,26,714</b>	<b>17,68,61,235</b>	<b>3,25,44,721</b>	<b>65,89,32,670</b>	<b>12,29,20,818</b>		<b>8,97,00,553</b>
<b>Financial Liabilities</b>							
Trade Payables							
- total outstanding dues of micro enterprises and small enterprises	3,54,288		-	3,54,288			
- total outstanding dues of creditors other than micro enterprises and small enterprises	24,93,233		-	24,93,233			
Other financial liabilities	-		-	-			
<b>TOTAL</b>	<b>28,47,521</b>			<b>28,47,521</b>			



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The carrying value and fair value of financial instruments by categories as of 31 March 2021 are as follows:

Particulars	Carrying Amount			Fair Value			
	Amortised cost	Fair value through Profit & Loss	Equity Investments - Fair value through other comprehensive income	Total	Level 1	Level 2	Level 3
<b>31st March, 2020</b>							
<b>Financial Assets</b>							
Cash and cash equivalents	80,87,798			80,87,798	-	-	-
Bank Balances other than cash and cash equivalents							
Trade Receivables	74,40,304			74,40,304	-	-	-
Loans	35,05,68,568			35,05,68,568	-	-	-
Investments	32,15,442	18,93,12,866	2,32,34,573	21,57,62,881	9,16,36,745	-	12,41,26,136
Other Financial Assets	27,49,849			27,49,849	-	-	-
<b>TOTAL</b>	<b>37,20,61,962</b>	<b>18,93,12,866</b>	<b>2,32,34,573</b>	<b>58,46,09,401</b>	<b>9,16,36,745</b>	<b>-</b>	<b>12,41,26,136</b>
<b>Financial Liabilities</b>							
Trade Payables							
- total outstanding dues of micro enterprises and small enterprises	1,64,476	-	-	1,64,476			
- total outstanding dues of creditors other than micro enterprises and small enterprises							
Other financial liabilities	23,03,971	-	-	23,03,971			
<b>TOTAL</b>	<b>5,31,565</b>	<b>-</b>	<b>-</b>	<b>5,31,565</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>TOTAL</b>	<b>30,00,012</b>	<b>-</b>	<b>-</b>	<b>30,00,012</b>	<b>-</b>	<b>-</b>	<b>-</b>

Level 1: The fair value of financial instruments traded in active markets (such as equity securities) is based on quoted market prices at the end of the reporting period. These instruments are included in level 1.  
 Level 2: The fair value of financial instruments that are not traded in an active market (for example unlisted equity shares, mutual funds, unquoted bonds) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, unquoted mutual funds, unquoted bonds.



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**49 Financial risk management**

The Company's financial assets are investment in equity shares, bonds, mutual funds, security deposit, cash and cash equivalents & financial liabilities comprise trade and other payables only. The Company is an Asset Management Company and has been generating income from Management fees and investments of its surplus funds in equity shares, mutual funds and bonds.

The Company's activities expose to financial risk i.e. Liquidity Risk, Market Risk, Credit risk etc. The Board of Directors reviews and agrees policies for managing each of applicable type of financial risks, which are summarised as below :

**a) Liquidity risk**

The risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. Liquidity risk management implies maintenance of sufficient cash to meet the obligations as and when due.

The Company manages its liquidity risk by ensuring as far as possible that it will have sufficient liquidity to meet its short term and long term liabilities as and when due. Anticipated future cash flows are expected to be sufficient to meet the liquidity requirements of the Company.

The following is the contractual maturities of the financial liabilities:

(In Rs.)			
Particulars	Carrying amount (At amortised Cost)	1-12 months	More than 12 months
<b>Non-derivative liabilities</b>			
<b>As at March 31, 2021</b>			
Other financial liabilities	5,31,565	5,31,565	-
Trade /Other payables	24,68,447	24,68,447	-
<b>Total</b>	<b>30,00,012</b>	<b>30,00,012</b>	<b>-</b>
<b>As at March 31, 2022</b>			
Other financial liabilities	-	-	-
Trade /Other payables	28,47,521	28,47,521	-
<b>Total</b>	<b>28,47,521</b>	<b>28,47,521</b>	<b>-</b>

**b) Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: Interest rate risk, currency risk and other price risk. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates and other market changes that affect market risk sensitive instruments. Market risk is attributable to all market risk sensitive financial instruments including investments and deposits, foreign currency receivables, payables and loans and borrowings.

**(i) Foreign currency risk**

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company has neither payables & receivables in foreign currency, not holding Foreign Assets and also not entered into transactions in the foreign currency during the year under report, therefore the company activities are not exposed to foreign exchange risk.

**(ii) Interest rate risk**

Interest rate risk is the risk that the fair value of future cash flows of the financial instruments will fluctuate because of changes in market interest rates. The Interest rate risk exposure is mainly from changes in fixed and floating interest rates. However the company is not exposed to Interest Rate Risk, as the Company has no borrowings at the reporting date.

**(iii) Other Price Risk**

Other Price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market trade price/ quoted price/ declared NAV. The Company is exposed to price risk arising mainly from Investment in Equity shares and Debt based Mutual Funds. The investment of the Company in Equity shares is measured at fair value through Profit and loss which falls in medium risk category and investment in debt based mutual funds is measured at fair value through profit or loss which falls in very low risk category.

**c) Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counter-party fails to meet its contractual obligations. The Company is not carrying any business activities and thus has no transaction with customer. The Company has given loan/ inter corporate deposit to parties on which company is receiving interest regularly hence the Company is exposed to very low level of credit risk from its lending activity. The deposits with bank and other financial assets are generally not exposed to credit risk.








**50 Capital management**

The Capital structure of the Company consists of Cash and Cash equivalents and equity attributable to equity shareholders of the company which comprises issued share capital and accumulated reserves disclosed in the Statement of Changes in Equity.

The Company's objectives when managing capital are to :

(i) maximize the shareholder value, and

(ii) safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders.

51 (a) The company has not advanced or loaned or invested any funds (either from borrowed funds or share premiums or any other sources or any kind of funds), during the year, to or in any other person or entities including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The company has not received any funds from any person(s) or entity(ies), including foreign entities ("Funding Parties"), during the year, with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**52 Income Tax****I. Adoption of New Tax Rate**

The Company has exercised the option permitted under section 115BAA of the Income Tax Act, 1961 as introduced by Taxation Laws (Amendment Ordinance 2019) from the FY 20-21. Accordingly, the provision for income tax and deferred tax balances were recorded / re-measured using the new tax rate and resultant impact was recognized in the previous period's audited financial statements. Upon the adoption of reduced Income Tax Rate, the provision of Minimum Alternate Tax (MAT) under Sec 115 JAA and Sec 115 JB(2A), is no longer applicable to the company, and the MAT credit stands forfeited.

**II. Current Tax and Deferred Tax****(a) Income Tax Expense through Profit & Loss**

Particular	(In Rs.)	
	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Current Tax</b>		
Current income Tax charge	30,13,540	24,19,528
<b>Deferred Tax</b>		
In respect of current year origination and reversal of temporary differences	13,26,456	12,89,624
<b>Total Tax Expense recognised in Profit &amp; Loss A/c</b>	<b>43,39,996</b>	<b>37,09,152</b>

**(b) Income Tax on Other Comprehensive Income**

Particular	(In Rs.)	
	For the year ended 31 March 2022	For the year ended 31 March 2021
<b>Current Tax</b>		
Re measurement of defined benefit Obligations	2,91,801	4,65,335
Fair Value Gain through other comprehensive income on Equity Instruments	34,66,431	23,59,865
	<b>37,58,231</b>	<b>28,25,200</b>



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(c) Numerical reconciliation between average effective tax rate and applicable tax rate


The Major components of tax expense and the reconciliation of the expected tax expense based on the domestic effective tax rate of the company at 25.168 % (31st March 2021: 25.168 %) and the reported tax expense in the statement of profit and loss, are as follows:

Particular	(In Rs.)	
	For the year ended 31 March 2022	For the year ended 31 March 2021
Profit/ (Loss) before tax	7,21,54,674	5,08,20,709
Domestic Tax Rate for the Company	25.168%	25.168%
Latest statutory enacted income tax for the company	1,81,59,888	1,27,90,556
<b>Tax effect of</b>		
-Deferred Tax liability due to timing difference	13,26,456	12,89,624
-Non Deductible expense	9,02,192	72,98,477
-Deductible expense of Rs. 33768513 (FY Rs. 3,96,06,866)	-84,98,859	-93,68,256
-set off carry forward business loss against net business income	-1,05,63,221	-23,28,984
-Tax rate difference (for capital gain)	30,13,540	-3,72,255
Others	-	-
<b>Income tax recognised in statement of profit and loss</b>	<b>43,39,996</b>	<b>37,09,152</b>

The accompanying notes 1 to 52 form an integral part of the financial statements.

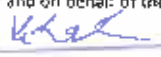
As per our report of even date attached  
For Thakur, Vaidyanath Aiyar & Co.

Chartered Accountants  
Firm Regn. No. 000038N

  
M.P. Thakur  
Partner  
Membership No. 052473


  
Prasanna Pathak  
Chief Executive Officer

For and on behalf of the Board of Directors

  
Harbans Lal  
Director  
DIN: 00075405

  
Jinal Patel  
Chief Financial Officer

  
R.K. Gupta  
Managing Director  
DIN: 00021659

  
Anil Suri  
Company Secretary  
Membership No. 27744

Place: Gurugram  
Date: 18.05.2022

