

GODREJ CAPITAL LIMITED

**CONSOLIDATED FINANCIAL STATEMENTS FOR THE
YEAR ENDED MARCH 31, 2022**

**KALYANIWALLA
& MISTRY LLP**

C H A R T E R E D A C C O U N T A N T S

INDEPENDENT AUDITOR'S REPORT

To the Members Of
Godrej Capital Limited (formerly, Pyxis Holdings Limited)

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Godrej Capital Limited** ("the Holding Company") and its subsidiaries "**Pyxis Employee Stock Option Trust**", **Godrej Finance Limited (formerly Ensemble Holdings & Finance Limited)** and "**Godrej Housing Finance Limited**" (the Holding Company and its subsidiaries together referred to as "the Group") which comprise the Consolidated Balance Sheet as at March 31, 2022, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 consolidated state of affairs of the Group as at March 31, 2022, the consolidated loss, consolidated total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis of Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.



Key Audit Matter	Auditor's Response
<p>Assessment of impairment of Goodwill</p> <p>As disclosed in note 33, the Group has goodwill of Rs 29,449.91 Lakhs as at March 31, 2022 which represents goodwill acquired through business combination and allocated to cash generating unit of the Company.</p> <p>A cash generating unit to which goodwill has been allocated and to which intangible assets belong to is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. As disclosed in note 33, impairment of goodwill is determined by assessing the recoverable amount of each cash generating unit to which these assets relate.</p> <p>The recoverable amount of the cash generating unit as at March 31, 2022 has been determined based on various valuation techniques such as projected future cash inflows, benchmarking of price, market multiple etc. The management of the Company has used an external specialist in assessing the recoverable amount of the cash generating unit based on value in use computation.</p> <p>Due to the significance of the carrying value of goodwill and judgment involved in performing impairment test, this matter was considered significant to our audit.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> • Obtained an understanding of the process followed by the management to determine the recoverable amounts of cash generating units to which the goodwill and intangible assets pertain to; • We compared the future operating cash flow forecasts with the approved business plan and budgets • Evaluated the objectivity and independence of the specialist engaged by the Company and reviewed the valuation reports issued by such specialist; • Evaluated the model used in determining the value in use of the cash generating units; • Tested the arithmetical accuracy of the computation of recoverable amounts of cash generating units; • We involved our valuation specialists to assist in examining the Group's valuation model and analyzing the underlying key assumptions, including long-term growth rates and discount rates; • We evaluated the sensitivity in the valuation, resulting from changes to key assumptions applied and compared the assumptions to corroborating information including industry reports and data from competitors, historic performance, local economic developments and industry outlook; and • We also assessed the disclosures provided by the Company in relation to its annual impairment test in note 33 to the financial statements.
<p>Impairment of financial assets as at the balance sheet date (Expected Credit Loss) – housing finance business</p> <p>As described in Note no 2.12.A on Significant Accounting Policies, Note 4, 10 and 29 of the Financial Statements.</p> <p>One of the Holding Company's subsidiary has determined that the allowance for Expected Credit Loss (ECL) on loan assets has a high degree of estimation uncertainty, with a</p>	<p>We have examined the ECL methodology of the subsidiary, which has been reviewed by the Board of Directors, and have confirmed that adjustments to the output of the ECL model is consistent with the documented methodology.</p> <p>Read and assessed the subsidiaries accounting policies for impairment of financial assets and their compliance with Ind AS 109.</p>



potential range of reasonable outcomes for the financial statements.

Ind AS 109 requires the Company to provide for impairment of its financial assets designated at amortised cost and fair value through other comprehensive income (including loan receivables and investments) using the expected credit loss (ECL) approach. ECL involves an estimation of probability-weighted loss on financial instruments over their life, considering reasonable and supportable information about past events, current conditions, and forecasts of future economic conditions which could impact the credit quality of the Company's financial assets.

The key areas where we identified greater levels of management judgement and therefore increased levels of audit focus in the Company's estimation of ECLs are:

- In process for or estimation of ECL for the subsidiary, the entire portfolio has been segmented into various homogenous product segments.
- The subsidiary's portfolio currently has neither a sufficiently long history nor adequate number of defaults to use own data for estimation of Probability of Default (PD). A Logistic Regression model developed on the data obtained from Experian for estimating the PD of Applicant for a 24 Month period, has been used for PD estimation.
- Bureau data for product segment during the period January 2016 to October 2017 was considered for scorecard development. The lookalike population was arrived at by considering the ticket size, location, age and peer institution. Performance was monitored for the above selected accounts from account open date, giving an outcome period of 24 months for all customers. Appropriate adjustments based on bureau data has been carried out to align the PD models to the required ECL performance period.
- The Loss Given Default (LGD) is an estimate of the loss arising The Loss Given Default (LGD) is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the difference

Our audit procedures relating to the allowance for ECL included the following, among others:

- Tested the design and operating effectiveness of the internal financial controls relevant to the impairment loss allowance process, as detailed below:
 - completeness and accuracy of the Exposure at Default ("EAD").
 - appropriateness of information used in the estimation of the Probability of Default ("PD") and Loss given Default ("LGD") for the different loan portfolio.
 - reconciled the total loans considered for ECL assessment with the books of accounts to ensure the completeness.
- Performed the following substantive procedures on sample of loan assets:
 - Tested categorization of loan portfolio into different segments.
 - Tested the accuracy of information such as ratings and other related information used in estimating the PD;
 - Reviewed the JSON file obtained from Credit Rating Agency to re-compute the score as per the ECL Model provided to us, on sample basis.
 - Performed inquiries with the subsidiaries Management and its risk management function to assess basis for determining the PD and LGD rates.
 - Evaluated the methodology used to determine macroeconomic overlays.
 - Tested the arithmetical accuracy of computation of ECL provision performed by the subsidiaries in spreadsheets.
 - Assessed the disclosures included in the financial statements in respect of ECL to confirm compliance with Ind AS provisions.



<p>between the contractual cash flows due and those that the lender would expect to receive, including from the realisation of any collateral. It is usually expressed as a percentage of the EAD. The Company's Portfolio is at a nascent stage and has till date had no defaults. Given the nature of the business, nascency of business and restricted observation period, a Loss Given Default (LGD) Rate has been considered based on the industry trend.</p> <ul style="list-style-type: none"> • In case of Exposure at Default (EAD), the principal outstanding for the accounts has been considered as EAD. • If required, definition of the above segments can change with business expansion, change in portfolio performance or economic cycle. Each segment is further split delinquency buckets. For each such bucket, Probability of Default (PD), Loss Given Default (LGD) and EAD are estimated. • In addition to the output of the ECL models, macroeconomic overlays and adjustments are recognised by the subsidiary to align historic LGD estimates with the current collection and recovery practices. <p>The subsidiary has considered a management overlay of Rs. 487.30 lakh as part of its ECL, to reflect among other things an increased risk of deterioration in macro-economic factors. The management overlay is based on various uncertain variables, which could result in actual credit loss being different than that being estimated.</p> <p>In view of such high degree of Management's judgement involved in estimation of ECL, it is a key audit matter.</p>	
<p>Impairment of financial assets as at the balance sheet date (Expected Credit Loss) – business in respect of loan against property</p> <p>One of the Holding Company's subsidiary has determined that the allowance for Expected Credit Loss (ECL) on loan and advances assets has a high degree of estimation uncertainty.</p> <p>Refer Note 4, 10 and 29 to the Financial Statements</p>	<ul style="list-style-type: none"> • We evaluated appropriateness of the impairment principles used by management based on the requirements of Ind AS 109, our business understanding. • We assessed the design and implementation of key internal financial controls over loan impairment process used to calculate the impairment charge. • We evaluated management's controls over collation of relevant information used for



Ind AS 109 requires the subsidiary to provide for impairment of its financial assets using the expected credit loss ('ECL') approach involving an estimation of probability of loss on the financial assets over their life, considering reasonable and supportable information about past events, current conditions and forecasts of future economic conditions which could impact the credit quality of the subsidiary's loans and advances.

The key areas where we identified greater levels of management judgement and therefore increased levels of audit focus in the subsidiary's estimation of ECLs are;

- Judgements about credit risk characteristics, taking into account class of borrowers, credit risk ratings, date of initial recognition, remaining term to maturity, time taken for recovery of stressed loans, industry scenario and other relevant factors for collective evaluation of impairment under various stages of ECL.
- Loan staging criteria
- Calculation of probability of default and loss given default.
- Consideration of probability weighted scenarios and forward looking macro-economic factors

The application of ECL Model requires several data inputs. This increases the risk of completeness and accuracy of the data that has been used to create assumptions in the model.

In view of such high degree of Management's judgement involved in estimation of ECL, it is a key audit matter.

determining estimates for management overlays.

- We tested review controls over measurement of impairment allowances and disclosures in financial statements.

Information Technology ("IT") Systems and Controls

One of the Holding Company's subsidiary has a complex IT architecture to support its day-to-day business operations. Moderate volume of transactions is processed and recorded multiple applications. The reliability and security of IT systems plays a key role in the business operations of the subsidiary. Since transactions are processed on daily basis in multiple applications hence IT controls are required to ensure that applications process data as expected and that changes are made in an appropriate manner.

Our Audit procedures with respect to this matter included the following:

- Involved IT specialists as part of the audit for the purpose of testing the IT general controls and application controls (automated and semi-automated controls) to determine the accuracy of the information produced by the subsidiary's IT systems.

Obtained an understanding of IT applications landscape implemented by the subsidiary, including an understanding of the process, mapping of applications and understanding financial risks posed by people-process and technology.



<p>Appropriate IT general controls and application controls are required to ensure that such IT systems are able to process the data, as required, completely, accurately and consistently for reliable financial reporting.</p> <p>We have identified 'IT systems and controls' as a key audit matter because of the high-level automation, significant number of systems being used by the management and the complexity of the IT architecture and its impact on the financial reporting system.</p>	<p>Tested effectiveness of key controls over user access management, change management (including compliance of change release in production environment to the defined procedures), program development (including review of data migration activity), computer operations, including testing of key controls pertaining to, backup, batch processing (including interface testing), incident management and data centre security.</p> <p>Also tested entity level controls pertaining to IT policy and procedure and business continuity plan assessment.</p> <p>Tested the design and operating effectiveness of certain automated controls that were considered as key internal controls over the financial reporting system</p>
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Emphasis of matter

We draw attention to Note 33B to the consolidated financial statements regarding acquisition of Godrej Finance Limited wherein the same has been considered as a common control business combination in accordance with Appendix C of the Indian Accounting Standard (Ind AS) 103 'Business Combinations'. Accordingly, the figures reported for the previous year have been restated from 25 March 2021 since the Holding Company became a subsidiary of Godrej Industries Limited with effect from the said date.

Further, the financial results of the entity and the Holding Company for the period ended 31 March 2021 have been certified by the Company's Management and have not been reviewed by us.

Our opinion is not modified in respect of the above matter.

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

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

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

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

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



Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India.

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal 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 Holding Company and its subsidiary



companies 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 Group'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 consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we



determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

We did not audit the financial statements of one subsidiary company whose financial statements reflect total assets of INR 13,259.88 lakhs (before consolidation adjustments) as at March 31, 2022, total revenues of INR 309.38 lakhs (before consolidation adjustments) and net cash inflows amounting to INR 2,391.03 lakhs for the year ended on that date, as considered in the preparation of the consolidated financial statements. These financial statements have been audited by another auditor whose report has been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the report of the other auditor.

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

Report on Other Legal and Regulatory Requirements

1. 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 of the aforesaid consolidated financial statements.
- b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the report of the other auditor.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under section 133 of the Act.
- e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2022 taken on record by the Board of Directors of the Holding Company and on the basis of the report of the statutory auditor of its subsidiary companies none of the directors of the Holding Company and its subsidiary companies, is disqualified as on March 31, 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 with reference to financial statements and the operating effectiveness of such controls, refer to our separate report in Annexure 'A' which is based on the auditor's reports of the Holding Company and its subsidiary companies. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to the financial statements.



- g) With respect to other matters to be included in the Auditor's Report in accordance with the requirements of section 197 (16) 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 Holding Company to its director during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us, we further report that:
- i. The Company has disclosed the impact of pending litigations on its consolidated financial position in its consolidated financial statements – Refer Note. 31 to the consolidated financial statements.
 - ii. The Group 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 Holding Company and its subsidiary companies.
- iv.(a) The respective Managements of the Holding Company and its subsidiaries, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or its subsidiaries to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or its subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The respective Managements of the Holding Company and its subsidiaries, whose financial statements have been audited under the Act have represented, that, to the best of it's knowledge and belief, other than as disclosed in the note X to the accounts, no funds have been received by the Holding Company and its subsidiaries from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of its subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (c) Based on audit procedures that have been considered reasonable and appropriate in the circumstances performed by us on the Holding Company and its subsidiaries, whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The Holding Company has not declared or paid any dividend during the year ended March 31, 2022.



2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, based on the CARO report issued by us for the Holding Company and one subsidiary and the CARO report issued by the auditor of the subsidiary company, included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For Kalyaniwalla & Mistry LLP

Chartered Accountants

Firm Registration No.: 104607W/W100166

Roshni R. Marfatia

Partner

Membership No.: 106548

UDIN: 22106548AJGVUU7980

Place: Mumbai

Dated: May 16, 2022



Annexure 'A' to the Independent Auditor's Report

(Referred to in Para 2 (f) under 'Report on Other Legal and Regulatory Requirements' section in our Independent Auditor's Report to the members of the Company on the consolidated financial statements for the year ended March 31, 2022).

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

We have audited the internal financial controls with reference to financial statements of **Godrej Capital Limited** ("the Holding Company") and its subsidiary companies incorporated in India as at March 31, 2022 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company and its subsidiary companies incorporated in India are responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Holding Company and its subsidiary companies incorporated in India 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 respective Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies incorporated in India, 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 with reference to financial statements and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 and the audit evidence obtained by the other auditors referred to in the 'Other Matters' paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system with reference to financial statements of the Holding Company and its subsidiary companies.



Meaning of Internal Financial Controls with reference to Financial Statements

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

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Holding Company and its subsidiary companies, have, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were generally operating effectively as at March 31, 2022, based on the internal control with reference to financial statements criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI.

Other Matter

Our aforesaid report under section 143 (3) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements insofar as it relates to a subsidiary company is based on the corresponding report of the auditor of such company

For Kalyaniwalla & Mistry LLP

Chartered Accountants

Firm Registration No.: 104607W/W100166

Roshni R. Marfatia

Partner

Membership No.: 106548

UDIN: 22106548AJGVUU7980

Place: Mumbai

Dated: May 16, 2022



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2022

(Amount Rs. in Lakh)

	Note	As at March 31, 2022	As at March 31, 2021
A ASSETS			
Non Current Assets			
Property, Plant and Equipment	3	496.63	-
Right of Use Assets	3	1,601.08	-
Goodwill	33	29,449.91	-
Other Intangible Assets	3	3,750.48	-
Intangible Assets Under Development	3	1,441.97	-
Financial Assets			
Loans from financing activity	4	1,70,373.28	-
Other Financial Assets	5	217.75	-
Other Tax Assets (net)		259.92	4.45
Other Non Current Assets	6	76.14	-
Current Assets			
Financial Assets			
Investments	7	4,129.77	400.27
Cash and Cash Equivalents	8	22,968.53	81.17
Other Bank Balances	9	0.10	0.10
Loans from financing activity	10	8,217.60	-
Other Financial Assets	11	2.02	-
Other Current Assets	12	459.01	-
TOTAL ASSETS		2,43,444.19	485.99
B EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	13	14.81	3.91
Other Equity	14	74,107.87	(414.44)
Non - Controlling Interest		2,341.58	-
TOTAL EQUITY		76,464.26	(410.53)
Liabilities			
Non Current Liabilities			
Financial Liabilities			
Borrowings	15	1,09,839.98	-
Lease Liabilities	16	1,168.71	-
Provisions	17	115.01	-
Current Liabilities			
Financial Liabilities			
Borrowings	18	44,784.57	-
Lease Liabilities	19	415.41	-
Other Financial Liabilities	20	8,171.50	-
Trade Payables	21	-	-
Total outstanding dues of micro enterprise and small enterprises		25.66	-
Total outstanding dues of creditors other than small enterprises and micro enterprises		2,018.54	17.85
Other Current Liabilities	22	426.17	878.67
Provisions	23	14.38	-
TOTAL LIABILITIES		1,66,979.93	896.52
TOTAL EQUITY AND LIABILITIES		2,43,444.19	485.99

Significant Accounting Policies

2

The accompanying notes form an integral part of the consolidated financial statement.

As per our report of even date attached
For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number 104607W/W100166

For & on behalf of the Board of Directors

Roshni Marfatia
Partner



Manish Shah
Managing Director
and CEO
DIN: 06422627

Pirojsha Adi Godrej
Non executive
Chairman
DIN: 00432983

Membership Number: 106548
Date: May 16, 2022
Place: Mumbai

GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2022

(Amount Rs. in Lakh)

	Note	For the year ended Mar 31, 2022	For the year ended March 31, 2021
Revenue from Operations	24	3,909.43	-
Other Income	25	1,576.83	0.30
Total Income		5,486.26	0.30
Expenses			
Employee Benefits Expenses	26	5,505.29	11.06
Finance Costs	27	2,854.83	-
Depreciation and Amortisation Expenses	28	727.14	-
Other Expenses	29	2,701.64	1.50
Total Expenses		11,788.90	12.56
(Loss) Before Tax		(6,302.64)	(12.26)
Tax Expense		0.59	-
Current tax			-
Short / (Excess) provision for earlier years		0.59	-
Deferred Tax Charge/ (Credit)		-	-
(Loss) After Tax		(6,303.23)	(12.26)
Other Comprehensive loss			
Items that will not be reclassified to profit or loss:			
-Re-measurement (losses) on defined benefit plans		4.56	-
		4.56	-
Total Comprehensive (Loss) for the period		(6,298.67)	(12.26)
(Loss) attributable to the:			
Owners of the company		(6,029.65)	(12.26)
Non - Controlling Interest		(273.58)	-
Other Comprehensive (Loss) attributable to the:			
Owners of the company		4.33	-
Non - Controlling Interest		0.23	-
Total Comprehensive (Loss) for the period attributable to the:			
Owners of the company		(6,025.31)	(12.26)
Non - Controlling Interest		(273.36)	-
(Loss) Per Equity Share			
Basic and Diluted in Rs	30	(6,747.60)	(52.40)
Face Value Per Share in Rs		10.00	10.00
Significant Accounting Policies	2		

The accompanying notes form an integral part of the consolidated financial statement.

As per our report of even date attached
For **KALYANIWALLA & MISTRY LLP**
CHARTERED ACCOUNTANTS
Firm Registration Number 104607W/W100166

For & on behalf of the Board of Directors

Roshni Marfatia
Partner

Membership Number: 106548
Date: May 16, 2022
Place: Mumbai



Manish Shah
Managing Director
and CEO
DIN: 06422627

Pirojsha Adi Godrej
Non executive
Chairman
DIN: 00432983

GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022

A. Equity Share Capital Particulars

	As at March 31, 2022		As at March 31, 2021	
	No. of Shares	Amount	No. of Shares	Amount
Balance at the Beginning of the Year	39,091	3.91	20,000	2.00
Changes in Equity Share Capital during the Year	1,09,033	10.90	19,091	1.91
Balance at the end of the Year	1,48,124	14.81	39,091	3.91

B. Other Equity Particulars

	Other Reserves				Non Controlling Interest		Total
	Retained Earnings	Securities Premium Reserve	ESOP Reserve	Treasury Shares	Capital Reserve on account of Amalgamation	Special Reserve	
Balance as at April 01, 2020							
Retained earnings re - stated due to business combination	(888.43)	-	-	-	-	-	-
Re - stated (Loss) for the Period	(12.26)	-	-	-	-	-	(888.43)
Other Comprehensive Income for the Year, net of Income Tax	-	-	-	-	-	-	(12.26)
Capital Reserve on account of amalgamation	-	-	-	-	84.15	-	-
Special Reserve	-	-	-	-	-	-	-
ESOP compensation expense for the year	-	-	0.01	-	-	402.37	84.15
ESOP shares subscribed	-	-	-	-	-	-	402.37
Balance as at April 01, 2021	(900.69)	-	0.01	(0.28)	-	-	0.01
(Loss) for the Year	(6,029.64)	-	-	(0.28)	84.15	402.37	(0.28)
Other Comprehensive Income for the Year	4.33	-	-	-	-	-	(414.44)
Total	(6,926.00)	-	0.01	(0.28)	84.15	402.37	(6,303.23)
Additions to Security Premium Account	-	-	-	-	-	-	0.23
Share Issue expenses	-	-	-	-	-	-	(273.58)
ESOP compensation expense for the year	(274.73)	80,905.32	-	-	84.15	402.37	4.56
Capital Redemption on account of Amalgamation	-	(127.20)	-	-	-	-	(6,713.11)
Adjustment arising on acquisition and Non Controlling Interest	-	-	0.04	-	-	-	80,905.32
Balance as at March 31, 2022	24.29	19.91	-	-	-	-	(401.93)
	(7,176.44)	80,798.03	0.05	(0.28)	84.15	402.37	0.04
							2,614.94
							2,659.14
							76,449.45

A description of the purposes of each reserve within equity has been disclosed in the Note 14.1.
The accompanying notes form an integral part of the consolidated financial statement.

As per our report of even date attached
For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number 104607W/W/100166

For and on behalf of the Board of Directors

Roshni Marfatia
Partner

Membership Number: 106548
Date: May 16, 2022
Place: Mumbai



Manish Shah
Managing Director and CEO
DIN: 06422627

Pooja Adil Godrej
Non executive Chairman
DIN: 00432983

GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE ENDED MARCH 31, 2022

	For the year ended March 31, 2022	(Amount Rs. in Lakh) For the year ended March 31, 2021
A Cash Flow from Operating Activities		
(Loss) before tax	(6,302.64)	(12.26)
Adjustments for:		
Net gain on fair value changes	(195.53)	-
Impairment on financial instruments	566.15	-
Depreciation, amortisation and impairment	727.14	-
Interest expenses on Lease Liabilities	66.69	-
Interest income on security deposits	(6.57)	-
Interest income on CP	(73.00)	-
Interest on borrowings	2,715.12	-
Write Back of Financial Liability	(265.06)	-
Gain on Lease modification	(176.23)	-
Re-measurement (losses) on defined benefit plans	-	-
Interest income received from fixed deposits with banks	(95.16)	-
Employee Stock grant scheme	0.04	0.01
Operating Cash Flow before Working Capital Changes	(3,839.85)	(12.25)
Changes in working capital		
Adjustments for (increase)/decrease in operating assets:		
(Increase)/Decrease in Financial Assets	(1,34,396.70)	417.51
(Increase)/Decrease in Non Financial Assets	(7.81)	-
Adjustments for (increase)/(decrease) in operating liabilities:		
(Decrease) in Non Financial Liabilities	(505.36)	-
Increase in Financial Liabilities	8,966.67	633.42
Cash (Used In)/Generated from Operations	(1,28,982.25)	1,038.67
Direct Taxes paid	248.28	(2.13)
Net Cash (Used In)/generated from Operating Activities (A)	(1,29,230.53)	1,036.54
B Cash Flow From Investing Activities		
(Purchase) of property, plant and equipment	(299.06)	-
(Purchase) in Intangibles Assets	(587.36)	-
Increase in Intangible Assets Under Development	(1,207.62)	-
Purchase of investment in subsidiary	(40,590.00)	(573.48)
Purchase of investments	(2,13,528.21)	(400.27)
Proceeds on sale of investments	2,15,467.31	-
Proceeds from fixed deposits with banks	(47,192.92)	-
Investment in fixed deposits with banks	47,192.92	-
Interest income on CP	73.00	-
Interest income received from fixed deposits with banks	95.16	-
Net Cash (Used In) Investing Activities (B)	(40,576.78)	(973.75)
C Cash Flow From Financing Activities		
Share issue expenses	(401.93)	-
Proceeds from issue of equity shares (including securities premium)	80,916.22	1.91
Transactions with non - controlling interest	2,072.77	-
Proceeds from borrowings	1,68,300.60	-
Repayment of Borrowings	(55,254.77)	-
Interest on borrowings	(2,695.12)	-
Repayment of lease obligations	(302.73)	-
Purchase of Treasury Shares	-	(0.28)
Net Cash Generated From Financing Activities (C)	1,82,635.04	1.63
Net Increase In Cash And Cash Equivalents (A+B+C)	22,827.73	64.42
Cash and Cash Equivalents at the beginning of the year	81.17	16.76
Cash acquired on acquisition of subsidiary	59.63	-
Cash and Cash Equivalents at the end of the year	22,968.53	81.17
Note:		
Cash and Cash Equivalents at year end comprises:		
Cash in Hand	22,968.53	81.17
Current Accounts	22,968.53	81.17

The Cash Flows Statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) on "Statement of Cash Flows" and presents cash flows by operating, investing and financing activities.

The accompanying notes form an integral part of the consolidated financial statement.

As per our report of even date attached
For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number 104607W/W/100166

For and on behalf of the Board of Directors

Roshni Marfatia
Partner
Membership Number: 106548
Date: May 16, 2022
Place: Mumbai


Pirojsha Adi Godrej
Managing Director and CEO
DIN: 00432983
Date: May 16, 2022
Place: Mumbai

Pirojsha Adi Godrej
Non executive Chairman
DIN: 00432983
Date: May 16, 2022
Place: Mumbai

GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
Notes to the consolidated financial statements for the year ended March 31, 2022

1. Corporate Information

GODREJ CAPITAL LIMITED ("the Company") (Formerly known as Pyxis Holdings Limited) along with its subsidiaries (collectively referred to as "the Group"), is engaged in the business of housing finance, loans against property and to invest in and acquire, hold, sell, buy, subscribe or otherwise deal in shares, stocks etc by any company.

2 Basis of preparation and summary of significant accounting policies

2.01 Basis of preparation

The consolidated financial statement of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ("the Act") to be read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) Amendment Rules, 2016. The consolidated financial statements for the year ended March 31, 2022 comprises of the balance sheet, statement of profit and loss, statement of cash flow, statement of changes in equity and notes to consolidated financial statements. The consolidated financial statements for the year ended March 31, 2022 are approved by the Board of Directors on May 16, 2022.

The financial statements are prepared on a going concern basis, as the Management is satisfied that the Company shall be able to continue its business for the foreseeable future and no material uncertainty exists that may cast significant doubt on going concern assumption. In making this assessment, the Management has considered a wide range of information relating to present and future conditions, including future projections of profitability, cash flows and capital resources.

The accounting policies are applied consistently to all the periods presented in the consolidated financial statements. All assets and liabilities have been classified as current or non current as per the group's normal operating cycle and other criteria set out in the Division II of Schedule III to the Act. Based on the nature of products and services and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the group has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

2.02 Basis of measurement

The consolidated financial statements have been prepared on an accrual basis under the historical cost convention as modified by the application of fair value measurements required or allowed by the relevant standards under Ind-AS.

Historical cost is generally the amount of cash or cash equivalents paid or the fair value of the consideration given in exchange for goods and services.

The consolidated financial statements have been prepared on a historical cost basis except for the fair value through other comprehensive income (FVOCI) instruments and certain financial assets and financial liabilities measured at fair value through profit and loss statement (FVTPL).



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
Notes to the consolidated financial statements for the year ended March 31, 2022

2.03 Use of estimates and judgements

The preparation of financial statements in conformity with Ind-AS requires management to make estimates, judgements and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities (including contingent liabilities) and disclosures as of the date of the financial statements and the reported amounts of revenues and expenses for the reporting period. Actual results could differ from these estimates. Accounting estimates and underlying assumptions are reviewed on an ongoing basis and could change from period to period. Appropriate changes in estimates are recognised in the periods in which the group becomes aware of the changes in circumstances surrounding the estimates. Any revisions to accounting estimates are recognised prospectively in the period in which the estimate is revised and future periods. The estimates and judgements that have significant impact on the carrying amount of assets and liabilities at each balance sheet date listed here in below under critical accounting estimates and judgements.

2.04 Critical Accounting Estimates and Judgements

The preparation of the consolidated financial statements requires the use of accounting estimates, which, by definition in some cases vary with the actual results. Management also needs to exercise judgement and make certain assumptions in applying the group's accounting policies and preparation of consolidated financial statements.

The use of such estimates, judgements and assumptions affect the reported amounts of revenue, expenses, assets and liabilities including the accompanying disclosures and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in the future periods.

Estimates and judgements are continuously evaluated. They are based on historical experience and other factors including expectations of future events that may have a financial impact on the group and that are believed to be reasonable under the circumstances.

Information about critical judgements in applying accounting policies, as well as estimates and assumptions that have the most significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are included in the following notes:

A. Measurement of impairment of loans and advances

Judgement is required by management in the estimation of the amount and timing of future cash flows when determining an impairment loss for loans and advances in new businesses. In estimating these cash flows, the group makes judgements about the borrower's financial situation compare the borrower's profile with customers having similar profile to estimate probability of default and the net realisable value of collateral, if any. These estimates are based on assumptions about a number of factors including forward looking information, and actual results may differ, resulting in future changes to the impairment allowance.

B. Useful lives of property, plant and equipment and intangible assets

The group reviews the estimated useful lives of property, plant and equipment and intangible assets at the end of each reporting period or even earlier in case, circumstances change such that the amount recorded value of an asset may not be recoverable.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
Notes to the consolidated financial statements for the year ended March 31, 2022

C. Fair value of financial instruments

The fair value of financial instruments is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e. an exit price) regardless of whether that price is directly observable or estimated using another valuation technique. When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be derived from active markets, they are determined using a variety of valuation techniques that include the use of valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimation is required in establishing fair values. Judgements and estimates include considerations of liquidity and model inputs related to items such as credit risk (both own and counterparty), funding value adjustments, correlation and volatility. For further details about determination of fair value please see Note - 40.

D. Business model assessment

Classification and measurement of financial asset depends upon the results of the solely payment of principal and interest (SPPI) and the business model test. The group determines the business model at a level that reflects how group of financial asset are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the asset is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The group monitors financial assets measured at amortised or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held.

E. Measurement of Impairment of goodwill (Refer note 2.10)

F. Effective interest rate

The effective interest rate is the rate that discounts estimated future cash payments or receipts through the expected life of the financial asset or financial liability to the gross carrying amount of a financial (i.e. its amortised cost before any impairment allowance) or to the amortised cost of a financial liability. This estimation, by nature, requires an element of judgement regarding the expected behaviour and life-cycle of the instruments and other fee income/expense that are integral parts of the instrument.

2.05 Standards issued but not yet effective

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standard. There is no such notification which would have been applicable from April 1, 2022.

2.06 Functional Currency

The consolidated financial statements are presented in Indian rupees, which is the Group's functional currency. All financial information presented in Indian rupees have been rounded to the nearest lakh, unless otherwise indicated.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
Notes to the consolidated financial statements for the year ended March 31, 2022

2.07 Basis of Consolidation

(i) Subsidiaries

Subsidiaries are all entities that are controlled by the Company. Control exists when the group is exposed or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. In assessing control, potential voting rights are considered only if the rights are substantive. The financial statements of subsidiaries are included in these consolidated financial statements from the date that control commences until the date that control ceases.

The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. The accounting policies adopted in the preparation of the consolidated financial statements are consistent with those of previous year. The financial statements of the company and its subsidiaries have been combined on a line-by-line basis by adding together the values of like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions and the unrealised profits/ losses, unless cost/ revenue cannot be recovered.

The excess of cost to the company of its investment in subsidiaries, on the acquisition dates over and above the company's share of equity in the subsidiaries, is recognised as 'Goodwill on Consolidation' being an asset in the consolidated financial statements. The said Goodwill is not amortised, however, it is tested for impairment at each balance sheet date and the impairment loss, if any, is provided for. Where the share of equity in subsidiaries as on the date of investment is in excess of cost of investments of the Group, it is recognised as 'Capital Reserve' and shown under the head 'Reserves and Surplus' in the consolidated financial statements.

Non-controlling interests in the net assets of consolidated subsidiaries is identified and presented in the consolidated balance sheet separately within equity.

Non-controlling interests in the net assets of consolidated subsidiaries consists of:

- (a) The amount of equity attributable to non-controlling interests at the date on which investment in a subsidiary is made; and
- (b) The non-controlling interests share of movements in equity since the date parent subsidiary relationship came into existence.

The profit and other comprehensive income attributable to non-controlling interests of subsidiaries are shown separately in the statement of profit and loss and statement of changes in equity.

Upon loss of control, the Group derecognises the assets and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Any surplus or de-ficit arising on the loss of control is recognised in the consolidated statement of Profit & Loss. If the Group retains any interest in the previous subsidiary, then such interest is measured at fair value at the date that control is lost and the differential is recognised in Statement of Profit or Loss. Subsequently, it is accounted for as an equity-accounted investee depending on the level of influence retained.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
Notes to the consolidated financial statements for the year ended March 31, 2022

(ii) Business Combinations

Business combinations, other than common control business combinations are accounted for using the acquisition accounting method as at the date of the acquisition, which is the date at which control is transferred to the Group. The consideration transferred in the acquisition and the identifiable assets acquired and liabilities assumed are recognised at fair values on their acquisition date.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. The Group recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets. Consideration transferred does not include amounts related to settlement of pre-existing relationships. Such amounts are recognised in the statement of profit and loss.

Transaction costs are expensed as incurred, other than those incurred in relation to the issue of debt or equity securities. Any contingent consideration payable is measured at fair value at the acquisition date. Subsequent changes in the fair value of contingent consideration are recognised in the statement of profit and loss.

Business combinations arising from transfer of interests in entities that are under common control are accounted for based on pooling of interest method where the assets and liabilities of the acquiree are recorded at their existing carrying values. The identity of reserves of the acquiree is preserved and the difference between consideration and the face value of the share capital of the acquiree is transferred to capital reserve, which is shown separately from other capital reserves.

2.08 Property, Plant and Equipment (Tangible assets) & Depreciation

Recognition and measurement

Property, Plant and Equipment ("PPE") are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Subsequent measurement

Subsequent costs are included in the asset's carrying amount only when it is probable that future economic benefits associated with the part will flow to the group and its cost can be measured reliably. All other expenses on existing PPE, including day-to-day repair and maintenance expenditure and cost of replacing parts are charged to the statement of profit and loss for the period during which such expenses are incurred.

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



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
Notes to the consolidated financial statements for the year ended March 31, 2022

Depreciation

Depreciation on PPE is provided on a straight-line basis to allocate their cost, net of their residual value over the estimated useful life of the respective asset. The group has estimated the useful lives to depreciate its PPE which is in accordance with those prescribed under Schedule II of the The Companies Act, 2013. The following are the estimates of the useful lives to depreciate its PPE:

Particulars	Estimated useful life by the Group
Computer Hardware	3 - 5 Years
Office Equipment	5 Years
Vehicles	5 Years
Furniture and Fixtures	10 Years

Leasehold improvements are amortized on a straight line basis over the period of lease of the asset.

2.09 Intangible assets

Recognition and measurement

The group's intangible assets primarily consist of computer softwares. Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the asset will flow to the group and the cost of the asset can be measured reliably. Intangible assets are stated at original cost net of tax/duty credits availed, if any, less accumulated amortisation and cumulative impairment.

Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the group are recognised as intangible assets.

Development costs include employee costs and an appropriate portion of relevant overheads. Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is available for use.

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

De-recognition

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains and losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the assets are recognised in the statement of profit and loss when the asset is derecognised.

Amortisation of intangible assets

Intangible assets are amortized on a straight line basis over the estimated useful economic life. Intangible assets are amortised as per management's estimate over a period of 3 to 10 years or licence period whichever is earlier. Intangible assets are assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end. Costs associated with maintaining software programmes are recognised as an expense as incurred.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
Notes to the consolidated financial statements for the year ended March 31, 2022

2.10 Impairment of non-financial assets

Non-financial assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units - CGU). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

Goodwill on business combinations is disclosed separately on the balance sheet and is not amortised but tested for impairment annually or more frequently if events or changes in circumstances indicate that they might be impaired. For the impairment test, goodwill is allocated to the CGU or groups of CGUs which benefit from the synergies of the acquisition. A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or group of assets. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. Impairment occurs when the carrying amount of a CGU including the goodwill, exceeds the estimated recoverable amount of the CGU.

An impairment loss recognised for goodwill shall not be reversed in a subsequent period.

2.11 Cash and Cash equivalents

Cash and cash equivalents consist of cash on hand, balances with bank, deposits with bank (with original maturity of three months or less). For the purposes of presentation in the statement of cash flow, cash and cash equivalents include cash on hand and current account balances with banks that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

2.12 Financial Instruments

Financial assets and financial liabilities are recognised in the balance sheet when the group becomes a party to the contractual provisions of the instrument. The group determines the classification of its financial assets and financial liabilities at initial recognition based on its nature and characteristics.

2.12.A Financial assets

i) Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit and loss, transaction costs that are attributable to the acquisition of the financial asset.

The financial assets include investments in mutual funds, trade and other receivables, loans and advances and cash and bank balances.

ii) Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified in the following categories:

- At amortised cost, and
- At fair value through other comprehensive income (FVOCI), and
- At fair value through profit and loss (FVTPL).



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)

Notes to the consolidated financial statements for the year ended March 31, 2022

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold the asset for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial Assets at Amortised Cost

Financial assets at amortised cost include loans receivable, and other financial assets that are held with the objective of collecting contractual cash flows. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate (EIR). The effective interest rate (EIR) amortisation is included in interest income in the statement of profit and loss.

Fair value through other comprehensive income (FVOCI)

Financial assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through other comprehensive income ("OCI"), except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in the statement of profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to the Statement of profit and loss and recognised in other gains/(losses) (net). Interest income from these financial assets is included in other income using the effective interest rate (EIR) method.

Fair value through Profit and Loss (FVTPL)

Financial assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit and loss ('FVTPL').

iii) Reclassifications

Financial assets are not reclassified subsequent to their initial recognition, except in the period in which the group changes its business model for managing financial assets.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
Notes to the consolidated financial statements for the year ended March 31, 2022

iv) Impairment

The provision for credit risks, which is recognized in accordance with the expected credit loss method specified by Ind AS 109 and in accordance with uniform standards applied, encompasses all financial assets measured at amortised cost. The calculation of the provision for credit risks generally takes into account the exposure at default, the probability of default and the loss given default.

Financial assets are subject to credit risks, which are taken into account by recognising the amount of the expected loss; such allowances are recognised for both financial assets with objective evidence of impairment and non-impaired financial assets.

The general approach is used for financial assets measured at amortised cost on initial recognition. Financial assets are broken down into three stages in the general approach.

Stage 1 consists of financial assets that are being recognised for the first time or that have not demonstrated any significant increase in probability of default since initial recognition. In this stage, the model requires the calculation of an expected credit loss for the next twelve months.

Stage 2 consists of financial assets for which there is a significant increase in credit risk. The group assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

Stage 3 Financial assets demonstrating objective indications of impairment are allocated to stage 3. The group assumes that the financial asset is credit impaired if it is more than 90 days past due.

In stage 2 and 3, an expected credit loss is calculated for the entire remaining maturity of the asset.

The group considers a financial asset to be in default when :

- the borrower is unlikely to pay its credit obligations to the group in full or in part, without recourse by the group to actions such as realising security (if any is held); or
- the financial asset is more than 90 days past due.

Both historical information, such as average historical default probabilities for each portfolio, and forward-looking information is used to determine the measurement parameters for calculating the provision for credit risks.

Impairment arises in a number of situations, such as delayed payment over a certain period, the initiation of enforcement measures, the threat of insolvency or over indebtedness, application for or the initiation of insolvency proceedings, or the failure of restructuring measures.

Reviews are regularly carried out to ensure that the allowances are appropriate. Uncollectible loans or receivables that are already subject to a workout process and for which all collateral has been recovered and all further options for recovering the loan or receivable have been exhausted are written off directly. Any valuation allowances previously recognised are utilised. Income subsequently collected in connection with loans or receivables already written off is recognised in the statement of profit and loss.

Loans are reported in the balance sheet at the net off Expected Credit Loss (ECL) provision.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)

Notes to the consolidated financial statements for the year ended March 31, 2022

Measurement of ECL

The mechanics of the ECL calculations are outlined below and the key elements are, as follows:

The Probability of Default (PD) is an estimate of the likelihood of default over a given time horizon. A default may only happen at a certain time over the assessed period, if the facility has not been previously derecognised and is still in the portfolio.

The Exposure at Default (EAD) is an estimate of the exposure at a future default date, taking into account expected changes in the exposure after the reporting date of repayments of principal and interest.

The Loss Given Default (LGD) is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, including from the realisation of any collateral. It is usually expressed as a percentage of the EAD.

When estimating the ECL, the group adds a management override to account for stressed scenarios which are then reviewed on a periodic basis. This takes into account the expected inherent risk for different segments in the portfolio and the macro economic environment. The assumptions are periodically validated and modified as appropriate.

Impairment losses and releases are accounted for and disclosed separately from modification losses or gains that are accounted for as an adjustment of the financial asset's gross carrying value.

v) Write - offs

Financial assets are written off either partially or in their entirety when the group has no reasonable expectations of recovery. This is generally the case when the group determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts. If the amount to be written off is greater than the accumulated loss allowance, the difference is first treated as an addition to the allowance that is then applied against the gross carrying amount. Any subsequent recoveries are credited to impairment of financial instruments in the statement of profit and loss. However, financial assets that are written off may be subject to enforcement activities to comply with the group's procedures for recovery of amounts due.

2.12.B Financial liabilities

i) Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of financial liabilities classified at amortised cost, net of directly attributable transaction costs. The financial liabilities include trade and other payables, term loans and borrowings, lease liabilities etc.

ii) Subsequent measurement

For the purpose of subsequent measurement, financial liabilities are classified as financial liabilities at amortised cost.

Financial liabilities at amortised cost

After initial recognition, financial liabilities are subsequently measured at amortised cost using the effective interest rate (EIR) method. Gains and losses are recognised in the statement of profit and loss when the liabilities are derecognised as well as through the effective interest rate (EIR) amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate (EIR). The effective interest rate (EIR) amortisation is included as finance costs in the statement of profit and loss.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
Notes to the consolidated financial statements for the year ended March 31, 2022

2.12.C De-recognition, Modification and Transfer

Financial Asset

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primary derecognised when ;

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

When the group has transferred its right to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the group continues to recognise the transferred asset to the extent of the group's continuing involvement. In that case, the group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the group could be required to repay.

On derecognition of a financial asset, the difference between the carrying amount of the asset (or the carrying amount allocated to the portion of the asset derecognised) and the sum of (i) the consideration received (including any new asset obtained less any new liability assumed) and (ii) any cumulative gain or loss that had been recognised in OCI is recognised in the statement of profit and loss.

If the terms of a financial assets are modified, the group evaluates whether the cash flow of the modified asset are substantially different. If the cash flows are substantially different, then the contractual rights to cash flows from the original financial asset are deemed to have expired. In this case, the original financial asset is derecognised and a new financial asset is recognised at fair value.

If the cash flows of the modified asset carried at amortised cost are not substantially different, then the modification does not result in derecognition of the financial asset. In this case, the group recalculates the gross carrying amount of the financial asset as the present value of the renegotiated or modified contractual cashflows that are discounted at the financial asset's original effective interest rate and recognises the amount arising from adjusting the gross carrying amount as a modification gain or loss in the the statement of profit and loss. Any costs or fees incurred adjust the carrying amount of modified financial asset and are amortised over the remaining term of the modified financial asset. If such a modification is carried out because of financial difficulties of the borrower, then the gain or loss is presented together with impairment losses, in other cases, it is presented as interest income.

Financial Liability

The group derecognises a financial liability when its contractual obligations are discharged or cancelled or expire.

The group derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in the statement of profit and loss.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
Notes to the consolidated financial statements for the year ended March 31, 2022

2.12.D Offsetting of financial instruments

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

2.12.E Fair value measurement

The group's accounting policies and disclosures require the measurement of fair values for financial instruments. The management regularly reviews significant unobservable inputs and valuation adjustments.

When measuring the fair value of a financial asset or a financial liability, the group uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques are as follows :

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

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

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

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

2.13 Share capital

An equity instrument is a contract that evidences residual interest in the assets of the group after deducting all of its liabilities. Incremental costs directly attributable to the issuance of new equity shares are recognized as a deduction from equity, net of any tax effects.

2.14 Provisions and Contingent Liabilities

Provisions are recognised when the group has a present obligation as a result of past event; it is probable that the outflow of resources embodying economic benefits will be required to settle the obligation and when a reliable estimate of the amount of the obligation can be made. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date.

Contingent liabilities are possible obligations whose existence will be confirmed only by uncertain future events or present obligations where the transfer of economic benefits is not probable or cannot be reliably measured. Contingent liabilities are disclosed unless the possibility of an outflow of resources embodying economic benefit is remote.

Capital commitments includes the amount of purchase order issued to parties for completion of assets, provisions, contingent liability and commitments are reviewed at balance sheet date.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)

Notes to the consolidated financial statements for the year ended March 31, 2022

2.15 Revenue and Expense Recognition

A. Interest income

Interest income is presented in the statement of profit and loss includes interest on financial assets measured at amortised cost calculated on an effective interest basis. Fee income and expense that are integral to the effective interest rate on a financial asset are included in the effective interest rate computation. The amortization of income and expenses for financial assets under EIR approach is done on a systematic basis that exactly discounts estimated future cash flows of the financial assets through the expected life of the assets.

The interest income is calculated by applying the EIR to the gross carrying amount of non-credit impaired financial assets. (i.e. at the amortised cost of the financial asset before adjusting for any expected credit loss allowance). For credit-impaired financial assets the interest income is calculated applying the EIR to the amortised cost of the credit-impaired financial asset (i.e. the gross carrying amount less the allowances for ECLs).

B. Commission and fee income

Commissions earned by the group which are not directly attributable to disbursement of loans are recognised in the statement of profit and loss as and when incurred.

Fee and commission income include fees other than those that are an integral part of EIR. The group recognises the fee and commission income in accordance with the terms of the relevant contracts / agreement and when it is probable that the group will collect the consideration.

C. Profit or loss earned on sale of investments is recognised on trade date basis, determined based on the weighted average cost of the investments sold.

D. Dividend income

Dividend income is recognized when:

- the right to receive dividend is established which is generally when shareholders approve the dividend,
- it is probable that the economic benefits associated with the dividend will flow to the entity and
- amount of dividend can be measured reliably.

E. Interest expenses

Interest expense is presented in the statement of profit and loss includes interest on liabilities measured at amortised cost calculated on an effective interest basis. Fee and borrowing costs that are integral to the effective interest rate on a financial liability are included in the effective interest rate computation. The amortization of expenses for financial liabilities under EIR approach is done on a systematic basis that exactly discounts estimated future cash flows of the financial liabilities through the expected life of the financial liabilities. Other borrowing costs are recognised as expense in the period in which they are incurred.

F. Borrowing costs

Borrowing costs incurred in connection with the borrowing of funds including the ancillary cost are amortised and accounted as interest expense using the EIR method.

Other borrowing costs are recognised as expense in the period in which they are incurred.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
Notes to the consolidated financial statements for the year ended March 31, 2022

2.16 Employee Benefits

i) Short-term employee benefits

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits are recognised as an expense at the undiscounted amount in the statement of profit and loss for the year in which the related service is rendered.

ii) Defined Contribution Plan

The group's contribution paid/payable during the year towards Provident and other funds is charged to the statement of profit and loss in the year in which employee renders the related service.

iii) Measurement of defined benefit obligations

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each financial year end.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate, the actuary considers the interest rates of government bonds.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

The group has an obligation towards gratuity, a non funded defined benefit plan covering eligible employees. Vesting for gratuity occurs upon completion of five years of service.

Details of the unfunded defined benefit plans for its employees are given in note 36 which is as certified by the actuary using projected unit credit method.

iv) Compensated Absences

Eligible employees of the group are entitled to compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation using projected unit credit method for the unused entitlement that has accumulated as at the balance sheet date.

2.17 Earnings per share

Basic earnings per share are calculated by dividing the net profit and loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit and loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares which may involve issue of equity shares. The calculation of diluted earnings per share does not assume conversion, exercise, or other issue of potential ordinary shares that would have an anti-dilutive effect on earnings per share.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
Notes to the consolidated financial statements for the year ended March 31, 2022

2.18 Income Taxes

Income tax expense comprises current tax and deferred tax and is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in equity or in OCI.

Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities using the tax rates and tax laws that are enacted or substantively enacted by the balance sheet date and applicable for the period.

Current tax items in correlation to the underlying transaction relating to OCI and equity are recognized in OCI and in equity respectively.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

The group offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

Deferred income tax

Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

Deferred tax assets are recognized for deductible temporary differences, the carry forward of unused tax credits and any unused tax losses to the extent that 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 utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised.

Unrecognised deferred tax assets are re-assessed at each balance sheet date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

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



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
Notes to the consolidated financial statements for the year ended March 31, 2022

2.19 Leases

The group's lease assets primarily consist of leases for office premises. The group assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the group assesses whether:

- (i) the contract involves the use of an identified asset
- (ii) the group has substantially all of the economic benefits from use of the asset through the period of the lease and
- (iii) the group has the right to direct the use of the asset.

At the date of commencement of the lease, the group recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee. Short term leases (lease term of twelve months or less) and low value leases are recognized as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the lower of the lease term and useful life of the underlying asset.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the group changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

2.20 Share Based Payments

The grant date fair value of equity-settled share-based payment awards/options granted to employee is recognised as an employee benefit expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the awards. The fair value of the options at the grant date is calculated on the basis of Black Scholes Model. The amount recognised as an expense is adjusted to reflect the number of awards/options for which the related service are expected to be met, such that the amount ultimately recognised as an expense is based on the number of awards/options that meet the related service at vesting period.

2.21 Segment Reporting

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



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GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 3: Property, Plant and Equipment - Tangible Assets and Other Intangible Assets

	Tangible Assets				Other Intangible Assets		Right to Use Assets		(Amount Rs. in Lakh)
	Leasehold Improvements	Office Equipments	Furniture & Fixtures	Vehicles	Computers	Total	Computer Software	Total	
Gross Carrying Amount									
As at March 31, 2020	-	-	-	-	-	-	-	-	-
As at March 31, 2021	-	-	-	-	-	-	-	-	-
Balance as on Acquisition (23rd Aug. 2021)	8.63	22.26	17.52	114.76	238.72	401.89	4,084.83	4,084.83	6,349.00
Additions	16.62	19.97	2.57	51.51	208.56	299.23	587.37	587.37	1,932.49
Disposals / Adjustments	-	(0.24)	-	-	-	(0.24)	-	(669.13)	(669.37)
As at March 30, 2022	25.25	41.99	20.09	166.27	447.28	700.88	4,672.20	2,139.04	7,612.12
Accumulated Depreciation									
As at March 31, 2020	-	-	-	-	-	-	-	-	-
As at March 31, 2021	-	-	-	-	-	-	-	-	-
Balance as on Acquisition (23rd Aug. 2021)	1.85	3.51	1.75	34.20	67.54	108.85	558.46	558.46	1,036.87
Additions	2.67	4.31	1.07	15.56	71.88	95.49	363.25	363.25	903.37
Disposals / Adjustments	-	(0.09)	-	-	-	(0.09)	-	(176.23)	(176.32)
As at March 30, 2022	4.52	7.73	2.82	49.76	139.42	204.25	921.71	637.96	1,763.92
Net Carrying Amount									
As at March 31, 2020	-	-	-	-	-	-	-	-	-
As at March 31, 2021	-	-	-	-	-	-	-	-	-
As at March 31, 2022	20.73	34.26	17.27	116.51	307.86	496.63	3,750.48	1,601.08	5,848.20

Note 3(a): Intangible assets under development
Intangible assets under development aging schedule

Intangible assets under development	Amount for the following periods			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
Project in progress	1,441.97	-	-	-
Project temporarily suspended	-	-	-	-
Total	1,441.97	-	-	-

* There are no projects whose completion are overdue or has exceeded its cost compared to its original plan.



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GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Amount Rs. in Lakh)

	As at March 31, 2022	As at March 31, 2021
Note 4: Loans from financing activity		
Secured, considered good		
Housing loan	1,20,134.88	-
Non-housing loan	47,888.21	-
Unsecured, considered good		
Non-housing loan	3,069.93	-
Less: Allowance for expected credit loss	(719.74)	-
	<u>1,70,373.28</u>	<u>-</u>
Note 5: Non Current Financial Assets - Others		
Security Deposits	217.75	-
	<u>217.75</u>	<u>-</u>
Note 6: Other non-current assets (net)		
Prepaid expenses	0.22	-
Balance with government authorities	75.92	-
	<u>76.14</u>	<u>-</u>



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

	As at March 31, 2022	(Amount Rs. in Lakh) As at March 31, 2021
Note 7: Current Financial Assets - Investments		
Investments in Mutual Funds		
At fair value through profit and loss		
(a) Quoted/ Unquoted		
Mutual Fund	4,129.77	400.27
	<u>4,129.77</u>	<u>400.27</u>
Aggregate Amount of Quoted Investments	4,129.77	400.27
Market Value of Quoted Investments	4,129.77	400.27

Note 8: Current Financial Assets - Cash and Cash Equivalents

(i) Balances with Banks		
-Current Accounts	15,770.26	81.17
-Certificate of Deposits having maturity less than 3 month	2,497.32	
-Deposits having maturity less than 3 months	4,700.95	
	<u>22,968.53</u>	<u>81.17</u>

Note: Short term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Group, and earn interest at the respective short-term deposit rates.

Note 9: Current Financial Assets - Other Bank Balances

(i) Balance with Banks		
- In Deposits Account (Refer note below)	0.10	0.10
	<u>0.10</u>	<u>0.10</u>

Note: Balance with Banks in deposit accounts comprises deposits than have an original maturity exceeding 3 months at balance sheet date.

Note 10: Loans from Financing activity

Secured, considered good		
Housing loan	5,252.17	-
Non-housing loan	2,830.74	-
Unsecured, considered doubtful		
Non-housing loan	169.32	-
Less: Allowance for expected credit loss	(34.63)	-
	<u>8,217.60</u>	<u>-</u>

Note 11: Current Financial Assets - Others

Other Receivables	2.02	-
	<u>2.02</u>	<u>-</u>

Note 12: Other Current Asset

Advance to Suppliers	148.55	-
Prepaid Expenses	166.09	-
Employee Advances	2.45	-
Balances with Statutory authorities	141.92	-
	<u>459.01</u>	<u>-</u>



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 13: Equity Share Capital

(Amount Rs. in Lakh)

	As at March 31, 2022 Amount	As at March 31, 2021 Amount
Authorised Share Capital		
Equity Shares of Rs.10/- each	50.00	50.00
	50.00	50.00
Issued, Subscribed and Fully paid up		
Equity Shares of Rs.10/- each, fully paid up	14.81	3.91
	14.81	3.91

Notes:

a) Reconciliation of Shares outstanding at the beginning and at the end of the Year -

	As at March 31, 2022		As at March 31, 2021	
	Rs.	No. of Shares	Rs.	No. of Shares
Equity Shares				
Outstanding at the beginning of the year	3,90,910	39,091	2,00,000	20,000
Issued during the year	10,90,330	1,09,033	1,90,910	19,091
Outstanding at the end of the year	14,81,240	1,48,124	3,90,910	39,091

b) Terms / Rights attached to Shares -

i) Equity Shares

The Company has one class of equity shares. Each equity share entitles the holder to one vote. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts in proportion to their shareholding.

c) Details of Shares held by Holding Entity, Ultimate holding Entity, their subsidiaries and associates -

Details of Shares held by Holding Entity, Ultimate holding Entity, their subsidiaries and associates -				
Name of the Shareholder	As at March 31, 2022		As at March 31, 2021	
	Amount	No. of Shares	Amount	No. of Shares
(i) Equity shares held by holding entity:				
Godrej Industries Limited	12,90,330	1,29,033	2,00,000	20,000

d) Shareholders holding more than 5% shares in the Company -

Name of the Shareholder holding more than 5% shares in the Company -				
Name of the Shareholder	As at March 31, 2022		As at March 31, 2021	
	% held	No. of Shares	% held	No. of Shares
Godrej Industries Limited	87%	1,29,033	51%	20,000
ESOP Trust	2%	2,777	7%	2,777
Manish Anant Shah	5%	6,943	18%	6,943

e) There are no equity shares reserved for issue under options and contracts / commitments for the sale of shares / disinvestment.

f) i) The Company has not allotted any shares as fully paid up pursuant to contracts without payment being received in cash; or
ii) Allotted as fully paid up bonus shares; or
iii) Bought back any of its equity shares.

g) There are no calls unpaid on any equity shares.

h) There are no forfeited shares.

i) No promoter holding as on 31st March, 2022 or on 31st March, 2021



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GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

	As at March 31, 2022	As at March 31, 2021
Note 14: Other Equity		
Securities Premium Reserve	80,798.03	-
Retained Earnings	(7,176.44)	(900.69)
Employee Stock Grants Outstanding	0.05	0.01
Reserve Fund u/s 45IC	402.37	402.37
Treasury Shares	(0.28)	(0.28)
Capital Reserve on account of Amalgamation	84.15	84.15
Non-Controlling Interest	2,341.58	-
	76,449.45	(414.44)

Note 14.1: Nature and Purpose of Reserves

Securities Premium Reserve

Securities premium reserves is use to record the premium received on issue of shares by the group. The reserve can be utilised in accordance with the provision of section 52(2) of the Companies Act, 2013.

Retained Earnings

Retained Earnings are losses incurred of the group incurred till date.

Employee Stock Grants Outstanding

The fair value of the equity-settled share based payment transactions with employees is recognised in Statement of Profit & Loss with corresponding credit to Employee Stock Options Grant account.

Special Reserve

Reserve created under section 45IC of RBI Act, 1934

Capital Reserve

During amalgamation, the excess of net assets taken, over the cost of consideration paid is treated as reserve. The utilisation will be as per the requirements of Companies Act, 2013



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
CONSOLIDATED NOTES TO THE FINANCIAL STATEMENTS

(Amount Rs. in Lakh)

Note 15: Non-current Financial Liabilities - Borrowings

Secured Borrowings

Term Loan from Banks (Refer Note below)

As at March 31, 2022	As at March 31, 2021
1,09,839.98	-
1,09,839.98	-

a) Rate of Interest:

Interest Rate : Term loans are borrowed at floating rate of interest ranging from 5.60 % p.a. to 7.35 % p.a. (As at March 31, 2021 - Nil)

b) Security :

Term loan taken from a bank is secured by first ranking pari passu charge with a minimum asset cover on standard receivables of the borrower, both present and future, however standard receivable excludes receivables which are / or will be exclusively charged to National Housing Bank (NHB). There is also first ranking pari passu charge on cash and cash equivalents of the borrower, both present and future, to the extent required to make up any shortfall in the stipulated security cover over the standard receivables.

c) Terms of Repayment : Refer note 18c for repayment terms of borrowing

Note 16: Non-current Financial Liabilities - Lease

Lease Liabilities

As at March 31, 2022	As at March 31, 2021
1,168.71	-
1,168.71	-

Note 17: Non-current Provisions

Provision for employee benefits

Gratuity

Compensated leave absences

83.75	-
31.26	-
115.01	-

Note 18: Current Financial Liabilities - Borrowings

Secured

Secured Term Loan from Banks

Loan Repayable on Demand from Banks

Current Maturities of Long Term Loan from Banks

Unsecured

Commercial Paper

15,501.57	-
5,000.00	-
14,361.82	-
9,921.18	-
44,784.57	-

a) Rate of Interest:

Short Term loans are borrowed at floating rate of interest ranging from 5.60% p.a. to 6.15% (As at March 31, 2021 - Nil)

CP borrowings are borrowed at fixed rate of interest ranging from 4.2% to 4.3% p.a (As at March 31, 2021 - Nil)

Long term debts are borrowed at floating rate of interest ranging from 5.60 % p.a. to 7.35 % p.a. (As at March 31, 2021 - Nil)

b) Security :

Term loan taken from a bank is secured by first ranking pari passu charge with a minimum asset cover on standard receivables of the borrower, both present and future, however standard receivable excludes receivables which are / or will be exclusively charged to National Housing Bank (NHB). There is also first ranking pari passu charge on cash and cash equivalents of the borrower, both present and future, to the extent required to make up any shortfall in the stipulated security cover over the standard receivables.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
CONSOLIDATED NOTES TO THE FINANCIAL STATEMENTS

(Amount Rs. in Lakh)

	As at March 31, 2022	As at March 31, 2021
Note 19: Current Financial Liabilities - Lease		
Lease Liabilities	415.41	-
	415.41	-
Note 20: Current Financial Liabilities - Others		
Bank Book credit balance	6,959.73	-
Payable to Employees	1,211.77	-
	8,171.50	-
Note 21: Current Financial Liabilities - Trade Payables		
(i) Trade Payables		
Total outstanding dues of micro enterprise and small	25.66	-
Total outstanding dues of creditors other than small	2,018.54	17.85
	2,044.20	17.85

Note 21a: Micro and Small Enterprises Disclosure

During the year micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) have been identified on the basis of the information available with the Group. The disclosures pursuant to MSMED Act based on the books of account are as under:

Particulars	As at March 31, 2022	As at March 31, 2021
(a) The principal amount remaining unpaid to any supplier as at the end of the accounting year/period;	25.66	-
(b) The interest due thereon remaining unpaid to any supplier as at the end of the accounting year/period;	-	-
(c) The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year/period	-	-
(d) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006;	-	-
(e) The amount of interest accrued and remaining unpaid at the end of accounting year/period	-	-
(f) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	-	-

Disclosure of outstanding dues of Micro and Small Enterprise under Trade Payables is based on the information available with the Group regarding the status of the suppliers as defined under the Micro, Small and Medium Enterprises Development Act, 2006.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
CONSOLIDATED NOTES TO THE FINANCIAL STATEMENTS

Note 21b: Trade payables due for payment

(Amount Rs. in Lakh)

As at March 31, 2022

Particulars	Outstanding for following periods from due date of payment			
	Less than 1 year	1-2 years	2-3 years	Total
(i) MSME	25.66	-	-	25.66
(ii) Others	72.90	-	-	72.90
(iii) Disputed dues – MSME	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-

As at March 31, 2021

Particulars	Outstanding for following periods from due date of payment			
	Less than 1 year	1-2 years	2-3 years	Total
(i) MSME	-	-	-	-
(ii) Others	-	-	-	-
(iii) Disputed dues – MSME	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-

	As at March 31, 2022	As at March 31, 2021
Trade Payables as per ageing schedule above	98.56	-
Add: Trade Payables includes Unbilled dues	1,945.64	17.85
Total Trade Payables as per Note 21	2,044.20	17.85

Note 22: Other Current Liabilities

Statutory Dues Payable
Other Liabilities

	As at March 31, 2022	As at March 31, 2021
Statutory Dues Payable	414.44	0.53
Other Liabilities	11.73	878.14
	426.17	878.67

Note 23: Current Provisions

Provision for Employee Benefits
Provision for Gratuity
Provision for Compensated Absences

	As at March 31, 2022	As at March 31, 2021
Provision for Employee Benefits	0.30	-
Provision for Gratuity	14.08	-
Provision for Compensated Absences	14.38	-



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 18c: Repayment terms of borrowings As at March 31, 2022

(Amount Rs. in Lakh)

Original maturity of loan (No. of days)	Due within 1 year		Due 1 to 3 years		More than 3 years		Total
	No. of Installments	Amount	No. of Installments	Amount	No. of Installments	Amount	Amount
Monthly							
Upto 365 Days	-	-	-	-	-	-	-
366 to 1095 Days	12	666.67	12	666.67	-	-	1,333.34
More than 1095 Days	-	-	-	-	-	-	-
Quarterly							
Upto 365 Days	-	-	-	-	-	-	-
366 to 1095 Days	21	6,291.67	26	10,083.33	-	-	16,375.00
More than 1095 Days	22	7,300.00	77	29,595.83	104	49,604.17	86,500.00
On maturity (bullet)							
Upto 365 Days	3	8,500.00	-	-	-	-	8,500.00
366 to 1095 Days	3	12,000.00	-	-	-	-	12,000.00
More than 1095 Days	-	-	2	20,000.00	-	-	20,000.00
Interest accrued and impact of EIR							(4.97)
TOTAL							1,44,703.37

Interest rates range from 5.60% p.a. to 7.35% p.a.

Terms of repayment of Commercial paper As at March 31, 2022

Original maturity of loan (No. of days)	Due within 1 year	Due 1 to 3 years	More than 3 years	Total
Monthly				
Upto 365 Days	9,847.75	-	-	9,847.75
Interest accrued and impact of EIR				73.43
TOTAL				9,921.18

Interest rate ranges from 4.20 % p.a. to 4.30 % p.a.

Face value of commercial paper is 10,000 lakhs as at 31 March 2022



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Amount Rs. in Lakh)

	For the year ended Mar 31, 2022	For the year ended March 31, 2021
Note 24: Revenue from Operation		
Other Operating Revenue		
Fees income	15.10	-
Interest income on loans from financing activity	3,894.33	-
	3,909.43	-
Note 25: Other Income		
Interest Income on deposits with banks	95.16	-
Interest Income on Security Deposits	6.57	-
Net gain on sale or fair valuation of investments	195.53	-
Miscellaneous Income	1,029.82	0.30
Gain on lease modification	176.23	-
Interest Income on CP	73.00	-
Interest on I.T. Refund	0.52	-
	1,576.83	0.30
Note 26: Employee Benefits Expenses		
Salaries and Wages	4,892.22	11.05
Contribution to Provident and Other Funds	131.25	-
Expenses on Employee Stock Option Scheme	0.04	0.01
Staff Welfare Expenses	481.78	-
	5,505.29	11.06
Note 27: Finance Costs		
Interest on Borrowings	2,715.12	-
Interest on Lease Liabilities	66.69	-
Other Borrowing Costs	73.02	-
	2,854.83	-
Note 28 : Depreciation and Amortisation Expenses		
Depreciation on Property, Plant and Equipment	95.48	-
Amortisation on Intangible Assets	363.25	-
Depreciation on Rights to Use	268.41	-
	727.14	-



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Amount Rs. in Lakh)

	For the year ended Mar 31, 2022	For the year ended March 31, 2021
Note 29: Other Expenses		
Electricity Expenses	18.43	-
Rent	30.68	-
Repair and Maintenance- Others	38.81	-
Rates and Taxes	10.09	-
Legal and Professional Fees	696.27	0.60
Recruitment Expenses	89.88	-
Membership and Subscription Fees	7.68	-
Housekeeping Expenses	120.84	-
Office Expenses	8.01	-
Computer Expenses	541.80	-
Printing and Stationery	35.98	-
Postage & courier	4.55	-
Communication Expenses	24.16	-
Travelling and Conveyance	95.08	-
Commission and Brokerage	9.05	-
Allowance for expected credit loss (net)	566.15	-
Loan sourcing cost	175.37	-
Advertisement and Sales Promotion expenses	152.92	-
Director's sitting fee	44.69	-
Miscellaneous Expenses *	31.20	0.90
	2,701.64	1.50

Note 29(a): Auditors' fees and expenses

Payments to auditor		
a) Audit fees	20.52	0.89
b) Certification	2.67	-
c) Other services	0.45	-
d) Tax audit fee	4.36	-
	27.99	0.89

* Auditor's remuneration is part of other expenses

Note 30: Earnings Per Equity Share

Net (Loss) for Computation of Basic and Diluted Earnings per Share	(A)	(6,298.67)	(12.26)
Number of Equity Shares at the beginning of the Year		36,314	20,000
Add: Shares issued during the Year		1,09,033	16,314
Number of Equity Shares at the end of the Year		1,45,347	36,314
Weighted Average Number of Shares	(B)	93,347	23,397
Face Value of Share in Rs.		10	10
Basic and Diluted Earning Per Share	(A)/(B)	(6,747.60)	(52.40)



GODREJ CAPITAL LIMITED (formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 31: Contingent Liabilities and Commitments

Particulars	As at March 31, 2022	As at March 31, 2021
(i) Contingent Liabilities shall be classified as-		
(a) claims against the Group not acknowledged as debt - Disputed Income tax liability	11.32	-
(b) guarantees excluding financial guarantees; and	-	-
(c) other money for which the Group is contingently liable.	-	-
(ii) Commitments shall be classified as-		
(a) estimated amount of contracts remaining to be executed on capital account and not provided for;	538.96	-
(b) uncalled liability on shares and other investments partly paid; and	-	-
(c) other commitments - Undisbursed commitments in respect of the loan	1,40,019.09	-

Note* There are no amounts due and outstanding to be credited to Investor Education and Protection Fund as at March 31, 2022 and as at March, 2021

Note 32: Information on Subsidiaries

The subsidiary Companies considered in the Consolidated Financial Statements are :

Name of the Company	Place of Business/ Country of Incorporation	Percentage of Holding	
		As at March 31, 2022	As at March 31, 2021
Subsidiaries of Godrej Capital Limited			
Godrej Housing Finance Limited	India	95%	-
Godrej Finance Limited	India	95%	95%
Godrej Capital Employee Stock Option Trust	India	100%	100%



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GODREJ CAPITAL LIMITED (formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 33: Disclosures pursuant to Ind AS 103 "Business Combinations":

33A Acquisition of Godrej Housing Finance Limited

(i) On August 23, 2021, the Group acquired 95% voting interests in Godrej Housing Finance Limited (GHFL) for a total cash consideration of Rs. 40,590 lacs.

The Group believes that there is a huge potential for housing finance and non-banking finance business in our country with a decent return on investments. The housing finance business in India has been growing at a steady pace. The Government of India's push on schemes such as the "Housing for all" by 2022 and supported by subsidies under the Pradhan Mantri Awas Yojana (PMAY), have acted as a catalyst for growth in this asset class. Looking at the opportunity in the housing finance sector and NBFC business, the Group acquired 95% stake in GHFL.

GHFL was incorporated on October 5, 2018 and is registered as a housing finance company with the Reserve Bank of India. It commenced its operations in October 2020 and provides financial assistance to construct, purchase, expand and renovate property and serves customers in India.

(ii) Assets acquired and liabilities recognised on the date of acquisition are as follows:

Particulars	Amount (Rs. Lakhs)
Assets	
Property Plant and Equipment	293.04
Right to Use Assets	1,492.72
Intangible assets	3,760.73
Loan and Advances	44,455.06
Other Assets	1,060.17
Cash and cash equivalents	5,532.71
Total assets	56,594.43
Liabilities	
Debt	41,558.72
Lease Liability	1,626.19
Net other liabilities	1,683.11
Total liabilities	44,868.02
Net assets	11,726.41
Less: 5% Non-controlling interest - proportionate share in the net assets of the acquiree on the date of acquisition	586.32
Net assets acquired	11,140.09

(iii) The excess of the purchase consideration paid over the fair value of assets acquired has been attributed to goodwill. The primary items that generated this goodwill are the value of the acquired assembled workforce and estimated synergies, neither of which qualify as an amortizable intangible asset.

Calculation of goodwill:

Particulars	Amount (Rs. Lacs)
Purchase consideration paid	40,590.00
Less: 95% of fair value in the net identifiable assets of the acquiree on the acquisition date	(11,140.09)
Goodwill	29,449.91

(iv) Goodwill is not deductible for income tax purposes.

(v) The Group recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets. Subsequently group recognise non-controlling interest at fair value.

(vi) There is no contingent consideration and contingent liability.

(vii) GHFL has reported revenue of Rs. 3,908.40 lacs and loss after tax of Rs. 4,412.87 lacs from the date of acquisition till March 31, 2022. Had GHFL been acquired from April 1, 2021, it would have reported revenue of Rs. 4,730.64 lacs and loss of Rs. 7,579.51 lacs during 2021-22.

(viii) Measurement of fair values

The valuation techniques used for measuring the fair values of material assets acquired were as follows:

- General** - The relevant intangible assets were identified and assessed and its valuation is conducted by applying Income, Market and/or Cost approach based on market participant perspective.
- Property, Plant and equipments** - The Property, Plant and equipments are considered at Book Value considering the nature of the net Property, Plant and equipments and based on the premise that book value is fairly representative of the fair value.
- Identified Intangible Assets** - There are no other identifiable intangible assets identified as per the standard on intangible assets published by the International Valuation Standards Committee (IVSC) and the valuation standards published by the Institute of Chartered Accountants of India (ICAI).



GODREJ CAPITAL LIMITED (formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 33: Disclosures pursuant to Ind AS 103 "Business Combinations": (Continued)

33B Disclosures pursuant to Ind AS 36 "Impairment of Assets":

During the year the Group has recognised goodwill of Rs. 29,450 lacs for the cash generating unit (CGU) of housing financial services. The recoverable amount of the CGU of housing financial services is determined on the basis of its value-in-use calculations. The management has used five year period for calculating value in use.

The key assumptions used for the calculations are as follows:

Particulars	As at March 31, 2022	As at March 31, 2021
Long-term growth rate	5%	N.A.
Net interest margin (NIM)	1.2% to 1.8%	N.A.
Discount rate	16.90%	N.A.

The above discount rate is based on the cost of equity of the Company which has been derived after taking into consideration the risk free rate, risk premium and beta factor.

There is no impairment of goodwill during the year ended March 31, 2022.

Reasonable sensitivities in key assumptions is unlikely to cause the carrying amount to exceed the recoverable amount of the cash generating units.

33C Acquisition of Godrej Finance Limited

On August 23, 2021, the Group acquired 100% voting interests in Godrej Finance Limited (formerly known as Ensemble Holdings & Finance Limited) for a total cash consideration of Rs. 573.30 lakhs. The group believes that the NBFC sector has given decent returns and the business will grow at a steady rate. Various schemes such as the "Partial Credit Guarantee Scheme (PCGS)" which helps in addressing temporary liquidity/cash flow mismatch issues of otherwise solvent NBFCs without them having to resort to distress sale of their assets for meeting their commitments, provides some sense of support to NBFCs.

Godrej Finance Limited was incorporated on February 17, 1992 and is registered as a non-banking financial company with the Reserve Bank of India on 18 March, 1998, carrying on the business as an investment company i.e. to invest, buy, sell, trade or otherwise deal in shares, stocks, debentures, debentures-stock, bonds etc.

The deficit of the purchase consideration paid over the fair value of assets acquired has been attributed to Capital Reserve. The purchase price is allocated to assets acquired and liabilities assumed based on the determination of fair values at the dates of acquisition as follows:

Particulars	Amount (Rs. Lakhs)
Investment in Mutual Funds	405.72
Cash & Cash Equivalents	79.73
Other Assets	172.00
Capital Reserve	84.15
Total purchase price	573.30

There is no contingent consideration and contingent liability.

Pursuant to the voting interests reducing to 95% in the entity, the Group recognises non-controlling interest on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets. Subsequent non-controlling interest is recognised at fair value.

The Group has given effect of the acquisition of Godrej Finance Limited in its Financial Statements for the year ended March, 31 2022 considering the same as a common control business combination. Accordingly, the figures reported for the previous year have been restated from 25 March 2021 since the Company became a subsidiary of Godrej Industries Limited (Holding Company) with effect from the said date.



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GODREJ CAPITAL LIMITED (formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 34: Disclosure pursuant to Ind AS 12 "Income Taxes"

	(Amount Rs. in Lakh)
As at March 31, 2022	As at March 31, 2021
Deferred Tax Assets (DTA)	
Business loss and others	3,368.96
DTA restricted to	-
	396.30
Deferred Tax Liabilities (DTL)	
WDV of tangible and intangible assets	-
	(393.82)
Unrealised gain on mutual fund	(2.48)
Total DTL	(0.70)
	(396.30)
	(0.70)

The group does not have taxable profits against which the deferred tax asset can be offset, hence the deferred tax asset is restricted to the amount of deferred tax liability.



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GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 35: Leases

1. Cost, Accumulated Depreciation and Carrying Amount

(Amount Rs. in Lakh)

Particulars	Total
Cost	
As at April 1, 2020	-
Balance at March 31, 2021	-
Acquisition and Business Combination	1,862.28
Additions	1,045.89
Disposals/ Other Adjustments	(669.13)
Balance at March 31, 2022	2,239.04
Accumulated depreciation and impairment	
As at April 1, 2020	-
Balance at March 31, 2021	-
Acquisition and Business Combination	369.56
Depreciation	444.63
Disposals/ Other Adjustments	(176.23)
Balance at March 31, 2022	637.96
Carrying Amounts	
Balance at March 31, 2021	-
Balance at March 31, 2022	1,601.08

2. Breakdown of lease expenses

Particulars	Year Ended March 31, 2022	Year Ended March 31, 2021
Short-term lease expenses (post acquisition)	17.97	-
Low value lease expenses	-	-
Total Lease Expenses	17.97	-

3. Cash outflow on leases

Particulars	Year Ended March 31, 2022	Year Ended March 31, 2021
Repayment of lease liabilities	233.55	-
Interest on lease liabilities after Acquisition and Business combination	66.69	-
Short-term lease expense	17.97	-
Low value lease expense	-	-
Variable lease expenses (other than short term)	-	-
Total cash outflow on leases	318.21	-

4. Maturity analysis (undiscounted amounts)

Particulars	Year Ended March 31, 2022	Year Ended March 31, 2021
Less than one year	506.24	-
One to five years	1,274.53	-
More than five years	-	-
Total undiscounted lease liabilities	1,780.77	-
Lease liabilities included in the statement of financial position	1,780.77	-
Current	415.40	-
Non-Current	1,168.72	-
Weighted average effective interest rate %	6.5% to 7%	-

The above amounts includes principal & interest



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GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Amount Rs. in Lakh)

Note 36: Employee benefits - Disclosure pursuant to Ind AS 19 'Employee Benefits'

Note 36:(a) Defined contribution plans

The Group makes Provident fund contributions which are defined contribution plans for qualifying employees. Under the schemes, the Group is required to contribute a specified percentage of the payroll costs to fund the benefits

The Group has recognised the following amounts in the statement of profit and loss towards contribution to defined contribution plans which are included under contribution to provident and other funds:

	Year Ended March 31,	
	2022	2021
Provident fund charge	131.25	-

Note 36:(b) Defined Benefit Plan

- 1 The Group has an obligation towards gratuity, a non funded defined benefit plan covering eligible employees. Vesting for gratuity occurs upon completion of five years of service. Details of the unfunded post retirement benefit plans for its employees are given below which is as certified by the actuary.

Gratuity Disclosure Statement as Per Indian Accounting Standard 19 (Ind AS 19) as below.

a) Changes in Present Value of Defined Benefit Obligation

	Year Ended March 31,	
	2022	2021
Present Value of Benefit Obligation on Acquisition and Business Combination	60.48	-
Current Service Cost	22.96	-
Past service cost	-	-
Interest Expense/(Income)	2.30	-
Liability transferred in	2.86	-
Liability transferred out	-	-
Settlement Cost (Credit)/Cost	-	-
Actuarial (Gains)/Losses on obligations	(4.56)	-
Experience (gains)/losses	-	-
Present Value of Benefit Obligation at the End of the year	84.04	-

Change in plan assets:

Fair value of plan assets, beginning of the year

Expected return on Plan Assets	-	-
Contributions	-	-
Benefits paid	-	-
Actuarial Gain (loss) on plan assets	-	-

Fair value of plan assets, end of the year

b) Amount recognized in the balance sheet consists of:

	As at March 31, 2022	As at March 31, 2021
Present value of defined benefit obligation	84.04	-
Fair value of plan assets	-	-
Net liability	84.04	-

c) The amounts recognised in the Statement of Profit and Loss are as follows:

		Year Ended March 31,	
		2022	2021
Service Cost			
Current service cost		22.96	-
Past service cost		-	-
Total Service cost	(i)	22.96	-
Net interest cost			
Interest expense on DBO		2.30	-
Interest expense / (income) on plan assets		-	-
Total Interest cost	(ii)	2.30	-
Defined benefit cost included in Statement of Profit and Loss	(iii) - (i + ii)	25.26	-
Total remeasurement in other comprehensive income (OCI)	(iv)	(4.56)	-
Total Defined benefit cost included in Statement of Profit and loss and OCI	(v) = (iii + iv)	20.70	-



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Amount Rs. in Lakh)

d) The principal assumptions used in determining gratuity obligations for the Group's plans are shown below

With the objective of presenting the plan assets and plan liabilities of the defined benefits plans and post retirement medical benefits at their fair value on the balance sheet, assumptions under Ind AS 19 are set by reference to market conditions at the valuation date.

Particulars	As at March 31, 2022
Discount rate	6.09%
Salary growth rate	8.00%
Employee attrition rate	20.00%
Mortality rate during employment	Indian Assured Lives Mortality (2012-14)
Expected average remaining working lives of employees	4 Years

e) Impact on defined benefit obligation - Sensitivity Analysis

March 31, 2022

Particulars	Increase	Decrease
i) Discount rate (1% movement)	(5.00)	5.51
ii) Change in salary growth rate (1% movement)	5.36	(4.96)
iii) Change in employee attrition rate (1% movement)	3.17	(3.06)

f) Maturity

The defined benefit obligations shall mature after year end as follows:

Particulars	As at March 31, 2022
i) 1st Following Year	0.30
ii) 2nd Following Year	0.28
iii) 3rd Following Year	9.08
iv) 4th Following Year	13.95
v) 5th Following Year	15.32
vi) Sum of Years 6 to 10	51.25
vii) Sum of Years 11 and above	38.47

The weighted average duration of the defined benefit obligation is 8 years (previous year - 12 years).

Note 36:(c) Impact of Code on Social Security, 2020

The Indian Parliament has approved the Code on social security, 2020 which may impact the contributions by the Group towards Provident Fund and Gratuity. The effective date from which the changes are applicable is yet to be notified and the rules for quantifying and financial impact are yet to be determined. The Group will complete its evaluation and will give appropriate impact in the financial statements in the year in which, the code becomes effective and the related rules to determine the financial impact are notified.



GODREJ CAPITAL LIMITED (formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 37: Share based payments

The Godrej Capital Employee Stock Option Scheme 2021 ("ESOP Scheme 2021") of the Company was approved and adopted by its members at an Extraordinary General Meeting held on January 5, 2021. The Scheme is administered by Company's Board of Directors. The Scheme applies to all the Eligible Employees, who are the permanent employees of the Company or any Subsidiary of the Company, on the date of Grant of Options. The Compensation Committee of the Company would decide the entitlement of each employee based on his/her performance, level, grade, seniority and such other parameters as may be decided by the Compensation Committee. The Exercise Price for each Option will be the face value of the Equity Share of the Company. The Options granted would vest after twenty one months but not later than fifty seven months from the date of Grant of Options. Exercise period is 7 (seven) years from the date of Vesting of Options or such other period as may be decided by the Compensation Committee, within which the Employee should exercise his right to apply for transfer of Equity Shares of the Company to him pursuant to the Option Vested in him in accordance with the ESOP Scheme 2021.

Description of the share based payment plans:

The expense recognised for employee services received during the year / period is shown in the following table:

Particulars	For the year March 31, 2022	For the year March 31, 2021
Expenses arising from equity-settled share-based payment	0.04	0.01
Total	0.04	0.01

Movements during the year

The following table illustrates the number and weighted average exercise price (WAEP) of, and movement in, share options during the year / period:

Particulars	For the year March 31, 2022		For the year March 31, 2021	
	Number	WAEP	Number	WAEP
Outstanding at the beginning of the year	2,378	-	-	-
Granted during the year	381	10	2,378	10
Outstanding at the end of the year	2,759	10	2,378	-

The weighted average fair values of the options granted during the year was Rs. 4.29 (Previous Period: Rs. 4.29). The weighted average stock price of the options granted during the year ended March 31, 2022 is Rs. 10/- (Previous Period: Rs. 10).

The fair value of each option is estimated on the date of grant using the Black-Scholes model with the following assumptions:

Year ended	For the year March 31, 2022	For the year March 31, 2021
Share price	Rs. 10	Rs. 10
Risk free interest rate	7.00%	7.00%
Volatility	42.70%	42.70%
Time to Maturity	6 years	7 years
Exercise price	Rs. 10	Rs. 10

Expected Volatility was determined by calculating the historical volatility of the comparable Company's share price over the effects of non-transferability, exercise restrictions and behavioural considerations.

Share options outstanding at the end of the year have the following expiry date and exercise prices:

Grant Date	Expiry date	Exercise price	March 31, 2022 Share Options	March 31, 2021 Share Options
January 29, 2021	October 28, 2029	10	329.00	337.75
February 3, 2021	November 2, 2029	10	248.00	248.00
February 11, 2021	November 10, 2029	10	9.00	8.75
May 10, 2021	February 5, 2030	10	61.00	
June 22, 2021	March 20, 2030	10	43.00	
January 29, 2021	October 28, 2030	10	329.00	337.75
February 3, 2021	November 2, 2030	10	248.00	248.00
February 11, 2021	November 10, 2030	10	9.00	8.75
May 10, 2021	February 5, 2031	10	61.00	
June 22, 2021	March 20, 2031	10	44.00	
January 29, 2021	October 28, 2031	10	329.00	337.75
February 3, 2021	November 2, 2031	10	248.00	248.00
February 11, 2021	November 10, 2031	10	8.00	8.75
May 10, 2021	February 5, 2032	10	60.00	
June 22, 2021	March 20, 2032	10	43.00	
January 29, 2021	October 28, 2032	10	329.00	337.75
February 3, 2021	November 2, 2032	10	248.00	248.00
February 11, 2021	November 10, 2032	10	9.00	8.75
May 10, 2021	February 5, 2033	10	61.00	
June 22, 2021	March 20, 2033	10	43.00	
Weighted average remaining contractual life of options outstanding at end of period			2,759.00	2,378.00
			9.23	10.09



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 38: Segment Information

Particulars	Investing		Financing		Total	
	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021	As at March 31, 2022	As at March 31, 2021
1. Revenue						
Segment	53.04	-	5,433.24	-	5,486.29	-
Total Revenue	53.04	-	5,433.24	-	5,486.29	-
2. Result						
Segment (Loss) before Depreciation Interest and tax	(831.40)	(12.56)	(1,888.37)	-	(2,719.77)	(12.56)
Less/(Add) : Depreciation	-	-	727.14		727.14	-
Less/(Add) : Finance Cost	-	-	2,855.64		2,855.64	-
(Loss) / Profit before tax	(831.40)	(12.56)	(5,471.16)	-	(6,302.55)	(12.56)
Less : Deferred Tax	-	-	-	-	-	-
Less : Prov. For Taxation	-	-	-	-	-	-
Less : Short Provision for Earlier Years	-	-	0.59	-	-	-
Net loss after tax	(831.40)	(12.56)	(5,471.75)	-	(6,303.14)	(12.56)
3. Segment Assets	29,636.65	2.54	2,13,807.52	483.42	2,43,444.18	485.96
4. Segment Liabilities	2.19	12.07	1,66,977.68	884.12	1,66,979.87	896.19

Notes:

- 1) The group has disclosed investing and financing segments, taking into account the nature of business and organisational structure.
- 2) The group operates in India, and does not have any other geographical segment.
- 3) Investing segment main business is to carry on the business of an investment company and to invest in and acquire, hold, sell, buy, subscribe or otherwise deal in shares, stocks, debentures, bonds, units, negotiable instruments, obligations and other financial instruments issued by any company.
- 4) Core business of financing segment is advancing loans to customers.



GODREJ CAPITAL LIMITED (formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 39: Related Party Information

a) Names of related parties and description of relationship

Name of related party	Nature of relationship
Anamudi Real Estate LLP	Holding Company (upto March 24, 2021)
Godrej Industries Limited	Holding Company (w.e.f. March 25, 2021)
Godrej Housing Finance Limited	Subsidiary
Godrej Finance Limited	Subsidiary
Godrej Capital Employee Stock Option Trust	Subsidiary
Godrej Properties Limited	Companies under Common Ownership
Godrej Investment Advisors Limited	Companies under Common Ownership
Godrej Consumer Products Limited	Companies under Common Ownership
Godrej One Premises Management Private Limited	Companies under Common Ownership
Manish Shah	Key Managerial Personnel - Managing Director and CEO (w.e.f 7th March, 2022)

b) Transactions with related parties

		(Amount Rs. in Lakh)			
Sr. No.	Nature of transaction	Holding Company	Subsidiary	Key Managerial Personnel - Director	Companies under Common Ownership
	Transactions with related party				
i)	Issue of Share capital & Security Premium <i>Previous period</i>	80,917.50 -	- -	- 0.69	- -
ii)	Investment in shares <i>Previous period</i>	- -	- -	- -	- -
iii)	Reimbursement of Cost <i>Previous period</i>	6.37 -	- 11.05	- -	36.65 -
iv)	Dividend Received <i>Previous period</i>	- 0.05	- -	- -	- -
v)	Expenses paid to <i>Previous period</i>	244.01 -	- -	- -	78.65 -
vi)	Purchase of goods <i>Previous period</i>	- -	- -	- -	0.62 -
vii)	Amount/Advance given <i>Previous Period</i>	- -	- -	- -	- -
viii)	Remuneration to KMP Short term employee benefit Post employment benefit <i>Previous Period</i>	- - - -	- - - -	325.16 22.58 - -	- - - -
	Balance Outstanding as on date				
i)	Outstanding Balance - Payable <i>Previous period</i>	2.76 39.71	- 11.05	- -	0.62 -
ii)	Security deposits <i>Previous period</i>	126.61 -	- -	- -	- -
ii)	Outstanding Balance - Receivable <i>Previous Period</i>	- -	- -	- -	1.78 -



GODREJ CAPITAL LIMITED (formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 40: Fair Value Measurement

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Accounting, classification and fair values

Carrying amounts and fair value of financial assets and financial liabilities, including their levels in the fair value hierarchy, are as follows.

As at March 31, 2022

(Amount Rs. in Lakh)

Particulars	Carrying Amount				Fair Value			
	FVTPL	FVTOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Non Current								
Loans from financing activity	-	-	1,70,373.28	1,70,373.28	-	-	-	-
Other Financial Assets	-	-	217.75	217.75	-	-	-	-
Current								
Investments	4,129.77	-	-	4,129.77	4,129.77	-	-	4,129.77
Cash and Cash Equivalents	-	-	22,968.53	22,968.53	-	-	-	-
Other Bank Balances	-	-	0.10	0.10	-	-	-	-
Loans from financing activity	-	-	8,217.60	8,217.60	-	-	-	-
	4,129.77	-	2,01,777.26	2,05,907.03	4,129.77	-	-	4,129.77
Financial liabilities								
Non Current								
Borrowings	-	-	1,09,839.98	1,09,839.98	-	-	-	-
Lease Liabilities	-	-	1,168.71	1,168.71	-	-	1,168.71	1,168.71
Current								
Borrowings	-	-	44,784.57	44,784.57	-	-	-	-
Lease Liabilities	-	-	415.41	415.41	-	-	415.41	415.41
Other Financial Liabilities	-	-	8,171.50	8,171.50	-	-	-	-
Trade Payables	-	-	2,044.20	2,044.20	-	-	-	-
	-	-	1,66,424.37	1,66,424.37	-	-	1,584.12	1,584.12

As at March 31, 2021 (Reinstated)

(Amount Rs. in Lakh)

Particulars	Carrying Amount				Fair Value			
	FVTPL	FVTOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Current								
Investments	400.27	-	-	400.27	400.27	-	-	-
Cash and Cash Equivalents	-	-	81.17	81.17	-	-	-	-
Other Bank Balances	-	-	0.10	0.10	-	-	-	-
	400.27	-	81.27	481.54	400.27	-	-	-
Financial liabilities								
Current								
Trade payables	-	-	17.85	17.85	-	-	-	-
Other Financial Liabilities	-	-	-	-	-	-	-	-
	-	-	17.85	17.85	-	-	-	-

The fair value of cash and cash equivalents, other bank balances, other financial liabilities, trade payables approximate their carrying value largely due to short term maturities of these instruments.

Financial instruments with fixed and variable interest rates are evaluated by the Group based on parameters such as interest rates and individual credit worthiness of the counterparty. Based on this evaluation, allowances are taken to account for expected losses of these receivables. Accordingly, fair value of such instruments is not materially different from their carrying amounts.



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GODREJ CAPITAL LIMITED (formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 40: Fair Value Measurement (Continued)
Measurement of fair values

The Group uses the following hierarchy for determining and disclosing the fair value of Financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

The following tables show the valuation techniques used in measuring Level 2 and Level 3 fair values, as well as the significant unobservable inputs used.

Type	Valuation Technique
Borrowings	The Group's borrowings are at floating rate of interest and the carrying value of loans approximates their fair value. Other borrowings which are short-term in nature and hence carrying value approximates their fair value.
Lease Liability	Lease liabilities are valued using Level 3 techniques. A change in one or more of the inputs to reasonably possible alternative assumptions would not change the value significantly.
Loans and Advances	Substantially all the loans are at floating rate of interest, the carrying value of loan approximates their fair value.
Investments in Mutual Funds	The fair values of investments in mutual fund units is based on the net asset value ('NAV') as stated by the issuers of these mutual fund units in the published statements as at Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors.

There are no transfer between Level 1, 2 and 3, since there are no financial instruments at fair value under the category.

Note 41: Financial Risk Management

A Financial risk Management objectives and policies

The Group's business activities are exposed to a variety of financial risks, namely Credit risk, Liquidity risk, Currency risk, Interest risk, market risk, operational risk and compliance risk. The group's Board of Directors has the overall responsibility for establishing and governing the Company's risk management framework.

The Board of Directors has an overall responsibility for the establishment and oversight of the Group's risk management framework. Risk management is integral to the whole business of the group. The group has a system of controls in place to create an acceptable balance between the cost of risks occurring and the cost of managing the risks.

B Risk management framework

Risk Management forms an integral part of the group's operations. The group's Board of Directors with support of risk function has overall responsibility for the establishment and oversight of the risk management framework. The Board of Directors has constituted following committees and defined their role for monitoring the risk management policies of the group.

Borrowing and Investment Committee: Provide guidance on nature of investments that shall be undertaken, and approve credit limits for various counterparties, where exposures in aggregate exceed a certain level.

Asset Liability Management Committee of the Board (ALCO): ALCO shall review the Liquidity Risk and Interest Rate Risk on a regular basis and suggest necessary actions based on its view and expectations on the liquidity and interest rate profile. The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. The risk management policies and systems are reviewed regularly to reflect changes in the market conditions and the activities of the Group. The Group, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Risk Management Committee oversees how the management monitors compliance with the risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Group.

The **Audit Committee** is assisted in its oversight role by Internal Audit. Internal Audit undertakes both regular and ad-hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

Credit Committee (MCC): Committee members include Managing Director (MD), Chief Risk Officer (CRO), Chief Financial Officer (CFO) and Chief Business Officer (CBO). Committee approves policies on recommendation of concerned credit committee. It approves/ modifies/disapproves business proposal based on delegation of authority (DOA) approved by the Board and recommends proposals.

Fraud Risk Management Committee (FRMC): An independent Fraud Risk Management Committee (FRMC) comprising of top management representatives has been constituted who review the matters related to fraud risk and approve / recommend actions against frauds. FRMC consists of CFO, Head-Risk, Chief Human Resources Officer (CHRO) and Head-Legal and Compliance.



GODREJ CAPITAL LIMITED (formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 41: Financial Risk Management (Continued)

C Risk Management approach for handling various types of risk

(a) Credit risk

The credit risk is governed by defined credit policies and Board approved DOA which undergo periodic review. The credit policies outline the type of products that can be offered, customer categories, targeted customer profile, credit approval process, DOA and limits etc. Each business unit is required to implement Group's credit policies and procedures and maintain the quality of its credit portfolio.

Credit Risk assessment methodology

The Group has a structured credit approval process, which includes a well-established procedure of comprehensive credit appraisal. The credit appraisal process involves critical assessment of quantitative and qualitative parameters subject to review and approval as per defined DOA. The credit assessment involves detailed analysis of industry, business, management, financials, end use etc. An internal rating is also assigned to the borrower based on defined parameters. For retail customers, the credit assessment is based on a parameterised approach. Credit risk monitoring and portfolio review. The group measures, monitors and manages credit risk at an individual borrower level. The credit risk for retail borrowers is being managed at portfolio level.

The credit assessment is carried out based on an internal risk assessment framework which rates the customers accordingly to various parameters. Data analytics is extensively used for effective risk monitoring.

Loans & Advances

Credit risk for loan & advances is managed by the group through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Group grants credit terms in the normal course of business. Further, a major portion of exposure is secured by way of property and fixed deposits. Group also maintains an allowance for impairment that represent its estimate of expected losses in respect of loans & advances

Movement in Provision for Loss Allowance:

Particulars	As on 31st March 2022	As on 31st March 2021
Impairment Provision as on the Acquisition Date (23rd Aug, 2021)	188.23	-
Impairment loss recognised for period post acquisition	566.15	-
Closing Provision for Loss Allowance	754.38	0

(b) Liquidity risk

A risk that the Group will encounter difficulty in meeting its day to day financial obligations is known as liquidity risk. Management of liquidity risk is done as follows:

- i) ALCO sets the strategy for managing liquidity risk commensurate with the business objectives.
- ii) ALCO has delegated the responsibility of managing overall liquidity risk and interest rate risk to Treasury. ALCO has set various gap limits for tracking liquidity risk. The CFO and head of treasury monitor the gap limits with actuals and present the same to the MD & CEO.
- iii) Treasury department manages the liquidity position on a day-to-day basis and reviews daily reports covering the liquidity position of the Group. Treasury team ensures the regulatory compliance to the liquidity risk related limits approved in the ALM policy by ALCO.
- iv) The Group's approach to managing liquidity is to ensure sufficient liquidity to meet its liabilities when they are due without incurring unacceptable losses or risking damage to the group's reputation.
The key elements of the Group's liquidity risk management strategy are as follows:
 - i) Maintaining a diversified funding through market and bank borrowings resources such as debentures, commercial papers, subordinated debt, perpetual debt, Inter-corporate deposits (ICD's), overdraft and bank term loans. Unused bank lines constitute the main liquidity back up to meet the contingency funding plan. Additionally, based on Market scenario, the group also maintains a portfolio of highly liquid mutual fund units.
 - ii) Under the ALM guidelines, the dynamic liquidity statement and structural liquidity statement are being prepared periodically to monitor the maturity gaps in the Assets and Liabilities cash flows.
 - iii) The Group carries out stress testing of cash flows on periodic basis and shares the results with ALCO to gauge the adequacy of liquidity.

The below table analyses the Group's financial liabilities and financial assets into relevant maturity groupings based on the remaining period as at the reporting date to the contractual maturity date.



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GODREJ CAPITAL LIMITED (formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 41: Financial Risk Management (Continued)
(b) Liquidity risk (Continued)

Maturity profile of financial liabilities

The following are the contractual maturities of financial liabilities:

Particulars	(Amount Rs. In lakhs)					
	Contractual Cash Flows					
As at March 31, 2022	Carrying Amount	Total	Within 1 year	1-2 years	2-5 years	More than 5 years
Borrowings						
Lease Liability	1,54,624.54	1,54,624.54	44,784.58	20,122.68	69,396.04	20,321.24
Trade payables	1,584.13	1,584.13	415.42	453.33	715.38	
Other Financial Liabilities	2,044.18	2,044.18	2,044.18			
Total	8,171.49	8,171.49	8,171.49	-	-	-
	1,66,424.34	1,66,424.34	55,415.67	20,576.01	70,111.42	20,321.24
As at March 31, 2021						
Trade payables						
Other Financial Liabilities	17.88	17.88	17.88	-	-	-
Total	878.21	878.21	878.21	-	-	-
	12.02	12.02	12.02	-	-	-

(c) Market risk

Risk due to change in market prices – e.g. interest rates, equity prices, foreign exchange rates and credit spreads, but not relating to changes in the obligor's/issuer's credit standing and will affect the Group's income or the value of its holdings of financial instruments. The objective of the group's market risk management is to manage and control market risk exposures within acceptable risk tolerances levels to ensure the solvency while optimising the return on risk. ALCO sets up limits for each significant type of risk/aggregated risk and various products in the portfolio, with market liquidity being a primary factor in determining the level of limits.

(d) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

Sensitivity analysis for fixed rate instruments

The group has fixed rate interest bearing liabilities and financial assets where no interest rate risk is perceived

Sensitivity analysis for variable rate instruments

A reasonably possible change of 100 basis points in interest rates at the reporting date would have increased (decreased) profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Exposure to interest rate risk Group's interest rate risk arises from borrowings and loans & advances to customers. The interest rate profile of the Group's interest-bearing financial instruments and sensitivity analysis as reported to the management of the Group are as follows:

Particulars	As at March 31, 2022	As at March 31, 2021	Rate sensitive	
			@ 100bps change increase	@ 100bps change decrease
Fixed rate instruments				
Investments	-	-		
Debt securities	-	-		
Borrowings (Other than debt securities)	9,921.18	-		
Loans	6,031.88	-		
Floating rate instruments				
CP borrowings	-	-		
Borrowings (Other than debt securities)	1,44,703.37	-	1,447.03	-1,447.03
Loans	1,73,313.38	-	1,733.13	-1,733.13

e) Foreign currency risk

The group is currently not exposed to currency risk since its primary dealings are in INR.

f) Equity price risk

The group does not have any exposure to equities and hence it not exposed to any equity price risk.



GODREJ CAPITAL LIMITED (formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 41: Financial Risk Management (Continued)

g) Operational Risk

The risk of direct or indirect potential loss arising from a wide variety of causes associated with the Group's processes, personnel, systems, or from external factors other than credit, compliance, reputation, market and liquidity risks. Management of operational risk forms an integral part of the Group's enterprise wide risk management systems. Clear strategies and oversight by the Board of Directors and senior management, a strong operational risk management culture, effective internal control and reporting and contingency planning are crucial elements of the Group's operational risk management framework.

Group has a Business Continuity Planning "BCP" framework in place, to ensure uninterrupted business operations in case any disruptive event occurs. The group immediately activated its Business Continuity Plan (BCP) during this time of COVID 19 pandemic. The group continues to seamlessly carry out normal operations hence addressing the risk associated with occurrence of the pandemic.

g) Cyber Security Risk

Various measures are adopted to effectively protect the Group against phishing, social media threats and rogue mobile. Group ensures seamless accessibility of critical systems through virtual private network (VPN), thereby minimizing the risk of security/data breaches and cyber-attacks.

h) Regulatory and Compliance Risk

Regulatory compliances are handled by Finance team, Treasury and Business teams in consultation with Compliance team. Statutory compliances are handled by Secretarial team, Administrative and people process related compliances are handled by Administration & HR departments. As per regulatory requirements, required policies are adopted, modified and rolled from time to time. Compliance to the defined policies is strictly adhered to.

Note 42: Capital management

The primary objective of the group's capital management is to ensure that it maintains healthy capital ratios in order to support its business and maximizes its value.

The Group manages its capital structure and adjusts it, in light of changes in economic conditions. No changes were made in the objectives, policies or processes during the year ended 31 March 2022 and for period ended 31 March 2021.

The Group monitors capital using Adjusted net debt to equity ratio. For this purpose, adjusted net debt is defined as total debt less cash and bank balances and Current investments and adjusted capital includes capital & other equity reserves (other than hedge reserve).

The Group's net debt to adjusted equity ratio at the reporting date was as follows:

Particulars	(Amount Rs. in Lakh)	
	As at March 31, 2022	As at March 31, 2021
Non current borrowings	1,09,539.98	-
Current borrowings	44,784.57	-
Less: Cash and cash equivalents	22,968.53	81.17
Less: Other bank deposits	0.10	0.10
Less: Current Investments	4,129.77	400.27
Adjusted Net debt	1,27,526.15	(481.54)
Total equity	76,464.26	(410.53)
Net debt to adjusted equity ratio	1.67	1.17

There were no changes in the Group's approach to capital management during the year. The group is not subject to externally imposed capital requirements.



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Godrej Capital Limited (formerly known as Pyxis Holdings Limited)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note: 43 Disclosure of Ratios

Particulars	Formulas	For the Year Ended March 31, 2022	For the Year Ended March 31, 2021
Current ratio	= Current Assets /Current liabilities	0.64	0.54
Debt Equity ratio	= Total Debt / Shareholders' Equity	2.30	-
Debt service coverage ratio	= Annual Net Operating Income / Total Debt Service	(0.02)	-
Return on equity ratio	= Net Income/ Shareholder's Equity	(0.08)	0.03
Inventory Turnover ratio	= Cost of goods sold/Average Inventory	N/A	N/A
Trade payables turnover ratio	= Net Credit Purchases / Average Accounts Payable	N/A	N/A
Net profit ratio	= Net Profit/Net Sales	(1.15)	(40.87)
Return on capital employed	= EBIT/(Total Assets- Current Liabilities)	(0.02)	0.03

Note 44: Disclosure under Rule 11(e)(ii)

(Amount Rs. in Lakh)

Name of Entity	Date	Amount of fund advanced/ invested	Relationship	CIN	Registered Address
Godrej Housing Finance Limited	24-Aug-21	40,590.00	Subsidiary	U65100MH2018PLC31535 9	GODREJ ONE, PIROJSHANAGAR, EASTERN EXPRESS HIGHWAY, VIKHROLI (EAST) MUMBAI 400079
	31-Aug-21	6,000.00			
	15-Sep-21	18,700.00			
	31-Mar-22	8,012.89			
Godrej Finance Limited	24-Aug-21	573.30	Subsidiary	U67120MH1992PLC065457	GODREJ ONE, PIROJSHANAGAR, EASTERN EXPRESS HIGHWAY, VIKHROLI (EAST) MUMBAI 400079
	30-Dec-21	4,009.00			
	31-Mar-22	2,003.22			



[Handwritten signature]

GODREJ CAPITAL LIMITED (formerly known as Pyxis Holdings Limited)
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 45 Other statutory information

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property
- (ii) The Company does not have any transactions with companies struck off
- (iii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year
- (iv) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) 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
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (v) The Company has not entered into any such transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

Note 46 Corporate Social Responsibility

Contribution required to be made as per the provisions of Section 135 of the Act is NIL for the current year and previous year.

Note 47 General

Information with regards to other matters specified in Schedule III to the Act is either NIL or not applicable to the group for the year.



For & on behalf of the Board of Directors

Manish Shah
Managing Director
and CEO

Pirojsha Adi Godrej
Non executive
Chairman

DIN: 06422627

DIN: 00432983

Date: May 16, 2022

Place: Mumbai

GODREJ CAPITAL LIMITED

**STANDALONE FINANCIAL STATEMENTS FOR THE
YEAR ENDED MARCH 31, 2022**

**KALYANIWALLA
& MISTRY LLP**

C H A R T E R E D A C C O U N T A N T S

INDEPENDENT AUDITOR'S REPORT

To the Members Of
Godrej Capital Limited (formerly, Pyxis Holdings Limited)

Report on the Audit of the Ind-AS Standalone Financial Statements

Opinion

We have audited the accompanying Ind-AS Standalone Financial Statements of **Godrej Capital Limited** ('the Company'), which comprise Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity, the Statement of Cash Flows for the year then ended and the Notes to the Standalone Ind-AS Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as 'Standalone Financial Statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ('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 Standard) Rules, 2015, as amended (Ind-AS), and with other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, the loss, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis of Opinion

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

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' Report but does not include the Standalone Financial Statements and our auditor's report thereon.

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

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



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

Responsibilities of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters in Section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, 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 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- 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 Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of the users of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.

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 controls 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, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **Annexure A**, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.



- e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 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 with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in **Annexure B**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to the financial statements.
- g) With respect to other matters to be included in the Auditor's Report in accordance with the requirements of section 197 (16) 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 director during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - 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 it's knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person 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 Management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the Note 21 to the accounts, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - c) Based on audit procedures that the auditor has considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representation under sub-clause (i) and (ii) contain any material mis-statement.



v. The Company has not declared or paid any dividend during the year ended March 31, 2022.

For **Kalyaniwalla & Mistry LLP**
Chartered Accountants
Firm Registration No.: 104607W/W100166



Roshni R. Marfatia
Partner
Membership No.: 106548
UDIN: 22106548AJGVNX6077
Place: Mumbai
Dated: May 16, 2022



Annexure A to the Independent Auditor's Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in our Independent Auditor's Report to the Members of the Company on the Standalone Financial Statements for the year ended March 31, 2022)

1. The Company does not have any property, plant and equipment. Accordingly, paragraph 3(i) of the Order is not applicable to the Company.
2. a. The Company does not have inventory. Accordingly, paragraph 3(ii) of the Order is not applicable to the Company.
b. The Company has not been sanctioned working capital limits in excess of INR 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence paragraph 3(ii)(b) of the Order is not applicable.
3. a. In our opinion and according to the information and explanations given to us, and based on the audit procedures performed by us, the Company has made investments in two subsidiaries during the year aggregating Rs. 79,888.41 lakhs. During the year ended March 31, 2022, the Company has not 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. Accordingly, paragraph 3(iii) of the Order with respect to guarantee / security / loans or advances in the nature of loans is not applicable to the Company.
b. In our opinion and according to the information and explanations given to us, and based on the audit procedures performed by us, the investments made are not prejudicial to the company's interest.
4. In our opinion and according to the information and explanations given to us, and based on the audit procedures performed by us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to investments made. The Company has not 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.
5. According to the information and explanations given to us, and based on the audit procedures performed by us, the Company has not accepted deposits from the public to which the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 of the Act and the rules framed thereunder apply. Accordingly, paragraph (v) of the Order is not applicable to the Company.
6. The maintenance of cost records has not been specified by the Central Government under subsection (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, paragraph (vi) of the Order is not applicable to the Company.
7. According to the information and explanations given to us and records of the Company examined by us, in our opinion:
 - a. the Company is generally regular in depositing the undisputed statutory dues including Income Tax, Goods and Services Tax and Cess with the appropriate authorities and there are no undisputed amounts which have remained outstanding as at the last day of the financial year, for a period of more than six months from the date they became payable. The Company does not have any dues with respect to Provident Fund, Employees' State Insurance, Duty of Customs and Professional Tax.



- b. there are no dues of Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax and Goods and Services Tax which have not been deposited with the appropriate authorities on account of any dispute.
8. According to the information and explanations given to us, and based on the audit procedures performed by us, there are no transactions that are not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
9. According to the information and explanations given to us, and based on the audit procedures performed by us, the Company does not have any loans or other borrowings during / as at the period ended March 31, 2022. Accordingly, paragraphs 3(ix)(a), (b), (c) and (f) of the Order are not applicable to the Company.


On an overall examination of the Standalone Financial Statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. The Company does not have any associates or joint ventures.

10. a. According to the information and explanations given to us, and based on the audit procedures performed by us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, paragraph 3(x) of the Order is not applicable to the Company.
- b. During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting on clause 3 (x)(b) of the Order is not applicable.
11. a. No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- b. No report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed in form ADT-4 as prescribed under rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of the audit report.
- c. As represented to us by the Management, there are no whistle blower complaints received by the Company during the year.
12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.
13. In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable. The details of such related party transactions have been disclosed in the Standalone Financial Statements as required by the applicable Ind AS.
14. According to the information and explanations give to us, it is not mandatory for the Company to have an internal audit system. Accordingly, paragraph 3(xiv) of the Order is not applicable to the Company.
15. According to the information and explanations given to us, and based on the audit procedures performed by us, the Company has not entered into any non-cash transactions with Directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.



16. a. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi)(a) of the Order is not applicable to the Company.
 - b. The Company has not conducted any non-banking financial or housing finance activities. Accordingly, paragraph 3(xvi)(b) of the Order is not applicable to the Company.
 - c. The company is not a Core Investment Company as defined in the regulations made by the Reserve Bank of India. Accordingly, paragraph 3(xvi)(c) of the Order is not applicable to the Company.
 - d. According to the information and explanation given to us by the management, the Group does not have any other core investment companies which are registered with the Reserve Bank of India.
17. The Company has incurred cash losses aggregating Rs. 831.41 lakhs and Rs. 12.56 lakhs in current and immediately preceding financial year respectively.
 18. There has been no resignation of the statutory auditor during the year ended March 31, 2022. Accordingly, paragraph 3(xviii) of the Order is not applicable to the Company.
 19. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and 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 indicating 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.
 20. According to the information and explanations give to us, and based on the audit procedures performed by us, the provisions of section 135 of the Act are not applicable to the Company. Accordingly, paragraph 3(xx) of the Order is not applicable to the Company.

For **Kalyaniwalla & Mistry LLP**
Chartered Accountants
Firm Registration No.: 104607W/W100166


Roshni R. Marfatia
Partner
Membership No.: 106548
UDIN: 22106548AJGVNX6077
Place: Mumbai
Dated: May 16, 2022



Annexure B to the Independent Auditor's Report

(Referred to in Para 2 (f) 'Report on Other Legal and Regulatory Requirements' in our Independent Auditor's Report to the members of the Company on the Standalone Financial Statements for the year ended March 31, 2022).

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

We have audited the internal financial controls with reference to financial statements of Godrej Capital Limited ("the Company") as of March 31, 2022 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the 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 with reference to Financial Statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, 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 with reference to financial statements.



Meaning of Internal Financial Controls with reference to Financial Statements

A Company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to financial statements includes those policies and procedures that:

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with 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 with reference to Financial Statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2022, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note.

For **Kalyaniwalla & Mistry LLP**

Chartered Accountants

Firm Registration No.: 104607W/W100166



Roshni R. Marfatia

Partner

Membership No.: 106548

UDIN: 22106548AJGVNX6077

Place: Mumbai

Dated: May 16, 2022

GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
STANDALONE BALANCE SHEET AS AT MARCH 31, 2022

(Amount Rs. in Lakh)

	Note	As at March 31, 2022	As at March 31, 2021
A ASSETS			
Non Current Assets			
Financial Assets			
Investments in Subsidiaries	3	79,888.42	-
Other Tax Assets (net)		44.64	-
Other Non Current Assets	4	76.02	0.10
Current Assets			
Financial Assets			
Cash and Cash Equivalents	5	66.08	2.44
TOTAL ASSETS		80,075.16	2.54
B EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	6	14.81	3.91
Other Equity	7	80,056.50	(13.44)
TOTAL EQUITY		80,071.32	(9.53)
Current Liabilities			
Trade Payables			
Total outstanding dues of micro enterprise and small enterprises	8		
Total outstanding dues of creditors other than small enterprises and micro enterprises		3.66	12.02
Other Current Liabilities	9	0.19	0.05
TOTAL LIABILITIES		3.85	12.07
TOTAL EQUITY AND LIABILITIES		80,075.16	2.54

Significant Accounting Policies

2

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number 104607W/W100166

For & on behalf of the Board of Directors

Roshni Marfatia
Partner

Membership Number: 106548
Date: May 16, 2022
Place: Mumbai



Manish Shah
Managing Director and
CEO
DIN: 06422627

Pirojsha Adi Godrej
Non executive
Chairman
DIN: 00432983

GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2022

	Note	For the year ended March 31, 2022	For the year ended March 31, 2021
Other Income	10	53.04	-
Total Income		53.04	-
Expenses			
Employee Benefits Expenses	11	857.60	11.06
Other Expenses	12	26.84	1.50
Total Expenses		884.44	12.56
(Loss) Before Tax		(831.40)	(12.56)
Tax Expense			
Current Tax		-	-
Deferred Tax Charge/ (Credit)		-	-
(Loss) After Tax		(831.40)	(12.56)
Other Comprehensive Income		-	-
Total Comprehensive (Loss) for the year		(831.40)	(12.56)
Earnings Per Equity Share			
Basic and Diluted in Rs.	13	(651.65)	(52.62)
Face Value Per Share in Rs.		10.00	10.00

Significant Accounting Policies

2

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number 104607W/W100166

Roshni Marfatia
Partner
Membership Number: 106548
Date: May 16, 2022
Place: Mumbai



For & on behalf of the Board of Directors

Manish Shah
Director
DIN: 06422627

Pirojsha Adi Godrej
Non executive Chairman
DIN: 00432983

GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2022

A. Equity Share Capital
Particulars

	As at March 30, 2022		(Amount Rs. in Lakh) As at March 31, 2021	
	No. of Shares	Amount	No. of Shares	Amount
Balance at the Beginning of the Year	39,091	3.91	20,000	2.00
Changes in Equity Share Capital during the Year	1,09,033	10.90	19,091	1.91
Balance at the end of the Year	1,48,124	14.81	39,091	3.91

B. Other Equity

Particulars	Reserves and Surplus		Other Equity	
	Retained Earnings	Securities Premium Reserve	Employee Stock Compensation Reserve	Total
Balance as at April 01, 2020	(0.88)	-	-	(0.88)
Re-stated balance at the beginning of the reporting period (Loss) for the Period	(12.56)	-	-	(12.56)
Employee Stock Compensation Expense for the Year	-	-	0.01	0.01
Balance as at April 01, 2021	(13.44)	-	0.01	(13.43)
(Loss) for the Year	(831.40)	-	-	(831.40)
Employee Stock Compensation Expense for the Year	-	-	0.04	0.04
Total	(844.83)	-	0.05	(844.78)
Additions to Security Premium Account	-	80,905.32	-	80,905.32
Share Issue Expenses	-	(4.04)	-	(4.04)
Balance as at March 30, 2022	(844.83)	80,901.28	0.05	80,056.50

A description of the purposes of each reserve within equity has been disclosed in the Note 7.1.

The accompanying notes form an integral part of the Financial Statements.

As per our report of even date attached
For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number 104607W/W100166

Roshni Marfatia



Roshni Marfatia
Partner
Membership Number: 106548
Date: May 16, 2022
Place: Mumbai

For on behalf of the Board of Directors

Manish Shah

Manish Shah
Director
DIN: 06422627

Pirojsha Adi Godrej

Pirojsha Adi Godrej
Non executive Chairman
DIN: 00432983

GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2022

(Amount Rs. in Lakh)

	For the year ended Mar 31, 2022	For the year ended Mar 31, 2021
A Cash Flow from Operating Activities		
(Loss) before tax	(831.40)	(12.56)
Adjustments for :		
Employee Stock Compensation Expense	0.04	0.01
Net gain on fair value changes	(18.34)	
Interest income on fixed deposit	(34.70)	
Operating Cash Flow before Working Capital Changes	(884.40)	(12.55)
Adjustments for :		
Increase/(Decrease) in Other Current Financial Liabilities	(8.35)	11.19
Increase in Other Current Liabilities	0.14	0.05
(Increase) in Other Current Financial Assets	-	-
(Increase) in Other Current Assets	(75.92)	(0.10)
Cash (used in) Operations	(968.53)	(1.41)
Direct Taxes paid	(44.64)	-
Net Cash (Utilised) in Operating Activities (A)	(1,013.16)	(1.41)
B Cash Flow From Investing Activities		
Purchase of Shares	(79,888.42)	-
Purchase of Investment	(24,831.76)	-
Sale of Investment	24,850.10	
Proceeds from fixed deposits with banks	44,260.95	
Investment in fixed deposits with banks	(44,260.95)	
Interest income received from fixed deposits with banks	34.70	
Net Cash (Utilised) in Investing Activities (B)	(79,835.37)	-
C Cash Flow From Financing Activities		
Proceeds from issue of Equity shares	80,912.19	1.91
Net Cash Generated From Financing Activities (C)	80,912.19	1.91
Net Increase In Cash And Cash Equivalents (A+B+C)	63.65	0.50
Cash and Cash Equivalents at the beginning of the year	2.44	1.94
Cash and Cash Equivalents at the end of the year	66.09	2.44
Note:		
Cash and Cash Equivalents at year end comprises:		
Cash in Hand	-	-
Balances with Banks in Current Accounts	66.08	2.44
	66.08	2.44

The Cash Flows Statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) on "Statement of Cash Flows" and presents cash flows by operating, investing and financing activities.

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For KALYANIWALLA & MISTRY LLP
CHARTERED ACCOUNTANTS
Firm Registration Number 104607W/W100166

Roshni Marfatia
Partner

Membership Number: 106548
Date: May 16, 2022
Place: Mumbai



For & on behalf of the Board of Directors

Manish Shah
Managing Director and
CEO
DIN: 06422627

Pirojsha Adi Godrej
Non executive
Chairman
DIN: 00432983

GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE STANDALONE FINANCIAL STATEMENTS

1 General Information

a) Corporate Information

GODREJ CAPITAL LIMITED ("the Company") (Formerly known as Pyxis Holdings Limited) was incorporated on September 06, 2019 having Corporate Identity Number (CIN): U67100MH2019PLC330262 as a company limited by shares. The Company was formed with the purpose to carry on the business of an investment company and to invest in and acquire, hold, sell, buy, subscribe or otherwise deal in shares, stocks, debentures, bonds, units, negotiable instruments, obligations and other financial instruments issued by any company.

b) Basis of preparation

The Financial Statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 to be read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) Amendment Rules, 2016. The Company's Financial Statements for the year ended March 31, 2022 comprises of the Balance Sheet, Statement of Profit and Loss, Statement of Cash Flows, Statement of Changes in Equity and Notes to Financial Statements. The Financial Statements of the Company for the year ended March 31, 2022 are approved by the Board of Directors on May 16, 2022.

The accounting policies are applied consistently to all the periods presented in the financial statements. All assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria set out in the Division II of Schedule III to the Companies Act, 2013. Based on the nature of products and services and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

c) Functional and Presentation Currency

The financial statements are presented in Indian rupees in lakhs, which is the functional currency of the Company. All financial information has been rounded to the nearest Lakh, unless otherwise indicated.

d) Basis of Measurement

The Ind AS Financial Statements have been prepared on a going concern basis using historical cost convention and on accrual method of accounting.

e) Use of Estimates, Judgements & Assumptions

The preparation of financial statements requires Management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Changes in the estimates are recognised in the year these arises.

On the reporting dates there are no assets, liabilities, income and expenses which require the management to make judgements, estimates or assumptions.

f) Recent accounting pronouncements and impact thereon:

There are no new standards or amendments to the existing standards which would have been applicable from April 1, 2022 and would have impact on the Company's financials statements.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE STANDALONE FINANCIAL STATEMENTS

g) Measurement of fair values

The Company's accounting policies and disclosures require the measurement of fair values for financial instruments.

The Company has an established control framework with respect to the measurement of fair values. The Management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the Management assesses the evidence obtained from the third parties to support the conclusion that such valuations meet the requirements of Ind AS, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of a financial asset or a financial liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

2 Significant Accounting Policies

a) Provisions and Contingent Liabilities

Provisions are recognised in the accounts in respect of present obligation as a result of past event, the amount of which can be reliably estimated and it is probable that an outflow of resources will be required to settle the obligation. Provisions are not discounted to its present value and are determined based on current best estimate.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources would be required to settle the obligation, the provision is reversed.

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

b) Financial Assets

(i) Initial recognition and measurement

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument.

On initial recognition, a financial asset is recognised at fair value, in case of Financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost is recognised in the Statement of Profit and Loss. In other cases, the transaction cost is attributed to the acquisition value of the financial asset.

(ii) Subsequent measurement

Financial assets are subsequently classified and measured at

- amortised cost
- fair value through profit and loss (FVTPL)
- fair value through other comprehensive income (FVOCI).

Financial assets are not reclassified subsequent to their recognition, except if and in the period the Company changes its business model for managing financial assets.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE STANDALONE FINANCIAL STATEMENTS

(iii) Equity Instruments

All investments in equity instruments classified under financial assets are initially measured at fair value, the Company may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL.

The Company makes such election on an instrument-by-instrument basis. Fair value changes on an equity instrument is recognised as income in the Statement of Profit and Loss unless the Company has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognized in OCI. Amounts recognised in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as income in the Statement of Profit and Loss.

(iv) Derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the contractual rights to receive the cash flows from the asset.

(v) Impairment of Financial Asset

Expected credit losses are recognized for all financial assets subsequent to initial recognition other than financial assets in FVTPL category.

For financial assets other than trade receivables, as per Ind AS 109, the Company recognises 12 month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition. The Company's trade receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall.

The impairment losses and reversals are recognised in Statement of Profit and Loss.

c) Financial Liabilities

(i) Initial recognition and measurement

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liability are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

(ii) Subsequent measurement

Financial liabilities are subsequently classified and measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the statement of Profit and Loss.

(iii) Derecognition

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires. Financial liability is also derecognised on modification of terms of contract and when cash flows under modified terms are substantially different.

d) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

e) Revenue Recognition

Other Income:

- (i) Dividend income is recognised when the right to receive the same is established.
- (ii) Interest income is recognised on the time proportion basis.
- (iii) Profit/loss on sale of investments is accounted on the trade dates.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE STANDALONE FINANCIAL STATEMENTS

f) Taxes on Income

Current tax is the amount of tax payable on the taxable income for the year determined in accordance with the provisions of the Income tax Act, 1961.

Deferred tax is recognised on timing differences; being the differences between the taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets subject to the consideration of prudence are recognised and carried forward only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. The tax effect is calculated on the accumulated timing differences at the year end based on the tax rates and laws enacted or substantially enacted on the Balance Sheet date.

g) Cash & Cash Equivalents:

Cash & Cash Equivalents comprises of cash at bank and in hand and deposits with banks with an original maturity of three months or less.

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non- cash nature and any deferrals or accruals of past or future cash receipts or payments.

h) Investment in Subsidiaries & Associates

Investment in Subsidiaries and Associates are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of investment is assessed and written down immediately to its recoverable amount. On the disposal of investments in subsidiaries, associates and jointly controlled entities, the difference between net disposal proceeds and the carrying amount is recognised in the Statement of Profit and Loss.

i) Earnings Per Share:

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period.

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

j) Share-based Payment

The grant date fair value of equity-settled share-based payment awards/options granted to employee is recognised as an employee benefit expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the awards. The fair value of the options at the grant date is calculated on the basis of Black Scholes Model. The amount recognised as an expense is adjusted to reflect the number of awards/options for which the related service are expected to be met, such that the amount ultimately recognised as an expense is based on the number of awards/options that meet the related service at vesting period.

k) Employee Benefits

i) Short-term employee benefits

All employee benefits payable wholly within twelve months of rendering the services are classified as short-term employee benefits. Benefits such as salaries, performance incentives, etc., are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss of the year in which the employee rendered the related services.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE STANDALONE FINANCIAL STATEMENTS

(Amount Rs. in Lakh)

	Face Value	As at		As at	
		March 31, 2022		March 31, 2021	
		Number	Amount	Number	Amount
Note 3: Non Current Financial Assets - Investments in Subsidiaries					
Investment in equity instrutments at cost (fully paid)					
Godrej Housing Finance Limited	10	2,482.65	73,302.89	-	-
Godrej Finance Limited	10	666.97	6,585.53	-	-
		3,149.61	79,888.42	-	-
Aggregate Amount of Quoted Investments					
Aggregate Amount of Unquoted Investments			79,888.42		
Aggregate Provision for Diminution in the Value of Investment					
Market Value of Quoted Investments					



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE STANDALONE FINANCIAL STATEMENTS

(Amount Rs. in Lakh)

As at March 31, 2022	As at March 31, 2021
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Note 4: Other Non Current Assets

Balance with government authorities	75.92	-
Other Receivables	0.10	0.10
	<u>76.02</u>	<u>0.10</u>

Note 5: Current Financial Assets - Cash and Cash Equivalents

(i) Balances with Banks		
-Current Accounts	66.08	2.44
	<u>66.08</u>	<u>2.44</u>



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE STANDALONE FINANCIAL STATEMENTS

(Amount Rs. in Lakh)

Note 6: Equity Share Capital

	As at March 31, 2022		As at March 31, 2021	
	No. of Shares	Amount	No. of Shares	Amount
Authorised Share Capital				
Equity shares of Rs. 10/- each	5,00,000	50.00	1,00,000	10.00
	5,00,000	50.00	1,00,000	10.00
Issued, Subscribed and Fully paid up				
Equity Shares of Rs.10/- each, fully paid up	1,48,124	14.81	39,091	3.91
	1,48,124	14.81	39,091	3.91

Notes:

a) Reconciliation of Shares outstanding at the beginning and at the end of the Year -

	As at March 31, 2022		As at March 31, 2021	
	No. of Shares	Rs.	No. of Shares	Rs.
Equity Shares				
Outstanding at the beginning of the year	39,091	3.91	20,000	2.00
Issued during the year	1,09,033	10.90	19,091	1.91
Outstanding at the end of the year	1,48,124	14.81	39,091	3.91

b) Terms / Rights attached to Shares -

i) Equity Shares

The Company has one class of equity shares. Each equity share entitles the holder to one vote. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts in proportion to their shareholding.

c) Details of Shares held by Holding Entity, Ultimate holding Entity, their subsidiaries and associates -

Name of the Shareholder	As at March 31, 2022		As at March 31, 2021	
	No. of Shares	% held	No. of Shares	% held
(i) Equity shares held by holding entity:				
Godrej Industries Limited	1,29,033	87%	20,000	51%

d) Shareholders holding more than 5% shares in the Company -

Name of the Shareholder	As at March 31, 2022		As at March 31, 2021	
	No. of Shares	% held	No. of Shares	% held
Godrej Industries Limited	1,29,033	87%	20,000	51%
Manish Anant Shah	6,943	5%	6,943	18%
Godrej Capital Employee Stock Option Trust	2,777	2%	2,777	7%

f) There are no equity shares reserved for issue under options and contracts / commitments for the sale of shares / disinvestment.

g) i) The Company has not allotted any shares as fully paid up pursuant to contracts without payment being received in cash; or

ii) Allotted as fully paid up bonus shares; or

iii) Bought back any of its equity shares.

h) There are no calls unpaid on any equity shares.

i) There are no forfeited shares.

j) No shareholding of promoter as on 31st March, 2022 or as on 31st March, 2021

Note 7: Other Equity

	As at March 31, 2022	As at March 31, 2021
Securities Premium Reserve	80,901.28	-
Retained Earnings	(844.83)	(13.45)
Employee Stock Grants Outstanding	0.05	0.01
	80,056.50	(13.44)

Note 7.1: Nature and Purpose of Reserves

Securities Premium Reserve

The amount received in excess of face value of the equity shares is recognised in Securities Premium Reserve. This Reserve can be used only for the purposes specified in the Companies Act, 2013.

Retained Earnings

Retained Earnings are losses incurred by the Company till date.

Employee Stock Grants Outstanding

The fair value of the equity-settled share based payment transactions with employees is recognised in Profit and Loss with the corresponding credit to employee stock grants outstanding account



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE STANDALONE FINANCIAL STATEMENTS

(Amount Rs. in Lakh)

As at March 31, 2022	As at March 31, 2021
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Note 8: Current Liabilities- Trade Payables

(i) Trade Payables

Total outstanding dues of micro enterprise and small	-	-
Total outstanding dues of creditors other than small enterprises	3.66	12.02
	3.66	12.02

Note 8(a): Trade Payable Ageing Schedule

31st March, 2022

Particulars	Outstanding for following periods from due date of payment				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME					
(ii) Others	1.66	-	-	-	1.66
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

	As at March 31, 2022	As at March 31, 2021
Trade Payables as per ageing schedule above	1.66	-
Add: Trade Payables includes Unbilled dues	2.00	12.02
Total Trade Payables as per Note 9	3.66	12.02

Note 8(b): Micro and Small Enterprises Disclosure

During the year micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act)

Particulars	As at March 31, 2022	As at March 31, 2021
(a) The principal amount remaining unpaid to any supplier as at the end of the accounting year;	-	-
(b) The interest due thereon remaining unpaid to any supplier as at the end of the accounting year;	-	-
(c) The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	-	-
(d) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006;	-	-
(e) The amount of interest accrued and remaining unpaid at the end of accounting year	-	-
(f) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	-	-

Disclosure of outstanding dues of Micro and Small Enterprise under Trade Payables is based on the information available with the Company regarding the status of the suppliers as defined under the Micro, Small and Medium Enterprises Development Act, 2006.

Note 9: Other Current Liabilities

Statutory Dues Payable	0.19	0.05
	0.19	0.05



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE STANDALONE FINANCIAL STATEMENTS

(Amount Rs. in Lakh)

	For the year ended Mar 31, 2022	For the year ended March 31, 2021
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Note 10: Other Income

Interest Income on deposits with banks	34.70	-
Net gain on financial instruments classified at fair value through profit or loss	18.34	-
	53.04	-

Note 11: Employee Benefits Expenses

Salaries and Wages	857.56	11.05
Expenses on Employee Stock Option Scheme	0.04	0.01
	857.60	11.06

Note 12: Other Expenses

Rates and Taxes	2.73	-
Legal and Professional Fees	17.80	0.60
Payments to Auditors	6.03	0.89
Software Expenses	0.28	-
	26.84	1.49

Note 12.1: Payment to Auditors

a) Statutory Audit	2.04	0.89
b) Limited review	3.54	-
c) Other services	0.45	-

Note 13: Earnings Per Equity Share

Net (Loss) for Computation of Basic and Diluted Earnings per Share	(A)	(831.40)		(12.56)
Number of Equity Shares at the beginning of the Year		39,091.00		20,000.00
Add: Shares issued during the Year		1,09,033.00		19,091.00
Number of Equity Shares at the end of the Year		1,48,124.00		39,091.00
Weighted Average Number of Shares	(B)	1,27,582.60		23,868.60
Face Value of Share in Rs.		10.00		10.00
Basic and Diluted Earning Per Share	(A)/(B)	(651.65)		(52.62)



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE STANDALONE FINANCIAL STATEMENTS

Note 14: Contingent Liabilities and Commitments

The contingent liabilities and commitments as at March 31, 2022 are Nil (Previous Period: Nil)

Note 15: Share based payments

The Godrej Capital Employee Stock Option Scheme 2021 ("ESOP Scheme 2021") of the Company was approved and adopted by its members at an Extraordinary General Meeting held on January 5, 2021. The Scheme is administered by Company's Board of Directors. The Scheme applies to all the Eligible Employees, who are the permanent employees of the Company or any Subsidiary of the Company, on the date of Grant of Options. The Compensation Committee of the Company would decide the entitlement of each employee based on his/her performance, level, grade, seniority and such other parameters as may be decided by the Compensation Committee. The Exercise Price for each Option will be the face value of the Equity Share of the Company. The Options granted would vest after twenty one months but not later than fifty seven months from the date of Grant of Options. Exercise period is 7 (seven) years from the date of Vesting of Options or such other period as may be decided by the Compensation Committee, within which the Employee should exercise his right to apply for transfer of Equity Shares of the Company to him pursuant to the Option Vested in him in accordance with the ESOP Scheme 2021.

Description of the share based payment plans:

The expense recognised for employee services received during the year / period is shown in the following table:

Particulars	For the year March 31, 2022	For the year March 31, 2021
Expenses arising from equity-settled share-based payment	0.04	0.01
Total	0.04	0.01

Movements during the year

The following table illustrates the number and weighted average exercise price (WAEP) of, and movement in, share options during the year / period:

Particulars	For the year March 31, 2022		For the year March 31, 2021	
	Number	WAEP	Number	WAEP
Outstanding at the beginning of the year	2,378	-	-	-
Granted during the year	381	10	2,378	10
Outstanding at the end of the year	2,759	10	2,378	-

The weighted average fair values of the options granted during the year was Rs. 4.29 (Previous Period: Rs. 4.29). The weighted average stock price of the options granted during the year ended March 31, 2022 is Rs. 10/- (Previous Period: Rs. 10).

The fair value of each option is estimated on the date of grant using the Black-Scholes model with the following assumptions:

Particulars	For the year March 31, 2022	For the year March 31, 2021
Share price	Rs. 10	Rs. 10
Risk free interest rate	7.00%	7.00%
Volatility	42.70%	42.70%
Time to Maturity	6 years	7 years
Exercise price	Rs. 10	Rs. 10

Expected Volatility was determined by calculating the historical volatility of the comparable Company's share price over the effects of non-transferability, exercise restrictions and behavioural considerations.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE STANDALONE FINANCIAL STATEMENTS

Share options outstanding at the end of the year have the following expiry date and exercise prices:

Grant Date	Expiry date	Exercise price	March 31, 2022 Share Options	March 31, 2021 Share Options
January 29, 2021	October 28, 2029	10	329.00	337.75
February 3, 2021	November 2, 2029	10	248.00	248.00
February 11, 2021	November 10, 2029	10	9.00	8.75
May 10, 2021	February 5, 2030	10	61.00	
June 22, 2021	March 20, 2030	10	43.00	
January 29, 2021	October 28, 2030	10	329.00	337.75
February 3, 2021	November 2, 2030	10	248.00	248.00
February 11, 2021	November 10, 2030	10	9.00	8.75
May 10, 2021	February 5, 2031	10	61.00	
June 22, 2021	March 20, 2031	10	44.00	
January 29, 2021	October 28, 2031	10	329.00	337.75
February 3, 2021	November 2, 2031	10	248.00	248.00
February 11, 2021	November 10, 2031	10	8.00	8.75
May 10, 2021	February 5, 2032	10	60.00	
June 22, 2021	March 20, 2032	10	43.00	
January 29, 2021	October 28, 2032	10	329.00	337.75
February 3, 2021	November 2, 2032	10	248.00	248.00
February 11, 2021	November 10, 2032	10	9.00	8.75
May 10, 2021	February 5, 2033	10	61.00	
June 22, 2021	March 20, 2033	10	43.00	
Total			2,759.00	2,378.00
Weighted average remaining contractual life of options outstanding at end of year			9.23	10.09

Note 16: Related party disclosure as required by Ind AS 24

(a) Name of Related Parties

Name of related party	Nature of relationship
Anamudi Real Estate LLP	Holding Company (upto March 24, 2021)
Godrej Industries Limited	Holding Company (w.e.f. March 25, 2021)
Godrej Housing Finance Limited	Subsidiary
Godrej Finance Limited	Subsidiary
Godrej Capital Employee Stock Option Trust	Subsidiary
Manish Shah	Key Managerial Personnel - Managing Director and CEO (w.e.f 7th March, 2022)

(b) Transactions with related parties

(Amount Rs. in Lakh)

Sr. No.	Nature of transaction	Holding Entity / Company	Subsidiary	Key Managerial Personnel - Director
i)	Issue of share capital & security premium	80,917.50	-	-
	<i>Previous Period</i>	-	-	0.69
ii)	Investment in subsidiaries	-	79,888.41	-
	<i>Previous Period</i>	-	-	-
iii)	Reimbursement of Cost	-	648.10	-
	<i>Previous Period</i>	-	11.05	-
iv)	Remuneration	-	-	158.76
	<i>Previous Period</i>	-	-	-
v)	Amount Given to Trust	-	-	-
	<i>Previous Period</i>	-	0.10	-
vi)	Outstanding Balance - Receivable	-	0.10	-
	<i>Previous Period</i>	-	0.10	-
vii)	Outstanding Balance - Payable	-	1.66	-
	<i>Previous Period</i>	-	11.05	-

(c) Significant Related Party Disclosure

Sr. No.	Nature of transaction	For the year ended Mar 31, 2022	For the year ended Mar 31, 2021
i)	Investment in subsidiaries		
	Godrej Housing Finance Limited	73,302.89	-
	Godrej Finance Limited	6,585.53	-
ii)	Reimbursement of Cost		
	Godrej Housing Finance Limited	648.10	11.05



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE STANDALONE FINANCIAL STATEMENTS

Note 17: Fair Value Measurement

Refer note 1 sub note (g) and note 2 sub note (b) and (c) for accounting policy on Financial Instruments.

The fair value of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Accounting, classification and fair values

Carrying amounts and fair value of financial assets and financial liabilities, including their levels in the fair value hierarchy, are as follows.

As at March 31, 2022

(Amount Rs. in Lakh)

Particulars	Carrying Amount				Fair Value			
	FVTPL	FVTOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Non Current								
Investments	79,888.42	-	-	79,888.42	-	-	79,888.42	79,888.42
Other Financial Assets								
Current								
Cash and cash equivalents	-	-	66.08	66.08	-	-	-	-
	79,888.42	-	66.08	79,954.50	-	-	79,888.42	79,888.42
Financial liabilities								
Current								
Trade payables	-	-	3.66	3.66	-	-	-	-
	-	-	3.66	3.66	-	-	-	-

As at March 31, 2021

(Amount Rs. in Lakh)

Particulars	Carrying Amount				Fair Value			
	FVTPL	FVTOCI	Amortised cost	Total	Level 1	Level 2	Level 3	Total
Financial assets								
Current								
Cash and cash equivalents	-	-	2.44	2.44	-	-	-	-
	-	-	2.44	2.44	-	-	-	-
Financial liabilities								
Current								
Trade payables	-	-	12.02	12.02	-	-	-	-
	-	-	12.02	12.02	-	-	-	-

The fair value of cash and cash equivalents, other bank balances, other financial liabilities approximate their carrying value largely due to short term maturities of these instruments.



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE STANDALONE FINANCIAL STATEMENTS

Note 18: Financial Risk Management

(a) Financial risk Management objectives and policies

The Company's business activities are exposed to a variety of financial risks, namely Credit risk, Liquidity risk, Currency risk, Interest risk. The Company's Board of Directors has the overall responsibility for establishing and governing the Company's risk management framework.

The Board of Directors has an overall responsibility for the establishment and oversight of the Company's risk management framework. Risk management is integral to the whole business of the Company. The Company has a system of controls in place to create an acceptable balance between the cost of risks occurring and the cost of managing the risks.

The management continually monitors the Company's risk management process to ensure that an appropriate balance between risk and control is achieved.

(b) Credit risk

Credit risk is the potential financial loss resulting from the failure of a party to settle its financial and contractual obligations to the Company as and when they fall due. The Company's credit risk is primarily attributable to cash and cash equivalents. The financial assets represent cash and cash equivalents. Bank accounts are maintained / carried out with Banks having high credit ratings.

(c) Liquidity risk

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

Management monitors rolling forecasts of the Company's liquidity position on the basis of expected cash flows. This monitoring includes financial ratios and takes into account the accessibility of cash and cash equivalents.

Maturity profile of financial liabilities

The following are the contractual maturities of financial liabilities:

Particulars	(Amount Rs. in lakhs)			
	Carrying Amount	Total	Within 1 year	Within 2-5 years
As at March 31, 2022				
Trade payables	3.66	3.66	3.66	-
Total	3.66	3.66	3.66	-
As at March 31, 2021				
Trade payables	12.02	12.02	12.02	-
Total	12.02	12.02	12.02	-

(d) Market risk

Market risk is the risk that changes in market prices, such as interest rates and foreign currency will affect the Company's income. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return on risk

Interest rate risk

The Company has no exposure to changes in interest rate as it has no interest-bearing financial instruments with variable interest rates.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company has no exposure to significant foreign currency risk as it has no financial assets and liabilities in foreign currency.

Note 19: Capital management

The primary objective of the Company's capital management is to ensure that it maintains healthy capital ratios in order to support its business and maximizes Company's value.

The Company manages its capital structure and adjusts it, in light of changes in economic conditions. No changes were made in the objectives, policies or processes during the year ended 31 March 2022 and for period ended 31 March 2021.

The Company's net debt to adjusted equity ratio at the reporting date was as follows:

Particulars	(Amount Rs. in Lakh)	
	As at March 31, 2022	As at March 31, 2021
Total Liabilities	3.85	12.07
Less: Cash and cash equivalents	(66.08)	(2.44)
Net debt	(62.24)	9.63
Total equity	80,071.32	(9.53)
Net debt to adjusted equity ratio	(0.00)	(1.01)

There were no changes in the Company's approach to capital management during the year. The Company is not subject to externally imposed capital requirements.



Godrej Capital Limited (formerly known as Pyxis Holdings Limited)
NOTES TO THE STANDALONE FINANCIAL STATEMENTS

Note: 20 Disclosure of Ratios

Particulars	Formulas	For the Year Ended March 31, 2022	For the Year Ended March 31, 2021
Current ratio	= Current Assets /Current liabilities	17.18	0.20
Debt Equity ratio	= Total Debt / Shareholders' Equity	NA	NA
Debt service coverage ratio	= Annual Net Operating Income / Total Debt Service	NA	NA
Return on equity ratio	= Net Income/ Shareholder's Equity	(0.01)	1.32
Inventory Turnover ratio	= Cost of goods sold/Average Inventory	N/A	N/A
Trade payables turnover ratio	= Net Credit Purchases / Average Accounts Payable	N/A	N/A
Net profit ratio	= Net Profit/Net Sales	(15.67)	-
Return on capital employed	= EBIT/(Total Assets- Current Liabilities)	(0.01)	1.32

Note 21: Disclosure under Rule 11(e)(ii)

(Amount in lakhs)

Name of Entity	Date	Amount of fund advanced/ invested	Relationship	CIN	Registered Address
Godrej Housing Finance Limited	24-Aug-21	40,590.00	Subsidiary	U65100MH2018PLC315359	GODREJ ONE, PIROJSHANAGAR, EASTERN EXPRESS HIGHWAY, VIKHROLI (EAST) MUMBAI 400079
	31-Aug-21	6,000.00			
	15-Sep-21	18,700.00			
	31-Mar-22	8,012.89			
Godrej Finance Limited	24-Aug-21	573.30	Subsidiary	U67120MH1992PLC065457	GODREJ ONE, PIROJSHANAGAR, EASTERN EXPRESS HIGHWAY, VIKHROLI (EAST) MUMBAI 400079
	30-Dec-21	4,009.00			
	31-Mar-22	2,003.22			



GODREJ CAPITAL LIMITED (Formerly known as Pyxis Holdings Limited)
NOTES TO THE STANDALONE FINANCIAL STATEMENTS

Note 22: Corporate Social Responsibility

Contribution required to be made as per the provisions of Section 135 of the Companies Act, 2013 is NIL for the current year and previous period.

Note 23: Other statutory information

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property
- (ii) The Company does not have any transactions with companies struck off
- (iii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year
- (iv) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) 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
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- (v) The Company has not entered into any such transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

Note 24: General

Information with regards to other matters specified in Schedule III to Companies Act, 2013 is either NIL or not applicable to the Company for the year.

For & on behalf of the Board of Directors



Manish Shah
Managing Director and CEO
DIN: 06422627
Date: May 16, 2022
Place: Mumbai



Piyusha Adi Godrej
Non executive Chairman
DIN: 00432983

