

# 27<sup>th</sup> Annual Report

2019-2020



**MABEN NIDHI LTD**

**A MANAPPURAM GROUP ENTERPRISE**



# **MABEN NIDHI LIMITED**

**ANNUAL REPORT 2019 - 2020**






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## MABEN NIDHI LIMITED



### MABEN NIDHI LIMITED

#### Profile of Directors

1.	 <p><b>Dr.CA. Santha Kumar. K</b> (Chairman)</p>	<p>Dr. CA. Santha Kumar. K is Fellow member of the Institute of Chartered Accountants of India (ICAI) and member of The Institute of Internal Auditors, Florida, USA and a member of Information Systems Audit and Control Association, USA. He holds degree in Law, MBA in Finance and a Doctorate in Taxation. Presently, he is the Senior Partner of the Firm SKV &amp; Associates with offices at Cochin &amp; Thrissur. The firm is undertaking audit and tax consultancy for various companies, firms, societies, both under private and public sectors. He was the president of Thrissur Management Association and senior VP of ASSOCHAM, President of All India Professionals' Congress, Thrissur District and on the Board of Directors of Indo-American Chamber of Commerce. He has presented several papers on taxation, finance, IT, Company Law and Management and has published several articles on such subjects at various forums. He is a visiting faculty to various institutions, both within and outside India</p>
2.	 <p><b>Mrs. Jyothy Prasannan</b> (Managing Director)</p>	<p>Mrs. Jyothy Prasannan holds Masters Degree in Science and joined the Company on 1<sup>st</sup> August, 2015 as Managing Director. From April 2002 to October 2008, she was one of the Directors of M/s Manappuram Finance Ltd. From October 2002 to May 2003 she held the post of Managing Director of M/s Maben Nidhi Limited. Her immediate previous assignment was with M/s Manappuram Asset Finance as Managing Director from November, 2007 to July, 2015. She has more than 15 years of rich experience and wide range of knowledge in managing the NBFC's. She is also in the Director Board of eight reputed organisations.</p>
3.	 <p><b>Adv. Venugopalan K.S</b></p>	<p>Adv. Venugopalan K.S is a member of Bar Association Thrissur and one of the prominent lawyers in Kerala. He started his career as an employee in The Nedungadi Bank Ltd. He has significant professional expertise and rich experience across a wide spectrum of functional areas such as Corporate Laws, Finance, Banking and Labour Laws etc.</p>





4.	 <b>Mr. Remesh Kumar. K</b>	Mr..Remesh Kumar Kuruppath holds Bachelors' degree in Technology (Electronics & Communication Engineering)from College of Engineering, Trivandrum, Master of Technology in Computer Engineering from Indian Institute of Technology, Kharagpur and Master of Business Administration, Marketing & Finance from University of California,USA. Mr. Remesh Kumar started his career with Tata Consultancy Services in Pune as an Assistant Systems Analyst. Thereafter, he worked as a Systems Analyst, Online Resources, in Orlando, Florida, USA and as a Senior Software Engineer, in DST Output in California, USA. Presently, he is Director of Netvarth Technologies Pvt Ltd and Jeldee Soft Pvt. Ltd in Kerala.
5	 <b>Mr. V.S. Prasannan</b>	Mr.VS.Prsannan, Civil Engineer by profession, has served Central Public Works Department for more than 36 years at various locations throughout the country and Nepal. He was the Managing Director of the company from 01 <sup>st</sup> April 2012 and resigned on 22nd July, 2015. The 26 <sup>th</sup> Annual General Meeting held on 28 <sup>th</sup> September 2019 again elected Mr.V.S. Prasannan as a Director of the Company for a period of five years. Presently he is also the Managing Director of Manappuram Asset finance Limited. He has an extensive experience in financial service industry especially in Non Banking Financial Companies (NBFCs).



## MABEN NIDHI LIMITED

**MABEN NIDHI LIMITED**  
**REGD. OFFICE : FIRST FLOOR, JP MART, NEAR HIGH SCHOOL**  
**JUNCTION, VALAPAD, THRISSUR - 680567, CIN: U65991KL1993PLC007584**  
**PH: 9497490005, EMAIL: mail@maben.in, WEBSITE: www.maben.in**

### NOTICE TO THE MEMBERS

Notice is hereby given that the 27<sup>th</sup> Annual General Meeting of the Members of **Maben Nidhi Limited** will be held on Tuesday, 29<sup>th</sup> September 2020 at 11.00 A.M. through Video Conferencing/other Audio Visual Means to transact the following business:

#### ORDINARY BUSINESS :

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31<sup>st</sup> March 2020 together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Shri. Remesh Kumar Kuruppath (DIN: 01789719), who retires by rotation and being eligible, offers himself for re-appointment.

#### SPECIAL BUSINESS :

3. **Re-Appointment of Smt. Jyothy Prasannan (DIN:00044371) as Managing Director of the Company for a period of five years.**

To consider and if thought fit to pass with or without modification the following resolution as a Special Resolution:

**“RESOLVED** THAT subject to the provisions of Section 196, 197 and 203, and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Schedule V thereto, consent of the Company be and is hereby given for the appointment of Smt. Jyothy Prasannan as Managing Director (Whole Time Key Managerial Personnel) of the company for a period of five years with effect from 1<sup>st</sup> August 2020 on the following terms and conditions which was duly approved by the Board of Directors of the Company on the basis of recommendation made by the Nomination and Remuneration Committee, be and is hereby approved and ratified.

Salary Rs.2, 50,000/- per month with an annual increment of 10%.

Dearness Allowance/Leave encashment: As per the rules of the Company.

Other Benefits/Reimbursement: Provident Fund, Superannuation, Gratuity, Bonus etc. as per rules of the Company.

Perquisites: In addition to salary she shall be entitled to perquisites and allowances like HRA, medical reimbursement, travelling allowances, and other payments in the nature of perquisites and allowances as agreed to by the Board of Directors, subject to overall ceiling of remuneration stipulated in sections 2(78) and applicable provisions of the Act;



## MABEN NIDHI LIMITED

Commission: Not exceeding 1% of net profits of the Company calculated as per the provisions of Section 197 and 198 of the Companies Act 2013;  
The quantum whereof to be determined by the Board of Directors subject to norms framed by the Board.

RESOLVED FURTHER THAT in the event of loss, absence or inadequacy of profits in any financial year, the remuneration aforesaid shall be fixed after taking such necessary approvals required under the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rule 2014 and Schedule V thereto.

RESOLVED FURTHER THAT Board of Directors of the Company and the Company Secretary of the Company be and are hereby severally authorized to take all actions and do all such acts, deeds, matters and things as may be necessary or desirable in connection with or incidental to give effect to the above resolution.”

#### **4. Commission to Independent Directors.**

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

**“RESOLVED THAT** pursuant to applicable provisions of Companies Act 2013, the consent of the Company be and is hereby accorded its approval for the payment of Rs.5,00,000/- (Rupees five lakh only) as commission to each Independent Director of the company, for the financial year 2019-20.”

**RESOLVED FURTHER THAT** Board of Directors of the Company and the Company Secretary of the Company be and are hereby severally authorized to take all actions and do all such acts, deeds, matters and things as may be necessary or desirable in connection with or incidental to give effect to the above resolution.”

**For and on behalf of the Board**

**Place : Valapad  
Date : 30.07.2020**

Sd/-  
**Anoop.P**  
Company Secretary



**NOTES:**

- a) Pursuant to the General Circular numbers 14/2020, 17/2020, 20/2020 issued by the Ministry of Corporate Affairs (MCA), Nidhi companies which have on its record the email address of at least half of its total members who hold shares of more than one thousand rupees in face value or more than one percent of the paid-up share capital whichever is less, are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.
- b) Since the AGM is being held through VC in accordance with the Circulars issued by MCA, the facility for appointment of proxies by the members will not be available.
- c) Explanatory statements pursuant to Section 102(1) of the Companies Act, 2013 in respect of Item No.3 to 4 are annexed hereto and forms part of this notice.
- d) Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per section 103 of the Companies Act, 2013 ("the Act").
- e) Since the AGM is held through VC, the route map, proxy form and attendance slip are not attached to this Notice.
- f) The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. September 29, 2020. Members seeking such inspection can send an email to 'cs@maben.in'.
- g) Members can join the AGM in the VC mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC will be made available to at least 500 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis. The members as on 25/09/20 shall be eligible for voting.
- h) During the meeting held through VC or OAVM facility, where a poll on any item is required, the members shall cast their vote on the resolutions only by sending emails through their email address which are registered with the company. The said email shall only be sent to 'agmvoting@maben.in' during the meeting i.e. 29<sup>th</sup> September 2020. No advance voting is permitted. The board has appointed CA.Manikandan, Chartered Accountant, Chalakkudy, and Thrissur as scrutinizer to scrutinize the voting in a fair and transparent manner.





- i) No member shall exercise voting rights on poll in excess of five per cent. of total voting rights of equity shareholders
- j) Members, who require any clarifications regarding the AGM held through VC or voting, login details etc. may contact [agmhelpdesk@maben.in](mailto:agmhelpdesk@maben.in) or call to 9497490005.
- k) The Notice of the 27<sup>th</sup> Annual General Meeting along with Annual Report 2019 20 and ballot paper are available on the website of the Company, “[www.maben.in](http://www.maben.in)” and also at all Branch offices of the Company. The financial statements with enclosures are affixed at the notice board of the Company. In compliance with the Circulars, the Annual Report 2019-20 (Audited Financial statement, Board Report, Audit Report and other documents) the Notice of the 27<sup>th</sup> AGM, along with ballot paper for voting are being sent only through electronic mode to those members whose email addresses are registered with the Company. Members who require physical copy of the same may please approach our Branches or write/mail to us at ‘[acs@maben.in](mailto:acs@maben.in)’.
- l) Members are requested to intimate changes if any, in the registered address or contact details to the Company.
- m) Members who would like to ask questions on Accounts are requested to send their questions to ‘[acs@maben.in](mailto:acs@maben.in)’ at least 3 days before the Annual General Meeting to enable the Company to prepare replies to such questions.
- n) **A. INSTRUCTIONS FOR MEMBERS ATTENDING THE AGM THROUGH VC-**
  - 1. Members may access the facility to attend the AGM through VC/OAVM through the company’s website [www.maben.in](http://www.maben.in) under 27<sup>th</sup> Annual General Meeting, members can participate through the link which is displayed in the website.
  - 2. Members are encouraged to join the Meeting through Laptops / IPads for better experience. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
  - 3. Please note that participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable WiFi or LAN Connection to mitigate any kind of aforesaid glitches.
  - 4. Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 3 days prior to meeting mentioning their name, folio number, email id, mobile number at ‘[cs@maben.in](mailto:cs@maben.in)’. The Company reserves the right to limit the number of Members asking questions depending on the availability of time at the AGM. The shareholders who do not wish to speak during the



AGM but have queries may send their queries in advance 3 days prior to meeting mentioning their name, folio number, email id, mobile number at [cs@maben.in](mailto:cs@maben.in). These queries will be replied to by the company suitably by email. Those members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

**B. INSTRUCTIONS FOR MEMBERS FOR VOTING DURING THE AGM ARE AS UNDER:-**

1. During the meeting where a poll on any item is required, the members shall cast their vote on the resolution/s only by sending emails through their email address which are registered with the company. The said email shall only be sent to 'agmvoting@maben.in' during the meeting.
  2. The members have an option to download the ballot paper from the website of the company [www.maben.in](http://www.maben.in)- under 27<sup>th</sup> Annual general Meeting, login by using the folio number or email ID and Mobile number. Four resolutions are included in the ballot paper, after casting the vote the ballot paper shall be sent to 'agmvoting@maben.in' from their registered email address.
  3. No advance voting is permitted. The ballot paper can be used only during the meeting.
- o) The confidentiality of the password and other privacy issues associated with designated e-mail address shall be strictly maintained by the company. Due safeguards with regard to authenticity of e-mail addresses and other details of members shall also be taken by the Company.
- p) Multiple Folios - Any member holding more than one folio for the same set of names, may please immediately intimate the Registered Office so that his/ her holding can be consolidated into one folio.

**Explanatory Statement Pursuant to Section 102(1) of the Companies Act, 2013**

**Item No.2**

Item No 2 being an ordinary business, Explanatory Statement is not required as per the provisions of the Act. However, the following is provided for the information of the members:

Appointment / Re-appointment of Director U/S. 152 of the Companies Act 2013:

At the ensuing Annual General Meeting Sri. Remesh Kumar Kuruppath (DIN: 01789719) retire by rotation and being eligible, offers himself for re-appointment. Sri. Remesh Kumar Kuruppath aged 56 years (DOB. 1/02/1964) holds Bachelor degree of Technology, Electronics & Communication Engineering from College of Engineering Trivandrum, Master of Technology in Computer Engineering from Indian Institute of Technology, Kharagpur and Master of Business Administration, Marketing & Finance from University of California, Davis and he started his career with Tata Consultancy Services in Pune as an Assistant Systems Analyst, where he continued for 4 years.



Thereafter he had been working as a Systems Analyst, Online Resources, in Orlando, Florida, USA for a period of 1 year and Senior Software Engineer, in DST Output in California, USA for a period of 17 years. Presently he is Director of Jaldee Soft Pvt Limited and Netvarth Technologies Pvt Ltd in Kerala. Sri.Remesh Kumar Kuruppath joined the company on 25/09/17 as Non Executive Director and holds 20 equity shares of Rs.10/- each of the Company. During the financial year he attended 6 Board Meetings and drawn rupees nineteen thousand as sitting fee from the Company.

None of the Directors, Key Managerial Personnel or their relatives are in anyway concerned or interested in the said resolution.

**Item No.3.**

The Board of Directors of the Company in its meeting held on 20<sup>th</sup> July, 2015 appointed Smt. Jyothy Prasannan, (DIN: 00044371) aged 63 years (DOB: 25/05/1957) as Managing Director of the Company w.e.f. 1<sup>st</sup> August 2015 for a period of five years. She has significant expertise and rich experience across a wide spectrum of functional areas such as Finance, Banking, Administration and Company Affairs. In the past she had been the Managing Director of Manappuram Asset Finance Ltd. (from November 2007 to July 2015). She has been holding directorship in various companies such as, Manappuram Jewellers Limited, Manappuram Chits Fund Company Private Limited, Manappuram Chits (Karnataka) Private Limited, Manappuram Chits(India)Limited, and Manappuram Insurance Brokers Private Limited. She has more than 15 years of rich experience and wide range of knowledge in managing the affairs of NBFC's. She holds Masters Degree in Science and Bachelors Degree in Education. She holds 4000 equity shares of Rs.10/- each fully paid-up in the Company (0.01% of share holding). During the financial year she attended six Board Meetings of the Company.

Smt. Jyothy prasannan is a Member of Audit Committee, Stakeholders' Relationship Committee, Share Allotment Committee, Corporate Social Responsibility Committee and Nomination and Remuneration Committee of the Company. And she also a member of Corporate Social Responsibility Committee of Manappuram Insurance Brokers Private Limited.

The members of the company at their 26<sup>th</sup> Annual general meeting had revised the terms and conditions in remuneration of Smt.Jyothy Prasannan such as - Salary not exceeding Rs. 2,50,000/- per month with an annual increment of 10%. Dearness Allowance/Leave encashment: As per the rules of the Company. Other Benefits/Reimbursement: Provident Fund, Superannuation, Gratuity, and Reimbursement of Medical expense as per rules of the Company. Commission: Not exceeding 1% of net profits of the Company calculated as per the provisions of Section 197 and 198 of the Companies Act 2013, the quantum whereof to be determined by the Board of Directors subject to norms framed by the Board. In the event of loss, absence or inadequacy of profits in any financial year, the remuneration aforesaid shall be fixed after taking such necessary approval as required under the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rule 2014 and Schedule V thereto. During the FY 2019-20 she had drawn 32.23Lakh including commission from the company.



The Nomination and Remuneration Committee, recommended and the Board of Directors in its meeting held on 30<sup>th</sup> July 2020, reappointed Smt. Jyothy Prasannan as Managing Director (Whole Time key Managerial Personnel) of the company further period of five years with effect from 1<sup>st</sup> August 2020 subject to the approval of members in ensuing Annual General Meeting on the following terms and conditions mentioned below,

Salary Rs.2, 50,000/- per month with an annual increment of 10%.

Dearness Allowance/Leave encashment: As per the rules of the Company.

Other Benefits/Reimbursement: Provident Fund, Superannuation, Gratuity, Bonus etc. as per rules of the Company.

Perquisites: In addition to salary she shall be entitled to perquisites and allowances like HRA, medical reimbursement, travelling allowances, and other payments in the nature of perquisites and allowances as agreed to by the Board of Directors, subject to overall ceiling of remuneration stipulated in sections 2(78) and applicable provisions of the Act;

Commission: Not exceeding 1% of net profits of the Company calculated as per the provisions of Section 197 and 198 of the Companies Act 2013;

The quantum whereof to be determined by the Board of Directors subject to norms framed by the Board. In the event of loss, absence or inadequacy of profits in any financial year, the remuneration aforesaid shall be fixed after taking such necessary approval as required under the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rule 2014 and Schedule V thereto.

Provisions of Sections 196, 197 and 203 of the Companies Act 2013 and rules made thereunder mandate that a Managing Director shall be appointed and the terms and conditions of such appointment and remuneration payable be approved by the Board of Directors at a meeting which shall be subject to approval by a resolution at the next General Meeting of the Company. Accordingly, Board intends to seek approval/ ratification of shareholders to the appointment of Smt. Jyothy Prasannan as Managing Director of the Company for a period of five years with effect from 01<sup>st</sup> August 2020 and hence the resolution at item No.3 of the notice is proposed for approval by shareholders.

Directors recommend item at serial number 3 of the notice to be passed as a special resolution.

Smt. Jyothy Prasannan Director be deemed to be concerned or interested in the resolution to the extent of remuneration paid/payable under the resolution.

None of the Directors except Smt. Jyothy Prasannan is concerned or interested in the resolution.

#### **Item No. 4**

The Nomination and Remuneration Committee meeting held on 16<sup>th</sup> July 2020 had recommended to the Board and the Board of Directors in its meeting held on 30<sup>th</sup> July 2020, have recommended for the approval of members for the payment of Rs.5,00,000/- (Rupees five lakh only), as commission to each Independent Director of the company, ie. Dr.Santha Kumar.K and Adv. Venugopalan K.S, for the financial year 2019-20.





## **MABEN NIDHI LIMITED**

Except Dr. Santha Kumar K and Adv.Venugopalan K.S , none of the other Directors or the Key Managerial Personnel of the Company including their relatives is in any way concerned or interested in the said resolution.

The Board commends the Special Resolution set out at Item no. 4 for the approval of Members.

**Place : Valapad**  
**Date : 30.07.2020**

**For and on behalf of the Board**

Sd/-  
**Anoop.P**  
Company Secretary



# MABEN NIDHI LIMITED

Form No.MGT-12

Polling Paper

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

Name of the Company: <b>Maben Nidhi Limited</b>		
Reg.off : First floor, JP Mart, Valapad, Thrissur-680567,		
CIN: U65991KL1993PLC007584,		
Ph: 9497490005, email: mail@maben.in, Website: www.maben.in		
<b>BALLOT PAPER - 27<sup>th</sup> AGM</b>		
Sl.No	Particulars	Details
1	Name of the Member	
2	Address	
3	Reg. Folio.No /Client ID	
4	Class of shares	Equity Shares
5	No. of shares held by me	

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

Resolution No.	Resolution Description	I assent to the Resolution	I dissent from the Resolution
<b>Ordinary Business :-</b>			
1.	<u>Ordinary Resolution</u> To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31 <sup>st</sup> March 2020 together with the Reports of the Board of Directors and the Auditors thereon.		
2.	<u>Ordinary Resolution</u> To appoint a Director in place of Shri. Remesh Kumar Kuruppath (DIN: 01789719), who retires by rotation and being eligible, offers himself for re-appointment		
<b>Special Business :</b>			
3.	<u>Special Resolution</u> Re-Appointment of Smt. Jyothy Prasannan (DIN:00044371) as Managing Director of the Company for a period of 5 years.		



## MABEN NIDHI LIMITED

4.	<u>Special Resolution</u> Commission to Independent Directors		
<p>Place : Valapad</p> <p>Date: 29<sup>th</sup> September 2020</p> <p>Signature</p>			

\*Please put a **tick mark (✓)** in the appropriate column against the item No./ resolution(s) Indicated above.



**DIRECTOR'S REPORT**

Dear Members,

Your Directors take pleasure in presenting the 27<sup>th</sup> Annual Report of the Company together with the Audited Balance Sheet and statement of Profit and Loss and the report of the Auditors for the financial year ended March 31<sup>st</sup>, 2020.

1. Business in Abnormal Times

Epidemics and pandemics have ravaged humanity since its very existence, often changing the course of history and at times, signalling the end of entire civilisation. Many may refer to COVID-19 as a Black Swan event; however, the truth is that the risk of a pandemic was always there. Years of abuse and non-sustainable consumption has ravaged nature. The COVID-19 crisis is a societal crisis threatening lives and the wellbeing of our society with a potential to fundamentally reshape the world. It has so far affected nearly 10 million people and the number of people who have died is approaching the half a million mark. In India, we have crossed the half a million mark in number of cases and more than fifteen thousand people have already died. The economic fallout of this crisis is inevitable. With more than 90% of the World's GDP in lockdown at some time or the other in the last few months, this is having a far-reaching impact on world economy. The International Monetary Fund pegs the cumulative output loss over 2020 and 2021 from the pandemic crisis at around \$ 9 trillion. The economic activities slowed down and reached an almost grinding halt. The slowdown in the wheels of the economy could lead to a financial crisis in several parts of the world. While some will be able to raise funding or latch on to the lifeline sent by the governments, many businesses will stare at ruin. Investors will hesitate and look for robust Balance Sheets, resilient leadership, and hardy institutions. The impact will vary from country to country and from sector to sector with some seeing a relatively quick rebound whereas many others will feel a sustained loss of output.

At the end of the financial year under review, COVID-19 spread across the world resulting in a global crisis. Almost all the countries in the world were affected, infecting millions of people. India also started to see the impact by March 2020 with a rising number of people getting infected across the country. In order to enforce social distancing to contain the spread of the disease, the lockdown was imposed across the country which affected various business segments in manufacturing and service sectors. The Government of India and the Reserve Bank of India (RBI) had announced several measures to contain the adverse economic impact on business caused by this pandemic.

Your Company has taken multiple measures to ensure a safe environment for its employees and customers such as:

- Regular sanitisation of the branches, currency notes, temperature check at premises.





- Distribution of Hand Sanitizers for branch outlets.
- Maintaining social distancing norms through effective floor management.
- Touching base with all existing customers and enquiring about their well-being.
- Adopting new digital initiatives.
- Community outreach initiatives.

As far as economic policies are concerned, the RBI announced on March 27, 2020 and April 17, 2020, 'COVID-19 Regulatory Package' on asset classification and provisioning. In terms of the RBI guidelines, the lending institutions have been permitted to grant a moratorium of three months on payment of all instalments/interest as applicable, falling due between March 01, 2020 and May 31, 2020, which was further extended by another 3 months to August 31, 2020 (moratorium period). In this regard, a Board approved policy has been implemented by your Company.

## 2. Financial Results

As you all know, in India, a nation-wide lockdown came into effect from 25 March 2020 to combat the spread of COVID-19. Consequently, your Company generated no business in the last seven days of the financial year — a time that usually generates a sharp upturn in revenues. Despite this, I am happy to inform you that your Company has done very well for FY 2019 - 20. The key results are given below:

Sl. No.	Description	Year ended March 31 <sup>st</sup> , 2020 (in Rs.)	Year ended March 31 <sup>st</sup> , 2019 (in Rs.)
1	Income from Operations	61,32,12,852	46,83,70,731
2	Total Expenditure	44,23,95,511	31,78,59,408
3	Profit Before Tax	17,08,17,341	15,05,11,323
4	Tax expense	4,21,93,786	4,39,54,959
5	Profit After Tax	12,86,23,555	10,65,56,364
6	Earnings Per Share	2.58	2.14
	· Basic & Diluted	2.58	2.14



### 3. Financial Performance and State of Affairs

Financial year 2019-20 is a successful and important year for the Company. The Company recorded revenue of Rs.61.32 crore and expenditure of Rs.44.23 crore as against Rs.46.83 crore revenue and Rs.31.78 crore expenditure during the previous year. The Profit before Tax is Rs.17.08 crore as against Rs.15.05 crore during the previous year. After considering tax expense of Rs.4.21 crore, profit for the year stands at Rs. 12.86 crore against Rs.10.65 crore of the previous year.

No material changes and commitments have occurred after the close of the year till the date of this report, affecting the financial position of the Company.

### 4. Meetings of the Board

The Board met six times in the last financial year 2019-20, on 27<sup>th</sup> May 2019, 25<sup>th</sup> July 2019, 18<sup>th</sup> September 2019, 15<sup>th</sup> November 2019, 14<sup>th</sup> January 2020 and 10<sup>th</sup> March 2020.

### 5. Capital and Reserves

During the year 2019-20, the Company has allotted 24944343 Equity Shares (including Bonus shares) of Rs.10/- each. Consecutively the paid-up equity share capital of the Company as on 31<sup>st</sup> March 2020 stood at Rs. 49.86 crore. During the financial year an amount of Rs.12.86 crore was transferred to reserve. The Reserves and surplus of the Company as on 31<sup>st</sup> March 2020 is Rs. 17.68 crore.

### 6. Establishing New Branches

In the year under review, your Company has opened two new branches with the approval of Ministry of Corporate Affairs. The branches are opened are on Municipal Bus stand Road Thrissur and at Mullakkal in Alappuzha district.

Your company further plans to establish more branches in different places for the benefit of members residing at such places. This will make access easy to the residence of respective localities for services of our Company. Approval for establishing such branches has been obtained from Ministry of Corporate Affairs, vide letter dated 28<sup>th</sup> October 2013 F.No:2/K 11485/12.



#### 7. Changes in the provisioning norms for Assets

Your company has been following the statutory provisioning as per Nidhi Rules 2014. To detect early signs of NPAs, and to take effective steps, based on the recommendations of Audit Committee, your Board had adopted new provisioning norms for assets during the financial year 2016-17 which is more stringent than the provisioning norms under Nidhi Rules 2014.

The books of accounts are prepared in adherence with the new provisioning norms. By adopting new provisioning norms, profit for the year stands reduced by Rs 2.60 Crore at Rs.12.86 when compared with the Minimum percentage provisioning norms as specified in the Nidhi Rules 2014 when the profit would have been Rs. 15.46.Crore.

#### 8. Business Segment

Consistent with its past performance, your Company has achieved healthy growth across various operating and financial parameters in the last financial year. This performance reflects the strength and diversity of three primary businesses namely, Deposit mobilisation, Granting gold and Mortgage Loans.

#### 9. Business Milieu and Prospects

Your Company has performed reasonably well during the year. The issue is how your Company will fare in FY 20-21 under the shadow of COVID-19. Your Company's Senior Management has prepared different scenarios, and contingency plans under each such alternative. There is no doubt that business will be difficult in the first half of the year - especially so in the first quarter with April, 2020, being fully under lockdown. However, your Management believes that things may pick up in the second half. In any event, it has sufficient surplus liquidity to deal with the crisis.

Your Senior Management is using this grave situation to cut operational costs wherever possible, while simultaneously improving efficiency and the IT infrastructure for even faster delivery.

Growing organisations tend to build up costs. It needs a jolt such as COVID-19 to examine these costs in great detail, and prune them wherever possible. This is what I understand your Company will do throughout FY 20-21. If these efforts are successful, the cost savings should counteract the downward pull of revenues in the first half of the financial year and the benefits of such cost savings will continue even as revenues improve.



(1) Loan Against Property

While the progress we have made in the business is encouraging, navigating through the fiscal has not been without challenges posed by the external environment. Our strategy had to quickly evolve to respond to changing dynamics in the marketplace, and our execution had to be elevated to a higher level of efficiency. We realized that in this task, the Management would be better supported through a more engaged and a fully aligned Board. Accordingly, as an adaptive measure, an increased spread, and a more efficient disbursal policy was adopted to meet the needs of prospective applicants. As on 31<sup>st</sup> March 2020 loans against property is Rs.23.77 crore as against Rs.18.51 crore as on 31<sup>st</sup> March, 2019.

(2) Loans Against Gold Jewellery

This offers members a reliable source of credit facility in times of need. In the absence of this product, members might be unable to access credit or alternatively might avail of credit at much higher rates in the form of unsecured loans from money lenders/pawn brokers. Gold loans provide an alternate source of funds by monetizing the household gold. Your Directors see better prospects and a comparative advantage for your Company as the Company can offer maximum LTV (i.e.80%) in compliance with the Nidhi Rules 2014. As on 31<sup>st</sup> March 2020 loan against Gold Jewellery is Rs.254.34 crore as against Rs.186.53 crore in the previous year 31<sup>st</sup> March, 2019.

Your Directors give much concern for increasing efficiency and enhancing credibility so as to improve customer satisfaction and thereby providing enhanced Customer delight.

10. Resources/ Deposits

Your Company is a Nidhi Company notified under Section 620A of the Companies Act, 1956 and accordingly accepts deposits viz. savings, recurring and fixed deposits as per the Nidhi Rules 2014. Deposits outstanding as on 31<sup>st</sup> March, 2020 amounts to Rs. 161.01 crore. The Company has not made any default in repayment of deposits or payment of interest during the year. The details regarding deposits as per rules is attached as notes 5, 7 & 9 of the financial statements.

11. Regulatory Compliance

Your Company has complied with all the regulatory provisions framed by the Ministry of Corporate Affairs Government of India, and the Reserve Bank of India so far it is applicable to it. The Company has also complied with the requirements of all notifications issued by the MCA.





12. Human Resources - most valuable of all assets

The Company had harmonious employee relations throughout the year and it will be the endeavour of your Company to continue to maintain an atmosphere of healthy inter-personal relationship. The Company has total employee strength of 362 as on 31<sup>st</sup> March 2020.

13. Conservation of Energy, Technology Absorption & Foreign Exchange earnings and outgo:-

The Company is engaged in the financial services / Nidhi business and therefore conservation of energy etc...have a limited application and hence do not have any information to be published regarding Technology Absorption. However, the company follows a practice of purchasing and using energy efficient electrical and electronic equipments and gadgets for its operations. Also there is no foreign exchange transaction causing foreign exchange earnings or outgo.

14. Directors' Responsibility Statement

To the best of their knowledge and belief and according to the information and explanations obtained by them your Directors make the following statements in terms of Section 134(3)(c) of the Act, that:-

- a) In the preparation of the Annual Accounts, the applicable Accounting Standards had been followed along with proper explanation relating to material departures.
- b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the statement of profit and loss of the Company for that period.
- c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) The Directors had prepared the Annual Accounts for the year 2019-20 on a 'going concern' basis.
- e) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.



15. Extract of Annual Return

Pursuant to section 92&134(3) of the Act and Rule 12 of the Companies (Management and Administration) Rule 2014, the extract of Annual Return in form MGT-9 is provided in Annexure 1 to this report and is also available on the Companies Website. [www.maben.in](http://www.maben.in).

16. Declaration from Independent Directors

The Company has received necessary declaration from each Independent Director of the Company as per Section 149(7) of the Companies Act, 2013 that the Independent Directors of the Company meet with the criteria of their Independence laid down in Section 149(6).

17. Policy on Board Composition and Compensation

The Board of Directors has adopted a policy on Directors appointment and remuneration for Directors, Key Managerial Personnel and other senior management team members as laid down by the Nomination and Remuneration Committee of the Board in compliance with the provisions of Sec.149 and 178 of the Companies Act 2013. The policy can be viewed at our website, -'[www.maben.in](http://www.maben.in)' and is also annexed to this report as Annexure – III.

18. Directors and Key Managerial Personnel, changes if any:

Sri. Remesh Kumar K Director, is to retire by rotation at the ensuing AGM pursuant to the provisions of Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and the Articles of Association of your Company and being eligible has offered himself for re-appointment.

Smt. Jyothy Prasannan had been appointed as Managing Director of the company for the period of five years from 1<sup>st</sup> August 2015. The meeting of the Board of the Directors held on 30<sup>th</sup> July 2020 re-appointed her as a Managing Director of the Company for further five years subject to the approval of members. As per the Companies Act 2013 and Nidhi Rules 2014 she is eligible to re-appointment for the term of 5 years subject to the approval of Members. Smt. Jyothy Prasannan has significant professional expertise and rich experience in Nidhi business. Your Directors consider her continuous service will be an added advantage to your Company.

During the financial year, the 26<sup>th</sup> AGM held on 28<sup>th</sup> September 2019 has appointed Shri. V.S Prasannan as a Non Executive Director of the Company.



In terms of Section 149 of the Companies Act 2013, Dr.CA.Santha Kumar and Adv.Venugopalan K.S are the independent Directors of the Company.

Smt. Jyothy Prasannan Managing Director, Shri.David Romy Jose P Chief Executive Officer, Shri. Anoop.P, Company Secretary, and Shri. Besto Joseph Chief Financial Officer are the Key Managerial Personnel of your Company in accordance with the provisions of Sections 2(51), 203 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Necessary resolutions for the above mentioned re-appointments have been placed in the notice convening the 27<sup>th</sup> Annual General Meeting. Your Board of Directors recommends the above appointment /reappointment.

There are no other change in Directors or Key Managerial Personnel during the financial year 2019-20.

#### 19. Corporate Social Responsibility

Manappuram Foundation, which is a Trust registered under the Indian Trust Act, 1882, has been appointed by the Company as the Agency for conducting CSR activities under the provisions of Section 135 of the Companies Act, 2013 in accordance with the CSR Policy of the Company. Manappuram Foundation has been successfully conducting CSR activities on behalf of the Company during the last six years.

During the financial year, the Company has contributed an amount of Rs. 20.79 Lakh (i.e. 2% of the average net profit of the Company for the previous three financial years) to Manappuram Foundation for conducting CSR activities, out of which, in 2019-20, an amount of Rs.17.05 Lakh have been spent for various CSR activities.

The Centre Government has notified that contributions to the PM CARES Fund will be considered as part of Corporate Social Responsibility (CSR) of companies. During the Financial year, the Company could not make any contributions to PM CARES Fund.

In addition, during the financial year an amount of Rs. 4, 06,800 was utilized towards the CSR Activities, which was transferred / brought forward from the financial year 2018-2019. The details of CSR activities are attached as Annexure-IV of the Directors Report.



## 20. Prevention of Sexual Harassment

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy on Prevention, Prohibition and Redressal of sexual harassment at workplace in line with the provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013 and the rules there under. Internal Complaints Committee (ICC) is in place for all works and officers of the Company to redress complaints received regarding sexual harassment. During the financial year the Company organized one workshop to create awareness on this topic. No complaint was received during the year.

## 21. Contract and agreements with related parties

All contracts/arrangements/transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. The approval of the Audit Committee was sought for all Related Party Transactions (RPTs) Under Section 188 of the Companies Act 2013. Certain transactions which were repetitive in nature were approved through omnibus route. There were no materials RPTs undertaken by the company during the year that require members Approval. All the transactions were in compliance with the applicable provisions of the Act. Your Directors draw attention of the members to Annexure-II (AOC-2) of the Directors Report and Note 23 of the financial statement which sets out related party disclosures.

## 22. Managerial Remuneration

As prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, there is no employee in the Company who draws a remuneration exceeding the amount prescribed. The particulars of top 10 employees as required under Rule 5(2) of the said Rule is given in Annexure-V

## 23. Credit Rating

CARE has reaffirmed/pronounced the long term rating for bank facilities /borrowings at - '(CARE) BBB'.

## 24. Statutory Auditors

M/s. Mohandas and associates, Chartered Accountants, Firm Reg. No. 02116S, Press Club Road Thrissur-1, have been appointed as Statutory Auditors of the company till the conclusion of 31<sup>st</sup> Annual General Meeting of the Company. M/s. Mohandas Associates is having a vast experience in the field of auditing with the team of highly qualified professionals. Pursuant to section 141 of the Act the Auditors have represented that they are not disqualified and continue to be eligible to act as the auditor of the Company. The requirement to place the matter relating



to appointment of auditors for ratification by members at every AGM has been done away with by the Companies Amendment Act 2017 with effect from May 2018. Accordingly, no resolution is being preceded for ratification of appointment of statutory auditors at the ensuing AGM. The statutory Auditors were present in the last AGM.

25. Internal Audit

Your Board appointed M/s. Manappuram Constructions and Consultants Limited as internal auditors of the Company. M/s. Manappuram Constructions and Consultants Limited regularly conducted internal audit and have submitted the internal audit report to the Audit Committee and the same has been forwarded to the Board of Directors of the Company with the audit committee's comments. The Company has an internal financial control system commensurate with the size of the Company and nature of business and no material weaknesses in the design or operation was observed by the Auditors.

26. Audit Committee

The Board has constituted an Audit Committee as required under Section 177 of the Companies Act 2013. The Committee has three members eminently qualified to handle accounts, finance, audit and legal matters. They are Dr. CA. Santha Kumar. K (Chairman), Adv. Venugopalan K.S, Independent Directors and Mrs. Jyothy Prasannan, Managing Director. The Company Secretary acts as Secretary of the Audit Committee. During the financial year, the Committee had met three times viz 25<sup>th</sup> July 2019, 15<sup>th</sup> November 2019 and 10<sup>th</sup> March 2020. All the recommendations made by the Audit Committee were accepted by the Board.

27. Whistle Blower Policy / Vigil Mechanism

Pursuant to provision of section 177 of the Act, the Company has adopted a Whistle Blower/ Vigil Mechanism Policy pursuant to which employees of the Company can raise their concerns relating to fraud, malpractice or any other activity or event which is against the interest of the Company. Details of complaints received and the action taken are reviewed by the Audit Committee. The functioning of the Whistle Blower mechanism is reviewed by the Audit Committee from time to time.

28. CSR Policy

The CSR policy indicating the activities to be undertaken by the Company has been formulated by the Board based on the recommendations of the Corporate Social Responsibility Committee. The CSR policy is published on the Company's Website.



### 29. Business Risk Management

The Company has a Risk Management Policy, wherein all material risks likely to be faced by the Company viz. Credit Risk, Operational Risk, Price and Interest Rate Risk, Strategic Risk, Financial Risk, Regulatory Risk, Liquidity Risk, IT and Legal Risk are identified and assessed. Risk management department is headed and managed by competent professionals for identification, assessment and managing/mitigating the risk. The main objective of this policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risk associated with the Business.

### 30. Internal Financial Control

Your Directors have laid down adequate system of internal control to safeguard its assets and protect them from loss, unauthorized use or disposition and such internal financial controls are adequate and are operating efficiently. All the transactions are properly authorized, recorded and reported to the Management.

### 31. Nomination and Remuneration Committee

The Nomination and Remuneration Committee is constituted to ensure that eminent and experienced persons are appointed as Directors and to determine the Company's policies on remuneration package for Directors and KMPs and other employees. The Committee is chaired by an Independent Director Adv. Venugopalan K.S. Dr. Santha Kumar K, Mrs. Jyothy Prasannan and Remesh Kumar K. are other members. The Committee had met on 20<sup>th</sup> July 2019.

### 32. CSR Committee

The CSR Committee constituted as per Section 135 of the Companies Act 2013, under the chairmanship of Adv. Venugopalan K.S, Dr.Santha Kumar K, and Mrs. Jyothy Prasannan as other members of the Committee. The CSR committee had met on 20<sup>th</sup> July, 2019 during the financial year 2019-20.

### 33. Stake Holders Relationship Committee

The Company has constituted Stakeholders Relationship Committee to monitor investor complaints/ grievances pertaining to non receipt of share certificate, dividend, annual report etc. The Stake Holders Relationship Committee consists of Dr. CA. Santha Kumar K as Chairman, Mr. Remesh kumar K and Mrs. Jyothy Prasannan as other members. The Committee had met one time during the year i.e. on 9<sup>th</sup> March, 2020.





34. Internal Complaints Committee

The Board held on 14<sup>th</sup> January 2020 had reconstituted the Internal Complaints Committee as per Section 4 of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013 with reputed Social Worker Adv. Cigi Gopan along with other members, Smt.Shelly Ekalavyan , Smt. Beena K.S and Ms.Shainamol P.K of the Company.

35. Operation Committee and Share Allotment Committee

The Operation Committee was constituted to authorize officers of the Company for opening and operating various bank accounts of the Company and to represent before Government, Judicial or Quasi-Judicial bodies, and other operational activities. The Committee had met five times during the financial year 2019-20 viz 6<sup>th</sup> April 2019, 5<sup>th</sup> August 2019, 18<sup>th</sup> September 2019, 15<sup>th</sup> November 2019, and 7<sup>th</sup> February 2020. The Share Allotment Committee consists of Smt. Jyothy Prasannan as Chairman, Mr. Venugopalan K.S and Mr.Remesh Kumar K as other members. The Committee meeting was held on 31<sup>st</sup> March 2020.The Board and Committee had allotted 249,443,43 Equity Shares (including Bonus Shares) during the financial year 2019-20.

36. Commission to Managing Director and Independent Directors.

Based on the performance evaluation of Independent Directors, and recommendation of Nomination and Remuneration Committee and Audit Committee, subject to the approval of the Members of the Company , the Board has approved the payment of Commission of Rs. 5,00,000 (Rupees five lakh) each to Dr. Santhakumar K, and Adv. Venugopalan K.S, the Independent Director of the Company.

Necessary resolution for the payment of Commission to Independence Directors has been placed in the notice convening the 27<sup>th</sup> Annual General Meeting. Your Board of directors recommends the same.

The Managing Director has also received Commission of Rs.2,00,000/- (Rupees two lakh only) which was recommended by the Nomination and Remuneration Committee based on the performance of the company for the financial year 2019-20.

37. Explanation on Statutory Auditors' Report

The Auditors M/S. Mohandas & Associates, Chartered Accountants have submitted the Audit Report along with certificate as per Rule 22 of Nidhi Rule 2014. The Auditors Report does not contain any qualifications, reservations or adverse remarks or disclaimers.



The notes and financial statements referred to in the audit report are self – explanatory and do not call for any further comments.

38. Acknowledgement

Your Directors place on record their deep appreciation to employees at all levels for their hard work, dedication and commitment. The enthusiasm and unstinting efforts of the employees have enabled the Company to remain an industry leader.

The Directors would like to express their sincere appreciation for the support and co-operation received especially from Members and well-wishers, Central & state Governments, Ministry of Corporate Affairs, Registrar of Companies, Reserve Bank of India, Government Departments and Banks during the year under review. The Board acknowledges your confidence and continued support and looks forward to receiving the same in future as well.

Finally I would like to mention that it has been a real privilege for me to serve you all as your Company's Chairman. I remain confident that the Board and all the employees will continue to work with dedication.

For and on behalf of the Board of Director

Valapad

30<sup>th</sup> July 2020

Sd/  
Dr. CA. Santha Kumar. K

Chairman



## MABEN NIDHI LIMITED

### ANNEXURE- I

#### Form No. MGT-9

#### EXTRACT OF ANNUAL RETURN

As on the Financial Year ended on 31<sup>st</sup> March, 2020  
[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

#### I. REGISTRATION AND OTHER DETAILS:

- i) CIN: U65991KL1993PLC007584
- ii) Registration Date: 20<sup>th</sup> December 1993
- iii) Name of the Company: Maben Nidhi Limited
- iv) Category / Sub-Category of the Company: Nidhi Company
- v) Address of the registered office and contact details: Maben Nidhi Limited.  
First Floor, JP Mart  
Near High School Junction,  
Valapad, Thrissur - 680567
- vi) Whether listed company : No
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any: - NA

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

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

Sl. No.	Name and Description of main Products/ Services	NIC Code of the Product/ Service	% total turnover of the Company
1.	Gold Loan	Gold Loan	90
2.	Loan against property	Loan against property	10

#### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES - NA

	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ASSOCIATE	% of shares held	Applicable



## MABEN NIDHI LIMITED

### IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

#### i) Category-wise Share Holding - NA

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during The year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
Individuals	-	2,49,15,946	2,49,15,946	100	-	4,98,60,289	4,98,60,289	100	100.1

#### (ii) Shareholding of Promoters-

Shareholder's Name	Shareholding at the beginning of the year.				Shareholding at the end of the year			
	Demat	Physical	Total No of Shares held	% of Total Shares	Demat	Physical	Total No.of shares held	% of Total shares
Mr.VP. Nandakumar	-	9960280	9960280	39.98	-	19920560	19920560	39.95
Mrs.Shelly Ekalavyan	-	2000	2000	0.01	-	4000	4000	0.01
Mrs.Jyothy Prasannan	-	2000	2000	0.01	-	4000	4000	0.01
Mrs.Sheela Amarsing	-	80	80	0.00	-	160	160	0.00
Mrs.Sushama Nandakumar	-	2096000	2096000	8.41	-	4192000	4192000	8.41
Mr.Suhas Nandan	-	1600000	1600000	6.42	-	3200000	3200000	6.42
Mr.Sooraj Nandan	-	524000	524000	2.10	-	1048000	1048000	2.10
Mrs.Sumitha Nandan	-	524000	524000	2.10	-	1048000	1048000	2.10

#### (iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.	Shareholders Name	Shareholding at the beginning of the year as on 01 <sup>st</sup> April 2019.		Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease	Cumulative Shareholding during the year 31 <sup>st</sup> March 2020.	
		No. of shares	% of total shares of the Company		No. of shares	% of total shares of the company.



## MABEN NIDHI LIMITED

1	Mr.V.P. Nandakumar	9960280	39.98	Bonus Issue 1:1, Share Alloutment Dt.: 15/11/2019	19920560	39.95
2	Mrs.Shelly Ekalavyan	2000	0.01	"	4000	0.01
3	Mrs. Jyothy Prasannan	2000	0.01	"	4000	0.01
4	Mrs.Sheela Amarsing	80	0.00	"	160	0.00
5	Mrs.Sushama Nandakumar	2096000	8.41	"	4192000	8.41
6	Mr.Suhas Nandan	1600000	6.42	"	3200000	6.42
7	Mr.Sooraj Nandan	524000	2.10	"	1048000	2.10
8	Mrs.Sumitha Nandan	524000	2.10	"	1048000	2.10

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

Sl. No.	Shareholders Name	Shareholding at the beginning of the year as on 01 <sup>st</sup> April 2019.		Date wise Increase/ Decrease in Shareholding during the year specifying the reasons for increase /decrease	Cumulative Shareholding during the year 31 <sup>st</sup> March 2020.	
		No. of shares	% of total shares of the Company		No. of shares	% of total shares of the company.
1	Mr.K.Govindan	4002	0.02	Bonus Issue 1:1, Share Alloutment Dt.: 15/11/2019	8004	0.02
2	Mr.I.Unnikrishnan	4000	0.02	"	8000	0.02
3	Mr.B.N Raveendra Babu	4000	0.02	"	8000	0.02
4	Mr.N.R Bahuleyan	4000	0.02	"	8000	0.02
5	Mr.P.Manomohanan	2000	0.01	"	4000	0.01
6	Dr.V.M.Manoharan	2000	0.01	"	4000	0.01



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8	Mr.C.V. Varghese	2000	0.01	“	4000	0.01
9	Mrs.Devi Deepkumar	2000	0.01	“	4000	0.01
10	Mr.V.S.Vyasababu	2000	0.01	“	4000	0.01

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

Sl. No.	Directors /KMP	Shareholding at the beginning of the year as on 01 <sup>st</sup> April 2019.		Date wise Increase/ Decrease in Directors & KMPs Shareholding during the year specifying the reasons for increase /decrease	Cumulative Shareholding during the year. 31 <sup>st</sup> March 2020.	
		No. of shares	% of total shares of the Company		No. of shares	% of total shares of the company.
1.	Dr.Santha Kumar K	2000	0.01	Bonus Issue 1:1, Share Alloutment Dt.: 15/11/2019	4000	0.01
2.	Mrs.Jyothy Prasannan	2000	0.01	“	4000	0.01
3.	Adv.Venugopalan K.S	2000	0.01	“	4000	0.01
4.	Mr.Ramesh Kumar	10	0.00	“	20	0.00
5.	Mr.V.S.Prasannan	2000	0.01	“	4000	0.01
6.	Mr.David Romy	2	0.00	“	4	0.00
7.	Mr. Anoop. P	20	0.00	“	40	0.00
8.	Mr.Besto Joseph	1	0.00	“	2	0.00

### **V.INDEBTEDNESS**

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

(in Rs.)

	Secured Loans excluding deposits	Unsecured	Deposits	Total
		Loans		Indebtedness
Indebtedness at the beginning of the financial year				
i)Prinipal Amount	82,19,23,412.00		94,11,95,840.00	176,31,19,252.00





## MABEN NIDHI LIMITED

ii)Interest due but not paid				
iii)Interest accrued but not due			2,25,56,365.00	2,25,56,365.00
<b>Total (i+ii+iii)</b>	82,19,23,412.00		96,37,52,205.00	178,56,75,617.00
Change in Indebtedness during the financial year				
· Addition	7,49,30,306		77,54,85,080.54	85,04,15,386.54
· Reduction	7,37,95,029		8,99,03,112.89	16,36,98,141.89
<b>Net Change</b>	11,35,277.00		68,55,81,967.65	68,67,17,244.65
Indebtedness at the end of the financial year				
i)Prinipal Amount	82,30,58,689		160,96,58,879.41	243,27,17,568.41
ii)Interest due but not paid			40,89,747.45	40,89,747.45
iii)Interest accrued but not due			3,55,85,545.48	3,55,85,545.48
<b>Total (i+ii+iii)</b>	<b>82,30,58,689</b>		<b>164,93,34,172.34</b>	<b>247,23,92,861.34</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(in lakh)

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		Mrs.Jyothy Prasannan (MD)	
1	Gross salary (a)Salary as per provisions contained in section17(1) of the Income-tax Act, 1961  (b)Value of perquisites u/s 17(2) Income-tax Act, 1961  (c)Profits in lieu of salary under section 17(3) Income-tax Act,1961	30.23  Nil  Nil	30.23  Nil  Nil
2	Stock Option	Nil	Nil
3	Sweat Equity	Nil	Nil
4	Commission - as % of profit - others, specify....	2.00	2.00
5	Others, please specify	Nil	Nil
	Total (A)	32.23	32.23
	Ceiling as per the Act	87.94	87.94



## MABEN NIDHI LIMITED

### B. Remuneration to other Directors:

(in lakh)

Sl. no.	Particulars of Remuneration			Name of Directors		Total Amount
		Dr.Santha Kumar.K	Adv.Venu Gopalan. K.S	Remesh Kumar K	V.S.Prasannan	
	1. Independent Directors					
	· Fee for attending board committee meetings	1.20	1.20	NA	NA	2.40
	· Commission	5.00	5.00	-	-	10.00
	· Others, please specify	Nil	Nil	-	-	
	Total (1)	6.20	6.20			12.40
	2. Other Non- Executive Directors					
	· Fee for attending board committee meetings	NA	NA	0.90	0.45	1.35
	· Commission	-	-	Nil	Nil	0 Nil
	· Others, please specify	-	-	Nil	Nil	Nil
	Total (2)	-	-		-	
	Total (B)= (1+2)	6.20	6.20	0.90	0.45	13.75
	Total Managerial Remuneration (A+B)					45.98
	Overall Ceiling as per the Act					

### C. Remuneration to Key Managerial Personnel other than MD/ Manager/ WTD:

(in lakh)

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		David Romy	Anoop. P	Besto Joseph	Total
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	15.00	12.20	14.00	41.20
	(b) Value of perquisites u/s 17(2) Income- tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3)				



## MABEN NIDHI LIMITED

	Income- tax Act, 1961				
2.	Stock Option	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil
4.	Commission - as % of profit - others, specify...				
5.	Others, - Bonus/Incentives	5.00	3.00	3.00	11.00
	Total	20.00	15.20	17.00	52.20

### VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority (RD/NCLT/ COURT)	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					



# MABEN NIDHI LIMITED

## ANNEXURE - II

### FORM NO. AOC - 2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of Section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

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

Sl. No.	Particulars	Details
(a)	Name (s) of the related party & nature of relationship	NA
(b)	Nature of contracts/arrangements/transaction	NA
(c)	Duration of the contracts/arrangements/transaction	NA
(d)	Salient terms of the contracts or arrangements or transaction including the value, if any	NA
(e)	Justification for entering into such contracts or arrangements or transactions.	NA
(f)	Date of approval by the Board	NA
(g)	Amount paid as advances, if any	NA
(h)	Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188	NA

#### 2. Details of contracts or arrangements or transactions at Arm's length basis.

Name of the related party	Nature of Relationship	Nature of Contract/Arrangement	Duration of the Contract	Salient Terms of the Contract	Date of Approval by the Board.*	Amount paid as advance
Manappuram Construction and Consultants Ltd (Formerly as Manappuram Constructions & Properties Ltd)	Associate	IT services.	5 years ie. Up to 31/03/2024.	Provides Infrastructure support services & Consultancy services. Total amount paid during the year Rs.172.28 lakh	25-03-19	Rs. 31 Lakh
Manappuram Construction and Consultants Ltd	Associate	Taxation , legal consultancy service, Auditing and IP camera etc.	5 years which may be renewed on consent of both parties.	Provides Infrastructure support services & Consultancy services. Total amount paid during the year Rs.45.48 Lakh.	25-03-19	
Manappuram Construction and Consultants Ltd	Associate	Capital Work etc.	7 Months.	Amount paid during the year Rs.104.15 Lakh.	08-02-19 25-07-19	-
Manappuram foundation(charitable trust)	Associate	Contribution towards CSR activities.	12 Months which may be renewed on consent of both parties.	Amount paid during the year Rs. 20.79 Lakh.	25-07-19	-
Manappuram Agro Farms Ltd.	Associate	Lease Agreement for 1000 Sqft of land and materials purchased	12 Months which may be renewed on consent of both parties.	Amount paid during the year Rs.1.28Lakh out of which Rs.0.28 lakh spend for materials purchased.	12-08-16	-
Manappuram Travels	Associate	Various Travel requirements	As and when need arises.	Amount paid during the year Rs.0.21 Lakh	10-03-18	-
Manappuram Healthcare Limited	Associate	Rent agreement and Materials purchased	9 years which may be renewed on consent of both parties.	Amount (Rent) received during the year was Rs. 8 lakh and Amount paid for purchasing materials was Rs.0.17 Lakh.	25-07-19	-

\* Date of the Board Meeting at which the Contract/arrangement is first approved. Date of approval for subsequent additions/modifications is not mentioned.



**Annexure - III**

**MABEN NIDHI LIMITED**

***Policy on Board Composition and Compensation.***

We, at Maben Nidhi Limited, believe that an enlightened Board consciously creates a culture of leadership to provide a long term vision and policy approach to improve the quality of Governance. We also believe that the synergy of versatile individuals with diversified skill sets at the Board level will contribute a lot in improving the performance of the Company. Towards this, we ensure constitution of a Board of Directors with appropriate composition, size, diversified expertise, experience and commitment to discharge their duties and responsibilities effectively and efficiently. In line with the statutory requirement under sections 149 and 178 of the Companies Act, 2013 the following policies are adopted for the time being to act as the guiding principles in the appointment of Directors and the matters connected therewith.

***I) Definitions***

Unless the context otherwise requires, the following words and expressions shall have the meaning provided herein:

- i. **Act** - means the Companies Act, 2013 including any amendments and reenactments as the case may be from time to time
- ii. **Board** - means the collective body of Directors of the Company
- iii. **Committee** - means the committees of Directors constituted by the Board
- iv. **Director** - means a Director appointed on the Board of the Company
- v. **Independent Director** - means an Independent Director referred to in sub-section (5) of section 149 of the Companies Act, 2013.
- vi. **Nomination Committee** - means the Nomination and Remuneration Committee of the Board.

***II) Policy statements***

**1. Board Diversity**

1.1 The Board of Directors of the Company should have a fair combination of executive and non-executive Directors with not less than 40 percent being non-executive Directors.

1.2 The Company shall maintain the ratio of Independent Directors as per the present requirement is one third of the total strength of the board.

1.3 The Board shall have at least one woman Director.

1.4 The Independent Director to be appointed on the Board shall not hold Directorships in more than one Nidhi companies.

1.5 The vacancy caused by the demitting of office by an Independent Director in any manner shall be filled within a period of 6 months. However, this requirement will not be applicable in



cases where the vacancy will not affect the minimum required strength of Independent Directors set under this policy or as per the statutory provisions/ regulatory requirements.

1.6 The Company shall appoint Directors keeping in mind an ideal diversity in knowledge or expertise that could add value to the overall performance of the Board and of the company. The desired diversity may be fixed by the Nomination and Remuneration Committee based on the nature of business of the Company from time to time. The diversity of the total Board may include the following;

Expertise in;

- i. Banking, Finance, Accountancy, Taxation
- ii. Governance, Regulatory background, Law and practice
- iii. Management, Administration (including Civil Service)
- iv. Engineering, Human resource, Subject of social relevance
- v. IT, Marketing

1.7 On selection of an Independent Director, the Chairman of the Board/ Managing Director shall issue a letter of appointment to the Director and he shall also accepted the terms and conditions mentioned in the appointment letter.

## **2. Familiarization & Skill enhancement program for Directors**

2.1 The Board may on the recommendation of the Nomination and Remuneration Committee devise a familiarization program for Directors so as to give a fair understanding about the company, its business and the general industry environment in which the Company and its subsidiaries are operating. This may be arranged by way of interactive sessions with Chairman of the Board, senior Directors, Managing Director and other Key management personnel of the company. In addition, Board may put in place an induction manual for Directors as it may deem fit.

2.2 A newly appointed Non Executive Directors may be given the opportunity to familiarize with the company.

2.3 In addition to the familiarization program, the Board may, if it think so, organize Director's skill refreshment programs or workshop on topics relevant to the Directors/Company or nominate to programs organized by industry associations or professional bodies.

## **3. Assessment of independence & Fit and proper criteria.**

3.1 While considering the appointment of an Independent Director, the Nomination and Remuneration Committee and the Board shall ensure that the incumbent satisfies the test of independence as provided under the Companies Act. The Board shall on a continuous basis ensure that the Independent Directors continue to maintain their independence during their tenure on the board.

3.2 To achieve the above objectives, the Board may obtain proper declarations from the appointee/ Directors at the time of appointment and at such intervals as the Board may deem fit.





#### **4. Age and tenure of Independent and Non-Executive Directors.**

4.1 The Independent Directors appointed in the Company will have tenure of 5 years. They can be re-appointed for another term of 5 years in compliance with the applicable provisions of the Companies Act and Nidhi Rules.

4.2. The appointment of Directors beyond 70 years shall be subject to special approval of the General Meeting, which shall prescribe the tenure of such appointment subject to the provisions of Companies Act.

#### **5. Review of performance of Independent Directors**

5.1 The Nomination and Remuneration Committee and the Board shall put in place a mechanism for the review of performance of each Independent Director and other Non-Executive Directors.

5.2 The review of performance shall be undertaken once in a financial year preferably before the Annual General Meeting.

5.3 Based on the review of performance, the Board may recommend for the continuance, re-appointment or removal of Directors.

#### **6. Compensation of Executive and Non-Executive Directors.**

6.1 On the recommendation of the Nomination and Remuneration Committee, the Board will fix the remuneration of Non-Executive Directors (including Independent Directors)

6.2 The Non-Executive Directors other than nominee Directors shall be entitled for sitting fees for attending board/committee meetings at such rate as may be approved by the Board from time to time.

6.3 In addition to the sitting fees, the Company will bear or reimburse the normal travelling, boarding and lodging expenses of Directors incurred for the purpose of attending board/committee meetings or for attending any other duties on behalf of the company.

6.4 Subject to the compliance with the provisions of Companies Act, 2013, the Board may on the recommendation of the Nomination and Remuneration Committee after taking into account the profitability of the Company for each financial year approve the payment of an annual commission payable to each Non-Executive (other than Nominee Directors) / Independent Directors of the Company for each financial year or part thereof.

6.5 Where a Director has left the Company before the completion of a financial year or before approving the payment of commission by the board, the Board may in its absolute discretion sanction such amount as commission to such Director for his services during the period for which the commission was fixed.

6.6 Remuneration of executive Directors shall be fixed by the Board on the basis of recommendation of the Nomination and Remuneration Committee. The remuneration of the executive Directors shall be a combination of fixed monthly salary in terms of their appointment as approved by the board/ shareholders and a performance based annual commission to be decided by the Board on the recommendation of the Nomination and Remuneration Committee.

6.7 The performance parameters to be applicable to the Executive Directors, the minimum and maximum amount of commission payable in line with the achievement of various targets/ parameters will be decided by the Nomination and Remuneration Committee from time to time.



## **7. Succession planning for appointment to Board and senior management positions.**

7.1 The Board may identify suitable persons to be appointed to the Board positions for filling up vacancies.

7.2 The vacancies caused by the exit of an Independent Director may be filled by the appointment of an Independent Director. However, if the vacancy does not affect the strength of minimum required Independent Directors, the Board may fill the vacancy as it may deem fit.

7.3 Suitable candidates may be identified by the Directors from reputable references or from data banks maintained by industry associations, professional bodies or non-governmental organizations or by inviting applications through any media.

7.4 Vacancies in senior positions in the Company may be filled by a system of promotion of existing employees based on appropriate screening procedures set by the Nomination and Remuneration Committee from time to time.

7.5 Company may identify critical positions and shall devise a system of proper mentoring to identify officers of the Company to take up the senior positions wherever a vacancy is caused to ensure the business continuity in the best interest of the company.

## **8. Compensation plan for Key Management Personnel (KMPs) and other senior management team members**

8.1 The compensation structure of KMPs and senior team members shall consists of fixed salary components (including variable dearness allowances) at par with the industrial standards and a performance linked incentive/ bonus payment to be approved by the Nomination and Remuneration Committee

8.2 The compensations structure shall be devised in a manner that will help the Company to attract and retain top talents to run the Company efficiently with a long term perspective.

8.3 The compensation structure may also include stock options targeting employee participation in ownership of the Company and to ensure the retention of potential talents for the future growth and diversity of the company.

### ***III) Applicability of Laws/ Regulations/Guidelines:***

Change in underlying Laws/ regulations may supersede the provisions of this policy. At any time if there is any amendment to the applicable laws or regulations or guidelines affecting the provisions of this policy, the policy shall be deemed as amended to the extend applicable and the amended provisions will take effect from the date of change in the underlying laws/regulations or guidelines.

### ***IV) Applicability of the Policy***

The Policy shall become effective from the date on which it is approved by the Board.

### ***V) Amendment to the Policy***

The Provisions of this policy may be amended by the Board at any time on the recommendation of the Nomination and Remuneration Committee.

\*\*\*\*\*



**Annexure - IV**

**FORMAT OF THE ANNUAL REPORT ON CSR ACTIVITIES TO BE INCLUDED IN  
THE BOARD'S REPORT**

Sl. No	Particulars	Remarks
1.	A Brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web link to the CSR policy and project or programs.	The CSR policy of the Company is available on our website <a href="http://www.maben.in">www.maben.in</a> Major Activities Identified for CSR activities are as follows, *Promotion of health care *Promotion of Education *Old Age homes facilities for Senior Citizens * Empowerment of womenetc.
2.	The Composition of the CSR Committee.	The Committee is constituted with the following members, Adv.Venugopalan. K.S. Dr.CA. Santha Kumar. K Smt. Jyothy Prasannan
3.	Average net profit of the Company for last three financial years.	Rs.103,955,798/-
4.	Prescribed CSR Expenditure (two percent. of the amount as in item 3 above.)	Rs. 2,079,100/-
5.	Details of CSR spent during the financial year: a) Total amount to be spent for the year. b) Amount unspent, if any; c) Manner in which the amount spent during the financial year is detailed below	a) The total amount to be spent for the year 2019-20 is Rs. 2,485,900/- ( Rs.406,800/- carry forwarded from financial year 2018-19 and Rs. 2,079,100/- contribution for the financial year 2019-20)  b) An amount of Rs. 373,900/- is unspent which is carried over to 2020-21 for implementation of projects.  c) Company has transferred the funds to Manappuram Foundation, a charitable Trust registered under the Trust Act, identified by the Company to do CSR activities. During the financial year 2019-20 Company had spent an amount of Rs.21.12 lakh for various CSR activities- Details of activities given below;



## MABEN NIDHI LIMITED

Sl. No	CSR project or activity identified	Sector in which the project is Covered.	Projects or programs  (1) Local area or other  (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs  Sub – heads:  (1)Direct expenditure on projects or programs  (2)Over heads	Cumulative expenditure upto to the reporting period	Amount spent : Direct or through implementing agency*
1	Ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agro forestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the clean Ganga Fund setup by the central Government for rejuvenation of river Ganga:	Environmental sustainability	Local area at Vellangallur for the promotion of the environmental activities by Salim Ali Foundation	15	12	12	Amount Spent by Implementing Agency Manappuram Foundation through Salim Ali Foundation.



## MABEN NIDHI LIMITED

2	Promoting Gender equality, empowering women ,setting up homes and hostels for women and orphans, setting up old age homes ,daycare centre, and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups.	Setting up of old age homes,daycare centre and such other facilities for senior citizens	Pakal Veedu with Thalikulam vikas trust-In Thalikulam of Thrissur District Kerala State	9.85	9.12	9.12	Amount Spent by Implementing Agency Manappuram Foundation.
			Total	24.85	21.12	21.12	

\*Give details of implementing agency:

1. In case the Company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the reasons for not spending the amount in its Board Report

2. A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company

David Romy Jose .P	Adv. Venugopalan. K.S.
(Chief Executive Officer)	(Chairman CSR Committee)



## MABEN NIDHI LIMITED

### Annexure - V

The particulars of top 10 employees as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial personal) Rule 2014

Sl.No	Name	Designation	Remuneration Received.	Nature of Employment whether Contractual or otherwise	Qualifications/ Experience	Date of Commencement of Employment	Age	The %of Equity shares held by the employee in the company which in the meaning of close (iii) of sub rule 2	Relative of any Director Or Manager of the company
1	Jyothy Prasannan	Managing Director	3223400	Contractual	M.Sc	01-08-2015	63	-	Y
2	David Romy Jose P	CEO	2000000	Appointment as per Rules.	MBA,CAIIB	01-01-2015	44	-	N
3	Besto Joseph	CFO	1700000	Appointment as per Rules.	B.Com, CA	16-08-2017	33	-	N
4	Anoop P	CS	1520276	Appointment as per Rules.	B.Com, L.L.B, ACS, MBA	04-05-2013	37	-	N
5	Nini.Raj	AVP	1223400	Appointment as per Rules.	B.Sc, MBA	01-09-2015	32	-	N
6	Shelly Ekalavyan	AVP	923400	Appointment as per Rules.	BA	01-4-2008	54	-	Y
7	Divakara N .	Asst Gen Mgr	795700	Appointment as per Rules.	B.Com, MBA	20-05-2015	37	-	N
8	Sreejesh U.V	Asst Gen Mgr	684950	Appointment as per Rules.	BA, MBA	01-11-2012	36	-	N
9	Sijesh A.M	Sr.Manager	643224	Appointment as per Rules.	BA,MBA	24-01-2007	37	-	N
10	Rajesh.S	Sr.Manager	616713	Appointment as per Rules.	B.Com	15-10-2017	47	-	N





## **Independent Auditor's Report**

**To the members of MABEN Nidhi Limited**

### **Report on the Audit of the Financial Statements**

#### **Opinion**

We have audited the accompanying Financial statements of MABEN Nidhi Limited ("the Company") which comprises the Balance Sheet as at 31<sup>st</sup> March, 2020, the Statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March 2020, and Profit and its cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the 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 financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is an unlisted company.



### **Information other than financial statements and auditors' report thereon**

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

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

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

### **Responsibility of Management and Those Charged with Governance for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate.

Implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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



### **Auditor's Responsibility for the Audit of the Financial Statements**

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

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

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.



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

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

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

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - (e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
  - (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended; In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.



## MABEN NIDHI LIMITED

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

- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer note 25 to the financial statements.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**Place: Thrissur**  
**Date: 30-07-2020**

**For Mohandas & Associates**  
**Chartered Accountants**  
**ICAI Firm registration No: 02116S**

**Sd/-**

**Mohandas A**  
**[Partner]**  
**Membership No.036726**



**The Annexure A referred to in paragraph 1 under the heading “Report on other legal and regulatory requirements” of the Our Report of even date to the members of Maben Nidhi Limited on the accounts of the company for the year ended 31<sup>st</sup> March, 2020.**

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

- i) a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed asset.
- b) All the fixed assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification.
- c) In our opinion and according to the information and explanations given to us, the title deed of immovable property is held in the name of the company.
- ii) The Company is a Nidhi Company engaged in the business of providing loans and does not hold any type of inventory.
- iii) In our opinion and according to the information and explanations given to us, during the year the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').
- iv) In our opinion and according to the information and explanations given to us, the Company has not given any loans, made any investments, provided any guarantees, and given any security to which the provisions of section 185 and 186 of the Companies Act, 2013 are applicable.
- v) In our opinion and according to the information and explanations given to us, the Company has not accepted any Deposits from the public. Therefore the Directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Rules framed there under are not applicable to the Company. According to the information and explanations given to us, the Company has not received any order from the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal in this regard.
- vi) The Central Government has not prescribed the maintenance of cost records under sub section (1) of Section 148 of the Companies Act, 2013 in respect of the business/activities of the Company.
- vii) a) According to information and explanations given to us and on the basis of records produced before us for verification, the Company is regular in depositing with appropriate authorities undisputed statutory dues including Provident fund, Employees' state insurance, income-tax, sales-tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities wherever applicable to it.





## MABEN NIDHI LIMITED

- b) According to the information and explanation given to us, there are no dues of sales tax or service tax or goods and service tax or duty of customs or duty of excise or value added tax which have not been deposited on account of dispute. The outstanding dues of Income tax which have not been deposited by the Company on account of disputes are given below

Name of the Statute	Nature of the Dues	Amount (₹)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	1,08,24,272/-	AY 2017-18	CIT Appeals Thrissur

- viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowing to any financial institution, bank, Government or dues to depositors during the year.
- ix) The company has not obtained any term loans or raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year.
- x) Based up on the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud on or by the company by its officers or employees has been noticed or reported during the course of our audit, except as disclosed in Note No. 27 to the financial statements.
- xi) According to the information and explanations given to us, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act.
- xii) According to the information and explanations given to us, the Company is a Nidhi Company and has maintained the Net Owned Funds to Deposits ratio of 1:20. The Company has also continued to be maintained ten percent unencumbered term deposits during the year as specified in the Nidhi Rules, 2014 to meet out the liability.
- xiii) 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 Companies Act, 2013 and the details of such transactions have been disclosed in the financial statements of the Company as required by the applicable accounting standards.



## MABEN NIDHI LIMITED

- xiv) According to the information and explanations given to us and based on our examination of the records, the company has not made any preferential allotment or private placement of fully or partly convertible debentures during the year. The company has made share allotment of ₹2,34,270/- during the year under review and satisfied the requirements of section 42 of Companies Act wherever applicable. The amounts raised have been used for the working capital requirements of the Company.
- xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly paragraph 3 (xv) of the Order is not applicable.
- xvi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**Place: Thrissur**  
**Date: 30-07-2020**

**For Mohandas & Associates**  
**Chartered Accountants**  
**ICAI Firm registration No: 02116S**

**Sd/-**

**Mohandas A**  
**[Partner]**  
**Membership No.036726**



Annexure “B” to the Independent Auditors’ Report of Maben Nidhi Limited for the year ended 31<sup>st</sup> March, 2020

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

We have audited the internal financial controls over financial reporting of **Maben Nidhi Limited** (“the Company”) as of 31<sup>st</sup> March, 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

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

**Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the guidance note on audit of internal financial controls over financial reporting (the ‘Guidance Note’) and the standards on auditing (the ‘Standards’) 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. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

**Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) 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 authorisations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the guidance note issued by the ICAI.

**Place: Thrissur**  
**Date: 30-07-2020**

**For Mohandas & Associates**  
**Chartered Accountants**  
**ICAI Firm registration No: 02116S**

**Sd/-**

**Mohandas A**  
**[Partner]**  
**Membership No.036726**



**To**

**The Board of Directors,  
Maben Nidhi Limited**

We have audited the attached Balance Sheet of **Maben Nidhi Limited** ('the Company') as at 31<sup>st</sup> March, 2020 and the annexed Statement of profit and loss and Cash flow Statement for the year ended on that date and report that:

- 1 As required by the Non Banking Financial Companies Auditor's Report (Reserve Bank) Directions, 2016, issued by Reserve Bank of India and on the basis of such checks of the books and records as we considered appropriate and according to the information and explanations given to us during the course of audit we are giving below a statement on the matters specified in paragraph 3 and 4 of the said directions.
  - A Since the Company is a Nidhi Company, it is not required to apply for registration as provided in section 45-IA of the Reserve Bank of India Act, 1934
  - B
    - i The deposits accepted by the company are from its shareholders only. The deposits accepted by the company are within the limits specified by the Nidhi Rules, 2014;
    - ii Credit rating is not required for a Nidhi Company for accepting deposits from its shareholders and the Company has not approached any credit rating agency for rating their deposits;
    - iii In our opinion and as per the records and documents verified by us and as per explanation given to us, the Company has not defaulted in paying to its depositors the interest and/or principal amount of the deposits after such interest and/or principal became due;
    - iv The Company has complied with the provisions of prudential norms on income recognition and asset classification as specified by the Nidhi Rules, 2014 as applicable to Nidhi Companies. The provisions of prudential norms on income recognition, asset classification, provisioning for bad & doubtful debts and concentration of credit/ investments as specified in the directions issued by the Reserve Bank of India are not applicable to the Company;
    - v The capital adequacy ratio requirements as specified in the directions issued by the Reserve Bank of India are not applicable to the Company;



## MABEN NIDHI LIMITED

- vi Maintenance of Statutory Liquidity Ratio is not applicable to the Company. However, the Company has continued to keep invested in unencumbered term deposits with scheduled commercial banks which is not less than ten per cent of the deposits outstanding at the close of business on the last working day of the second preceding month as required by Nidhi Rules, 2014 as applicable to Nidhi Company;
- vii Submission of returns on prudential norms as specified in the directions issued by the Reserve Bank of India are not applicable to the Company;
- viii Submission of return of deposits as specified in the directions issued by the Reserve Bank of India are not applicable to the Company; and
- ix During the year company has opened branches in compliance with the Nidhi Rule, 2014

**Place: Thrissur**  
**Date: 30-07-2020**

**For Mohandas & Associates**  
**Chartered Accountants**  
**ICAI Firm registration No: 02116S**

**Sd/-**

**Mohandas A**  
**[Partner]**  
**Membership No.036726**



**CERTIFICATE**

We hereby certify that on the basis of books of accounts and other relevant documents verified by us and as per explanation given to us:-

**Maben Nidhi Limited, First Floor JP Mart, Near High School Junction, Valapad, Thrissur - 680567** has complied with all the directions/ conditions contained in the Nidhi Rules 2014, issued by the Government of India, Ministry of Corporate Affairs Namely:-

**General restrictions or prohibitions.-**

- a) The Company is not carrying on the business of chit fund, hire purchase finance, leasing finance, insurance or acquisition of securities issued by any Body corporate;
- b) The Company has not issued any preference shares, debentures or any other debt instrument by any name or in any form whatsoever during the year under audit;
- c) The Company is not maintaining any current account with its members;
- d) The Company has not acquired another company by purchase of securities or control the composition of the Board of Directors of any other company in any manner whatsoever or enter into any arrangement for the change of its management;
- e) The company has not carried on any business other than the business of borrowing or lending in its own name;
- f) The Company has not accepted deposits from or lend to any person, other than its members;
- g) The Company has not pledged any of the assets lodged by its members as security;
- h) The Company has not taken deposits from or lend money to any Body corporate;
- i) The Company has not entered into any partnership arrangement in its borrowing or lending activities;
- j) The Company has not issued or cause to be issued any advertisement in any form for soliciting deposit;
- k) The Company has not paid any brokerage or incentive for mobilizing deposits from members or for deployment of funds or for granting loans.





### **Share capital and allotment**

- a) The Company has not issued any equity shares of nominal value less than ₹10/- during the year under audit;
- b) The Company has not levied any service charge for issue of shares;

### **Membership**

- a) The Company has not admitted any Body corporate or trust as a member;
- b) The number of members of the Company during the year is not less than two hundred;
- c) The Company has not admitted any minor as a member.

### **Net owned funds**

- a) The Company has maintained Net Owned Fund not less than Ten Lakh rupees during the year.

### **Branches**

- a) The Company has opened Branches during the year with the prior permission of the Regional Director and intimation is made to the registrar within 30 days of opening.
- b) The Company has not opened branches or collection centres or offices or deposit centres, or by whatever name called outside the State where its registered office is situated;
- c) The Company has not closed any branches during the year under audit.

### **Acceptance of deposits**

- a) The Company has not accepted deposits exceeding twenty times of its Net Owned Funds as per its last audited financial statement as on 31<sup>st</sup> March, 2019.

### **Application form for deposit**

- a) The company has generally complied with the sub-rule (1) and (2) of Rule 12 of Nidhi Rules, 2014, regarding inclusion of particulars in application form for deposits.
- b) The Company has obtained proper introduction of new depositors before opening their accounts or accepting their deposits and has kept on its record the evidence on which it has relied upon for the purpose of such introduction.

### **Deposits**

- a) The company has complied with Rule 13 of Nidhi rules, 2014 regarding opening and conduct of deposit accounts.



### **Un-encumbered term deposits**

- a) The Company has invested in unencumbered term deposits with a scheduled commercial bank in its own name an amount which is not be less than ten per cent of the deposits outstanding at the close of business on the last working day of the second preceding month.

### **Loans**

- a) The Company has provided loans only to its members;
- b) The Company has complied with individual loan limit of rupees fifteen lakh to a member.
- c) The Company has complied with sub-rule (4) of Rule 15 of Nidhi Rules, 2014 with respect to the nature and maturity date of security against which loan is provided to the members.

### **Rate of interest**

- a) The company has complied with the Rule (16) of Nidhi Rules, 2014 regarding restriction on interest rate on its loans and its disclosure on notice board of the Company.

### **Rules relating to Directors**

- a) The Directors of the company are members of the Company;
- b) The company has no director who has completed ten years of continuous service;
- c) The Company has not reappointed any director who has completed ten years of continuous service without giving cooling period of two years;
- d) The Directors of the Company have complied with the requirements of sub-section (4) of section 152 of the Act and have not been disqualified from appointment as provided in section 164 of the Act.

### **Dividend**

- a) During the year the Company has not declared any dividend on its equity shares, and has not transferred any amount to general reserve.

### **Auditor**

- a) The Company has not appointed or re-appointed an individual as auditor for more than one term of five consecutive years or an audit firm as auditor for more than two terms of five consecutive years.



**Prudential norms**

- a) The Company has complied with the prudential norms for revenue recognition and classification of assets.

**Filing of half yearly return**

- a) The Company has filed "Form NDH-3" for the half year ended 30<sup>th</sup> September 2019 on 21<sup>st</sup> October, 2019 and for the half year ended 31<sup>st</sup> March 2020 on 15<sup>th</sup> May, 2020.

**Auditor's certificate**

- a) The Company has obtained certificate from the statutory auditors certifying the compliance with the provisions contained in the Nidhi Rules, 2014.

**Place: Thrissur**  
**Date: 30-07-2020**

**For Mohandas & Associates**  
**Chartered Accountants**  
**ICAI Firm registration No: 02116S**

**Sd/-**

**Mohandas A**  
**[Partner]**  
**Membership No.036726**



# MABEN NIDHI LIMITED

## MABEN NIDHI LIMITED Balance Sheet as at 31st March 2020

(All amounts are in Indian Rupees unless other wise stated)

Particulars	Note No.	As at Mar 31, 2020	As at Mar 31, 2019
<b>I. EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
(a) Share capital	3	498,602,890	249,159,460
(b) Reserves and surplus	4	176,856,740	297,442,345
		<b>675,459,630</b>	<b>546,601,805</b>
<b>Non-current liabilities</b>			
(a) Long-term borrowings	5	280,035,786	149,739,511
(b) Other Long term liabilities	6	6,395,066	5,384,106
		<b>286,430,852</b>	<b>155,123,617</b>
<b>Current liabilities</b>			
(a) Short-term borrowings	7	953,443,547	919,599,554
(b) Trade Payables	8		
(b.1) total outstanding dues of micro enterprises and small enterprises; and		139,331	Nil
(b.2) total outstanding dues of creditors other than micro enterprises and small enterprises.		10,365,889	11,667,562
(c) Other current liabilities	9	1,259,421,073	741,624,997
(d) Short-term provisions	10	53,073,483	49,097,572
		<b>2,276,443,323</b>	<b>1,721,989,685</b>
<b>TOTAL</b>		<b>3,238,333,805</b>	<b>2,423,715,107</b>
<b>II. ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, Plant and Equipment			
(i) Tangible Assets	11A	114,658,742	74,672,051
(ii) Intangible Assets	11B	222,513	-
(iii) Capital Work-in-Progress		-	13,614,289
(b) Deferred tax assets (net)	12	3,889,232	2,231,555
(c) Long-term loans and advances	13	252,538,609	201,606,960
(d) Other Non-current assets	14	82,190,521	613,918
		<b>453,499,617</b>	<b>292,738,773</b>
<b>Current assets</b>			
(a) Cash and Bank Balances	15	97,364,673	128,666,095
(b) Short-term loans and advances	13	2,603,911,315	1,939,278,292
(c) Other current assets	14	83,558,200	63,031,947
		<b>2,784,834,188</b>	<b>2,130,976,334</b>
<b>TOTAL</b>		<b>3,238,333,805</b>	<b>2,423,715,107</b>

Summary of significant accounting policies 2.1

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

As per our report of even date attached

**For Mohandas & Associates**  
**Chartered Accountants**

ICAI Firm Registration Number: 02116S

**Mohandas A**  
[Partner]  
Membership No: 036726

Place: Thrissur  
Dated: 30-07-2020

**For and on behalf of the board of directors of**  
**MABEN Nidhi Limited**

**Santhakumar K**  
**(Chairman)**  
DIN:00595286

**Jyothy Prasannan**  
**(Managing Director)**  
DIN:00044371

**Besto Joseph**  
**(Chief Financial Officer)**  
Place: Valapad  
Dated: 30-07-2020

**Anoop P**  
**(Company Secretary)**



# MABEN NIDHI LIMITED

## MABEN NIDHI LIMITED

### Statement of Profit and Loss for the year ended 31st March 2020

(All amounts are in Indian Rupees unless otherwise stated)

Particulars	Note No.	Year Ended 31st March 2020	Year Ended 31st March 2019
<b>I Income</b>			
Revenue from operations	16	587,437,279	444,706,196
Other income	17	25,775,573	23,664,535
<b>Total Revenue</b>		<b>613,212,852</b>	<b>468,370,731</b>
<b>II Expenses</b>			
Employee benefits expenses	18	103,637,046	82,772,134
Finance costs	19	189,913,947	139,549,496
Depreciation and amortization expense	20	8,692,332	5,784,344
Other expenses	21	140,152,187	89,753,434
<b>Total Expenses</b>		<b>442,395,511</b>	<b>317,859,408</b>
<b>III Profit Before Tax</b>		<b>170,817,341</b>	<b>150,511,323</b>
<b>IV Tax expense</b>			
Current tax		43,851,463	44,205,423
Deferred tax Expense/(Income)		(1,657,677)	(250,464)
<b>Total Tax Expense</b>		<b>42,193,786</b>	<b>43,954,959</b>
<b>V Profit for the year from continuing Operations</b>		<b>128,623,555</b>	<b>106,556,364</b>
<b>VI Earnings per Equity Share[nominal value of share ₹10/-]:</b>			
Basic and diluted earnings per share	22	2.58	2.14

Summary of significant accounting policies 2.1

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

As per our report of even date attached

**For Mohandas & Associates**  
**Chartered Accountants**

ICAI Firm Registration Number: 02116S

**For and on behalf of the Board of directors of**  
**MABEN Nidhi Limited**

**Mohandas A**  
[Partner]  
Membership No: 036726  
Place: Thrissur  
Date: 30-07-2020

**Santhakumar K**  
**(Chairman)**  
DIN:00595286

**Jyothy Prasannan**  
**(Managing Director)**  
DIN:00044371

**Besto Joseph** **Anoop P**  
**(Chief Financial Officer)** **(Company Secretary)**

Place: Valapad  
Dated: 30-07-2020



# MABEN NIDHI LIMITED

## MABEN NIDHI LIMITED CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2020

(All amounts are in Indian Rupees unless otherwise stated)

Particulars	As at Mar 31, 2020	As at Mar 31, 2019
<b>A. Cash flow from operating activities</b>		
<b>Net profit before taxation</b>	<b>170,817,341</b>	<b>150,511,323</b>
Depreciation and amortization expenses	8,692,332	5,784,344
Interest income	(9,429,510)	(6,980,972)
Interest expense	185,002,155	135,080,954
Profit/(Loss) on sale of fixed assets	(13)	(63,968)
Increase/(Decrease) in provision for NPA	846,141	4,279,103
Fixed Asset written off	1,930,841	-
<b>Operating profit before working capital changes</b>	<b>357,859,288</b>	<b>288,610,784</b>
Movements in working capital :		
Decrease / (Increase) in short-term loans and advances	(664,633,023)	(346,618,317)
Decrease / (Increase) in other current assets	(2,712,249)	(6,163,702)
Decrease / (Increase) long-term loans and advances	(50,931,649)	(56,962,214)
Increase / (Decrease) in non-current liabilities	(5,384,106)	(6,941,597)
Increase / (Decrease) in current liabilities and provisions	(14,708,868)	(9,064,704)
<b>Cash generated from operations</b>	<b>(380,510,607)</b>	<b>(137,139,750)</b>
Direct taxes paid (net of refunds)	(42,331,539)	(43,261,243)
<b>Net cash flow from/ (used in) operating activities (A)</b>	<b>(422,842,146)</b>	<b>(180,400,993)</b>
<b>B. Cash flow from investing activities</b>		
Purchase of Property, plant and Equipments	(50,853,933)	(27,105,168)
Proceeds from sale of Property, plant and Equipments	21,568	98,660
Decrease/(increase) in other bank deposits	(63,703,874)	(8,569,875)
Interest received	2,503,192	1,419,340
<b>Net cash flow from/ (used in) investing activities (B)</b>	<b>(112,033,048)</b>	<b>(34,157,043)</b>
<b>C. Cash flow from financing activities</b>		
Proceeds from issuance of share capital	234,270	146,630
Proceeds from Short term Bank Borrowings (net)	1,135,277	292,363,305
Deposits received / (repaid)	666,961,873	41,634,830
Interest paid	(149,611,522)	(112,524,589)
Dividend paid	Nil	Nil
Tax on dividend paid	Nil	Nil
<b>Net cash flow from/ (used in) financing activities (C)</b>	<b>518,719,897</b>	<b>221,620,176</b>
<b>Net increase/ (decrease) in cash and cash equivalents (A + B + C)</b>	<b>(16,155,297)</b>	<b>7,062,140</b>
Cash and cash equivalents at the beginning of the year	28,502,586	21,440,446
<b>Cash and cash equivalents at the end of the year</b>	<b>12,347,290</b>	<b>28,502,586</b>
<b>Components of cash and cash equivalents:</b>		
Cash and cheques on hand	10,536,691	15,704,707
With banks		
- on current account	1,810,599	12,797,879
	<b>12,347,290</b>	<b>28,502,586</b>

As per our report of even date attached

**For Mohandas & Associates**  
**Chartered Accountants**  
ICAI Firm Registration Number: 02116S

**For and on behalf of the Board of directors of**  
**MABEN Nidhi Limited**

**Mohandas A**  
[Partner]  
Membership No: 036726

**Santhakumar K**  
(Chairman)  
DIN:00595286

**Jyothy Prasannan**  
(Managing Director)  
DIN:00044371

Place: Thrissur  
Dated: 30-07-2020

**Besto Joseph**  
(Chief Financial Officer)  
Place: Valapad  
Dated: 30-07-2020

**Anoop P**  
(Company Secretary)



## MABEN NIDHI LIMITED

### MABEN NIDHI LIMITED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020

( All amounts are in Indian Rupees unless other wise stated)

#### 1 NATURE OF OPERATION

The Company was incorporated on 20<sup>th</sup> December 1993 vide Certificate of Incorporation No. 09-07584 issued by the Registrar of Companies, Kerala. The main objective of the Company is to encourage and afford all facilities for cultivating thrift, saving habits and to render all financial assistance to its members by receiving deposits and in particular recurring, fixed, saving and other deposits and to lend or advance monies only to its members with security. The company however, is not doing any banking business as defined under Banking Regulation Act, 1949. On 10<sup>th</sup> January 1996, the company was notified as a Nidhi Company under section 620A of the companies Act, 1956 and accordingly exempted from registration under the provisions of section 451A of the Reserve Bank of India Act, 1934. As on date, the company has 57 branches all over Kerala and has approval from Ministry of Corporate Affairs.

#### 2 BASIS OF PREPARATION

The financial statements of the Company have been prepared in accordance with Generally Accepted Accounting Principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the Accounting Standards notified under section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014. The financial statements have been prepared under historical cost convention and on accrual basis except for interest on Non Performing Assets which are recognised on realisation basis. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

##### 2.1 SIGNIFICANT ACCOUNTING POLICIES

*Significant Accounting Policies adopted in the Preparation and Presentation of Financial Statements are as under:-*

##### a. USE OF ESTIMATES

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

##### b. REVENUE RECOGNITION

Revenues are recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. In a situation where management believes that the recovery of interest is uncertain due to change in the price of the gold or otherwise, the Company recognizes income on such loans only to the extent it is confident of recovering interest from its customers through sale of underlying security or otherwise.

Interest income on loans given is recognized under the internal rate of return method. Such Interests, where installments are overdue in respect of non performing assets are recognised on realisation basis. Any such income recognised and remaining unrealised after it becomes non performing asset is reversed.

Locker rent is accounted on receipt basis, due to uncertainty of collection. Interest on KML security is recognized on cash basis. Interest on deposit is recognized on time proportion basis taking into account the amount outstanding and the rate applicable. Interest income represents net of interest loss on auction or interest waiver if any.





**MABEN NIDHI LIMITED**  
**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020**

*( All amounts are in Indian Rupees unless other wise stated)*

**c. EMPLOYEE BENEFITS**

- i) Retirement benefits in the form of Provident Fund are defined contribution scheme and the contributions are charged to the Statement of Profit and Loss of the period when the contributions to the fund maintained by the Central Government is due. There are no other obligations other than the contribution payable to the respective trusts.
- ii) Gratuity liability under the Payment of Gratuity Act, 1972 (which is a defined benefit scheme) is accrued and provided for on the basis of an actuarial valuation on projected unit credit method made at the end of each financial year.
- iii) Actuarial gains/losses are immediately taken to Statement of Profit and Loss and are not deferred.
- iv) Leave Benefit Plan :- The Company does not have a scheme of encashment of earned leave. Hence no provision is made in the accounts for encashment of leave.

**d. BORROWING COST**

Borrowing costs directly attributable to the acquisition, construction or production of an asset which takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

**e. INCOME TAX AND DEFERRED TAX**

Tax expense comprises current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India. Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax assets are recognised 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 realised. The carrying amount of deferred tax assets are reviewed at each balance sheet date. The Company write-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

**f. EARNINGS PER SHARE**

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity share holders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period are adjusted for events of bonus issue; bonus element in a right issue to existing share holders; share split; and reverse share split, if any.

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



## MABEN NIDHI LIMITED

### MABEN NIDHI LIMITED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020

(All amounts are in Indian Rupees unless otherwise stated)

#### g. PROVISIONS

i) A provision is recognised when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on management estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates.

#### ii) Provisioning policy for gold loan & other loan portfolios:

##### a) Gold Loan

If the loan is not recovered or renewed and the security is not sold within a period of three months from the due date of repayment, the company shall make provision in the current year's financial statements to the extent of unrealised amount or the aggregate outstanding amount of loan including interest as applicable.

##### b) Mortgage Loans Norms/Policy

The amounts which are overdue for more than three installments are classified as NPA

The company has following provisioning norms with respect to Mortgage Loan:

Asset Classification	Dues	Rate of Provision on outstanding
Assets other than NPA	Up to 3 Dues	0.40%
Sub-Standard Asset	>3 and ≤ 5 dues	15%
Doubtful-I	>5 and ≤ 12 dues	25%
Doubtful-II	>12 and ≤ 18 dues	100%
Doubtful-III	>18 and ≤ 24 dues	100%
Loss Assets	>24 dues	100%

The provisioning norms adopted by the management is higher than the minimum provision required as per Nidhi Rules, 2014.

iii) There is adequate security coverage and hence no provision for Mark to Market loss is required in respect of Loan against jewellery.

#### h. SEGMENT REPORTING

The Company primarily operates in a single reportable segment i.e. the business of advancing loans, which has similar risks and returns for the purpose of AS 17 on Segment Reporting. The company operates on a single geographical segment i.e., domestic. Accordingly no segment reporting is applicable.

#### i. CASH AND CASH EQUIVALENTS

Cash and cash equivalents in the balance sheet comprise cash in hand, cash at bank and short term investments with an original maturity of three months or less.

#### j. CASH FLOW STATEMENTS

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



## MABEN NIDHI LIMITED

### MABEN NIDHI LIMITED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020

*(All amounts are in Indian Rupees unless otherwise stated)*

#### **k. CONTINGENT LIABILITIES**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events which is beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. The Company does not recognise a contingent liability except stated in Note no-26 and discloses its existence in the financial statements as there is no indication of the uncertainties relating to any outflow.

#### **l. LEASES**

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased term, are classified as operating leases. Operating lease payments in respect of non-cancellable leases are recognized as an expense in the statement of profit and loss on a straight line basis over the lease term.

#### **m. PROPERTY, PLANT AND EQUIPMENT**

The Property, Plant and Equipment are stated at cost of acquisition or construction less accumulated depreciation and impairment losses if any. The cost comprises purchase price, borrowing costs if capitalisation criteria are met and any cost directly attributable to bring the asset to its working condition for its intended use.

#### **n. INTANGIBLE ASSETS- COMPUTER SOFTWARE**

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

Intangible assets are amortized on a straight line basis over the estimated useful economic life of 5 years as estimated by the management. The amortization period and method will be reviewed every financial year end.

#### **o. DEPRECIATION**

Depreciation on property, plant and equipment has been provided on Straight Line method in the manner prescribed in Schedule II to the Companies Act, 2013 by adopting the useful lives prescribed as part C of schedule II to the Companies Act, 2013 and retaining 5% of the original cost as residual value. Depreciation on additions are provided on prorata basis.

<u>Assets</u>	<u>Useful life</u>
Building	30 years
Furniture&Fittings	10 years
Electrical Fittings	10 years
Electrical Equipments	10 years
Computer and accessories	3 years
Office Equipment	5 years
Generator	15 years
Motor Car	8 years
Transformer	15 years



## MABEN NIDHI LIMITED

### MABEN NIDHI LIMITED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020

(All amounts are in Indian Rupees unless otherwise stated)

#### p. IMPAIRMENT OF ASSETS

The company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

#### q. Expenditure on Corporate Social Responsibility(CSR)

i) Gross amount required by the company during the year is ₹20,79,100/-  
(Previous Year ₹15,56,700/-)

ii) Amount spend during the year as follows:

		Paid	Yet to be paid	Total
i	Construction/acquisition of any asset	Nil	Nil	Nil
ii	on purpose other than above	Nil	Nil	Nil
iii	Contribution to Manappuram Foundation	20,79,100/-	Nil	20,79,100/-



# MABEN NIDHI LIMITED

## MABEN NIDHI LIMITED

### NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020

(All amounts are in Indian Rupees unless otherwise stated)

NOTE No. 3 Share Capital	Particulars	As at 31 March 2020		As at 31 March 2019	
		Number	Amount in ₹	Number	Amount in ₹
Authorised share capital Equity Shares of ₹10/- each		60,000,000	600,000,000	30,000,000	300,000,000
		60,000,000	600,000,000	30,000,000	300,000,000
		49,860,289	498,602,890	24,915,946	249,159,460
Issued, subscribed and fully Paid-up shares Equity Shares of ₹10/-each fully paid up		49,860,289	498,602,890	24,915,946	249,159,460
Total issued, subscribed and fully Paid-up shares		49,860,289	498,602,890	24,915,946	249,159,460

#### a. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity Shares	As at 31 March 2020		As at 31 March 2019	
	Number	Amount in ₹	Number	Amount in ₹
Shares outstanding at the beginning of the year	24,915,946	249,159,460	24,901,283	249,012,830
Fully paid shares issued during the year	23,427	234,270	14,663	146,630
Bonus shares issued during the year	24,920,916	249,209,160	-	-
Shares outstanding at the end of the year	49,860,289	498,602,890	24,915,946	249,159,460

#### b. Terms/ rights attached to equity shares

The Company has issued only one class of equity shares having a face value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

No Dividend has been declared during the year ended 31st March 2020



## MABEN NIDHI LIMITED

### MABEN NIDHI LIMITED

#### NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020

(All amounts are in Indian Rupees unless otherwise stated)

#### c. Details of shareholders holding more than 5% shares in the company (Equity shares of ₹10/- each fully paid)

Name of Shareholder	As at 31 March 2020		As at 31 March 2019	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mr. V.P Nandakumar	19,920,560	39.95%	9,960,280	39.98%
Mrs. Sushama Nandakumar	4,192,000	8.41%	2,096,000	8.41%
Mr. Suhas Nandan	3,200,000	6.42%	1,600,000	6.42%

As per records of the company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

#### d. Aggregate number and class of shares allotted as fully paid up by way of bonus shares for the period of five years immediately preceding the date as at which the balance sheet is prepared:

Particulars	As at 31 March 2020	As at 31 March 2019	As at 31 March 2018	As at 31 March 2017	As at 31 March 2016
Equity shares allotted as fully paid bonus shares by capitalization of General reserve & Surplus in statement of profit & loss	24,920,916	-	-	-	12,431,678



# MABEN NIDHI LIMITED

## MABEN NIDHI LIMITED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020 (All amounts are in Indian Rupees unless otherwise stated)

NOTE No. 4 Reserves and Surplus		
	As at 31 March 2020	As at 31 March 2019
<b>a. General Reserves</b>		
Opening Balance	76,196,999	76,196,999
(-) Amount utilized for issuance of bonus shares	76,196,999	-
<b>Closing Balance</b>	-	<b>76,196,999</b>
<b>b. Surplus/(deficit) in the statement of Profit and Loss</b>		
(+) Profit/(Loss) for the year	221,245,346	114,688,982
(-) Amount utilized for issuance of bonus shares	128,623,555	106,556,364
	173,012,161	-
<b>Closing Balance</b>	<b>176,856,740</b>	<b>221,245,346</b>
<b>TOTAL</b>	<b>176,856,740</b>	<b>297,442,345</b>
	<b>[A+B]</b>	

NOTE No. 5 Long Term Borrowings			
	Non-current		Current Maturities
	As at 31 March 2020	As at 31 March 2019	As at 31 March 2020
<b>Unsecured</b>			
<b>(a) Deposits</b>			
Term Deposit from Members *	275,047,322	145,977,120	1,113,861,327
Recurring Deposit from Members #	4,988,464	3,762,391	21,825,090
<b>Total</b>	<b>280,035,786</b>	<b>149,739,511</b>	<b>1,135,686,417</b>
Amount disclosed under the head "Other Current Liabilities"- Note 9	-	-	<b>(631,729,535)</b>
<b>Total</b>	<b>280,035,786</b>	<b>149,739,511</b>	<b>-</b>

\* Includes amount received from Directors and Related parties for ₹ 2,07,70,476 (Previous Year- ₹ 1,54,38,160)

# Includes amount received from Directors and Related parties for ₹ 5,43,314 (Previous Year- ₹ 3,73,188)





# MABEN NIDHI LIMITED

## MABEN NIDHI LIMITED

### NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020

(All amounts are in Indian Rupees unless otherwise stated)

NOTE No. 6		
Other Long Term Liabilities		
	As at 31 March 2020	As at 31 March 2019
<b>Others</b>		
Interest Accrued but not due Fixed Deposit	6,121,268	4,996,530
Interest Accrued but not due Recurring Deposit	273,798	387,576
<b>Total</b>	<b>6,395,066</b>	<b>5,384,106</b>

NOTE No. 7		
Short Term Borrowings		
	As at 31 March 2020	As at 31 March 2019
<b>Secured</b>		
Cash Credit	823,058,689	821,923,412
	823,058,689	821,923,412
<b>Unsecured</b>		
<b>(a) Deposits</b>		
Term Deposit from Members *	15,748,598	-
Saving Deposit from Members #	114,296,260	96,470,140
Cheque sent for collection	340,000	1,206,002
	130,384,858	97,676,142
<b>Total</b>	<b>953,443,547</b>	<b>919,599,554</b>

\* Includes amount received from Directors and Related parties for ₹6,50,000 (Previous Year- Nil)

# Includes amount received from Directors and Related parties for ₹ 3,57,971 (Previous Year- ₹ 1,04,469)



# MABEN NIDHI LIMITED

## MABEN NIDHI LIMITED

### NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020

(All amounts are in Indian Rupees unless other wise stated)

NOTE No. 8	
Trade Payables	
	As at 31 March 2020
Sundry creditors for expenses	
(i) Total outstanding dues of micro enterprises and small enterprises; and	139,331
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises.	10,365,889
<b>Total</b>	<b>10,505,220</b>
	<b>11,667,562</b>

#### Note 8 (A) : Disclosure:- Micro, Small and Medium Enterprises

	As at 31 March 2020	As at 31 March 2019
--	---------------------	---------------------

- a) The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;
- (b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;
- (c) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;
- (d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and
- (e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.

Dues to Micro and Small Enterprises have been determined to the extend such parties have been identified on the basis of information collected by the Management.



# MABEN NIDHI LIMITED

## MABEN NIDHI LIMITED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020 (All amounts are in Indian Rupees unless otherwise stated)

NOTE No. 9		As at 31 March 2020	As at 31 March 2019
<b>Other Current Liabilities</b>			
<b>(i) Current Maturities of Long Term Borrowings</b>			
(a) Term deposits		1,113,861,327	620,039,981
(b) Recurring deposits		21,825,090	11,689,554
<b>(ii) Other payables</b>			
(a) Interest Accrued but not due Fixed Deposit		27,959,470	16,288,217
(b) Interest Accrued but not due Recurring Deposit		1,036,097	884,042
(c) Interest Accrued and Due on Fixed Deposit		4,089,747	1,351,605
(d) Unpaid Matured deposits and interest accrued thereon #		64,086,731	61,905,049
(e) Statutory dues payable		4,633,752	3,714,828
(f) Auction surplus payable		663,878	6,670,656
(g) Employee related payables		20,661,034	17,630,944
(h) Other liabilities		603,948	1,450,121
<b>Total</b>		<b>1,259,421,073</b>	<b>741,624,997</b>

Liability towards Investor Education and Protection Fund towards unpaid dividends, and unpaid matured deposits and interest on matured deposits Nil Nil

# Includes amount received from Directors and Related parties for ₹ 15,89,694 (Previous Year- Nil)



## MABEN NIDHI LIMITED

### MABEN NIDHI LIMITED

#### NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020

(All amounts are in Indian Rupees unless otherwise stated)

NOTE No. 10		
Short Term Provisions		
	As at 31 March 2020	As at 31 March 2019
(a) Provision for employee benefits		
Provision for gratuity	1,609,846	-
(a) Others		
Provision for Assets other than NPA	893,512	585,397
Provision for NPA	6,608,095	6,070,069
Provision for Taxation	43,962,030	42,442,106
<b>Total</b>	<b>53,073,483</b>	<b>49,097,572</b>

#### The movement in Provisions for Loan Assets during the year:

Particulars	Assets other than NPA	NPAs	Total FY 2019-20	Total FY 2018-19
Opening Balance	585,397	6,070,069	6,655,466	2,376,363
Reversed during the year	585,397	6,070,069	6,655,466	2,181,717
Charged during the year	893,512	6,608,095	7,501,607	6,460,820
Net Charged to the statement of profit&loss during the year	308,115	538,026	846,141	4,279,103
<b>Closing Balance</b>	<b>893,512</b>	<b>6,608,095</b>	<b>7,501,607</b>	<b>6,655,466</b>



# MABEN NIDHI LIMITED

## MABEN NIDHI LIMITED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020

(All amounts are in Indian Rupees unless otherwise stated)

### NOTE No. 11A Property, Plant and Equipment Tangible Assets

Particulars	Land	Building	Furniture & Fittings	Office equipment	Electrical equipments	Computer and accessories	Electrical fittings	Generator	Motor Car	Transformer	TOTAL
<b>Cost</b>											
<b>At 1 April 2018</b>	43,367,478	1,158,924	31,854,701	3,358,399	2,066,923	19,287,841	3,882,450	629,108	1,815,023	1,314,930	108,735,777
Additions	-	-	10,619,341	240,152	-	2,309,043	322,343	-	-	-	13,490,879
Disposals	-	-	177,923	-	6,000	533,635	1,930	-	-	-	719,488
Write off	-	-	-	-	-	-	-	-	-	-	-
<b>At 31 March 2019</b>	<b>43,367,478</b>	<b>1,158,924</b>	<b>42,296,119</b>	<b>3,598,551</b>	<b>2,060,923</b>	<b>21,063,249</b>	<b>4,202,863</b>	<b>629,108</b>	<b>1,815,023</b>	<b>1,314,930</b>	<b>121,507,168</b>
<b>Cost</b>											
<b>At 1 April 2019</b>	43,367,478	1,158,924	42,296,119	3,598,551	2,060,923	21,063,249	4,202,863	629,108	1,815,023	1,314,930	121,507,168
Additions	317,500	11,327,281	28,167,796	418,938	1,213,763	6,100,555	3,040,233	-	-	-	50,586,066.00
Disposals	-	-	32,119	-	-	195,688	-	-	-	-	227,807
Write off	-	-	5,245,566	591,144	216,201	1,433,431	851,754	-	-	-	8,338,095
<b>At 31 March 2020</b>	<b>43,684,978</b>	<b>12,486,205</b>	<b>65,186,230</b>	<b>3,426,345</b>	<b>3,058,486</b>	<b>25,534,686</b>	<b>6,391,342</b>	<b>629,108</b>	<b>1,815,023</b>	<b>1,314,930</b>	<b>163,527,332</b>
<b>Accumulated Depreciation</b>											
<b>At 1 April 2018</b>	-	113,665	18,555,203	2,679,127	701,503	15,770,882	2,093,157	97,482	621,210	1,103,338	41,735,567
Charges for the year	-	36,811	2,886,097	238,537	187,523	1,692,866	351,506	39,843	215,534	135,627	5,784,344
Disposals	-	-	173,011	-	4,968	506,504	311	-	-	-	684,794
Write off	-	-	-	-	-	-	-	-	-	-	-
<b>At 31 March 2019</b>	<b>-</b>	<b>150,476</b>	<b>21,268,289</b>	<b>2,917,664</b>	<b>884,058</b>	<b>16,957,244</b>	<b>2,444,352</b>	<b>137,325</b>	<b>836,744</b>	<b>1,238,965</b>	<b>46,835,117</b>
<b>Accumulated Depreciation</b>											
<b>At 1 April 2019</b>	-	150,476	21,268,289	2,917,664	884,058	16,957,244	2,444,352	137,325	836,744	1,238,965	46,835,117
Charges for the year	-	122,943	4,678,973	217,766	226,450	2,792,618	348,240	39,842	215,534	4,611	8,646,978
Disposals	-	-	20,494	-	-	185,757	-	-	-	-	206,251
Write off	-	-	3,708,642	558,334	181,270	1,371,324	587,683	-	-	-	6,407,253
<b>At 31 March 2020</b>	<b>-</b>	<b>273,419</b>	<b>22,218,126</b>	<b>2,577,096</b>	<b>929,239</b>	<b>18,192,781</b>	<b>2,204,909</b>	<b>177,167</b>	<b>1,052,278</b>	<b>1,243,576</b>	<b>48,868,590</b>
<b>Net Block at 31 March 2019</b>	<b>43,367,478</b>	<b>1,008,448</b>	<b>21,027,830</b>	<b>680,887</b>	<b>1,176,865</b>	<b>4,106,005</b>	<b>1,758,511</b>	<b>491,783</b>	<b>978,279</b>	<b>75,965</b>	<b>74,672,051</b>
<b>Net Block at 31 March 2020</b>	<b>43,684,978</b>	<b>12,212,786</b>	<b>42,968,105</b>	<b>849,249</b>	<b>2,129,247</b>	<b>7,341,904</b>	<b>4,186,433</b>	<b>451,941</b>	<b>762,745</b>	<b>71,354</b>	<b>114,658,742</b>



## MABEN NIDHI LIMITED

**MABEN NIDHI LIMITED**  
**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020**  
*( All amounts are in Indian Rupees unless other wise stated)*

**Note 11B**  
**Property, Plant and Equipment**  
**Intangible assets**

Particulars	Softwares	Total
<b>I. Cost</b>		
<b>At 1 April 2018</b>	-	-
Additions	-	-
Disposals	-	-
<b>At March 31, 2019</b>	-	-
Additions	267,868	267,868
Disposals	-	-
<b>At March 31, 2020</b>	<b>267,868</b>	<b>267,868</b>
<b>II. Amortization</b>		
<b>At 1 April 2018</b>	-	-
Charge for the year	-	-
Disposals	-	-
<b>At March 31, 2019</b>	-	-
Charge for the year	45,354	45,354
Disposals	-	-
<b>At March 31, 2020</b>	<b>45,354</b>	<b>45,354</b>
<b>Net Block as at 31 March 2019</b>	-	-
<b>Net Block as at 31 March 2020</b>	<b>222,513</b>	<b>222,513</b>



# MABEN NIDHI LIMITED

## MABEN NIDHI LIMITED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020 (All amounts are in Indian Rupees unless other wise stated)

<b>NOTE No. 12</b>			
<b>Deferred Tax Assets (Net)</b>			
	As at 31 March, 2020	As at 31 March, 2019	
<b>Deferred tax asset</b>			
Fixed assets: Impact of difference between tax depreciation and depreciation/ amortization charged for the financial reporting.	1,673,432	1,539,558	
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis.	405,198	-	
Provision for advances	1,810,602	691,997	
<b>Total</b>	<b>3,889,232</b>	<b>2,231,555</b>	

<b>NOTE No. 13</b>			
<b>Loans and advances</b>			
	<b>Non-current</b>		<b>Current</b>
	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2019
<b>A) Loans and Advances to related parties</b>			
<b>B) Others</b>			
<b>Portfolio Loan:</b>			
Gold Loan	-	-	1,865,344,207
Loan against deposits	1,757,847	3,423,884	18,056,663
Loan against property	233,793,246	178,777,844	6,482,271
	<b>235,551,093</b>	<b>182,201,728</b>	<b>1,889,883,141</b>
<b>Security Deposit</b>			
Rental and Electricity Deposits	13,644,091	12,872,428	225,613
Other security deposits	3,343,425	6,532,804	189,830
<b>Others</b>			
Advance Income Tax & Tax Deducted at Source	-	-	41,497,926
Assessment Tax paid for the A.Y 2017-18 (Appeal before CIT)	-	-	-
Advances recoverable in cash or kind	-	-	2,282,932
Other Advances	-	-	-
Income Tax Refund due FY 2017-18	-	-	5,054,049
GST Input Credit	-	-	144,801
	16,987,516	19,405,232	49,395,151
<b>Total</b>	<b>252,538,609</b>	<b>201,606,960</b>	<b>1,939,278,292</b>





# MABEN NIDHI LIMITED

## MABEN NIDHI LIMITED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020 (All amounts are in Indian Rupees unless otherwise stated)

Particulars	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019
a) Loans and Advances due by directors or other officers of the company or any of them either severally or jointly with any other persons	Nil	Nil	Nil	Nil
b) Loans and Advances due by firms or private companies in which any director is a partner or a director or a member.	Nil	Nil	Nil	Nil

Particulars	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019
a) Secured, considered good	221,488,955	148,086,767	2,551,781,035	1,887,333,424
b) Unsecured, considered good	16,987,516	19,405,232	48,299,938	49,395,151
c) Doubtful	14,062,138	34,114,961	3,830,341	2,549,717
<b>Total</b>	<b>252,538,609</b>	<b>201,606,960</b>	<b>2,603,911,315</b>	<b>1,939,278,292</b>

NOTE No. 14 Other assets	Non-current		Current	
	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019
<b>Interest accrued:</b>				
Interest Receivable on Gold Loan	-	-	72,507,249	56,078,682
Interest Receivable on Loan against Property	-	-	6,541,154	1,405,551
Interest Receivable on Unencumbered term deposits	2,740,521	13,918	4,185,298	5,547,714
Interest Receivable on short term deposits	-	-	499	-
	2,740,521	13,918	83,234,200	63,031,947
<b>Other assets:</b>				
Non-current Unencumbered term deposits (Note 15)	79,450,000	600,000	-	-
Rent Receivable	-	-	324,000	-
	79,450,000	600,000	324,000	-
<b>Total</b>	<b>82,190,521</b>	<b>613,918</b>	<b>83,558,200</b>	<b>63,031,947</b>



# MABEN NIDHI LIMITED

## MABEN NIDHI LIMITED NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020 (All amounts are in Indian Rupees unless other wise stated)

NOTE No. 15 Cash and Bank Balances				
	Non-current		Current	
	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019
<b>ii). Cash &amp; Cash equivalents:</b>				
a. Balances with banks	-	-	1,810,599	12,797,879
- on current accounts	-	-	-	-
- on deposit accounts	-	-	340,000	1,206,002
b. Cheques, drafts on hand	-	-	10,196,690	14,498,705
c. Cash on hand	-	-	12,347,290	28,502,586
<b>ii). Other Bank Balances</b>				
- on security deposits (Staff)	-	-	7,842,096	6,563,509
- on Unencumbered term deposits #	79,450,000	600,000	77,075,287	93,600,000
- Short term deposits	-	-	100,000	-
Less : Amount disclosed under other non-current assets (Note 14)	79,450,000	600,000	85,017,383	100,163,509
	(79,450,000)	(600,000)	-	-
<b>Total</b>	-	-	<b>97,364,673</b>	<b>128,666,095</b>
# Unencumbered Term Deposits maintained with scheduled commercial banks as required under Nidhi Rules, 2014				
# Break up of Unencumbered Term Deposits are as follows:				
Name of the Bank	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2020	As at 31 March, 2019
Yes Bank	-	-	-	72,700,000
Esaf Small Finance Bank	-	-	55,356,364	4,400,000
Axis Bank	-	-	-	7,500,000
Bandhan Bank	-	600,000	3,918,923	9,000,000
HDFC Bank	-	-	2,000,000	-
Catholic Syrian Bank	-	-	10,000,000	-
Dhanlaxmi Bank	-	-	2,000,000	-
Fincare Small Finance Bank	43,700,000	-	1,800,000	-
IDFC First Bank	2,800,000	-	-	-
Karnataka Bank Ltd.	-	-	1,000,000	-
Ujjivan Small Finance Bank	32,950,000	-	-	-
South Indian Bank	-	-	1,000,000	-
<b>Total</b>	<b>79,450,000</b>	<b>600,000</b>	<b>77,075,287</b>	<b>93,600,000</b>



# MABEN NIDHI LIMITED

## MABEN NIDHI LIMITED

### NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020

(All amounts are in Indian Rupees unless other wise stated)

<b>NOTE No: 16</b>		
<b>Revenue from operations</b>		
	<b>Year ended March 31, 2020</b>	<b>Year ended March 31, 2019</b>
Interest Income:		
- Gold loan	449,664,951	368,657,415
- Loan against property	52,154,178	20,457,255
- Loan against deposit	1,949,042	1,843,336
Other Operating Income :		
- Service Charges received	79,041,650	49,572,371
- Documentation Charges Received	4,627,458	4,175,819
<b>Total</b>	<b>587,437,279</b>	<b>444,706,196</b>

<b>NOTE No: 17</b>		
<b>Other Income</b>		
	<b>Year ended March 31, 2020</b>	<b>Year ended March 31, 2019</b>
Interest income on Deposits	9,429,510	6,980,972
Recovery of Expenses	9,224,783	10,930,141
Bad Debts recovered	5,738,816	5,175,857
Other non-operating income	220,436	32,624
Rental Income	800,000	-
Profit on Sale of Assets	8,247	70,821.0
Interest on Income Tax refund	353,781	474,120
<b>Total</b>	<b>25,775,573</b>	<b>23,664,535</b>

<b>NOTE No: 18</b>		
<b>Employee benefit expenses</b>		
	<b>Year ended March 31, 2020</b>	<b>Year ended March 31, 2019</b>
(a) Salaries, Wages and Bonus	90,939,976	75,074,908
(b) Contributions to provident and other funds	7,887,561	5,753,587
(c) Gratuity expense	4,809,509	1,943,639
<b>Total</b>	<b>103,637,046</b>	<b>82,772,134</b>

<b>NOTE No: 19</b>		
<b>Finance Costs</b>		
	<b>Year ended March 31, 2020</b>	<b>Year ended March 31, 2019</b>
Interest expense		
- on Deposits	107,582,953	73,086,948
- on Bank Borrowings (Cash Credit)	77,419,202	61,994,006
Bank charges	4,801,225	4,429,491
Interest - others	110,567	39,051
<b>Total</b>	<b>189,913,947</b>	<b>139,549,496</b>



## MABEN NIDHI LIMITED

### MABEN NIDHI LIMITED

#### NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020

( All amounts are in Indian Rupees unless other wise stated)

<b>NOTE No: 20</b>		
<b>Depreciation and amortization expense</b>		
	<b>Year ended March 31, 2020</b>	<b>Year ended March 31, 2019</b>
Depreciation of tangible assets	8,646,978	5,784,344
Amortization of intangible assets	45,354	-
	<b>8,692,332</b>	<b>5,784,344</b>

<b>NOTE No: 21</b>		
<b>Other expenses</b>		
	<b>Year ended March 31, 2020</b>	<b>Year ended March 31, 2019</b>
Rent	22,506,665	19,855,764
Electricity	3,424,588	3,162,609
Insurance	936,239	528,571
Travel and conveyance	11,862,364	4,767,449
Communication expenses	6,399,760	8,651,811
Advertisement	3,911,876	2,628,484
Director's sitting fees	375,000	315,000
Repairs and maintenance - Vehicles	172,348	248,997
Repairs and maintenance - Others	4,975,964	2,740,646
IT support cost	14,600,004	14,640,004
Annual maintenance charges	899,014	608,678
Legal and professional fees	10,194,618	8,067,933
Security charges	2,533,120	3,248,000
GST Input Reversed	4,114,685	3,763,610
Rates and taxes	2,926,552	414,339
Printing and stationery	1,945,064	2,121,698
Office expenses	1,993,275	1,514,627
Bad debts	39,717,067	3,457,017
Provision for loans and advances	846,141	4,279,103
Loss on Sale of Assets	8,235	6,853
CSR Expense	2,079,100	1,556,700
Meeting Expenses	302,758	348,336
Rent and Electricity Deposit Write off	-	307,200
Fixed Asset written off	1,930,841	-
Commission to Directors	1,200,000	2,000,000
Miscellaneous expenses	296,907	520,005
<b>Total</b>	<b>140,152,187</b>	<b>89,753,434</b>



## MABEN NIDHI LIMITED

### MABEN NIDHI LIMITED

#### NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020

(All amounts are in Indian Rupees unless otherwise stated)

##### NOTE No: 21.1

##### Legal and professional charges include payment to auditors:

as auditor:		
a. audit fee	700,000	550,000
b. for taxation matters	-	75,000
c. for company law matters	-	-
c. for management services	-	25,000
e. for other services	-	-
f. for reimbursement of expenses	24,685.00	-
<b>Total</b>	<b>724,685</b>	<b>650,000</b>

##### NOTE No:22

##### Earnings per share (EPS)

	Year ended March 31, 2020	Year ended March 31, 2019
Net profit/(loss) for calculation of basic EPS	128,623,555	106,556,364
Weighted average number of equity shares in calculating basic EPS (Nos.)	49,845,521	49,828,103
Weighted average number of equity shares in calculating diluted EPS (Nos.)	49,845,521	49,828,103
Basic EPS (₹)	2.58	2.14
Diluted EPS (₹)	2.58	2.14



# MABEN NIDHI LIMITED

## NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020

(All amounts are in Indian Rupees unless other wise stated)

NOTE No: 23

### Related Party Transactions

Names of related parties :

Key Management Personnel/Directors

### Promoters

Mr.Santhakumar K  
Mrs.Jyothi Prasannan  
Mr.Venugopal K S  
Mr.V.S.Prasannan  
Mr.Ramesh Kumar  
Mr.David Romy Jose  
Mr.Besto Joseph  
Mr.Anoop P  
Mr.V.P.Nandakumar  
Mrs.Sushama Nandakumar  
Mrs.Sumitha Nandakumar  
Mr.Sooraj Nandakumar  
Mr.Suhas Nandan V  
Mrs.Shelly Ekalavyan  
Mrs.Jyothi Prasannan  
Mrs.Sheela Amarsing  
Manappuram Comptech And Consultants Ltd  
Manappuram Foundation (charitable trust)  
Manappuram Agro farms Ltd  
Manappuram Construction & Consultants Ltd(Formerly known as Manappuram Construction & Properties Ltd)  
Manappuram Finance Limited  
Manappuram Asset Finance Limited  
Manappuram Healthcare Limited  
Manappuram Jewellers Ltd  
Manappuram Chit Funds Company Private Limited  
Manappuram Chits(Karnataka) Private Limited  
Manappuram Insurance Brokers Limited  
Finance Industry Development Council  
Asirvad Micro Finance Private Limited  
Manappuram Home Finance Private Limited  
Adlux Medicity and Convention Centre Private Limited  
Prithvi Homes and Habitats Private Limited  
Manappuram Travels  
Manappuram chits  
MAFIN Enterprises  
Netvarth Technologies(India) Pvt Limited  
C2RM Technologies Pvt.Ltd  
Jaldee Soft Pvt Ltd  
Manappuram Chits (India) Limited

### Enterprises owned or significantly influenced by key management personnel or their relatives



**Relatives of Directors/Key Management personnel/Promotor**

Mr. Tittu Prasannan  
Mr. Lila Prasannan  
Mr. P D Prasannan  
Mr. Adinath K R  
Mrs. Parvathy Ekalavyan  
Mr. Ekalavyan P.K  
Mrs. Lakshmi Ekalavyan  
Mrs. Nijiraj Suhas  
Mrs. Tilisa David Romy  
Mr. Gangadharan  
Mrs. Vijayalakshmi  
Mr. Joseph  
Mrs. Reema Tony  
Mrs. Athira Prasannan  
Mr. Adarsh P.K.  
Mrs. Sumam Radhakrishnan  
Mr. Vyasababu  
Mrs. Anupama Sajeet

\* Transactions with relatives of key management personnel are based on declarations by the Key Management Personnel.





# MABEN NIDHI LIMITED

Note 23 Related party transactions (Contd..)

SI No.	Particulars	Key Management Personnel/Director/Promoter		Relative of Promoter/Director/Key Management Personnel		Enterprises owned or significantly influenced by key management person	
		31-Mar-20	31-Mar-19	31-Mar-20	31-Mar-19	31-Mar-20	31-Mar-19
<b>1</b>	<b>Remuneration to Directors</b>						
	Mrs.Jyothi Prasannan	3,023,400	2,798,400				
<b>2</b>	<b>Remuneration to other KMPS</b>						
	Mr.David Romy Jose	2,000,000	2,138,656				
	Mr-Anoop P	1,520,276	1,503,656				
	Mr.Besto Joseph	1,700,000	1,617,123				
<b>3</b>	<b>Sitting fee to Directors</b>						
	Mr.Santhakumar K	120,000	120,000				
	Mr.Venugopal K S	120,000	120,000				
	Mr.Ramesh Kumar	90,000	75,000				
	Mr.V.S.Prasannan	45,000	-				
<b>4</b>	<b>Remuneration to AVP</b>						
	Mrs.Shelly Ekalavyan	923,400	698,400				
	Mrs.Niniraj Suhas			1,223,400	1,223,400		
<b>5</b>	<b>Interest paid on deposit</b>						
	Mrs.Jyothi Prasannan	34,187	170,043				
	Mr.Ramesh kumar	13,874	6,000				
	Mr.Adarsh P K			1,458	-		
	Mr.V.S.Prasannan	55,914	-		48,099		
	Mrs.Sumam Radhakrishnan			73,500	-		
	Mr-Anoop.P	8,421	6,246				
	Mr.David Romy Jose	94	-				
	Mr.Besto Joseph	4,683	-				
	Mr.V.P .Nandakumar	884	155,00				
	Mrs.Sushama Nandakumar	68,661	60,769.00				
	Mrs.Sumitha Nandakumar	5	310.00				
	Mr.Suhas Nandan V	33,181	26,694.00				
	Mrs.Shelly Ekalavyan	158,804	11,492				
	Mr.Ekalavyan P K			291,015	194,856		
	Mrs.Niniraj Suhas			28,624	15,253		
	Mr.Prasannan P D			485,506	248,663		
	Mr.Titu Prasannan			187,649	68,447		
	Mr-Adinath K R			72,636	56,534		
	Mrs.Parvathy Ekalavyan			63,231	12,256		
	Mrs.Lakshmi Ekalavyan			21,745	52,301		
	Mrs.Lila Prasannan			17,116	-		
	Mrs.Anupama Sajeet			19,035	-		
	Mrs.Tilisa David Romy			16,872	-		
	Mr.Gangadharan Nair			11,508	-		
	Mrs.Vijayalakshmi			24,177	-		
	Mr.Joseph			10,051	-		
	Mrs.Reema Tomy			11	-		



# MABEN NIDHI LIMITED

6	<b>Deposit Outstanding</b>								
	<b>Mrs.Jyothi Prasanna:-</b>								
	Balance outstanding at the beginning	2,325,367							
	Amount Accepted	76,149	-						
	Amount Repaid	2,325,367	5,125,367						
	Balance outstanding at the year end	76,149	2,800,000						
	<b>Mr.Ramesh Kumar K:-</b>								
	Balance outstanding at the beginning	106,379	-						
	Amount Accepted	114,244	106,379						
	Amount Repaid	-	-						
	Balance outstanding at the year end	220,623	106,379						
	<b>Mr.Adarsh P K:-</b>								
	Balance outstanding at the beginning								
	Amount Accepted								
	Amount Repaid		50,000						
	Balance outstanding at the year end		-						
	<b>Mr.V.S.Prasanna:-</b>								
	Balance outstanding at the beginning	868,178							
	Amount Accepted	217,937							
	Amount Repaid	810,975							
	Balance outstanding at the year end	275,140							
	<b>Mr.Vyasababu VS:-</b>								
	Balance outstanding at the beginning								
	Amount Accepted								
	Amount Repaid		500,000						
	Balance outstanding at the year end		906						
	<b>Mrs.Sumam Radhakrishnan:-</b>								
	Balance outstanding at the beginning								
	Amount Accepted								
	Amount Repaid		1,011,390						
	Balance outstanding at the year end		-						
	<b>Mrs.Anupama Sajeet:-</b>								
	Balance outstanding at the beginning								
	Amount Accepted								
	Amount Repaid		1,011,390						
	Balance outstanding at the year end		-						
	<b>Mrs.Anupama Sajeet:-</b>								
	Balance outstanding at the beginning								
	Amount Accepted								
	Amount Repaid		485,681						
	Balance outstanding at the year end		42,497						
	<b>Mr.Anoop P:-</b>								
	Balance outstanding at the beginning								
	Amount Accepted								
	Amount Repaid		528,178						
	Balance outstanding at the year end		-						
	<b>Mr.Anoop P:-</b>								
	Balance outstanding at the beginning	111,893	38,345						
	Amount Accepted	127,829	389,190						
	Amount Repaid	155,492	315,642						
	Balance outstanding at the year end	84,230	111,893						
	<b>Mr.David Romy Jose:-</b>								
	Balance outstanding at the beginning	-	-						
	Amount Accepted	928	35,000						
	Amount Repaid	-	35,000						
	Balance outstanding at the year end	928	-						



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## MABEN NIDHI LIMITED

<b>Mrs.Niniraj Suhas:-</b>						
Balance outstanding at the beginning			345,414		400,953	
Amount Accepted			509,269		-	
Amount Repaid			400,207		55,539	
Balance outstanding at the year end			454,476		345,414	
<b>Mrs.Lakshmi Ekalavyan:-</b>						
Balance outstanding at the beginning			250,185		287,697	
Amount Accepted			343,999		347,911	
Amount Repaid			333,379		385,423	
Balance outstanding at the year end			260,806		250,185	
<b>Mrs.Parvathy Ekalavyan:-</b>						
Balance outstanding at the beginning			777,046		-	
Amount Accepted			493,568		777,046	
Amount Repaid			446,513		-	
Balance outstanding at the year end			824,101		777,046	
<b>Mr.Titu Prasanan:-</b>						
Balance outstanding at the beginning			1,468,885		1,383,173	
Amount Accepted			2,565,116		2,498,885	
Amount Repaid			1,472,971		2,413,173	
Balance outstanding at the year end			2,561,030		1,468,885	
<b>Mrs.Lila Prasannan:-</b>						
Balance outstanding at the beginning			343,268		34,268	
Amount Accepted			259,000		309,000	
Amount Repaid			309,000		-	
Balance outstanding at the year end			293,268		343,268	
<b>Mrs.Tilisa David Romy:-</b>						
Balance outstanding at the beginning			-		-	
Amount Accepted			375,000		-	
Amount Repaid			-		-	
Balance outstanding at the year end			375,000		-	
<b>Mr.Gangadharan Nair:-</b>						
Balance outstanding at the beginning			-		-	
Amount Accepted			174,688		-	
Amount Repaid			-		-	
Balance outstanding at the year end			174,688		-	
<b>Mrs.Vijayalakshmi:-</b>						
Balance outstanding at the beginning			-		-	
Amount Accepted			980,976		-	
Amount Repaid			-		-	
Balance outstanding at the year end			980,976		-	
<b>Mr.Joseph:-</b>						
Balance outstanding at the beginning			-		-	
Amount Accepted			302,145		-	
Amount Repaid			-		-	
Balance outstanding at the year end			302,145		-	
<b>Mrs.Reema Tomy:-</b>						



**Note:**

a) Related parties have been identified on the basis of the declaration received by the management and other records available.

b) The remuneration to key managerial personnel does not include the provision made for gratuity and contribution to PF and other funds.



**MABEN NIDHI LIMITED**

**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020**

*(All amounts are in Indian Rupees unless other wise stated)*

**NOTE No: 24**

**Employee benefits**

- i) Provident Fund:** The amount of provident fund contribution charged to the Statement of profit and loss during the year is ₹ 74,60,679/- (Previous Year- ₹ 59,98,657)
- ii) E S I:** The amount of Employee state insurance corporation charged to the statement of profit and loss during the year is ₹ 18,09,288/- (Previous Year- ₹ 19,56,751)
- iii) Gratuity :** The company has a defined gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary(last drawn)for each completed year of service.The scheme is funded with LIC .

The following tables summarises the components of net benefit expense recognized in the profit and loss account

**Statement of Profit & Loss**

<b>Net Employee Benefit Expense</b>	<b>3/31/2020</b>	<b>3/31/2019</b>
Current Service Cost	2,621,434	1,653,712
Interest Cost on Benefit Obligation	880,805	680,869
Expected Return on Plan Assets	(818,271)	(667,383)
Net Actuarial (gain)/ loss recognised in the year	2,857,988	(97,332)
Net (Benefit) / Expense	<b>5,541,956</b>	<b>1,569,866</b>

**Balance Sheet**

**Reconciliation of Present value of the Obligation and the fair value of plan assets**

	<b>3/31/2020</b>	<b>3/31/2019</b>
Defined Benefit Obligation	14,521,676	8,817,594
Fair value of plan assets as at the end of the year	12,911,830	9,630,556
Assets/ (Liability) recognised in the balance sheet	<b>(1,609,846)</b>	<b>812,962</b>

**Reconciliation of Present value of the Obligation and the fair value of plan assets**

	<b>3/31/2018</b>	<b>3/31/2017</b>	<b>3/31/2016</b>
Defined Benefit Obligation	7,188,744	5,165,650	6,231,344
Fair value of plan assets as at the end of the year	6,910,785	7,471,658	7,438,596
Assets/ (Liability) recognised in the balance sheet	<b>(277,959)</b>	<b>2,306,008</b>	<b>1,207,252</b>



## MABEN NIDHI LIMITED

<b>Changes in the present value of the defined benefit obligation are as follows:</b>		
	<b>3/31/2020</b>	<b>3/31/2019</b>
Opening defined benefit obligation	8,817,594	7,188,744
Interest Cost	880,805	680,869
Current Service cost	2,621,434	1,653,712
Benefits Paid	(656,145)	(608,399)
Actuarial (gain) / loss on obligations	2,857,988	(97,332)
Closing defined benefit obligation	<b>14,521,676</b>	<b>8,817,594</b>

<b>Changes in the fair value of plan assets</b>		
	<b>3/31/2020</b>	<b>3/31/2019</b>
Fair value of plan assets at beginning of the year	9,630,556	6,910,785
Expected return on plan assets	818,271	667,383
Contributions	3,119,148	2,660,787
Benefits Paid	-656,145	-608,399
Actuarial Gains / (Losses)	-	-
Closing Fair Value of Plan Assets	<b>12,911,830</b>	<b>9,630,556</b>

**The principal assumptions used in determining gratuity obligations for the company's plans are shown below:**

	<b>3/31/2020</b>	<b>3/31/2019</b>
Discount rate	6.80%	7.70%
Salary growth rate	7.00%	7.00%

The fund is administered by Life Insurance Corporation of India ("LIC"). The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market

**NOTE No: 25**

### **Matters of Litigation**

i) Income Tax department has raised a demand of ₹ 1,08,24,272/- for the financial year 2016-17. Company has preferred an appeal against the order and is expecting a favourable decision. Hence no provision is made in the accounts for the same.



# MABEN NIDHI LIMITED

## NOTE No: 26

### Contingent Liabilities, Commitments & Contracts

	2020	2019
<b>I. Contingent Liabilities</b>		
1. Claims against the company not acknowledged as debt.	₹1,08,24,272	NIL
2. Guarantees	NIL	NIL
3. Other money for which the company is contingently liable	NIL	NIL
<b>II. Commitments</b>		
4. Estimated amount of contract remaining to be executed on capital account and not provided for	₹12,14,405	NIL
5. Uncalled liability on share and other investment partly paid	NIL	NIL
6. Other Commitments	NIL	NIL

## NOTE No: 27

### Instances of Fraud

During the year there has been certain instances of fraud on the company by employees/members as given below

- i) One staff of the company misappropriated an amount of ₹ 42470/- and the company has initiated legal proceedings against the employee and is expecting recovery of amount very soon. Hence no provision is made in the accounts for the same.

## NOTE No: 28

### Lease Disclosure

Operating Leases: Lease rentals in respect of premises taken on operating lease during the year ended March 31st, 2020 amounts to ₹ 2,25,06,665/- (Previous year ₹ 1,98,55,764)

The total of future minimum lease payments of the company are as follows:

	Current Year	Previous Year
Not later than 1 year	21,726,391.75	21,003,089.30
Later than 1 year not later than 5 years	71,421,965.80	84,962,137.58
Above 5 years	52,845,065.27	44,134,251.41

Operating Lease: Lease rental received in respect of premises given for operating lease during the year amounting to ₹ 800000/- (previous year Nil).

Details of assets given for Lease	Current Year	Previous Year
Gross value of asset	57,891,139	44,526,402.00
Accumulated depreciation of lease asset	312,705.84	150,476.00
Depreciation during the year charged to statement of profit and loss	162,229.84	36,811.00
future minimum lease receipts of the company are as follows:		
Not later than 1 year	1,200,000	-
Later than 1 year not later than 5 years	5,280,000	-
Above 5 years	5,677,263	-

### Terms and Conditions

Operating Lease entered by the company is cancelable on giving a notice of three calendar months.





# MABEN NIDHI LIMITED

## NOTE No: 29

### Expenditure In Foreign Currency

Expenditure in foreign currency

2020	2019
NIL	NIL

## NOTE: 30

### Utilization of proceeds

During the year the Company has raised ₹ 2,34,270/- (Previous Year: ₹ 1,46,630/-) by way of fully paid-up equity shares and ₹ 78,72,83,357/- (Previous year : ₹ 29,18,16,121/-) by way of deposits from members and the same has been utilised to meet the working capital requirements of the company.

## NOTE: 31

### Impairment of Assets

In the opinion of the management, there is no impairment on the assets of the Company as on balance sheet date.

## NOTE: 32

Loan portfolio and Provision for loan Assets for major categories of loan portfolio:

	Gross loan outstanding		Provision for loan assets		Net loan outstanding	
	2020	2019	2020	2019	2020	2019
a) Gold loan	2,543,420,016	1,865,344,207	3,499,476	-	2,539,920,540	1,865,344,207
b) Loan against deposit receipts	9,971,479	21,480,547	-	-	9,971,479	21,480,547
c) Loan against property	237,770,974	185,260,115	4,002,131	6,655,466	233,768,843	178,604,649
<b>TOTAL</b>	<b>2,791,162,469</b>	<b>2,072,084,869</b>	<b>7,501,607</b>	<b>6,655,466</b>	<b>2,783,660,862</b>	<b>2,065,429,403</b>

## NOTE No: 33

### Managerial Remuneration under section 197 of the Companies Act 2013

	Current Year	Previous Year
Jyothi Prasannan	3,223,400	3,298,400

## NOTE No: 34

### Comparatives

Previous year figures have been regrouped/reclassified, wherever necessary, to conform to this year's classification.

As per our report of even date attached

**For Mohandas & Associates**

**Chartered Accountants**

ICAI Firm Registration Number: 021116S

**For and on behalf of the board of directors of**

**MABEN Nidhi Limited**

## **Mohandas A**

[Partner]

Membership No: 036726

Place: Thrissur

Dated: 30-07-2020

**Santhakumar K**

**(Chairman)**

DIN:00595286

**Jyothy Prasannan**

**(Managing Director)**

DIN:00044371

**Besto Joseph**

**(Chief Financial Officer)**

Place: Valapad

Dated: 30-07-2020

**Anoop P**

**(Company Secretary)**





(A Nidhi Company notified under section 620A of the Companies Act, 1956)  
Reg.Off.: Building No.4/709 B, First Floor, J. P. Mart, Near High School Jn.,  
Valapad P. O., Thrissur, Kerala - 680 567 Ph: 0487 - 2395500 , 8086099733  
Email: deposit@maben.in Web: www.maben.in  
CIN:U65991KL1993PLC007584

## Branches

Aluva: 9497490056 • Angamali: 9497490046 • Payyannur: 9497490021 • Chalakudy: 9497490036  
Chavakkad: 9497490029 • Chelakkara: 9497490040 • Chenthrapinny: 9497490031  
Chittur Palakkad: 9497490047 • Nileswaram: 9497490018 • Edappal: 9497490053  
Engandiyur: 9497490035 • Kannur: 9497490065 • Kodungallur: 9497490030  
Kollam Chinnakkada: 9497490054 • Kottkkal: 9497490043 • Kottayam: 9497490059  
Kulappully: 9497505487 • Kunnamkulam: 9497490038 • Kasaragod: 9497490019  
Mala: 9497490042 • Mathilakam: 9497505486 • MG Road, Ernakulam: 9497490063  
Kozhikode: 9497490022 • Muttam Bazar, Cherthala: 9497490023 • Nedumangad: 9497490024  
Kanhanged: 9497490017 • Nilambur: 9497490051 • North Paravur: 9497490025  
Olarikkara: 9497490034 • Ollur: 9497490039 • Pala: 9497490052 • Pathanamthitta: 9497490064  
Pattambi: 9497490049 • Peringottukara: 9497490033 • Perinjanam: 9497490028  
Perinthalmanna: 9497490045 • Perumbavoor: 9497505485 • Ponnani: 9497490062  
Kottarakkara: 9497490060 • Punnayurkulam: 9497490041 • Thaliparamba: 9497490016  
Tanur: 8086099767 • TB Road, Palakkad: 9497490020 • Thiruvalla: 9497490057  
Thiruvananthapuram: 9497490055 • Tirur: 9497490058 • Vadakkencherry: 9497490044  
Valanchery: 9497490048 • Valapad: 9497490026 • Vatanappally: 9497490027  
Wadakkanchery: 9497490037 • West Fort, Thrissur: 9497490032 • Manjery: 8086099769  
Puthanathani: 8086099770 • Kozhikode Medical College, Chevayur: 8086099771  
Municipal Bus Stand, Thrissur: 8086099007 • Mullakkal, Alapuzha: 8086099006