MOONGIPA
CAPITAL FINANCE LTD.

August 26, 2026

To,
The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

Scrip Code: 530167

Subject: Disclosure Under Regulation 30, 34(1) and other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended (the "Listing Regulation")

Re: Annual Report for Financial Year 2025-26 & Notice of Annual General Meeting ('AGM")

Dear Sir/Madam,

This is to inform that pursuant to Regulation 34(1) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, we herewith enclose the soft copy of the Annual Report of the Company for the Financial Year 2025-26 along with the Notice of 39th Annual General Meeting ("AGM") of the Company which is scheduled to be held on **Thursday, September 24, 2026 at 01.00 P.M.** (IST) through Video Conferencing ("VC") / Other Audio - Visual Means ("OAVM") in accordance with the relevant circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI) which is sent to all the members whose email IDs were registered with the Company / Depository Participant(s)/ Registrar and Transfer Agents (RTAs).

In accordance with the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and administration) Rules, 2014, as amended from time to time and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide e-voting facility to the members to cast their vote electronically on all resolutions as outlined in the Notice convening the AGM. Members may cast their votes remotely, using an electronic voting system (remote e-voting), which shall be available during the following voting period:

Commencement of Remote e-voting	Monday, September 21, 2026 at 09:00 A.M.(IST)
Conclusion of Remote e-voting	Wednesday, September 23, 2026 at 05:00 P.M. (IST)

Remote e-voting will not be allowed beyond the aforesaid date and time and the said facility shall be forthwith disabled by NSDL upon expiry of the aforesaid period.

The Cut-off date for determining the eligibility of Members entitled to vote at the AGM is Thursday, September 17, 2026.

The Voting right of members shall be in the proportion to the share held by them in the paid-up equity share capital of the Company as on the Cut-off date. Any person, who is a member of the Company as on the cut-off date is eligible to cast vote electronically on all the resolutions outlined in the Notice of AGM.

The Member who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC/OAVM but shall not be entitled to cast their vote again.

Notice of the AGM and the Annual Report for the Financial Year 2025-26 ("Annual Report") are available on the website of the Company and can be accessed from the below link:

Notice of the 39th AGM	https://www.mongipa.com/investor-relations/annual-report-and-agm-postal-ballot-notice.
Annual Report for FY 2025-26	https://www.mongipa.com/investor-relations/annual-report-and-agm-postal-ballot-notice.

You are requested to kindly take the same on your records.

Thanking you,

For **Moongipa Capital Finance Limited**

Sonia Digitally signed by Sonia Date: 2026.08.26 14:02:56 +05'30'

(Sonia)
Company Secretary and Compliance Officer

MOONGIPA CAPITAL FINANCE LTD.

39TH ANNUAL REPORT

2025-26

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39TH ANNUAL GENERAL MEETING

Date	24th September 2026
Day	Thursday
Time	01:00 PM
Mode	Video Conferencing (VC) / OAVM

CORPORATE INFORMATION

BOARD OF DIRECTORS

Dr. Pooja Jain	Whole Time Director
Mr. Sanjay Jain	Non-Executive Director
Mr. Ajay Prakash Narain	Independent Director
Mr. Rajesh Kumar	Independent Director

KEY MANAGERIAL PERSONNEL ("KMP")

Dr. Pooja Jain	Whole Time Director
Ms. Sonia	Company Secretary and Compliance Officer (Appointed w.e.f April 27, 20260
Mr. Mohd. Javed Qureshi	Chief Financial Officer
Mr. Piyush Jain	Chief Executive Officer

STATUTORY AUDITORS

M/s. Sunil K. Gupta & Associates
Chartered Accountants
Head Office: 4232/1, Ansari Road,
Darya Ganj, New Delhi-110002

INTERNAL AUDITORS

M/s. R. Mahajan & Associates
Chartered Accountants
402, Jain Building, 18/12, W.E.A. Karol Bagh,
New Delhi- 110005

BANKERS

HDFC BANK
YES BANK
ICICI BANK

REGISTRAR AND SHARE TRANSFER AGENT

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED
D-153-A, 1st Floor, Okhla Industrial Area, Phase-I,
New Delhi-110020

REGISTERED OFFICE & CONTACT DETAILS

18/14, W.E.A. Pusa Lane,
Karol Bagh, New Delhi-110005

Email Id: moongipac@gmail.com
Website: www.mongipa.com
Contact No. 011-41450121

MOONGIPA CAPITAL FINANCE LTD.

MOONGIPA CAPITAL FINANCE LIMITED
CIN: L65993DL1987PLC028669
Registered Office:18/14, W.E.A. Pusa Lane, Karol Bagh, New Delhi – 110005, India
Email:moongipac@gmail.com | **Website:** www.mongipa.com

NOTICE OF 39TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 39th Annual General Meeting of the Members of **Moongipa Capital Finance Limited ("the Company")** will be held on **Thursday, September 24, 2026 at 01:00 P.M (IST)** through Video Conferencing **("VC")** / Other Audio Visual Means **("OAVM")**, without the physical presence of Member at a common venue, in accordance with the applicable provision of Companies Act, 2013, read with the Rules made thereunder, and the circular issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI"), to transact the following businesses:

ORDINARY BUSINESS

1. **ADOPTION OF AUDITED FINANCIAL STATEMENTS ALONG WITH BOARD AND AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026**

   To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted."

2. **APPOINTMENT OF A DIRECTOR IN PLACE OF MR. SANJAY JAIN (DIN 00096938), WHO RETIRES BY ROTATION AND, BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT**

   To appoint Mr. Sanjay Jain, who retires by rotation as a director, being eligible, offers himself for re-appointment and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Sanjay Jain (DIN 00096938), who retires by rotation at this meeting, and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company whose office shall be liable to retire by rotation."

NOTES:

1. The Ministry of Corporate Affairs **("MCA")** has, vide its General Circular dated September 19, 2024 read together with circular April 8, 202, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022, December 28, 2022 and September 25, 2023 (collectively referred to as "**MCA Circulars**"), permitted convening the Annual General Meeting **("AGM" / "Meeting")** through Video Conferencing ("**VC**") or Other Audio Visual Means ("**OAVM**"), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ("**Act**") read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the registered office of the Company.

2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.

3. The Members can join the AGM in the VC/OAVM 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/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. Pursuant to the provisions of Section 108 the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited **("NSDL")** for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.mongipa.comThe Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e.www.evoting.nsdl.com.

7. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time

8. In terms of the provisions of Section 112 and Section 113 of the Act, read with the said aforesaid MCA Circulars, Institutional shareholders / corporate shareholders (i.e. other than individuals, HUFs, NRIs, etc.) are required to send a scanned copy (PDF/JPG format) of their respective Board or governing body Resolution, Authorization, etc., authorizing their representative to attend the AGM through VC/OAVM on their behalf and to vote through remote e-Voting. The said Resolution/Authorization shall be sent to the Scrutinizer by e-mail to dchawla.cs@gmail.com with a copy marked to evoting@nsdl.co.in and moongipac@gmail.com. Institutional shareholders (i.e. other than individuals, HUFs, NRIs, etc.) can also upload their Board Resolution/ Power of Attorney/Authority Letter, etc. by clicking on "Upload Board Resolution / Authority Letter", etc. displayed under "e-Voting" tab in their login.

9. In line with the Ministry of Corporate Affairs (MCA) Circular vide General Circular No. 09/2024 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, the Notice calling the AGM along with Annual Report 2025-26 is being sent only through electronic mode to those members whose e-mail address is registered with the Company or the Depository Participant(s). Members may note that the Notice of AGM along with Annual Report has also been uploaded on the website of the Company at www.mongipa.com websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of NSDL, agency for providing the Remote e-Voting facility and e-voting system during the AGM i.e. www.evoting.nsdl.com. Members (Physical / Demat) who have not registered their email addresses with the company can get the same registered with the company by requesting to our Registrar and Share Transfer Agent i.e. Skyline Financial Services Private Limited (“RTA/Skyline”) at compliance@skylinerta.com and to company at moongipac@gmail.com.

10. As per Regulation 36 (3) of Listing Regulations and Secretarial Standard-2 issued by The Institute of Company Secretaries of India, relevant details of the directors seeking appointment/re-appointment at the ensuing Annual General Meeting are provided in the **Annexure** to this Notice.

11. Notice is also given under section 91 of the Companies Act, 2013 read with regulation 42 of the Listing Regulations that the Register of Members and the Share Transfer Book of the Company will remain closed from **Monday, September 21, 2026 to Thursday, September 24, 2026** (both days inclusive).

12. Pursuant to amended Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, transfer of securities could not be processed unless the securities are held in the dematerialized form with a depository. Members holding shares in physical form are requested to dematerialize their holdings at the earliest as it will not be possible to transfer shares held in physical mode as per the said regulation of SEBI.

13. SEBI, vide its circular dated November 03, 2021 (subsequently amended by circulars dated December 14, 2021, November 17, 2023, May 7, 2024 and June 10, 2024) mandated that the security holders (holding securities in physical form), whose folio(s) are not updated with the KYC details excepting choice of nomination (viz., PAN; Contact Details; Mobile Number and Bank Account Details and signature, if any) shall be eligible for any payment including

dividend, interest or redemption in respect of such folios, only through electronic mode. However, we have still requested the security holders to update the "choice of Nomination" to secure your holdings for smooth transmission of securities and prevent accumulation of benefits in future. The security holders can update their KYC, bank details and nomination details as per the process mentioned below:

Type of Holder	**Process to be followed**	
Physical	For availing the following investor services, send a written request in the prescribed forms to the RTA of the Company, M/s Sky Line Financial Services Pvt. Ltd. at D-153/A, 1st Floor, Okhla Industrial Area, Phase – I, New Delhi-110020 or at their designated email id i.e. admin@skylinerta.com.	
	Form for availing investor services to register PAN, email address, bank details and other KYC details or changes / update thereof for securities held in physical mode	Form ISR-1
	Update of signature of securities holder	Form ISR-2
	For nomination as provided in the Rules19(1) of Companies (Share capital and debenture) Rules, 2014	Form SH-13
	Declaration to opt out	Form ISR-3
	Cancellation of nomination by the holder(s) (alongwith ISR-3) /Change of Nominee	Form SH-14
	Form for requesting issue of Duplicate Certificate and other Service requests for shares/debentures/bonds, etc., held in physical form	Form ISR-4
	The forms for updating the above details are available at https://www.mongipa.com/investor-relations/information-for-shareholders	
Demat	Please contact your Depository Participants (DP) and register our email address and bank account details in your demat account, as per the process advised by your DP.	

THE GENERAL INSTRUCTIONS FOR ACCESSING AND PARTICIPATING IN THE AGM THROUGH VC/OAVM FACILITY AND VOTING THROUGH ELECTRONIC MEANS INCLUDING REMOTE EVOTING: -

i. **THE REMOTE E-VOTING PERIOD BEGINS ON MONDAY, SEPTEMBER 21, 2026 AT 09:00 A.M. AND ENDS ON WEDNESDAY, SEPTEMBER 23, 2026 AT 05:00 P.M. THE REMOTE E-VOTING MODULE SHALL BE DISABLED BY NSDL FOR VOTING THEREAFTER.**

ii. The Members, whose names appear in the Register of Members / Beneficial Owners as on the **record date (cut-off date) i.e. Thursday, September 17, 2026**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday, September 17, 2026.

iii. The Company has engaged the services of National Securities Depository Limited **("NSDL")** to provide e-voting facility and conducting Annual General Meeting ("AGM") through VC/OAVM.

iv. Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cutoff date may obtain the User ID and password by either sending an e-mail request to evoting@nsdl.co.in or calling on Toll Free No. 18-00-222-990. If the member is already registered with NSDL e-voting platform then he can use his existing User ID and password for casting the vote through remote e-voting.

v. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. Thursday, September 17, 2026 only shall be entitled to avail the facility of e-voting/ Poll on Demand.

vi. The Board of Directors has appointed Ms. Deepti Chawla, from M/s. Deepti Chawla & Associates, Practicing Company Secretary (Membership No. FCS 8759) as the Scrutinizers, for conducting the e-voting and remote e-voting process in a fair and transparent manner.

vii. The Scrutinizer, after scrutinizing the votes will, not later than forty-eight hours from the conclusion of the Meeting make a consolidated scrutinizer's report which shall be placed on the website of the Company www.mongipa.com.The results shall simultaneously be communicated to the Stock Exchanges.

viii. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting i.e., Thursday, September 24, 2026.

ix. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Monday, September 21, 2026 at 09:00 A.M. And ends on Wednesday, September 23, 2026 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the **record date (cut-off date) i.e. Thursday, September 17, 2026**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Thursday, September 17, 2026.

<u>How do I vote electronically using NSDL e-Voting system?</u>

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

<u>Step 1: Access to NSDL e-Voting system</u>

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen

	will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. 
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.comand click on login & New System Myeasi Tab and then click on registration option.

	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	**Helpdesk details**
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

   a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

   b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to dchawlacs@gmail.com with a copy marked to evoting@nsdl.co.in.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Pallavi Mhatre, Senior Manager, NSDL at evoting@nsdl.co.in.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to moongipac@gmail.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to moongipac@gmail.com.If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **Step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**.

3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

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

Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at moongipac@gmail.com . The same will be replied by the company suitably.

6. Shareholders who would like to express their views/ask questions during the 39th AGM may register themselves as a speaker by sending their request in advance **atleast 7 days** prior to

AGM mentioning their name, demat account number/folio number, email id, mobile number at company email id i.e. moongipac@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **atleast 7 days** prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at company email id i.e. moongipac@gmail.com.These queries will be replied to by the company suitably by email.

7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the 39th AGM.

For & On behalf of the Board
Moongipa Capital finance Limited

Sd/-
Ms. Sonia
Company secretary

Place: New Delhi
Date: 24.08.2026

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings]

I. Re-appointment of Mr. Sanjay Jain (DIN: 00096938), Director Liable to Retire by Rotation

Age	58 years
Qualification	MBA Finance and Law graduate
Nature of Expertise	Enriched experience in the Financial, Legal, NBFC and Administration sectors
Terms and conditions of Re-appointment	Mr. Sanjay Jain is Non-Executive Director and liable to retire by rotation and offers himself for reappointment.
Details of remuneration sought to be paid	As per the Remuneration and Nomination Policy of the Company as displayed on the Company's website i.e. www.mongipa.com
Date of first appointment in the current designation	16.07.1989
Shareholding in the Company	9,21,150 Equity Shares of Rs. 10/- each
Directorships in other Companies	N. A
Memberships/ Chairmanship of Committees of other Companies	Audit Committee Nomination and Remuneration Committee Stakeholder Relationship Committee
Inter-se relationship between Directors and other Key Managerial Personnel	Spouse of Dr. Pooja Jain, whole time director of the Company and father of Mr. Piyush Jain, Chief Executive Officer (CEO) of the Company, and not related to any other Director / Key Managerial Personnel
Number of Meetings of the Board attended during the financial year (2025-2026)	7 (Seven)
Remuneration Drawn (FY 2025-26)	N. A
Name of the Listed Entities from which the Director has resigned in the past three years	N. A

MOONGIPA CAPITAL FINANCE LTD.

MOONGIPA CAPITAL FINANCE LIMITED
CIN: L65993DL1987PLC028669
Registered Office:18/14, W.E.A. Pusa Lane, Karol Bagh, New Delhi – 110005, India
Email:moongipac@gmail.com | **Website:** www.mongipa.com

BOARD REPORT

Dear Members,

Your Company's Board of Directors ("Board") are pleased to present the THIRTY NINETH (39th) Annual Report of **Moongipa Capital Finance Limited** (''your Company'') along with the Standalone Audited Financial Statements and Independent Auditor Report for the Financial Year ended March 31, 2026 ("Financial Year 2025-26" or "FY 2025-26" or "the year under review").

1) FINANCIAL SUMMARY OR HIGHLIGHTS / PERFORMANCE OF THE COMPANY

During the year under review, the Company registered a profit of Rs 77,30,341/- before tax for the year ended March 31, 2026, on a standalone basis. A summary of the financial performance of the Company on a standalone basis for the financial year ended March 31, 2026, is given below:

(Amount in Rs.)

Particulars	March 31, 2026	March 31, 2025
Revenue from operation	11,46,24,738	8,78,46,706
Other Income	35,87,901	30,96,825
Total Revenue	**11,82,12,639**	**9,09,43,531**
Profit before Finance cost, Depreciation and Tax	**1,50,65,730**	**2,24,10,334**
Finance cost	67,14,378	8,03,555
Depreciation	6,21,011	4,89,706
Net Profit before tax	**77,30,341**	**2,11,17,073**
Less: Current Tax	25,61,315	47,88,499
Deferred Tax	(21,09,033)	25,58,601
Net Profit for the year	**72,78,059**	**1,37,69,974**
EPS (₹10/- per share)	**0.79**	**3.01**
Book Value (₹10/- per share)	**25.74**	**24.94**

Accounting Method

NBFCs were required to comply with the Indian Accounting Standards (IND-AS) for the preparation of the Financial Statements. Accordingly, the Annual Financial Statements for the year ended March 31, 2026 are prepared as per IND-AS.

2) BRIEF DESCRIPTION AND STATE OF COMPANY'S AFFAIR

Your Company is registered as a non-deposit taking Non-Banking Financial Company (NBFC) pursuant to the Certificate of Registration No. 14.01051 dated August 10, 1998, issued by the Reserve Bank of India under Section 45-IA of the Reserve Bank of India Act, 1934. It is classified as an NBFC – Investment and Credit Company (NBFC-ICC) under the Base Layer (NBFCs-BL) in accordance with the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023.

Our Company is primarily engaged in the business of trading in securities, providing unsecured financing (Corporate and Personal Finance), and investing in shares of Listed and Unlisted Companies and other securities.

During the year under review, your Company has achieved total revenue and net profit of Rs. 11,82,12,639 and Rs. 72,78,059 respectively as against total revenue and net profit of Rs. 9,09,43,531 and Rs.1,37,69,974 respectively during the previous financial year ended March 31, 2025.

3) TRANSFER OF RESERVES

Since, the Company is a Non- Banking Financial Company registered with Reserve Bank of India (RBI), therefore, as per requirement of section 45-IC of the RBI Act, 1934, every Non-Banking Financial Company shall create a reserve fund and transfer therein a sum not less than twenty per cent of its net profit every year as disclosed in the profit and loss account and before any dividend is declared.

Therefore, the Company has transferred an amount of Rs. 14,55,612/- (Rupees Fourteen Lakh Fifty-Five Thousand Six Hundred Twelve Only) out of the profits of the year to the statutory reserves fund. Further, your Board of Directors does not purpose to transfer any amount to general reserve of the Company.

4) DIVIDEND

To support the Company's business expansion plan and meet its general corporate requirements, the Board of Directors has considered it prudent not to recommend any dividend for the year under review. This will enable the Company to retain and reinvest its profit to strengthen its financial position and support future growth initiatives.

5) CHANGE IN THE NATURE OF BUSINESS

There was no change in the nature of the business of the Company during the year under review.

6) MATERIAL CHANGES AND COMMITMENT, IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY THAT OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

Subsequent to the end of the financial year on March 31, 2026, the Company has commenced its operations in the **Retail Loan and Electric Vehicle (EV) Loan segments** as part of its business expansion strategy. The Company intends to focus on providing financing solutions in these segments, subject to applicable regulatory requirements and prevailing market conditions.

The commencement of these activities represents a strategic expansion of the Company's lending operations and is expected to contribute to the growth and diversification of its business. There have been no other material changes or commitments affecting the financial position of the Company between the end of the financial year and the date of this Report.

7) DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES:

As on March 31, 2026, Company doesn't have any Subsidiary & Joint Venture and Associate Companies at the end of the year.

8) SHARE CAPITAL STRUCTURE

Authorised Share Capital:

As on 31st March, 2026, the authorised share capital of the company was Rs. 30,00,00,000/- comprising of 3,00,00,000 Equity Shares of Rs. 10/- each. There is no change in the Authorised Share Capital during the year under review.

Issued, Subscribed and Paid-up Share Capital:

Issued, Subscribed and Paid-up Share Capital: 91,64,400 (Ninety One Lakh Sixty Four Thousand Four Hundred) equity shares of having face value of Rs. 10 (Rupees Ten) each amounting to ₹9,16,44,000/- (Rupees Nine Crores Sixteen Lakhs Forty Four Thousands)

9) FUTURE OUTLOOK

The Company intends to diversify and strengthen its lending portfolio by entering into retail financing, initially focusing on Electric Commercial Vehicles (ECVs), including passenger and loader electric three-wheelers, in the initial geographies of **Uttar Pradesh, Madhya Pradesh and Uttarakhand**. The Company aims to cater to first-time entrepreneurs, fleet operators, self-employed individuals and MSMEs engaged in last-mile mobility and logistics through a technology-enabled lending model supported by strategic tie-ups with EV manufacturers and authorised dealers, digital onboarding, e-KYC/CKYC and robust credit assessment and collection mechanisms.

The Company will maintain a prudent risk management framework, with the financed vehicles being **hypothecated in favour of the Company**, an indicative **Loan-to-Value (LTV) of approximately 80%–85%**, and a maximum loan tenure aligned with the guarantee/warranty period provided by the battery OEMs. This initiative is expected to diversify the Company's asset portfolio, enhance interest income and customer reach, while supporting the growing electric mobility ecosystem in India and creating sustainable long-term value for stakeholders.

The Company's proposed EV financing initiative is also aligned with the broader policy objectives highlighted by **NITI Aayog** for promoting electric mobility and facilitating access to financing for electric vehicles, particularly in the commercial and last-mile mobility segments.

10) ANNUAL RETURN / WEB LINK OF ANNUAL RETURN

As per amendment in section 92(3) and 134(3)(a) of the Companies Act, 2013 read with the Rules made thereunder, a copy of Annual Return are hosted on the website of the Company in the prescribed form, and can be accessed through the web link - https://www.mongipa.com/investor-relations/annual-return.

11) RBI REGULATIONS

Your Company continues to comply with all the Regulations issued by the Reserve Bank of India to the extent as applicable to the Company.

12) LISTING OF SECURITIES

The Equity shares of the Company are presently listed on BSE Limited. The Annual listing fees for the current financial year have also been paid to the BSE Limited (Stock Exchange).

13) PUBLIC DEPOSITS

Being a Non-deposit taking Non- Systematically Important Company, During the year under review, your Company has not accepted any deposits from the public within the meaning of the provisions of the Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 2016 and under Chapter V of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014.

14) PARTICULARS OF EMPLOYEES, DIRECTORS & KEY MANAGERIAL PERSONNEL

The information required pursuant to Section 197 (12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014 regarding remuneration of Directors, Key Managerial Personnel and other related disclosure is given as ***Annexure A*** forming integral part of this Report regarding remuneration of Directors, Key Managerial Personnel and other related disclosure

15) INDUSTRY OVERVIEW

The Indian financial services sector, comprising banks, Non-Banking Financial Companies (NBFCs), capital markets and emerging digital financial institutions, continues to demonstrate resilient growth, supported by increasing financial inclusion, rapid digital transformation, favourable regulatory initiatives and rising internet penetration. The growing adoption of technology-driven financial services, coupled with evolving customer preferences and expanding access to formal credit, is expected to further strengthen the sector's long-term growth prospects and its significant contribution to India's economic development.

16) PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The Company, being a Non-Banking Finance Company registered with the Reserve Bank of India and engaged in the business of giving loans, is exempt from complying with the provisions of section 186 of the Companies Act, 2013 in respect of loans and guarantees. Accordingly, the disclosures of the loans given as required under the aforesaid section have not been given in this Report.

Information regarding investments covered under the provisions of section 186 of the said Act are detailed in the Financial Statements.

17) MANAGEMENT'S DISCUSSION AND ANALSYS

Management Discussion and Analysis report for the year under review, as stipulated under Regulation 34 and schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") is annexed to this report as ***Annexure B.*** Certain statements in the report may be forward-looking. Many factors may affect the actual results, which could be different from what the Directors envisage in terms of the future performance and outlook.

18) DIRECTORS AND KEY MANAGERIAL PERSONS

a) Board of Directors (Board)

As on March 31, 2026, the Company's Board comprises four Directors comprising two Independent Directors and two Non- Independent Directors, out of which one is Wholetime Director and other Non- Executive Director.

As on March 31, 2026, the composition of Board of Directors as below:-

Dr. Pooja Jain (DIN: 00097037)	Whole Time Director
Mr. Sanjay Jain (DIN: 00096938)	Non-Executive Director
Mr. Ajay Prakash Narain (DIN: 02655527)	Independent & Non-Executive Director
Mr. Rajesh Kumar (DIN: 10729901)	Independent & Non-Executive Director

b) Key Managerial Personnel

During the financial year under review, there was no change in the Key Managerial Personnel of the Company.

Subsequent to the close of the financial year, the following changes occurred in the Key Managerial Personnel of the Company:

- Mr. Sandeep Singh tendered his resignation from the position of Company Secretary & Compliance Officer of the Company with effect from April 17, 2026.

- The Board of Directors, at its meeting held on April 27, 2026, approved the appointment of Ms. Sonia as the Company Secretary & Compliance Officer of the Company with effect from April 27, 2026.

As on March 31, 2026, the composition of Key Managerial Personnel as below:-

Dr. Pooja Jain	Whole Time Director
Mr. Sandeep Singh	Company Secretary & Compliance Officer
Mr. Mohd. Javed Qureshi	Chief Financial Officer
Mr. Piyush Jain	Chief Executive Officer

c) Retirement by Rotation

In accordance with the provisions of Section 152 of the Companies Act, 2013 and Rules made thereunder and pursuant to Articles of Association of the Company, Mr. Sanjay Jain (DIN: 00096938), Director of the Company, is liable to retire by rotation at the ensuing AGM and being eligible, offer himself for re-appointment. The Board of Directors recommends him re-appointment for the consideration of the members of the Company at the ensuing AGM.

19) BOARD AND COMMITTEES' MEETINGS

The Board meets at regular intervals to, inter-alia, discuss about the Company's Policies and strategy apart from other Board matters. The Tentative annual Calendar of the Board and Committee Meetings is circulated to enable the Directors to plan their schedule and to ensure participation in the meetings. The notice for the Board/Committees Meetings is also given in advance to all the Directors.

The details about the Board/Committee meetings are given at length in **Report on Corporate Governance** forming part of this Annual Report.

20) DECLARATION BY INDEPENDENT DIRECTORS

All the Independent Director have confirmed to the Board that they meet the criteria of Independence as specified under Section 149(6) of the Act and that they qualify to be an Independent Directors pursuant to the Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014. The Independent Directors have also confirmed that they meet the requirements of 'Independent Director' as mentioned under Regulation 16(1) (b) of the Listing Regulations.

21) PERFORMANCE EVALUATION

The Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") stipulate the evaluation of the performance of the Board, its Committees, Individual Directors and the Chairperson. The Company has formulated a Policy for performance evaluation of the Independent Directors, the Board, its Committees and other individual Directors which includes criteria for performance evaluation of the Non-Executive Directors and Executive Directors. The evaluation framework for assessing the performance of Directors comprises of various key areas such as attendance at Board and Committee Meetings, quality of contribution to Board discussions and decisions, strategic insights or inputs regarding future growth of the Company and its performance, ability to challenge views in a constructive manner, knowledge acquired with regard to the Company's business/activities, understanding of industry and global trends, etc.

The evaluation involves self-evaluation by the Board Member and subsequent assessment by the Board of Directors. A member of the Board will not participate in the discussion of his/her evaluation. Pursuant to the provisions of the Companies Act, 2013 and Regulation 17 of the Listing Regulations, the Board has carried out an annual evaluation of its own performance and the Directors individually (including Independent Directors) as well as the evaluation of the working of its Committees. Feedback was sought by well-defined and structured questionnaires covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, areas of responsibility, execution and performance of specific duties, obligations and governance, compliance, oversight of Company's subsidiaries, etc.

A separate exercise was carried out by the Nomination and Remuneration Committee of the Board to evaluate the performance of individual Directors who were evaluated on several parameters such as level of engagement and contribution, independence of judgment safeguarding the interest of the Company and its minority shareholders and knowledge acquired with regard to the Company's business/activities.

The performance evaluation of the Non-Independent Directors and the Board as a whole was carried out by the Independent Directors. The performance evaluation of the Chairperson of the Company was also carried out by the Independent Directors, taking into account the views of the Executive Directors and Non- Executive Directors.

The performance evaluation of the Independent Directors was carried out by the entire Board excluding the Director being evaluated. Qualitative comments and suggestions of Directors were taken into consideration by the Chairperson of the Board and the Chairperson of the Nomination and Remuneration Committee. The Directors have expressed their satisfaction with the evaluation process.

22) FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

In terms of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company familiarizes the Directors about their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company. The details of such familiarization programs for Independent Directors have been disclosed on the website of the Company, the web link for which is *https://www.mongipa.com/investor-relations/familiarisation-programme-for-independent-directors*

23) CORPORATE GOVERNANCE

The Corporate Governance philosophy of the Company is driven by the interest of stakeholders and business needs of the organization. The Company continues to be compliant with the requirements of Corporate Governance as enshrined in Listing Regulations. As per Regulation 34(3) read with Schedule V of the Listing Regulations, a Corporate Governance Report along

with Statutory Auditors' Certificate confirming compliance of corporate governance for the year ended March 31, 2026 is annexed as ***Annexure C*** forming integral part of this Annual Report.

24) CORPORATE POLICIES

We seek to promote and follow the highest level of ethical standards in our business transactions. The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandated the formulation of certain policies for all listed companies. All the policies are available on the website of the Company.

The Policies are reviewed periodically by the Board and updated on the basis of need and new Compliance.

The Key Policies are as follows:

I. Nomination and Remuneration Policy

In accordance with the provisions of section 134 (3) (e) of the Companies Act, 2013 read with Section 178 (4) and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, your company has adopted the policy on appointment of Directors and Senior Management and succession planning for orderly succession to the Board and the Senior Management, which inter – alia includes the criteria for determining qualifications, positive attributes and independence of directors.

Your company has also adopted policy on remuneration of Directors, Key Managerial Personnel and Employees of the company in accordance with the provisions of sub section (4) of section 178. The Policy is available on the Company's website https://www.mongipa.com/api/uploads/investor-pdfs/nomination-and-remuneration-policy.pdf and the same is as appended as – ***Annexure D*** and forms part of this report.

II. Risk Management Policy

Your company has a comprehensive Risk Management Policy in place and laid down a well defined risk management framework to identify, assess and monitor risks and strengthen controls to mitigate risks. Major risks identified by the business and functions are systematically addressed through mitigating actions on a continuing basis.

At present the company has not identified any element of risk which may threaten the business (or) existence of the Company.

III. Whistle Blower Policy – Vigil Mechanism

The company promotes ethical behavior in all its business activities and has established a vigil mechanism for its directors, employees and stakeholders associated with the company to report their genuine concerns. The Vigil Mechanism as envisaged in the Companies Act, 2013 and the Rules prescribed there under and the Listing Regulation is implemented through the Whistle Blower Policy, to provide for adequate safeguards against victimization of persons who use such mechanism and make provision for direct access to the Chairperson of the Audit Committee.

As per the Whistle Blower Policy implemented by the Company, the Employees, Directors, or any Stakeholders associated with the Company are free to report illegal or unethical behavior, actual or suspected fraud or violation of the Company's Codes of Conduct or Corporate Governance Policies or any improper activity to the Chairman of the Audit Committee of the Company or Chairman of the Company.

The Whistle Blower Policy provides for protected disclosure and protection to the Whistle Blower. Under the Whistle Blower Policy, the confidentiality of those reporting violation(s) is protected and they are not subject to any discriminatory practices. The Whistle Blower Policy has been appropriately communicated within the Company and is available on the Company's website https://www.mongipa.com/api/uploads/investor-pdfs/policy-on-vigil-mechanism.pdf and the same is attached herewith as Annexure D.

25) CORPORATE SOCIAL RESPONSIBILITY (CSR)

The disclosure as per Rule 9 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable as the Company is not covered under the criteria mentioned in Section 135(1) of the Companies Act, 2013.

26) STATUTORY AUDITORS AND AUDITORS' REPORT

In accordance with the provisions of Section 139 of the Act, at the Annual General Meeting ("AGM") held on September 28, 2023, M/s Sunil K Gupta & Associates, Chartered Accountants (Firm Regn No. 002154N) were appointed as the Statutory Auditors of the Company for a first term of 5 consecutive years to hold office from the conclusion of the 36th AGM till the conclusion of 41st AGM of the Company. The Company had received a letter from, M/s Sunil K Gupta & Associates, Chartered Accountants confirming that they are eligible for appointment as Statutory Auditors of the Company.

The report given by the Auditors on the Standalone Financial Statements of the Company for the year ended March 31, 2026 forms part of this Annual Report. The Auditor's comments on the Company's account are self-explanatory in nature and do not require any explanation and there is no qualification, reservation, adverse remark or disclaimer given by the Auditors in their reports.

Further, in terms of Section 143 of the Act read with the Companies (Audit and Auditors) Rules, 2014, as amended notifications/ circulars issued by the Ministry of Corporate Affairs from time to time, no fraud has been reported by the Auditors of the Company where they have reason to believe that an offence involving fraud is being or has been committed against the Company by officers or employees of the Company and therefore no details are required to be disclosed under Section 134(3)(ca) of the Act. The Audit Committee reviews the independence and objectivity of the Auditors and the effectiveness of the Audit Process. Notes to the Financial Statements are self-explanatory and do not call for any further comments.x`

27) INTERNAL AUDITORS

Pursuant to the provisions of Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014 and other applicable provisions if any of the Companies Act, 2013, the Board of Directors based on the recommendation of the Audit Committee has re-appointed M/s R. Mahajan & Associates, Chartered Accountants, Firm Registration Number-0011348N, as their Internal Auditors to carry out the Internal Audit of various operational areas of the Company for Financial Year ending March 31, 2026. The Internal Auditors, M/s R. Mahajan & Associates, Chartered Accountants, have conducted internal audits periodically and submitted their reports to the company.

28) SECRETARIAL AUDITORS & SECRETARIAL AUDIT REPORT

The Board of the Directors of the company had appointed M/s Kuldeep Dahiya & Associates, Company Secretaries (Membership No.: 34404 and C.P.No.:18930) to conduct the Secretarial Audit of the company pursuant to the provision of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. In accordance with the provisions of sub-section (1) of Section 204, the Secretarial Audit Report for the financial year 2025-26 is appended to this report as ***Annexure E.***

The same does not contain any qualification, reservation or adverse remark or disclaimer.

29) COMPLIANCE WITH SECRETARIAL STANDARDS

The Board of Directors affirms that the Company has complied with the applicable Secretarial Standards issued by the Institute of Companies Secretaries of India. The same has also been confirmed by Secretarial Auditors of the Company in the Secretarial Audit Report.

30) CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE INCOME/ OUTFLOW

The Company Operates in a Service Sector as a Non-Banking financial Company (NBFC) and therefore energy consumption is only limited to electricity required for office functioning for administration functions. However, necessary initiatives have been taken by the company from time to time for optimum utilization of energy. Since the conservation impact is minimal, it cannot be quantified.

A) Conservation of Energy- NIL
B) Technology Absorption- NIL
C) Foreign Exchange earnings and Outgo- NIL

31) PARTICULARS OF CONTRACT OR ARRANGEMENTS WITH RELATED PARTIES

All related party transactions entered at arm’s length basis in the ordinary course of business were in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. There are no materially significant related party transactions made by the company with Promoters, Director or Key Managerial Personnel etc. which may have potential conflict with the interests of the company at large or which required the approval of the shareholders, accordingly no transaction as being reported in form AOC-2 as referred to in sub-section (1) of section 188 read with Section 134(3)(h) of the Companies Act, 2013.

The Company has put in place a Policy for Related Party Transactions ("RPT Policy"), amended from time to time. The Policy provides for identification of Related Party Transactions ("RPTs"), necessary approvals by the Audit Committee / Board / Members, reporting and disclosure requirements in compliance with the Act and provisions of the Listing Regulations.

The policy on related party transactions as approved by the board is available on company’s website https://www.mongipa.com/api/uploads/investor-pdfs/policy-on-materiality-of-rpt.pdf.

32) DETAILS OF PECUNIARY RELATIONSHIPS OR TRANSACTIONS OF THE NON EXECUTIVE INDEPENDENT DIRECTOR VIS-À-VIS THE COMPANY.

There are no pecuniary relationships or transactions of the non executive independent director vis-à-vis the company for the period ending March 31, 2026.

33) ADEQUACY OF INTERNAL FINANCIAL CONTROLS

Your Company has in place adequate internal financials control with reference to financial statements, commensurate with the size, scale, and complexity of its operation to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and those transactions are authorized recorded and reported correctly.

Reasonable Financial Controls are operative for all the business activities of the company and no material weakness in the design or operation of any control was observed.

34) DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS:

No significant and material orders were passed by the Regulators, Courts or Tribunals impacting the going concern status and Company's Operation in future.

35) DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013 ["POSH"]

As per the requirement of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 read with rules made thereunder, the Internal Complaints Committee which is responsible for redressal of complaints related to sexual harassment.

The Company has duly constituted an Internal Committee (IC) as required under the Act, to redress complaints related to sexual harassment at the workplace. The constitution of the IC is as follows;

1. Dr. Pooja Jain, Presiding Officer
2. Mr. Mohd. Javed Qureshi, Member
3. Ms. Jyoti Mehta, Member
4. Ms. Bhumika Dubey, Advocate, External Member

The Company maintains a zero-tolerance policy towards sexual harassment and has implemented measures to raise awareness, prevent misconduct, and ensure a safe working environment for all employees.

During the year under review:

a) Number of complaints of sexual harassment received in the year – Nil
b) Number of complaints disposed off during the year – Nil
c) Number of cases pending for more than ninety days – Nil

36) MATERNITY BENEFIT ACT 1961

The Company remains committed to providing a safe, supportive, and inclusive work environment and continue to implement policies that support the health and well-being of women employees, especially during maternity and post-maternity periods.

37) DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134 (3) (c) and 134 (5) of the Companies Act, 2013 with respect to Directors responsibility statement, the Directors of the company hereby confirm that:

i) In preparation of the annual accounts for the year ended March 31, 2026, the applicable accounting standards have been followed along with proper explanation relating to material departures.

ii) 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 true & fair view of the state of affairs of the company at the end of financial year and of the profit & loss of the company for that period.

iii) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

iv) Directors had prepared the annual accounts on a going concern basis.

v) The Directors had laid down internal financial controls for the company that are adequate and were operating effectively.

vi) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

38) INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

No amount was lying unpaid or unclaimed for a period of seven years. Therefore no funds were required to be transferred to Investor Education and Protection Fund (IEPF).

39) CASH FLOW STATEMENT

The cash flow Statement for year ended March 31, 2026 is in conformity with the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges in India, is annexed herewith.

40) DETAILS OF FRAUD, IF ANY REPORTED BY AUDITORS (OTHER THAN REPORTABLE TO CENTRAL GOVERNMENT)

No fraud / misconduct were detected at the time Statutory Audit by Auditors of the Company for the financial year ended on March 31, 2026.

41) PROCEEDINGS PENDING UNDER THE INSOLVENCY AND BANKCRUPTCY CODE, 2016:

There has been no application made/ proceeding pending by or against the company under the Insolvency and Bankruptcy Code, 2016.

42) GREEN INITIATIVE

Your Company has taken the initiative of going green and minimizing the impact on the environment. The Company has been circulating the copy of the Annual Report in electronic format to all those Members whose email address is available with Company. Your Company would encourage other Members also to register themselves for receiving Annual Report in the electronic Report form.

43) ACKNOWLEDGEMENT

The Board expresses its deepest appreciation and gratitude for the guidance and cooperation extended to the Company by RBI, statutory authorities and regulators. The Board also thanks the banks and financial institutions for their timely financial assistants to the company and helping the company to reach out to customers across the country. The Board thanks the auditors to the company for their guidance. Special thanks are due to the employees of the company who contributed their skills, enthusiasm, commitment and dedication which have over the years helped the company to earn prominence. The Board is grateful to the shareholders, depositors of the company for their patronage.

For & On behalf of the Board
Moongipa Capital finance Limited

Sd/-	**Sd/-**
Sanjay Jain	**Dr. Pooja Jain**
Director	**Whole Time Director**
DIN No. 00096938	**DIN No. 00097037**

Place: New Delhi
Date: 24.08.2026

Annexure- A

STATEMENT OF PARTICULARS PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 AND RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL REMUNERATION) RULES, 2014

(i) The ratio of the remuneration of each Director and KMP to the median remuneration of the employees of the Company for the financial year 2025-26.

Name of the Director and Key Managerial Personnel ("KMP")	**Designation**	**Remuneration for the Financial Year 2025-26 (Amount in Rs.)**	**Ratio of Remuneration to Median Remuneration of the Employees**
Dr. Pooja Jain	Whole Time Director	10,90,000	1.65:1
Mr. Sanjay Jain	Non-Executive Director	N.A	N.A
Mr. Ajay Prakash Narain	Non-Executive & Independent Director	N.A	N.A
Mr. Rajesh Kumar	Non-Executive & Independent Director	N.A	N.A
Mr. Mohd. Javed Qureshi	Chief Financial Officer	5,35,755	0.81:1
Mr. Sandeep Singh	Company Secretary & Compliance Officer	6,28,467	0.95 : 1
Mr. Piyush Jain	Chief Executive Officer	10,50,000	1.59 : 1

(ii) The percentage increase in the remuneration of each Director and KMP for the financial year 2025-26.

Name of the Director and Key Managerial Personnel ("KMP")	**Designation**	**Percentage Increase in Remuneration during FY 2025-26**
Dr. Pooja Jain	Whole Time Director	65.15%
Mr. Sanjay Jain	Non-Executive Director	N.A
Mr. Ajay Prakash Narain	Non-Executive & Independent Director	N.A
Mr. Rajesh Kumar	Non-Executive & Independent Director	N.A
Mr. Mohd. Javed Qureshi	Chief Financial Officer	7.51%

Mr. Sandeep Singh	Company Secretary & Compliance Officer	8.29%
Mr. Piyush Jain	Chief Executive Officer	165.15

(iii) The number of permanent employees on the rolls of Company.

There are 8 (Eight) permanent employees on the rolls of the Company as on March 31, 2026.

(iv) Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration if any:

The average percentage increase in the salaries of employees other than the managerial personnel in the financial year 2025-2026 is approx. 8% depending upon the performance of the employees. There has been no exceptional increase in the remuneration of managerial personnel for the financial year ended 31st March 2026.

(v) Affirmation that the remuneration is as per the remuneration policy of the Company: Yes

The Company affirms that the remuneration is as per the remuneration policy of the Company.

(vi) During the year, there were no employees in the Company who have drawn or have received a remuneration aggregate not less than ₹ 1.02 crores and none of the employees who were appointed for a part of the financial year is in receipt of remuneration at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month (₹ 8.5 Lakhs per month for any part of that year).

(vii) The Company has not appointed any employee(s) in receipt of remuneration exceeding the limits specified under Rule 5 (2) of The Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

ANNEXURE-B

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

GLOBAL ECONOMIC OVERVIEW

The global economy during FY 2025-26 continued to witness heightened uncertainty arising from geopolitical tensions, evolving trade policies, inflationary pressures, and volatile financial market conditions. Although inflationary trends moderated across several economies, global growth remained below long-term historical averages due to weaker trade activity, cautious investment sentiment, and ongoing policy uncertainties.

According to the International Monetary Fund (“IMF”) World Economic Outlook (April 2025), global economic growth is projected at 2.8% in CY2025 and 3.0% in CY2026, which remains below the historical average growth rate of 3.7% recorded during the period 2000–2019. The IMF has further projected global headline inflation to decline to 4.3% in CY2025 and 3.6% in CY2026, reflecting gradual easing of inflationary pressures and stabilizing monetary conditions across economies.

During the year, the global economic environment was significantly impacted by trade-related uncertainties following the announcement of reciprocal tariffs by the United States on several countries, including India, along with substantially higher tariffs imposed on Chinese imports. These developments led to increased concerns regarding global trade disruptions, weakening export demand, adverse foreign exchange movements, and potential moderation in GDP growth across major trading economies. Although the United States temporarily paused implementation of higher tariffs for certain countries to facilitate trade negotiations, uncertainty surrounding global trade policies and possible retaliatory measures by affected nations continued to impact market sentiment and global economic outlook.

Despite global headwinds, India continued to remain one of the fastest-growing major economies globally. The IMF has projected India’s real GDP growth at 6.5% for both FY2025 and FY2026, which is higher than most major global economies, including China. India’s growth momentum continued to be supported by strong domestic consumption, government capital expenditure, infrastructure development, improving manufacturing activity, resilient services sector performance, digital transformation, and policy-driven economic reforms.

As per the Second Advance Estimates released by the National Statistical Office (“NSO”) on 28 February 2025, India’s real GDP growth for FY2025 has been estimated at 6.5% as against 9.2% recorded in FY2024. Real Gross Value Added (“GVA”) growth for FY2025 has been estimated at 6.4% compared to 8.6% in FY2024. The moderation in growth reflects the impact of global economic uncertainties, tighter financial conditions, and slower external demand.

The Indian financial sector, including banks and NBFCs, continued to play a vital role in supporting economic growth by ensuring adequate credit flow to retail, MSME, and infrastructure sectors. Stable banking liquidity, increased formalization of the economy, rising digital adoption, and continued focus on financial inclusion are expected to support long-term economic expansion.

Overall, notwithstanding external uncertainties and evolving geopolitical developments, India’s macroeconomic fundamentals remain relatively strong, supported by robust domestic demand, policy reforms, infrastructure investments, and a stable financial system, thereby providing a positive medium to long-term outlook for the economy.

NBFC: INDUSTRY OVERVIEW

The Non-Banking Financial Company ("NBFC") sector continues to play a significant role in the Indian financial system by expanding access to credit and financial services, particularly to underserved and unbanked segments of the economy. NBFCs have complemented the traditional banking system by offering flexible, technology-driven, and customer-centric financial solutions tailored to diverse borrower requirements, including MSMEs, self-employed individuals, and retail customers.

Over the years, NBFCs have emerged as an important pillar of financial inclusion and economic growth. Their operational agility, localized understanding of customer needs, faster credit delivery mechanisms, and increasing adoption of digital technologies have enabled them to strengthen their presence across various lending segments. The sector has continued to witness steady expansion in Assets Under Management ("AUM") and retail credit penetration.

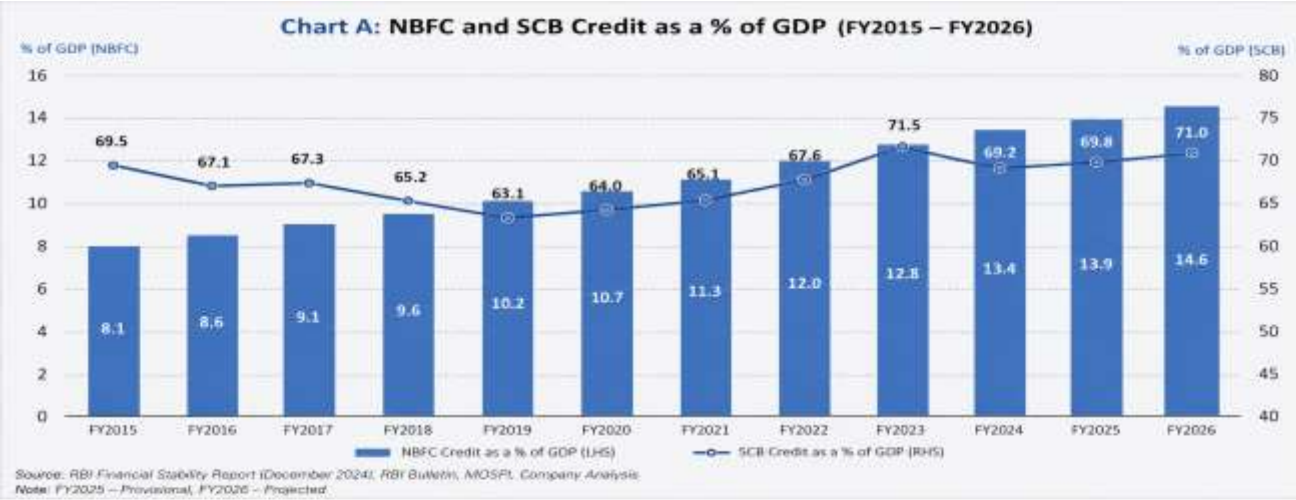
The Indian NBFC sector has demonstrated resilience despite global economic uncertainties, inflationary pressures, evolving regulatory requirements, and changing interest rate environments. The growth in retail and MSME lending, increasing digital adoption, and rising formalization of the economy have continued to support the sector's long-term growth prospects.

According to industry reports and the Reserve Bank of India Financial Stability Report, credit growth in the NBFC sector moderated during FY2025 primarily due to higher base effects, tightening regulatory measures, and revised risk weight norms applicable to certain lending segments. Nevertheless, the asset quality position of the sector continued to improve, supported by prudent underwriting standards, improved collections, and strengthening risk management practices.

The Gross Non-Performing Asset ("GNPA") and Net Non-Performing Asset ("NNPA") ratios of NBFCs showed continued improvement during the year, reflecting the sector's operational resilience and focus on maintaining healthy asset quality. At the same time, regulatory authorities continued to emphasize governance standards, compliance frameworks, responsible lending practices, and strengthened risk management systems to ensure sustainable sectoral growth.

Post-pandemic economic recovery, rising consumption demand, infrastructure development, and increased financial awareness have further contributed to growth in retail credit and financing activities across the sector. NBFCs continue to play a critical role in supporting credit availability for retail borrowers and small businesses, thereby contributing significantly to economic development and financial inclusion in India.

As the NBFC sector continues to gain systemic importance in the Indian financial ecosystem, the Reserve Bank of India ("RBI") has further strengthened its regulatory and supervisory framework to enhance financial stability, governance standards, and customer protection. The regulatory focus during FY2025-26 remained on strengthening risk management practices, improving asset quality monitoring, enhancing cybersecurity preparedness, and ensuring responsible lending across the sector.



Over the past few years, the RBI has introduced several regulatory measures relating to asset-liability management ("ALM"), liquidity management frameworks, digital lending guidelines, scale-based regulations, governance standards, and enhanced disclosure and reporting requirements for NBFCs. These measures have resulted in NBFCs increasingly aligning their operational and compliance frameworks with banking sector standards.

The regulatory approach of the RBI continues to be guided by key principles including responsible financial innovation, accountable conduct, sound governance practices, customer protection, and strengthening systemic resilience within the financial sector.

During FY2025-26, the RBI continued to focus on strengthening the regulatory architecture surrounding digital financial services, fintech collaborations, co-lending arrangements, and technology-driven lending models. The regulator also emphasized prudent underwriting standards, data privacy safeguards, cyber risk management, and responsible recovery practices in order to maintain financial discipline and customer confidence.

Further, the RBI announced additional policy and regulatory measures aimed at improving financial sector efficiency and enhancing credit delivery mechanisms. These included proposals relating to securitisation of stressed assets through market-based mechanisms, expansion of co-lending arrangements among regulated entities, harmonisation of lending norms for gold-backed loans, and review of transaction limits and safeguards within digital payment systems such as Unified Payments Interface ("UPI").

The evolving regulatory environment is expected to further strengthen transparency, governance, operational discipline, and long-term sustainability of the NBFC sector. The management of Moongipa Capital Finance Limited continues to closely monitor regulatory developments and remains committed towards maintaining robust compliance standards, strengthening internal controls, prudent risk management practices, and ensuring adherence to all applicable regulatory requirements.

INDIAN ECONOMIC OVERVIEW

India continued to remain one of the fastest-growing major economies during FY 2025–26 despite persistent global economic uncertainties, geopolitical tensions, and trade-related disruptions across several regions. Strong domestic consumption, sustained government focus on infrastructure development, improving manufacturing activity, rising private investments, and increasing digital adoption supported overall economic growth during the year. Continued policy reforms, growth in the services sector, and expansion in formal financial systems further strengthened India's macroeconomic resilience.

During the year, inflationary pressures moderated gradually due to easing commodity prices, improved supply chain conditions, and policy measures undertaken by the Reserve Bank of India ("RBI"). The RBI continued to maintain a balanced and cautious monetary policy approach aimed at supporting economic growth while ensuring financial stability and controlling inflationary risks. The Indian banking and financial system remained stable, adequately capitalized, and supported by healthy liquidity conditions and improving credit demand.

The Non-Banking Financial Company ("NBFC") sector continued to play an important role in credit delivery and financial inclusion, particularly across retail, MSME, and underserved borrower segments. The sector witnessed steady growth in retail financing, MSME lending, vehicle financing, and capital market-linked activities. Increasing penetration of digital financial services, wider adoption of technology-driven lending models, and growing customer acceptance of fintech-enabled solutions continued to create growth opportunities for NBFCs.

Further, supportive regulatory initiatives, improving digital infrastructure, rising formalization of the economy, and increasing demand for customized financial products contributed positively towards sectoral growth. NBFCs continued to complement the banking sector by providing flexible and faster credit solutions tailored to diverse customer requirements.

However, the sector continued to remain exposed to various challenges and risks including volatility in capital markets, fluctuations in interest rates, tightening liquidity conditions, cybersecurity and technology-related risks, asset quality pressures in certain borrower segments, and evolving regulatory and compliance requirements. Increased regulatory scrutiny on digital lending practices, consumer protection, governance standards, and risk management frameworks also led to enhanced compliance obligations for NBFCs.

Despite these challenges, the overall outlook for the Indian economy and NBFC sector remains positive, supported by strong domestic fundamentals, rising credit demand, infrastructure-led economic growth, increasing financial inclusion, and continued policy support from the Government and regulatory authorities.

MOONGIPA CAPITAL FINANCE LIMITED – AN OVERVIEW

Moongipa Capital Finance Limited is a Non-Banking Financial Company ("NBFC") primarily engaged in the business of investment and trading in securities, providing unsecured loans and advances, and making investments in listed and unlisted securities and other financial instruments. The Company operates with a focus on delivering sustainable financial solutions while maintaining prudent risk management and regulatory discipline.

The Company is registered with the Reserve Bank of India as a Non-Systemically Important Non-Deposit Taking NBFC bearing Registration No. 14.01051 dated August 10, 1998. Over the years, the Company has continued to strengthen its operational framework in line with evolving regulatory requirements and industry best practices.

The Company's business model is focused on maintaining a balanced approach towards investments, lending activities, and capital allocation. Through prudent investment strategies and disciplined financial management, the Company aims to optimize returns while ensuring adequate liquidity, asset quality, and long-term value creation.

During the year under review, the Company continued to focus on strengthening its financial position, improving operational efficiencies, and maintaining a cautious approach towards risk management amidst evolving market conditions and regulatory developments. The management remains committed towards maintaining transparency, corporate governance standards, and strong internal control systems.

The Company also continues to evaluate growth opportunities in the financial services sector, supported by increasing financial inclusion, digital adoption, and growing demand for credit across retail and MSME segments. At the same time, the Company remains focused on maintaining regulatory compliance, prudent underwriting practices, portfolio diversification, and sustainable business growth.

With its experienced management team, disciplined operational approach, and focus on governance and compliance, Moongipa Capital Finance Limited remains committed to creating long-term value for its stakeholders while adapting to the dynamic business and regulatory environment.

INDUSTRY STRUCTURE AND DEVELOPMENTS

The NBFC sector in India has emerged as an important pillar of the financial system by providing credit support to underserved and unbanked segments of the economy. Increasing retail credit demand, digital transformation and expansion of financial services have positively contributed towards the growth of the sector.

NBFCs continue to play an important role in providing customized financial solutions, faster credit assessment and operational flexibility as compared to traditional financial institutions. Increasing adoption of technology-driven financial services, digital lending platforms and AI-based credit assessment tools has improved operational efficiency and customer outreach.

The Company continues to maintain a cautious and balanced approach in its investment and financing activities considering prevailing market volatility and global economic uncertainty.

OPPORTUNITIES AND THREATS

The NBFC sector continues to offer significant growth opportunities driven by increasing financial inclusion, rising demand for retail and MSME credit and growing participation in capital markets.

Rapid technological advancements, digital lending platforms and improved access to financial services are expected to create additional opportunities for NBFCs in expanding their customer base and improving operational efficiency.

However, the sector also faces various challenges including:

- Volatility in capital markets;
- Geopolitical uncertainties and global conflicts;
- Fluctuations in interest rates and liquidity conditions;
- Increasing regulatory compliance requirements;

- Cyber security and operational risks; and
- Intense competition from banks and fintech companies.

The Company continuously monitors market developments and adopts prudent risk management practices to mitigate potential risks.

SEGMENT-WISE / PRODUCT-WISE PERFORMANCE

The Company is primarily engaged in NBFC activities and operates as a single reportable segment.

FINANCIAL PERFORMANCE

During FY 2025–26, the Company reported Total Income of ₹1,182.12 Lakhs as against ₹909.43 Lakhs in the previous financial year.

Profit Before Tax stood at ₹77.30 Lakhs as compared to ₹211.17 Lakhs during FY 2024–25. Profit After Tax for the year stood at ₹72.78 Lakhs as against ₹137.70 Lakhs in the previous year.
The Company's Net Worth increased to ₹2,358.77 Lakhs as on March 31, 2026 from ₹2,285.99 Lakhs as on March 31, 2025.

The Debt Equity Ratio improved to 0.22 during FY 2025–26 as compared to 0.31 in the previous financial year, reflecting strengthening of the Company's capital structure.

Book Value per share increased to ₹25.74 as against ₹24.94 in the previous year.

The Company continued to maintain adequate liquidity and financial discipline during the year under review

FUTURE OUTLOOK

The Company intends to diversify and strengthen its lending portfolio by entering into retail financing, initially focusing on Electric Commercial Vehicles (ECVs), including passenger and loader electric three-wheelers, in the initial geographies of **Uttar Pradesh, Uttarakhand and Madhya Pradesh**. The Company aims to cater to first-time entrepreneurs, fleet operators, self-employed individuals and MSMEs engaged in last-mile mobility and logistics through a technology-enabled lending model supported by strategic tie-ups with EV manufacturers and authorised dealers, digital onboarding, e-KYC/CKYC and robust credit assessment and collection mechanisms.

The Company will maintain a prudent risk management framework, with the financed vehicles being **hypothecated in favour of the Company**, an indicative **Loan-to-Value (LTV) of approximately 80%–85%**, and a maximum loan tenure aligned with the guarantee/warranty period provided by the battery OEMs. This initiative is expected to diversify the Company's asset portfolio, enhance interest income and customer reach, while supporting the growing electric mobility ecosystem in India and creating sustainable long-term value for stakeholders.

RISK AND CONCERN

While risk is an inherent aspect of any business, the Company is conscious of the need to have an effective monitoring mechanism and has put in place appropriate measures for its mitigation including financial risk, legal risk and internal process risks. The Company has made appropriate provisions for mitigation of risk factors which may occur from Borrowers. Apart from this, Company has taken necessary measures to safeguard its assets/interests etc.

There are a lot of uncertainties on the interest front in the economy and there is the likelihood of the hardening of interest and the said situation may create a lot of turmoil in the market.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The company has adequate internal control systems commensurate with the Size of the business duly supplemented with an internal audit to ensure against any unauthorized use or disposition of assets.

The internal controls are periodically reviewed by the Audit Committee to ensure their adequacy and effectiveness.

Rule 8(5)(viii) of Companies (Accounts) Rules, 2014 requires the information regarding adequacy of Internal Financial Controls with reference to the financial statements to be disclosed in the Board`s report. To ensure effective Internal Financial Controls the Company has laid down the following measures the Company has a well placed, proper and adequate IFC system which ensures that all assets are safeguarded and protected and that the transactions are authorised, recorded and reported correctly.

According to Section 134(5)(e) of the Companies Act, 2013 the term Internal Financial Control (IFC) means the policies and procedures adopted by the company 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.

FINANCIAL YEAR OF THE COMPANY

The Financial Year of the Company continues to remain of twelve months starting with 1st April of every financial year.

OPERATIONS

Your Company continuously taking effective steps in broad basing of its range and activities. During the year, your company shows a good profit and it has the further potential to make huge profits in the future. Apart from financial term, it is immense pleasure to inform you that your company render service to pan India basis and recorded a sound numerous of satisfactory customers.

HUMAN RESOURCES

The Company seeks respects and values of the diverse qualities and background that its people bring to it and is committed to utilizing the richness of knowledge, ideas, experience that this diversity provides.

The proper training and Personality Developments sessions were conducted for upgradation of employees, so that employees can get familiar with Company's rules and regulations. The Company has built a resource base and cross-functional managers to take care of multi dimensional businesses

Your Company has required manpower to manage its activities keeping in view its emphasis on cost reduction. The Company recognizes the importance of human resources in achieving success in its commercial pursuits and follows a good man management policy.

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

Particulars	FY 2025-26	FY 2024-25
Debtors Turnover	12.09	9.07
Inventory Turnover	1.15	1.19
Interest Coverage Ratio	2.15	28.90
Current Ratio	90.62	94.61
Debt Equity Ratio	0.22	0.31
Operating Profit Margin (%)	6.5%	23.2%
Net Profit Margin (%)	0.06	0.15
Return on Equity Ratio	0.03	0.09
Return on Capital Employed / Net Worth	0.05	0.07

During the year, the Company has not entered into any transaction of material nature with its promoters, the Directors or the management, their subsidiaries or relatives, etc. that may have potential conflict with the interest of the Company at large.

CAUTIONARY STATEMENT

Statements in this "Management Discussion and Analysis Report" describing the Company objectives, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and India demand supply conditions, cyclical demand and pricing in the Company's principal markets, changes in Government regulations, tax regimes, and economic developments within India.

Annexure-C

CORPORATE GOVERNANCE REPORT

This report is prepared in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and contains details of Corporate Governance systems and processes at Moongipa Capital Finance Limited ('MCFL' or 'the Company'):

Corporate governance is about promoting fairness, transparency, accountability, commitment to values, ethical business conduct and considering all stakeholders' interest while conducting business.

This report details the corporate governance policies and practices of Moongipa Capital Finance Ltd. (the 'Company', 'Moongipa Capital Finance or 'MCFL) for FY2026 and outlines compliance with requirements of the Companies Act, 2013, as amended, (the 'Act'), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments thereto (the 'SEBI Listing Regulations'), and the Regulations of the Reserve Bank of India ('RBI') for Non-Banking Financial Companies (the 'RBI Regulations') as applicable to the Company. As will be seen, the Company's corporate governance practices and disclosures go well beyond complying with the statutory and regulatory requirements stipulated in the applicable laws.

I. COMPANY'S PHILOSOPHY ON CODE OF GOVERANCE

At Moongipa Capital Finance Limited, Corporate Governance is not merely a regulatory requirement but a reflection of the Company's core values, ethical standards, and responsible business practices. The Company firmly believes that good corporate governance is essential for achieving long-term sustainable growth, enhancing stakeholder value, and maintaining trust and confidence among shareholders, customers, regulators, employees, and other stakeholders.

The Company's philosophy on Corporate Governance is built upon the principles of integrity, transparency, accountability, fairness, ethical conduct, and compliance with applicable laws and regulations. These principles are deeply embedded in the Company's organizational culture, decision-making processes, and day-to-day business operations.

The commitment of Moongipa Capital Finance Limited towards maintaining high standards of Corporate Governance predates the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). The Company has consistently endeavored to adopt and follow best governance practices aimed at ensuring responsible management and effective oversight of its affairs.

The Board of Directors and the management of the Company are committed towards maintaining transparency in disclosures, fairness in business dealings, protection of stakeholder interests, and adherence to sound governance standards. The Company believes that timely disclosures, effective internal controls, robust risk management practices, and regulatory compliance are integral to strengthening stakeholder confidence and ensuring sustainable business growth.

The Company also recognizes the importance of ethical business conduct and responsible corporate behavior. The management continuously strives to enhance governance frameworks, improve operational accountability, strengthen internal financial controls, and maintain compliance with evolving regulatory requirements.

Moongipa Capital Finance Limited remains committed to conducting its business in a manner that upholds the highest standards of professionalism, integrity, corporate responsibility, and governance excellence while creating long-term value for all stakeholders.

Key elements of Moongipa Capital Finance Limited Corporate Governance

- Compliance with applicable law.
- Proactive adherence to the regulations.
- Benchmarking and adopting best practices among banks, peers and other leading organisations.
- Number of Board and Committee meetings are more than the statutory requirement, including meetings dedicated for discussing strategy, operating plans, and risks.
- Directors from diverse backgrounds and substantial experience, who are able to provide appropriate guidance to the executive management as required
- Panel of independent directors with outstanding track record and reputation.
- Independent Assurance on arm's length of Related Party Transaction(s).
- Audit Committee comprising only of independent Board members with Independent Directors chairing all Statutory Committees of the Board.
- Pre-briefing sessions with the Committee's Chair with statutory auditors, internal auditor, chief risk officer, chief human resources officer, and members of executive management who are the process owners
- Independent discussions by the Committee with chief internal auditor, chief risk officer, and chief compliance officer without presence of Managing Director and other members of senior management on a quarterly basis.
- Separate meeting of independent directors without presence of non-independent directors or executive management.
- Confidential Board evaluation process where each Board member evaluates the performance of every director, Committees of the Board, the Chairman of the Board, and the Board as a whole.
- Complete and detailed information provided to Board members in advance to enable them to evaluate matters carefully for meaningful discussions.
- Representation of the Company via non-executive and independent directors on the Board of its material subsidiary which ensures an institutionalised structure of control over subsidiary.
- Half-yearly communication from the Chairman to all shareholders/debentures holders of the Company giving an update on the Company's performance.
- Presentations on Regulatory updates to the Risk Management Committee on a quarterly basis to keep them abreast of the evolving laws.
- Terms of reference of various committees in line with best practices and governance guidelines.

II. BOARD OF DIRECTORS

The Board of Directors of Moongipa Capital Finance Limited plays a pivotal role in providing strategic direction, leadership, and overall supervision of the affairs of the Company. The Board, along with its Committees, ensures effective governance and oversight while discharging its fiduciary responsibilities in the best interests of the Company and its stakeholders.

The Board is responsible for reviewing and guiding corporate strategy, business plans, major financial decisions, risk management policies, internal control systems, governance practices, and compliance with applicable statutory and regulatory requirements. The Board also periodically reviews the Company's operational and financial performance, management effectiveness, and long-term business objectives to ensure sustainable growth and value creation.

The Company has constituted a professional and balanced Board with an optimum combination of Executive, Non-Executive, and Independent Directors possessing diverse experience, expertise, and industry knowledge. The Directors bring with them rich experience in finance, corporate management, regulatory compliance, governance, and strategic planning, thereby enabling effective and informed decision-making.

In addition to financial literacy and professional competence, the Directors possess leadership qualities, integrity, sound judgment, and strategic vision required for guiding the Company in a dynamic business and regulatory environment. The Board believes that diversity of thought, experience, and expertise contributes significantly towards strengthening governance standards and enhancing business performance.

The Independent Directors on the Board provide independent judgment, unbiased guidance, and constructive oversight on matters relating to strategy, performance, risk management, governance standards, and stakeholder interests. The Board ensures that Independent Directors maintain high standards of independence and objectivity while discharging their duties and responsibilities.

The Directors are committed towards devoting sufficient time and attention to the affairs of the Company and actively participate in Board and Committee meetings. The Board meetings serve as an effective platform for detailed discussions on business operations, financial performance, regulatory developments, strategic initiatives, compliance matters, and emerging business opportunities and risks.

As on March 31, 2026, the Board of the Company comprised four (4) Directors, including one (1) Executive Director and three (3) Non-Executive Directors, out of which two (2) Directors were Independent Directors. The composition of the Board is in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The meetings of the Board are generally held at the Registered Office of the Company. During the financial year under review, the Company held at least one (1) Board Meeting in each quarter, and the gap between two consecutive Board Meetings did not exceed one hundred and twenty (120) days, thereby complying with the applicable statutory and regulatory requirements.

The Board continues to remain committed towards maintaining the highest standards of Corporate Governance, transparency, accountability, and ethical business practices while ensuring sustainable growth and long-term stakeholder value creation.

During the Financial year ended March 31, 2026 ("FY 2026"), Seven Board Meetings were held i.e. on April 23, 2025, May 29, 2025, August 07, 2025, August 29, 2025, October 16, 2025, January 15, 2026, February 19, 2026.

Information provided to the Board

The Board of Directors of Moongipa Capital Finance Limited is provided with all relevant, complete, and timely information required for effective decision-making and discharge of its fiduciary responsibilities. The Company follows a structured process for circulation of information to the Board and its Committees to facilitate informed discussions and meaningful participation by the Directors during meetings.

Detailed agenda papers containing comprehensive notes on various business items, operational matters, financial performance, regulatory developments, compliance reports, risk management updates, strategic proposals, and other significant matters are circulated to the Directors well in advance of the Board and Committee meetings. This enables the Directors to review the agenda items thoroughly and seek necessary clarifications, if any, before the meetings.

The information provided to the Board includes, inter alia, quarterly and annual financial results, business performance updates, budgets and business plans, status of regulatory compliances, internal audit reports, risk management framework, related party transactions, significant legal matters, investment proposals, borrowing arrangements, internal financial controls, and other material developments affecting the Company's operations and governance.

In cases where it is not practicable to circulate certain documents along with the agenda papers due to business exigencies or confidentiality requirements, such documents and presentations are circulated separately before the meeting or tabled during the meeting for discussion and consideration by the Board.

The Board is also periodically apprised of important industry trends, regulatory amendments, economic developments, and emerging risks impacting the NBFC sector and the Company's business operations. Senior management personnel are invited to attend Board and Committee meetings, wherever necessary, to provide additional insights and clarifications on specific agenda items.

The Company ensures that the flow of information to the Board and its Committees is adequate, accurate, timely, and transparent, thereby enabling the Directors to effectively discharge their oversight responsibilities and contribute towards strategic guidance and governance of the Company.

Key Functions of the Board

The Board of Directors of Moongipa Capital Finance Limited plays a central role in overseeing the management and affairs of the Company and acts as the principal governing body responsible for protecting the interests of all stakeholders. The Board performs various statutory, strategic, supervisory, and governance functions in accordance with the provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws and regulations.

The primary role of the Board is to provide strategic guidance and effective oversight to the management while ensuring transparency, accountability, ethical business conduct, and sustainable value creation. The Board periodically reviews the Company's business environment, operational performance, financial position, risk management framework, and governance practices to ensure long-term organizational stability and growth.

The key functions and responsibilities of the Board, inter alia, include:

- Reviewing and guiding the Company's corporate strategy, business plans, and long-term objectives;
- Approving annual operating plans, budgets, capital expenditure, and major financial decisions;
- Monitoring implementation of strategic initiatives and reviewing business and financial performance;
- Ensuring compliance with applicable laws, rules, regulations, and governance standards;
- Overseeing internal financial controls, risk management systems, and audit mechanisms;
- Reviewing significant investment proposals, lending activities, and related party transactions;
- Ensuring integrity of financial reporting and adequacy of disclosures;
- Monitoring corporate governance practices and ethical business conduct;
- Evaluating the performance of the Board, Committees, and senior management;
- Safeguarding stakeholder interests and ensuring transparency in operations; and
- Reviewing regulatory developments and assessing their impact on the Company's business operations.

The Board also ensures that appropriate systems and processes are in place for effective internal controls, compliance management, and mitigation of operational, financial, regulatory, and reputational risks. The Directors actively participate in Board deliberations and contribute their valuable expertise, professional experience, and independent judgment in the decision-making process.

The composition of the Board is in conformity with the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations. The Board comprises an optimum combination of Executive, Non-Executive, and Independent Directors possessing diverse skills, expertise, professional experience, and industry knowledge.

The details relating to the composition and categories of Directors, their Directorships in other companies, membership/chairmanship in various Committees, attendance at the Board Meetings held during FY 2025-26 and the last Annual General Meeting ("AGM"), along with their shareholding in the Company as on March 31, 2026, are provided below:

Director	Category / Date of Appointment	No. of Board Meetings FY 2025-26		Attendance At the AGM Held on September 25, 2025
		Held	Attended	
Mr. Sanjay Jain (DIN No. 00096938)	Promoter/ Non Executive Director 16/07/1989	07	07	Yes
Dr. Pooja Jain (DIN No. 00097037)	Promoter/ Executive Director 14/10/2015	07	07	Yes
Mr. Ajay Prakash Narain (DIN No. 02655527)	Non-Executive Independent Director 19/11/2024	07	07	Yes
Mr. Rajesh Kumar (DIN No. 10729901) (Appointed w.e.f Aug 09, 2024)	Non-Executive Independent Director 09/08/2024	07	07	Yes

Name & Category of the Director	No. of outside Directorships as at March 31, 2026	Details of Directorships * of other Listed Entities and Category of Directorship		No of outside committee positions held^		No. of shares and convertible instruments Held in Company (“MCFL”)
				As Member	As Chairperson	
Mr. Sanjay Jain Non-Executive Director	-	-	-	-	-	9,21,150
Dr. Pooja Jain Wholetime Director	-	-	-	-	-	4,43,400
Mr. Ajay Prakash Narain Independent Non-Executive Director	-	-	-	-	-	0

Mr. Rajesh Kumar Independent Non-Executive Director (Appointed w.e.f Aug 09, 2024)	-	-	-	-	-	0

* Exclude directorship in Private Companies, section 8 Companies & alternate directorships and also Moongipa Capital Finance Limited

^Membership of Committee only includes Audit Committee and Stakeholders Relationship Committee in Indian Public Limited companies other than Moongipa Capital Finance Limited. Members of the Board of the Company do not have membership of more than ten Board-level Committees or Chairperson of more than five such Committees.

No Director is related to any other Director on the Board in terms of the definition of 'relative' given under the Companies Act, 2013 except Dr. Pooja Jain, who is Spouse of Mr. Sanjay Jain.

Familiarisation Programme of Independent Directors

The Independent Directors of Moongipa Capital Finance Limited are experienced professionals and eminent personalities possessing rich expertise in the fields of finance, corporate management, legal matters, industry, governance, and administration. Their vast knowledge, professional competence, and independent judgment contribute significantly towards strengthening the governance framework of the Company and assisting the Board in effective decision-making.

The Company greatly benefits from the guidance, strategic inputs, and valuable insights provided by the Independent Directors on various business, operational, financial, compliance, and governance-related matters. Their active participation in Board and Committee deliberations helps in maintaining transparency, accountability, and balanced decision-making processes within the organization.

In compliance with Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company conducts familiarisation programmes for its Independent Directors to enable them to understand the Company's business operations, industry environment, regulatory framework, and their roles, rights, duties, and responsibilities as Directors of the Company.

The familiarisation programmes are aimed at providing insights to the Independent Directors on various aspects including:

- Nature of the NBFC industry and regulatory environment;
- Company's business model, operations, and strategic objectives;
- Financial performance and business outlook;
- Risk management framework and internal control systems;
- Roles, responsibilities, rights, and duties of Independent Directors;

- Corporate governance practices and compliance requirements;
- Changes in applicable laws, regulations, and industry developments; and
- Operational and functional overview of various business activities of the Company.

The Independent Directors are also periodically updated on changes in statutory and regulatory requirements, business risks, market developments, and emerging trends impacting the NBFC sector. Senior management personnel make presentations before the Board and Committees from time to time to facilitate better understanding of the Company's operations, business strategies, and regulatory environment.

The familiarisation process is conducted through presentations, meetings, discussions, circulation of relevant documents, business updates, and continuous interaction with the senior management team. Such programmes assist the Independent Directors in effectively discharging their responsibilities and contributing meaningfully towards the growth and governance of the Company.

The details of programmes conducted for familiarization of Independent Directors with the Company, nature of the industry in which the Company operates, business model of the Company and related matters are put up on the website of the Company at the link https://www.mongipa.com/investor-relations/familiarisation-programme-for-independent-directors.

Separate Meeting of Independent Directors

The role of Independent Directors is to review the performance of the Non-Independent Directors (including the Chairman) and the entire Board and also to assess the quality, content and timeliness of the flow of information between the Management and the Board and its Committees which is necessary to effectively and reasonably perform and discharge their duties.

During the year ended, a separate meeting of the Independent Directors of the Company was held on **February 27, 2026** to review the performance of Non-Independent Directors, Board as a whole, the Chairperson of the Company as well as for assessing the quality, quantity and timeliness of flow of information between the company management and the Board.

Core Skills / expertise / competencies available with the Board

The Board comprises qualified and experienced members who possess required skills, expertise and competencies that allow them to make effective contributions to the Board and its Committees.

The following skills / expertise / competencies have been identified for the effective functioning of the Company and are currently available with the Board:

- Industry Experience

Experience and knowledge of the functioning, operations, growth drivers, business environment and changing trends in the NBFC Sector.

- Financial

  Experience in financial management and its related aspects of NBFC Sector.

- Regulatory / Legal & Risk Management

  Understanding of the legal ecosystem within which the Company operates and possesses knowledge on matters of regulatory compliance, governance, internal controls.

- Strategic Planning
- Leadership/ Operational experience
- Corporate Governance

While all the Board members possess the skills identified, their area of core expertise is given below:

Name & Category of the Director	**Area of Expertise**
Mr. Sanjay Jain Non-Executive Director	- Leadership/ Operational experience - Industry Experience
Dr. Pooja Jain Wholetime Director	- Financial - Regulatory and Legal - Corporate Governance
Mr. Ajay Prakash Narain Independent Non-Executive Director	- Industry Experience - Corporate Governance
Mr. Rajesh Kumar Independent Non-Executive Director	- Corporate Litigation - Corporate Governance

Confirmation

The Board of Directors of Moongipa Capital Finance Limited has confirmed that the Independent Directors of the Company have fulfilled the criteria of independence as specified under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board is of the opinion that the Independent Directors possess the required integrity, expertise, experience, proficiency, and independence necessary to effectively discharge their duties and responsibilities.

The Independent Directors have submitted the requisite declarations confirming that they meet the criteria of independence prescribed under the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations. The Board has taken these declarations on record after undertaking due assessment of the veracity of the same.

The Independent Directors continue to provide independent judgment and objective guidance on matters relating to strategy, governance, risk management, financial performance, regulatory compliance, and protection of stakeholder interests. Their professional expertise and active participation contribute significantly towards strengthening the governance framework and decision-making processes of the Company.

During the financial year 2025-26, no Independent Director resigned before the expiry of his/her tenure. The Company continued to benefit from the valuable guidance and contributions of its Independent Directors throughout the year.

The Independent Directors on the Board of the Company as on March 31, 2026 were:

- Ajay Prakash Narain
- Rajesh Kumar

III. COMMITTEE OF THE BOARD

The Board has constituted several Committees of Directors with adequate delegation of powers to focus effectively on the issues and ensure expedient resolution of diverse matters. Each Committee has its own Terms of Reference setting forth the purpose, goals and responsibilities of the Committee. The Committees of the Board are:

- **Audit Committee**
- **Stakeholders Relationship Committee**
- **Nomination & Remuneration Committee**

(a) AUDIT COMMITTEE

The role and the functions of the Audit Committee are as per the guidelines set out in the Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and under Section 177 of the Companies Act 2013. The Committee acts as a link between the statutory auditors, internal auditors, and the Board of Directors.

Terms of Reference & Functions of the Audit Committee

The term of reference of Audit Committee are as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 includes such other functions as may be assigned to it by the Board from time to time. Further, the term of reference of the Audit Committee has been aligned with the requirements of the Companies Act, 2013.

- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company.
- Review and monitor the auditor's independence and performance, and effectiveness of audit purpose.

- Examination of the financial statement and the auditor's report thereon before submission the board for approval, with particular reference to.

  a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of clause (c) of subsection 3 of Section 134 of the Companies Act, 2013.

b) Changes, if any in accounting policies and practices and reason for the same.
c) Major accounting entries involving estimates based on the exercise of judgment by management.

d) Significant adjustments made in the financial statements arising out of audit findings.
e) Compliance with listing and other legal requirements relating to financial statement.
f) Disclosure of any related party transaction.
g) Qualifications in the draft audit report.

- Review and monitor the auditor's independence and performance and effectiveness of audit process.
- Approval on any subsequent modifications of transactions of the company with related parties.
- Evaluation of internal financial controls and risk management system.
- To review the functioning of the Whistle Blower mechanism.

Composition

The Audit Committee comprised one non executive & two non executive independent directors.

During the FY 2025-26, 6 (Six) meetings of Audit Committee were held on April 23, 2025, May 29, 2025, August 07, 2025, August 29, 2025, October 16, 2025 and January 15, 2026.

The details of meetings held during the year and attendance therein is as under:

Members	Designation of the Member	Meetings	
		Held	Attended
Ajay Prakash Narain	Chairman – Independent Director	6	6
Sanjay Jain	Member – Non-Executive Director	6	6
Rajesh Kumar	Member - Independent Director	6	6

Internal Controls

The Company has appointed an independent Firm of Chartered Accountants as the Internal Auditors of the Company to evaluate and strengthen the adequacy and effectiveness of the internal control systems, risk management framework, and governance processes. The Internal Auditors conduct periodic audits of various operational, financial, compliance, and statutory functions of the Company to ensure that business activities are carried out efficiently and in accordance with the applicable laws, regulations, and internal policies of the Company.

The Internal Audit process includes verification of internal financial controls, review of accounting procedures, assessment of operational efficiencies, safeguarding of assets, and identification of potential risks along with recommendations for corrective actions and process improvements. The Internal Auditors submit their observations, findings, and recommendations through detailed audit reports on a periodic basis.

The reports of the Internal Auditors are placed before and reviewed by the Audit Committee of the Board. The Audit Committee monitors the implementation of the recommendations and corrective measures suggested by the Internal Auditors and provides necessary guidance to the management to ensure continuous improvement in the internal control environment and compliance framework of the Company.

(b) STAKE HOLDERS RELATIONSHIP COMMITTEE

The Board of Directors of the Company has constituted the Stakeholders Relationship Committee in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Committee has been formed with the objective of strengthening investor relations and ensuring effective redressal of the grievances of shareholders, debenture holders, and other security holders of the Company.

The Committee oversees and monitors matters relating to transfer and transmission of shares, issue of duplicate share certificates, dematerialization and rematerialization of shares, change of address requests, non-receipt of annual reports, dividend-related issues, and other investor service matters. It also reviews measures taken for effective exercise of voting rights by shareholders and ensures timely resolution of complaints received from stakeholders through various platforms including SEBI SCORES and stock exchanges.

The Stakeholders Relationship Committee periodically reviews the status of investor grievances and the performance of the Registrar and Share Transfer Agent to ensure prompt and efficient investor services. The Committee plays an important role in maintaining transparency, protecting the interests of stakeholders, and enhancing investor confidence in the Company through an efficient grievance redressal mechanism and effective communication framework.

The status of Shareholders' complaints during FY 2025-2026

(In Nos.)

No. of Complaints / Correspondence received	NIL
No. of Complaints resolved to the Satisfaction of shareholders	NIL
No. of Complaints pending at the end	NIL

The details of composition of the Committee, dates, and its meetings are given below:

During the Financial Year 2025-2026, One (1) meeting of the Stakeholders Relationship Committee was convened and held on September 30, 2025. The meeting was conducted in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

All the members of the Stakeholders Relationship Committee were present at the meeting, thereby reflecting their active participation and commitment towards safeguarding the interests of the shareholders and other stakeholders of the Company.

Composition of the committee:

Members	Designation of the Member	Meetings	
		Held	Attended
Rajesh Kumar	Chairperson –Independent Director	1	1
Sanjay Jain	Member – Non-Executive Director	1	1
Ajay Prakash Narain	Member - Independent Director	1	1

(c) NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee ("NRC Committee") of the Board has been constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Committee plays a significant role in ensuring a transparent and effective framework for appointment, remuneration, and evaluation of Directors, Senior Management Personnel, Key Managerial Personnel ("KMP"), and other employees of the Company.

The terms of reference of the NRC Committee, inter alia, include formulation of criteria for determining qualifications, positive attributes, and independence of Directors; recommending to the Board the appointment, re-appointment, removal, and remuneration of Directors, KMPs, and Senior Management Personnel; formulation and review of the Nomination and Remuneration Policy of the Company; evaluation of the performance of the Board, its Committees, and individual Directors; succession planning for Senior Management; and ensuring an appropriate balance of skills, experience, diversity, and expertise on the Board. The Committee also reviews and recommends remuneration structures to ensure that they are aligned with industry practices, performance standards, and the long-term interests of the Company and its stakeholders.

During the Financial Year 2025-26, Two (2) meetings of the Nomination and Remuneration Committee were held on April 23, 2025 and August 29, 2025. The meetings were conducted in compliance with the applicable statutory and regulatory requirements. Various matters relating to appointment, remuneration, evaluation, and governance practices were deliberated and reviewed during the meetings.

All the members of the Nomination and Remuneration Committee were present at both the meetings, demonstrating their active involvement and commitment towards strengthening the governance framework and ensuring effective human resource and leadership management within the Company.

The details of composition of the Committee, dates, and attendance at its meetings are given below:

The attendance during the current year is as under:

Members	Categories of Directorship	Meetings	
		Held	Attended
Rajesh Kumar	Chairperson –Independent Director	2	2
Sanjay Jain	Member – Non-Executive Director	2	2
Ajay Prakash Narain	Member - Independent Director	2	2

Performance evaluation criteria for Independent Directors

Pursuant to the provisions of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination and Remuneration Committee ("NRC Committee") has formulated and recommended to the Board a structured framework and criteria for evaluation of the performance of the Board of Directors, its Committees, and individual Directors, including Independent Directors. The performance evaluation mechanism is designed to assess the effectiveness of the Board's functioning and to promote accountability, transparency, and overall corporate governance standards within the Company.

The Board undertakes an annual evaluation of its own performance, the performance of individual Directors, including the Chairman, as well as the functioning and effectiveness of various Committees of the Board, including the Nomination and Remuneration Committee. The evaluation process is carried out through a comprehensive assessment based on various qualitative and quantitative parameters. These parameters, inter alia, include attendance and participation in Board and Committee meetings, level of engagement and contribution during deliberations, understanding of the Company's business, industry knowledge, strategic guidance, leadership qualities, interpersonal relations, integrity, independence of judgment, decision-making ability, safeguarding the interests of the Company and its stakeholders, adherence to ethical standards, and contribution towards strengthening governance practices.

The performance evaluation of the Independent Directors is carried out by the entire Board of Directors, excluding the Director being evaluated. The evaluation process also includes an assessment of the effectiveness of the Independent Directors in providing objective and unbiased views, exercising independent judgment, and contributing constructively to the deliberations and decision-making processes of the Board and its Committees.

Further, the Independent Directors, in their separate meeting, evaluate the performance of the Chairman, Non-Independent Directors, and the Board as a whole, taking into account factors such as quality of management discussions, flow of information to the Board, strategic oversight, and effectiveness in discharging fiduciary responsibilities.

Based on the evaluation carried out during the year, the Board and the Independent Directors expressed their satisfaction with the overall performance, effectiveness, and functioning of the

Board, its Committees, and individual Directors, including the Chairman and Non-Independent Directors.

Senior management

During the Financial Year 2024-25, Mr. Piyush Jain was appointed as the Chief Executive Officer ("CEO") of the Company with effect from February 13, 2025 and forms part of the Senior Management of the Company. The appointment was made considering his experience, leadership capabilities, and expertise in business operations and strategic management. The Board believes that his guidance and professional approach will contribute significantly towards the growth and development of the Company.

Further, during the Financial Year 2026-27, Ms. Sonia was appointed as the Company Secretary and Compliance Officer of the Company with effect from April 27, 2026. She is responsible for ensuring compliance with the applicable provisions of the Companies Act, 2013, SEBI Regulations, Listing Regulations, and other statutory and regulatory requirements applicable to the Company. She also acts as a key link between the Company, its Board, shareholders, regulatory authorities, and other stakeholders for ensuring effective corporate governance and compliance management.

The Board of Directors, from time to time and based on business requirements and operational necessity, delegates certain powers and responsibilities to various Committees constituted for specific purposes. Such Committees are formed to ensure focused attention, timely decision-making, and smooth execution of specialized matters relating to the affairs of the Company. These include Committees such as the Right Issue Committee, Preferential Issue Committee, and other Committees as may be considered necessary by the Board from time to time.

These Committees function within the powers delegated by the Board and are entrusted with authority to review, consider, approve, and implement matters relating to their respective areas of operation, subject to applicable laws, regulations, and policies of the Company. This delegation mechanism enables efficient administration, effective governance, and prompt execution of strategic and operational decisions of the Company.

IV. REMUNERATION OF DIRECTORS

The remuneration paid to the Executive Directors of the Company is determined by the Board of Directors based on the recommendations made by the Nomination and Remuneration Committee and is subject to the approval of the shareholders of the Company, wherever applicable, in accordance with the provisions of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Nomination and Remuneration Committee evaluates various factors while recommending remuneration, including the qualifications, experience, expertise, responsibilities undertaken, industry benchmarks, market trends, individual performance, and overall performance of the Company. The objective of the remuneration framework is to ensure that the compensation structure remains fair, reasonable, competitive, and aligned with the long-term interests of the Company and its stakeholders.

The existing Remuneration Policy of the Company is designed to attract, motivate, and retain competent professionals and is directed towards rewarding performance and promoting a culture of accountability and excellence. The policy focuses on balancing fixed and performance-linked components of remuneration and encourages achievement of both individual and organizational goals through periodic performance reviews and assessments.

The remuneration structure of the Company is in consonance with prevailing industry practices and regulatory requirements and aims to maintain appropriate standards of corporate governance and transparency in remuneration matters. The Board and the Nomination and Remuneration Committee periodically review the remuneration policy to ensure its continued relevance, effectiveness, and alignment with the evolving business environment and statutory framework.

The table below provides the details of the remuneration paid to Dr. Pooja Jain, Executive Director of the Company, during the Financial Year 2025-2026. The remuneration structure was revised and approved by the shareholders of the Company at the Annual General Meeting held on September 25, 2025, considering her roles and responsibilities, contribution towards the growth of the Company, industry standards, and recommendations of the Nomination and Remuneration Committee. The revised remuneration is in accordance with the applicable provisions of the Companies Act, 2013 and other applicable laws and regulations.

Remuneration	**Amount (Rs.)**
1. Basic Salary	10,20,000
2. Perquisites and other Allowances	0
3. Bonus	70,000

Notes:

a) There is no separate provision for payment of severance fees.
b) The Company does not pay any remuneration to its Non-Executive Directors except sitting fees, wherever applicable, in accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations.
c) The remuneration paid to the Executive Director does not include any stock options, commission, or performance-linked incentive components and primarily consists of fixed compensation and allowances approved by the Board and shareholders.
d) During the Financial Year 2025-26, there were no pecuniary relationships or transactions between the Non-Executive Directors and the Company, other than those disclosed in the ordinary course of business, if any.
e) The Company does not have any Employee Stock Option Scheme ("ESOP") or any other share-based employee benefit scheme during the Financial Year 2025-26.
f) The remuneration paid to Dr. Pooja Jain was reviewed and recommended by the Nomination and Remuneration Committee and subsequently approved by the Board of Directors and shareholders of the Company in accordance with the applicable statutory provisions.

V. GENERAL BODY MEETINGS

a) Annual General Meetings:

During the preceding three years, the Annual General Meetings of the Company were held on the following dates, time and venue:

Financial year ended	Date & Time	Items approved by Special Resolution or Special Business Items
38th AGM held through Video conferences therefore Deemed Venue: Registered office of the Company at 01:00 P.M.		
March 31, 2025	**September 25, 2025**	APPOINTMENT OF M/S KULDEEP DAHIYA & ASSOCIATES, COMPANY SECRETARIES AS A SECRETARIAL AUDITOR FOR A PERIOD OF 5 YEARS COMMENCING FROM FINANCIAL YEAR 2025-26
		INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY
		RE-APPOINTMENT OF DR. POOJA JAIN (DIN: 00097037) AS WHOLE TIME DIRECTOR OF THE COMPANY
37th AGM held through Video conferences therefore Deemed Venue: Registered office of the Company at 01:00 P.M.		
March 31, 2024	**September 05, 2024**	RE-APPOINTMENT OF MR. AJAY PRAKASH NARAIN (DIN: 02655527) AS NON-EXECUTIVE, INDEPENDENT DIRECTOR OF THE COMPANY
		APPOINTMENT OF MR. RAJESH KUMAR (DIN: 10729901) AS NON-EXECUTIVE, INDEPENDENT DIRECTOR OF THE COMPANY
36th AGM held through Video conferences therefore Deemed Venue: Registered office of the Company at 01:00 P.M.		
March 31, 2023	**September 28, 2023**	INCREASE IN AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

b) Extra-Ordinary General Meetings:

During the year, there was no Extra-Ordinary General Meeting held by the Company.

c) Postal Ballot:

During the Financial Year 2025-26, the Company had not conducted any meeting through Postal Ballot process. No resolution requiring approval of the shareholders through Postal Ballot under the provisions of Sections 108 and 110 of the Companies Act, 2013 and applicable Rules made thereunder was proposed or transacted during the year under review.

Accordingly, no Postal Ballot Notice was issued to the shareholders and no remote e-voting process was undertaken by the Company during the Financial Year 2025-26. Further, no Scrutinizer was appointed for conducting any Postal Ballot process during the year.

The Company shall comply with the applicable statutory and regulatory requirements relating to Postal Ballot, as and when any business requiring shareholders' approval through Postal Ballot arises in future.

VI. MEANS OF COMMUNICATION

a) The quarterly, half-yearly, nine months ended, and annual financial results of the Company are prepared and approved in accordance with the applicable provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the applicable accounting standards prescribed by the Institute of Chartered Accountants of India ("ICAI"). After approval by the Board of Directors, the financial results are promptly disseminated to the Stock Exchange and published in widely circulated newspapers, namely "Financial Express" in English language and "Jansatta" in Hindi language, to ensure wide public dissemination and transparency for investors and stakeholders.

   The published financial results provide shareholders and investors with timely and updated information regarding the financial performance and operational position of the Company. In addition to newspaper publication, the financial results and other important investor-related information are also uploaded and made available on the official website of the Company at https://www.mongipa.com/investor-relations/newspaper-publication.for easy access by shareholders, investors, analysts, and the general public. The Company regularly updates its website to maintain transparency and ensure effective dissemination of information in compliance with the applicable regulatory requirements.

b) The Company ensures timely, accurate, and adequate disclosure of all material information, corporate announcements, filings, and communications to the Stock Exchange in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulatory requirements. All disclosures, filings, and submissions are promptly uploaded on the online portal of BSE Limited through the BSE Corporate Compliance & Listing Centre.

The Company follows a robust compliance mechanism to ensure that all price-sensitive information, financial results, shareholding patterns, corporate governance reports, notices, outcomes of Board Meetings, and other statutory disclosures are submitted within the prescribed timelines. This facilitates transparent communication with investors and regulatory authorities and strengthens investor confidence by ensuring availability of authentic and timely information in the public domain.

c) Investor Grievances Redressal through SEBI Complaints Redress System (**SCORES**): SEBI vide its circular SEBI/HO/OIAE/IGRD/CIR/P/2023/156 dated September 20, 2023 has mandated that a complaint lodged in the SCORES platform will be automatically forwarded to the concerned entity with a copy to the designated body. SEBI has centralized the processing of investor complaints through a web-based platform, i.e., SCORES.

- Shareholders can lodge complaints against a company for their grievances directly on the SCORES platform.
- The Company is required to upload the Action Taken Report (ATR) within 21 days of receipt of the complaint.
- The complainant can track the status of their complaint and seek clarifications online.
- If the company fails to submit ATR within the timeline, the designated body takes cognizance of the complaint for a first review.
- Investors can seek a second review by SEBI within 15 calendar days from the date of ATR submission by the designated body.

SEBI, vide Press Release No. 06/2024 dated April 01, 2024, launched the new version- SCORES 2.0. This upgraded version strengthens the redressal mechanism through:

- Auto-routing and auto-escalation of complaints,
- Monitoring by designated bodies, and
- Reduced resolution timelines.

From April 01, 2024, all investor complaints are required to be lodged only through the new platform: https://scores.sebi.gov.in but can check the status of pending complaints or view disposed cases through SCORES 2.0.

ONLINE RESOLUTION OF DISPUTES (ODR)

In order to strengthen investor protection mechanisms and facilitate efficient resolution of disputes in the securities market, the Securities and Exchange Board of India ("SEBI") has introduced a common Online Dispute Resolution Portal **("ODR Portal")** for resolving disputes arising in the Indian securities market through online conciliation and arbitration. The Online Dispute Resolution framework aims to provide investors and stakeholders with a transparent, accessible, cost-effective, and time-bound mechanism for resolution of disputes relating to listed entities, intermediaries, and other market participants.

Pursuant to SEBI Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated May 31, 2023, all listed entities are required to register themselves on the SMART ODR Portal and provide the relevant link and details on their official websites for the benefit and awareness of investors and shareholders. The said framework has been introduced to enhance investor confidence and ensure a seamless grievance redressal process through digital platforms.

In compliance with the aforesaid SEBI Circular, the Company has duly registered itself on the SMART ODR Portal and has also uploaded the relevant circular/details on its website for easy access and reference by shareholders and investors. The Company remains committed towards ensuring effective investor grievance redressal, transparency, and adherence to all applicable regulatory and compliance requirements relating to investor protection and stakeholder services.

d) Website: The Company maintains a comprehensive and regularly updated website to provide detailed information relating to its business operations, financial performance, corporate governance practices, and investor-related matters. The website serves as an important communication platform for shareholders, investors, analysts, regulatory authorities, and other stakeholders by ensuring timely dissemination of relevant and material information in a transparent and accessible manner.

The “Investor Relations” section of the Company’s website contains various statutory and non-statutory disclosures and is designed to facilitate easy access to important information for investors and stakeholders. The section, inter alia, provides details such as financial results, annual reports, shareholding patterns, notices of Board Meetings and General Meetings, stock exchange disclosures, policies of the Company, investor contact details, outcome of Board Meetings, newspaper publications, and other material disclosures required under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company regularly updates the Investor Relations section to ensure that shareholders and investors have access to accurate, complete, and timely information regarding the affairs and performance of the Company. The website also acts as an effective medium for enhancing investor awareness, promoting transparency, and strengthening communication between the Company and its stakeholders in compliance with applicable regulatory requirements.

e) Presentations During the Financial Year under review, the Company did not make any presentations to analysts, institutional investors, or research analysts. No analyst meet, investor conference, earnings call, or institutional investor interaction was organized by the Company during the year.

Accordingly, there were no investor presentation materials, transcripts, recordings, or related disclosures required to be uploaded on the website of the Company or submitted to the Stock Exchange in this regard.

The Company, however, continues to maintain transparency and timely dissemination of information through statutory disclosures, financial results, annual reports, stock exchange filings, and updates hosted on its website in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company remains committed towards maintaining effective communication with shareholders and investors and shall make appropriate disclosures and investor presentations, if any, in future as and when required.

VII. CUSTOMER GRIEVANCE REDRESSAL MECHANISM

The Company has established a Customer Grievance Redressal Mechanism in accordance with the guidelines issued by the Reserve Bank of India. Mr. Mohd. Javed Qureshi, Chief Financial Officer, has been designated as the Grievance Redressal Officer for handling customer complaints and grievances.

The Company monitors customer complaints on a periodic basis and endeavors to resolve all grievances in a fair, transparent and timely manner. The grievance redressal mechanism is hosted on the Company's website and displayed at the Registered Office of the Company.

VIII. GENERAL SHAREHOLDER'S INFORMATION

Annual General Meeting

The 39th Annual General Meeting will be held on **Thursday, September 24, 2026 at 01:00 P.M (IST)** through Video Conferencing **("VC")** / Other Audio Visual Means **("OAVM").**

Financial Year

The Company follows April 01 to March 31 as its Financial Year.

Dividend

No dividend has been declared for the year ended March 31, 2026.

Listing on Stock Exchange and Stock Code

The Equity Shares of your Company are listed on BSE Limited. The company has paid the listing fees for the financial year 2026-27 to the above said stock exchange.

Name and address of Stock Exchange	Stock Code	ISIN No. of Equity Shares
BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001	530167	INE153K01018

Market Price Data

The monthly high and low quotations of the closing price and volume of shares traded at BSE Ltd. from April, 2024 to March, 2025 are as under:

Month	High (Rs.)	Low (Rs.)	Volume (Nos.)
Apr-25	24.70	18.57	407601
May-25	24.00	19.26	135797
Jun-25	21.00	18.81	236253
Jul-25	22.49	18.01	144514
Aug-25	19.98	17.51	155108
Sep-25	20.50	18.01	86550
Oct-25	20.49	18.00	83105
Nov-25	19.49	15.00	180153
Dec-25	18.49	15.50	75624
Jan-26	17.20	15.00	145196
Feb-26	17.00	14.82	194908
Mar-26	16.00	12.00	433468

Book Closure date: Monday, September 21, 2026 to Thursday, September 24, 2026 (both days inclusive)**.**

Registrar and Transfer Agents

The Company has appointed a Registrar for dematerialization (Electronic Mode) and physical transfer of shares whose detail is given below:

Skyline Financial Services Private Limited,
D-153A, 1st Floor, Okhla Industrial Area
Phase -1, New Delhi -110020
Ph. No.- 011-64732681; 011-26812682
E-mail ID: admin@skylinerta.com

Nomination Facility:

Shareholders holding shares in physical form and desirous of submitting/changing nomination in respect of their shareholding in the company may submit Form No. SH-13 (in duplicate) as per the provisions of the Companies Act, 2013 to the Company's Registrar and Transfer Agent.

Share Transfer System

Pursuant to the notification issued by the Securities and Exchange Board of India ("SEBI"), with effect from April 1, 2019, requests for transfer of securities are not processed in physical form except in cases of transmission or transposition of securities. In accordance with the said regulatory requirement, transfer of equity shares of the Company is permitted only in dematerialised form through the depository system. The said measure has been introduced by SEBI to enhance transparency, eliminate risks associated with physical share certificates, prevent fraudulent transfers, and ensure greater efficiency and safety in the securities market.

Accordingly, shareholders holding shares in physical form are advised to dematerialise their shareholding at the earliest by opening a demat account with any registered Depository Participant (“DP”). Dematerialisation of shares provides several advantages to investors, including safe custody of securities, elimination of risks relating to loss, theft, mutilation, or forgery of physical certificates, faster transfer and settlement process, and ease in portfolio management.

To facilitate seamless dematerialisation and electronic transfer of shares, the Company has entered into arrangements with **National Securities Depository Limited (“NSDL”)** and **Central Depository Services (India) Limited (“CDSL”),** which are the depositories registered with SEBI. The Company’s equity shares are available for trading and transfer in electronic form through both **NSDL** and **CDSL** platforms.

The Company, through its Registrar and Share Transfer Agent, ensures timely processing of valid dematerialisation, rematerialisation, transmission, transposition, and other investor service requests in compliance with the applicable provisions of the Companies Act, 2013, SEBI Regulations, and the operational guidelines issued by the depositories from time to time. The Company remains committed towards providing efficient investor services and maintaining a robust share transfer and investor grievance redressal mechanism.

Distribution of the shareholding as on March 31, 2026

Range	No. of Share Holders	% of Share Holders	No. of Shares	% of Share Holding
1-500	4743	84.38	621571.00	6.78
501-1000	333	5.92	273996.00	2.99
1001-2000	192	3.42	286183.00	3.12
2001-3000	126	2.24	310890.00	3.39
3001-4000	35	0.62	124361.00	1.36
4001-5000	22	0.57	147424.00	1.61
5001-10000	60	1.07	452548.00	4.94
10001 & above	100	1.78	6947427.00	75.81
Total	**5621**	**100.00**	**9164400.00**	**100.00**

Categories of Shareholders as on March 31, 2026

Shareholding Pattern

	Category	No. of Shares	% of Paid up Capital
A	**Shareholding of Promoter and Promoter Group** **1. Promoters** a) Indian Promoters -Indian Individual / Hindu Undivided Family -Corporate Bodies b) Foreign Promoters	 34,26,405 - -	 37.39 - -
	2. Persons acting in concert	-	-
	Sub Total (A)	**34,26,405**	**37.39**

B	**Non- Promoters Holding** **3. Institutional Investors** a. Mutual Funds and Unit Trust of India b. Banks, Financial Institutions, Insurance Companies (Central/ State Govt.	 - -	 - -
	Institutions/Non- Govt. Institutions) c. Foreign Institutional Investor **4. Others** a. Individuals b. Hindu Undivided Family and Firm c. Corporate Bodies d. Non Resident Indians / Overseas e. Trust f. Clearing Member g. Clearing House	- - 45,04,894 2,87,289 9,31,508 14,304 — — —	- - 49.15 3.13 10.16 0.16 — — —
	Sub Total (B)	**57,37,995**	**62.61**
	G. TOTAL (A+B)	**91,64,400**	**100**

Dematerialization of shareholding and liquidity

The equity shares of the Company are available for dematerialization with Central Depository Services India Limited (CDSL) and National Securities Depository Limited (NSDL). The ISIN of the Company's shares is INE153K01018. After dematerialization of shares the shareholders must contact their DPs for any information/ instructions in respect of their shareholdings.

As on 31.03.2026, the status of Dematerialization of equity shares of the Company was as under:

S. No.	**Particulars**	**Shareholding**	
		(In Nos.)	**(In %)**
1	NSDL	18,40,567	20.08
2	CDSL	64,38,233	70.25
3	PHYSICAL	8,85,600	9.66
	TOTAL	**91,64,400**	**100.00**

Address for Correspondence:

Shareholders of the Company may communicate their suggestions, requests, complaints, grievances, or queries relating to transfer/transmission of shares, dematerialisation of shares, change of address, issue of duplicate share certificates, or any other investor-related matters to the following official of the Company:

The Company Secretary & Compliance Officer
Moongipa Capital Finance Limited
Investors Services
Registered Office:-18/14, W.E.A., Pusa Lane, Karol Bagh, New Delhi-110005.
Tel No. – 011-41450121
E-mail – moongipac@gmail.com.

The Company endeavours to address and resolve all investor grievances and correspondence promptly and effectively in compliance with the applicable provisions of the Companies Act, 2013, SEBI Regulations, and other statutory requirements.

IX. DISCLOSURES AND AFFIRMATIONS

a) During the year, there were no material related party transactions that may have potential conflicts with the interests of the Company at large.

The Company has formulated a policy for Related Party Transactions and the said policy has been hosted on the website of the Company under the web link: https://www.mongipa.com/api/uploads/investor-pdfs/policy-on-materiality-of-rpt.pdf.

b) There are no non-compliances by the Company on any matter related to capital markets, during the last three years. There were no penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

c) The Company has a vigil mechanism / whistle blower policy and it is hereby affirmed that no personnel have been denied access to the Audit Committee.

d) The Company has complied with all the mandatory requirements of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. With regard to adoption of non mandatory requirements, a remuneration committee has been formed to determine the remuneration of executive Directors.

e) **Certificate from Company Secretary in Practice**

A Certificate pursuant to Regulation 34(3) read with Schedule V Para C Clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been obtained from M/s. Anjali Yadav & Associates, Practicing Company Secretaries, confirming that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors by the Securities and Exchange Board of India (SEBI), the Ministry of Corporate Affairs (MCA), or any other statutory/regulatory authority.

The said Certificate further confirms that the Directors of the Company fulfil the eligibility criteria and are not restrained from holding the office of Director under any applicable law or regulatory provisions. The Board of Directors has taken note of the same and affirms its commitment towards maintaining high standards of corporate governance and regulatory compliance.

The Certificate issued by M/s. Anjali Yadav & Associates forms part of this Annual Report and is annexed herewith as **Annexure – I**.

f) **Consolidated Fees Paid to Statutory Auditors**

During the Financial Year 2025-26, the Company has paid an aggregate amount of Rs. 41,300/- (Rupees Forty-One Thousand Three Hundred Only) to M/s Sunil K Gupta & Associates, Chartered Accountants, Statutory Auditors of the Company, towards audit and other professional services rendered by them.

The aforesaid amount has been paid on a consolidated basis and includes fees towards statutory audit, limited review, certifications, reimbursement of out-of-pocket expenses, and other permissible services, if any, rendered in accordance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors confirms that the remuneration paid to the Statutory Auditors is commensurate with the nature and scope of services availed by the Company and does not affect the independence of the Auditors in carrying out their statutory responsibilities.

g) Disclosure regarding Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The disclosures regarding the complaints of sexual harassment are given in the Board's Report.

h) Investor complaints of non-receipt of dividends, non receipt of annual report etc., forwarded by SEBI are periodically resolved and updated into SCORES (SEBI Complaints Redress System) website and no complaints is pending during the year under review.

i) Performance Evaluation of Directors, Board and Committees form part of the Directors report.

j) **Prevention of Insider Trading**

In accordance with the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, the Board of Directors of the Company has adopted and implemented a comprehensive Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("UPSI") and a Code of Conduct to regulate, monitor, and report trading by Designated Persons and Insiders.

The Code lays down guidelines and procedures to be followed for preservation of confidentiality of unpublished price sensitive information and to prevent misuse of such information for personal gain or unfair trading practices. The Company is committed to ensuring transparency, fairness, and ethical conduct in dealing with matters relating to insider trading.

The said Code is applicable to all Directors, Key Managerial Personnel, Officers, Designated Employees, Connected Persons, and such other persons covered under the Regulations. The Code, inter alia, provides for trading restrictions, pre-clearance procedures, disclosure requirements, and maintenance of structured digital database in compliance with the applicable SEBI Regulations.

Further, the Company has established a mechanism for closure of Trading Window during the period when unpublished price sensitive information is available or likely to be available. During such closure period, all Designated Persons and their immediate relatives are prohibited from dealing in the securities of the Company. The Trading Window is reopened only after the UPSI becomes generally available to the public.

The Board of Directors affirms that the Company has complied with the applicable provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 during the Financial Year 2025-26.

k) **Disclosure of Accounting Treatment**

In the preparation of the financial statements, the Company has followed the Accounting Standards referred to in Section 133 of the Companies Act, 2013. The significant accounting policies which are consistently applied are set out in the Notes to the financial statements.

l) **Risk Management**

The Company has formulated and implemented a comprehensive Risk Management Policy and Risk Assessment & Minimization Procedure, which is available on the website of the Company at https://www.mongipa.com/api/uploads/investor-pdfs/risk-management-policy.pdf The policy provides a structured framework for identification, assessment, monitoring, mitigation, and reporting of various risks that may adversely impact the business operations and objectives of the company.

The Risk Management framework of the Company is designed to ensure timely identification and evaluation of strategic, operational, financial, regulatory, cybersecurity, and other business risks. Appropriate control mechanisms and mitigation measures are implemented to minimize the potential impact of such risks and to ensure continuity and sustainability of business operations.

The Risk Assessment and Minimization procedures are periodically reviewed by the Audit Committee and the Board of Directors to ensure the adequacy and effectiveness of the internal control systems and risk mitigation measures. The Board oversees the overall risk management process and ensures that the executive management maintains a robust framework for managing risks in an efficient and proactive manner.

The Company continuously strengthens its risk management practices in line with the changing business environment, regulatory requirements, and industry dynamics to safeguard the interests of stakeholders and enhance long-term value creation.

m) **SEBI / Stock Exchange Compliance**

The Company has complied with all the applicable provisions and requirements of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time. The Company is committed to maintaining high standards of corporate governance, transparency, and regulatory compliance in all its operations and disclosures.

During the last three financial years, no penalties, fines, strictures, or adverse observations have been imposed on the Company by the Securities and Exchange Board of India (SEBI), the Stock Exchange(s), or any other statutory or regulatory authority on any matters relating to the capital market, listing requirements, or compliance under applicable laws and regulations.

The Board of Directors regularly reviews the compliance framework of the Company to ensure adherence to all applicable statutory and regulatory requirements. The Company continues to strengthen its governance practices and compliance mechanisms to safeguard the interests of its shareholders and other stakeholders.

n) **Management Discussion and Analysis Report**

Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented in a separate section forming part of the Annual Report.

o) **CEO & CFO Certification**

In compliance with Regulation 17(8) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, Mr. Piyush Jain, Chief Executive Officer and Mr. Mohd. Javed Qureshi, Chief Financial Officer of the Company have provided certification on financial reporting and internal controls to the Board for the year ended March 31, 2026 in the prescribed format and such certificate is attached herewith as ***Annexure II***.

X. CORPORATE GOVERNANCE CERTIFICATE

Certificate from the Auditors M/s Sunil K Gupta & Associates, Chartered Accountants (Firm Regn No. 002154N) confirming compliance with the conditions of Corporate Governance as required under Regulation 34 Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been attached as ***Annexure III*** forming integral part of this Report.

XI. DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT WITH THE COMPANY'S CODE OF CONDUCT

The Board of Directors of the Company has laid down and adopted a comprehensive Code of Conduct applicable to all Directors, Senior Management Personnel, and designated employees of the Company in compliance with the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is to confirm that the Board has laid down a Code of Conduct for all Board Members and Senior Management of the Company. The Declaration regarding the compliance of such Code of Conduct is attached herewith as ***Annexure IV*** forming integral part of this Report.

Annexure I

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To,
The Members of
Moongipa Capital Finance Limited
18/14, W.E.A. Pusa Lane, Karol Bagh
New Delhi-110005

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Moongipa Capital Finance Limited** having **CIN: L65993DL1987PLC028669** and having registered office at **18/14, W.E.A. Pusa Lane, Karol Bagh, New Delhi-110005** (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

S. No.	Name of Directors	DIN (Director Identification Number)	Date of appointment in company
1.	Mr. Sanjay Jain	00096938	16/07/1989
2.	Mrs. Pooja Jain	00097037	14/10/2015
3.	Mr. Ajay Prakash Narain	02655527	19/11/2019
4.	Mr. Rajesh Kumar	10729901	09/08/2024

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

For Anjali Yadav & Associates
Company Secretaries

Sd/-
Anjali Yadav
Proprietor
FCS No: 6628
C P No.: 7257
UDIN: F006628H001032532
PR Unique Code: S2006DE715800
PR Certificate No.: 6384/2025

Place: New Delhi
Date: 06-08-2026

Annexure II

CERTIFICATION BY CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER

To,
The Members
Moongipa Capital Finance Limited

We certify that:

1. We have reviewed the Financial Statements and Cash Flow Statement of Moongipa Capital Finance Limited for the year ended on 31st March, 2026 and that to the best of our knowledge and belief:

(a) These statements do not contain any materially untrue statement or omit any Material fact or contain statements that might be misleading.

(b) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards applicable laws & regulations.

2. There are to the best of our knowledge and belief, no transaction entered into by the Company during the year which is fraudulent illegal or violative of the Company's code of conduct.

3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control system of the company pertaining to financial reporting and we have not come across any deficiency in the design or operation of such internal control.

4. We have indicated to the Auditors and the Audit Committee:

   (a) that no Significant changes in the internal control during the year.

   (b) that no Significant changes in accounting policies during the year.

   (c) that there are no instances of significant fraud of which we have become aware.

	Sd/-	Sd/-
Place: New Delhi	Piyush Jain	Mohd. Javed Qureshi
Date: 14/05/2026	Chief Executive Officer	Chief Financial Officer
	PAN: CESPJ3392G	PAN: AAEPQ1808N

Annexure III

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members
Moongipa Capital Finance Limited
18/14 W.E.A Pusa Lane,
Karol Bagh, New Delhi-110 005

We have examined the Compliance of conditions of Corporate Governance by Moongipa Capital Finance Limited ("the Company"), for the year ended March 31, 2026, as stipulated in Corporate Governance provisions as contained in Securities Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 ('Listing Regulations') for the period April 1, 2025 to March 31, 2026.

The Compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedure and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our knowledge and according to the explanations given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in above mentioned Listing agreements/ Listing Regulations, as applicable.

We further state that such compliance nei ther an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For SUNIL K. GUPTA & ASSOCIATES
Chartered Accountants
ICAI FRN: 002154N

Sd/-
CA Mahesh Chandra Agarwal
Partner
M. No.088025
UDIN: 26088025MWETLJ4836
Place : New Delhi
Date : 02/07/2026

Annexure IV

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Board has laid down a Code of Conduct for all Board Members and Senior Management of the Company. The Code of Conduct has also been posted on the website of the Company.

It is further confirmed that all Directors and Senior Management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the financial year ended March 31, 2026 as envisaged in Regulation 34 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

For & On behalf of the Board
Moongipa Capital finance Limited

Sd/-
Dr. Pooja Jain
Wholetime Director
PAN: 00097037

Place: New Delhi
Date : 14/05/2026

Annexure D

NOMINATION & REMUNERATION POLICY

The Company considers its human resources as one of its most valuable assets and recognizes that a motivated, competent and committed workforce plays a vital role in the sustainable growth and success of the organization. Accordingly, the Company has formulated a comprehensive Nomination and Remuneration Policy in accordance with the provisions of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Policy aims to ensure fair, transparent and performance-driven remuneration practices for Directors, Key Managerial Personnel (KMPs) and employees of the Company. It also seeks to maintain an appropriate balance between attracting, retaining and motivating qualified professionals while aligning their interests with the long-term objectives and growth strategy of the Company.

The Policy lays down the criteria for appointment, qualification, positive attributes, independence of Directors and matters relating to remuneration payable to Directors, KMPs and other employees. The remuneration framework is designed to reward performance, recognize individual contribution, encourage accountability and ensure competitiveness in the industry, while remaining consistent with the financial position and business objectives of the Company.

The Nomination and Remuneration Committee of Moongipa Capital Finance Limited presently comprises two Independent Directors and one Non-Executive Director. In line with the requirements of the Companies Act, 2013 and the Listing Regulations, the Board of Directors renamed the existing "Remuneration Committee" as the "Nomination and Remuneration Committee" to broaden its scope and responsibilities. The Committee is entrusted with the responsibility of identifying persons who are qualified to become Directors and who may be appointed in senior management, recommending their appointment and remuneration, evaluating the performance of Directors, and ensuring that the remuneration structure remains reasonable and sufficient to attract and retain competent talent.

1. OBJECTIVE

The Nomination and Remuneration Committee ("NRC") and this Policy have been formulated in accordance with the provisions of Section 178 of the Companies Act, 2013 read with the applicable rules framed thereunder and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Policy aims to establish a transparent, fair and effective framework for appointment, remuneration, evaluation and succession planning of Directors, Key Managerial Personnel ("KMP") and Senior Management Personnel of the Company.

The primary objective of the Committee is to ensure that the Company possesses an appropriate blend of qualified, experienced and competent individuals at the Board and senior management levels, capable of driving sustainable growth and maintaining high standards of corporate governance. The Committee also seeks to align the remuneration structure with the Company's long-term strategic goals, industry standards and performance expectations.

The Key Objectives of the Committee would be:

1.1. To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.

1.2. To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.

1.3. To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.

1.4. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.

1.5. To devise a policy on Board diversity.

1.6. To develop a succession plan for the Board and to regularly review the plan.

2. DEFINITION

2.1. **"Act"** means the Companies Act, 2013 and Rules framed there under, as amended from time to time.

2.2. **"Board"** means Board of Directors of the Company.

2.3. **"Directors"** mean Directors of the Company

2.4. **"Key Managerial Personnel"** means
(*i*) The Chief Executive Officer or the managing director or the manager;
(*ii*) The Company Secretary;
(*iii*) The Whole-Time Director;
(*iv*) The Chief Financial Officer; and
(*v*) Such other officer as may be prescribed;

2.5. **"Senior Management"** means Senior Management means the personnel of the company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, including the functional heads.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 as may be amended from time to time shall have the meaning respectively assigned to them therein.

3. ROLE OF COMMITTEE

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

The Committee shall:

3.1.1. Formulate the criteria for determining qualifications, positive attributes and independence of a Director.

3.1.2. Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy.

3.1.3. Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel.

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

3.2.1. Appointment criteria and qualifications

a. Identification and Recommendation of Suitable Candidates

The Nomination and Remuneration Committee shall identify, evaluate and recommend individuals for appointment as Directors, Key Managerial Personnel ("KMP") and Senior Management Personnel after assessing their integrity, professional competence, educational qualifications, industry knowledge, leadership capabilities, experience and overall suitability for the respective position.

While making such recommendations, the Committee shall consider various factors including the candidate's background, track record, expertise in relevant functional areas, ethical standards, independence of judgment and ability to contribute effectively towards the growth, governance and long-term objectives of the Company. The Committee shall ensure that the proposed appointee possesses the necessary skills and capabilities required for efficient discharge of duties and responsibilities entrusted to him/her.

b. Qualification, Expertise and Experience

A person proposed to be appointed as a Director, KMP or Senior Management Personnel should possess adequate qualifications, professional expertise, relevant experience and knowledge appropriate to the position for which he/she is being considered. The Committee shall evaluate whether the individual's qualifications and experience are aligned with the Company's business requirements, operational needs and strategic objectives.

The Committee shall have the discretion to determine the adequacy and appropriateness of the qualifications, expertise and experience possessed by an individual for the concerned position. Such evaluation may include consideration of technical knowledge, managerial capability, industry exposure, leadership qualities, financial literacy, governance standards and other competencies deemed necessary by the Committee from time to time.

c. Age Limit for Whole-time Directors

In accordance with the provisions of the Companies Act, 2013, the Company shall not appoint or continue the employment of any person as a Whole-time Director who has attained the age of seventy years. However, where the Company considers it necessary to continue or appoint a person beyond the age of seventy years owing to his/her valuable experience, expertise, leadership abilities or contribution to the Company, such appointment or continuation may be approved by the shareholders of the Company through a Special Resolution.

The explanatory statement annexed to the notice convening the General Meeting for passing such Special Resolution shall contain adequate justification and reasons for seeking approval for appointment or continuation of such person beyond the age of seventy years, in compliance with the applicable provisions of the Companies Act, 2013 and other relevant regulations.

3.2.2. Term / Tenure

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

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

b) **Independent Director:**

An Independent Director shall hold office for a term of up to five consecutive years on the Board of the Company and shall be eligible for re-appointment for another term upon passing of a Special Resolution by the shareholders of the Company and disclosure of such re-appointment in the Board's Report, in accordance with the provisions of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The appointment and re-appointment of an Independent Director shall be based on his/her integrity, expertise, experience, professional competence, independence of judgment and ability to contribute effectively towards the governance and growth of the Company. The Company shall ensure that every Independent Director fulfills the criteria of independence as prescribed under the Companies Act, 2013 and the SEBI Listing Regulations throughout the tenure of appointment.

No Independent Director shall hold office for more than two consecutive terms of up to five years each. However, such Independent Director shall be eligible for appointment again only after the expiry of a cooling-off period of three years from the date of cessation as an Independent Director of the Company. During such cooling-off period, the concerned individual shall not be appointed in or associated with the Company in any other capacity, whether directly or indirectly, so as to maintain the independence and objectivity expected from the position of an Independent Director.

At the time of appointment or re-appointment, the Company shall ensure compliance with the limits on directorships as prescribed under the Companies Act, 2013 and SEBI Listing Regulations. An Independent Director shall not serve as an Independent Director in more than seven listed companies. Further, any person serving as a Whole-time Director or Managing Director in a listed company shall not serve as an Independent Director in more than three listed companies, or such other number as may be prescribed under the applicable laws from time to time.

The Company shall also obtain necessary declarations and confirmations from Independent Directors regarding their independence, absence of disqualifications and compliance with statutory requirements at the time of appointment and on an annual basis thereafter.

3.2.3. Evaluation

The Nomination and Remuneration Committee shall carry out an annual evaluation of the performance of every Director, Key Managerial Personnel ("KMP") and Senior Management Personnel of the Company in order to assess their effectiveness, contribution and overall performance in discharging their duties and responsibilities. The evaluation process is aimed at ensuring continuous improvement in individual performance, strengthening corporate governance practices and enhancing the overall efficiency and effectiveness of the Board and management of the Company.

The performance evaluation of Directors shall include assessment of various parameters such as participation and contribution in Board and Committee meetings, strategic guidance, decision-making ability, professional expertise, adherence to ethical standards, safeguarding of stakeholders' interests and contribution towards achievement of the Company's objectives. In the case of Independent Directors, the evaluation shall also consider their independence of judgment, objectivity and effectiveness in providing balanced and unbiased views.

The evaluation of Key Managerial Personnel and Senior Management Personnel shall be carried out on the basis of clearly defined performance indicators, achievement of business and operational targets, leadership qualities, professional conduct, accountability, efficiency, compliance with Company policies and contribution towards the growth and development of the Company.

The Committee may adopt such evaluation methodologies, assessment criteria and review mechanisms as it may deem appropriate from time to time in compliance with the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Based on the outcome of the evaluation process, the Committee may recommend suitable measures for improvement, training, development, continuation or revision in roles and responsibilities, wherever considered necessary.

3.2.4. Removal

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

3.2.5. Retirement

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

3.3. <u>Policy relating to the Remuneration for the Whole-time Director, KMP and Senior Management Personnel</u>

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

The Remuneration/ Compensation/ Commission etc. to be paid to Director / Managing Director etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

3.3.2. Remuneration to Non- Executive / Independent Director:

The Non-Executive Independent Director may receive remuneration / compensation commission as per the provisions of Companies Act, 2013. The amount of sitting fees shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force.

4. MEMBERSHIP

a) The Nomination and Remuneration Committee shall consist of a minimum of three Non-Executive Directors, out of which a majority shall comprise Independent Directors, in compliance with the provisions of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

b) The composition of the Committee shall be structured in a manner that ensures independence, transparency and objective decision-making in matters relating to appointment, remuneration, evaluation and succession planning of Directors, Key Managerial Personnel and Senior Management Personnel. The Board of Directors shall have the authority to appoint, reconstitute or remove members of the Committee from time to time, subject to compliance with the applicable statutory requirements.

c) The minimum quorum for a meeting of the Committee shall be two members or such higher number as may be prescribed under the applicable laws from time to time. The presence of the required quorum shall be necessary to transact the business of the Committee and ensure validity of the proceedings and decisions taken at the meeting.

d) The composition and membership details of the Nomination and Remuneration Committee, including the names of the Chairman and members of the Committee, shall be disclosed in the Annual Report of the Company and such other documents or filings as may be required under the Companies Act, 2013, SEBI Listing Regulations and other applicable laws.

e) The Committee shall continue to function as constituted by the Board unless terminated, modified or reconstituted by the Board of Directors of the Company. Any change in the composition, structure or existence of the Committee shall be carried out in accordance with the applicable provisions of law and the requirements of good corporate governance practices.

5. CHAIRMAN

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

6. FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

7. COMMITTEE MEMBERS' INTERESTS

a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.

b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

8. SECRETARY

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

9. VOTING

a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.

b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

10. NOMINATION DUTIES

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

a) Ensuring that there is an appropriate induction & training programme in place for new Directors and members of Senior Management and reviewing its effectiveness;

b) Ensuring that on appointment to the Board, Non-Executive Directors receive a formal letter of appointment in accordance with the Guidelines provided under the Companies Act, 2013;

c) Identifying and recommending Directors who are to be put forward for retirement by rotation.

d) Determining the appropriate size, diversity and composition of the Board;

e) Setting a formal and transparent procedure for selecting new Directors for appointment to the Board;

f) Developing a succession plan for the Board and Senior Management and regularly reviewing the plan;

g) Evaluating the performance of the Board members and Senior Management in the context of the Company's performance from business and compliance perspective;

h) Making recommendations to the Board concerning any matters relating to the continuation in office of any Director at any time including the suspension or termination of service of an Executive Director as an employee of the Company subject to the provision of the law and their service contract.

i) Delegating any of its powers to one or more of its members or the Secretary of the Committee;

j) Recommend any necessary changes to the Board.

k) Considering any other matters as may be requested by the Board; and

11. REMUNERATION DUTIES

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

a) To consider and determine the Remuneration Policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract retain and motivate members of the Board and such other factors as the Committee shall deem appropriate all elements of the remuneration of the members of the Board.

b) To approve the remuneration of the Senior Management including key managerial personnel of the Company maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company.

c) To delegate any of its powers to one or more of its members or the Secretary of the Committee.

d) To consider any other matters as may be requested by the Board;

e) Professional indemnity and liability insurance for Directors and senior management.

12. MINUTES OF COMMITTEE MEETING

The proceedings of all meetings of the Nomination and Remuneration Committee shall be properly recorded, documented and maintained in the Minutes Book in accordance with the provisions of the Companies Act, 2013, applicable Secretarial Standards issued by the Institute of Company Secretaries of India (“ICSI”) and other applicable laws and regulations.

The minutes of each meeting shall contain a fair and correct summary of the deliberations, discussions, recommendations, decisions taken, resolutions passed and any dissenting views, if any, expressed by the members during the meeting. The Minutes shall also record the names of the members present, mode of participation, quorum confirmation and such other particulars as may be required under the applicable statutory provisions.

The draft minutes of the meeting shall be circulated to all members of the Committee within the prescribed time for their comments and observations, if any. After incorporating the necessary suggestions and finalization, the minutes shall be entered in the Minutes Book and signed by the Chairman of the Committee at the subsequent meeting in confirmation of the accuracy and authenticity of the proceedings. In the absence of the Chairman, the minutes may be signed in accordance with the applicable provisions of law.

The minutes of the Committee meetings shall be placed before the Board of Directors at its subsequent meeting for noting and information. Wherever necessary, the recommendations and decisions of the Committee requiring approval of the Board shall also be tabled before the

Board for consideration and appropriate action. Such reporting mechanism ensures effective communication, transparency and proper corporate governance within the Company.

13. <u>REVIEW AND AMENDMENT</u>

i. The Nomination and Remuneration Committee ("NRC") or the Board of Directors may review this Policy from time to time as may be considered necessary or appropriate. Such review may be undertaken to ensure that the Policy remains aligned with the provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, other applicable laws, regulatory requirements and the evolving business needs of the Company.

   The Committee and the Board shall also assess the effectiveness and adequacy of the Policy periodically to ensure that it continues to support sound corporate governance practices, transparent remuneration structures, succession planning and efficient management of human resources within the Company.

ii. For the purpose of effective implementation and administration of this Policy, the Nomination and Remuneration Committee may formulate, issue and amend such guidelines, procedures, formats, reporting mechanisms, manuals or clarifications as it may deem necessary from time to time.

   Such supplementary documents and operational procedures shall facilitate smooth implementation of the Policy and ensure consistency, transparency and compliance in matters relating to appointment, remuneration, performance evaluation and succession planning of Directors, Key Managerial Personnel and Senior Management Personnel.

iii. This Policy may be amended, modified, revised or substituted by the Nomination and Remuneration Committee or by the Board of Directors of the Company, as and when considered necessary or desirable in the best interests of the Company or to comply with any amendment in the applicable laws, rules, regulations or guidelines.

<u>WHISTLE BLOWER POLICY (VIGIL MECHANISM)</u>

In compliance with the provisions of Section 177 of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has established a robust Whistle Blower Policy and Vigil Mechanism to promote ethical conduct, transparency, integrity and accountability in all its business operations and activities.

The Company is committed to maintaining the highest standards of professionalism, honesty and ethical behavior and encourages its directors, employees and other stakeholders to report genuine concerns regarding any actual or suspected unethical practices, misconduct, fraud, irregularity or violation of applicable laws, rules, regulations, Company policies or the Code of Conduct adopted by the Company.

Under the Vigil Mechanism, Directors and employees of the Company are free to communicate and report concerns relating to financial irregularities, misuse of Company resources, abuse of authority, manipulation of records, breach of confidentiality, corruption, fraudulent activities or any conduct that may adversely affect the interests or reputation of the Company. Such concerns may be reported to the designated Nodal Officer or through such other reporting channels as may be prescribed under the Policy.

The Company ensures that all whistle blower complaints and disclosures are dealt with in a fair, transparent and confidential manner. Adequate safeguards have been provided under the Policy to protect whistle blowers from any form of retaliation, victimization, discrimination, harassment or unfair treatment for reporting concerns in good faith. The identity of the whistle blower and the information provided by him/her are kept strictly confidential to the extent possible and permitted under law.

The Audit Committee of the Board shall oversee the implementation and effectiveness of the Vigil Mechanism and review the functioning of the Whistle Blower Policy from time to time. The Committee shall also ensure that adequate mechanisms are in place for addressing and investigating the concerns reported under the Policy in an impartial and timely manner.

Further, it is hereby affirmed that no Director or employee of the Company has been denied access to the Audit Committee for reporting genuine concerns under the Vigil Mechanism. The Company believes that the Whistle Blower Policy strengthens corporate governance practices and fosters a culture of ethical and responsible conduct across the organization.

Annexure E

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Moongipa Capital Finance Limited
18/14, W.E.A. Pusa Lane,
Karol Bagh, New Delhi- 110005

I, Kuldeep Dahiya, Proprietor of Kuldeep Dahiya & Associates, Company Secretaries have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by the **Moongipa Capital Finance Limited (CIN: L65993DL1987PLC028669)** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2026 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

Ihave examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2026 according to the provisions of:

(i) The Companies Act, 2013 ("the Act") and the rules made there under (as amended from time to time)

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under (as amended from time to time)

(iii) The Depositories Act, 1996and the Regulations and Bye-laws framed thereunder (as amended from time to time)

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunderto the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (as amended from time to time)

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

(a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time)

(b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (as amended from time to time)

(c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (as amended from time to time)

(d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (as amended from time to time)

(e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (as amended from time to time) -**Not applicable to the Company during the audit period**

(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021(as amended from time to time)- **Not applicable to the Company during audit period**

(g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 (as amended from time to time) regarding the Companies Act and dealing with client

(h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (as amended from time to time) -**Not applicable to the Company during the audit period**

(i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (as amended from time to time)- **Not applicable to the Company during the audit period**

(j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 (as amended from time to time);

(vi) Rules, Regulations, Guidelines and Directions issued by the Reserve Bank of India as are applicable to non-Deposit taking NBFC's, which are specifically applicable to the Company.

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

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

(i) Secretarial Standard- 1 (Meetings of Board of Directors) issued by The Institute of Company Secretaries of India.

(ii) Secretarial Standard- 2 (General Meetings) issued by The Institute of Company Secretaries of India.

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

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, and Independent Directors.

Adequate notices were given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance to all the Directors and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at the Board Meetings and Committee Meetings were carried out unanimously as recorded in the Minutes of the Board of Directors or Committee of the Board, as the case may be.

I further report that, based on the review of the compliance reports and the certificates of the Company Executive taken on record by the Board of Directors of the Company, in our opinion there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliances with applicable laws, rules, regulations and guidelines.

I further report that, during the period under review:

(i) During the year under review, the Authorized Share Capital of the Company has been increased from Rs. 15,50,00,000/- (Rupees Fifteen Crore Fifty Lakh Only) divided into 15500000 (One Crore Fifty-Five Lakh) Equity Shares of Rs. 10/- each (Rupees Ten Only) to Rs. 30,00,00,000/- (Rupees Thirty Crore Only) divided into 30000000 (Three Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each in the Board Meeting held on 29th August, 2025 which was later approved by the members in an Annual General Meeting held on 25th September,2025.

(ii) During the year under review, Dr. Pooja Jain (DIN: 00097037) Whole-time Director of the company upon completion of her tenure on 13th October, 2025 has been re-appointed for a second term of 5 (five) consecutive years effective from 14th October, 2025 to 13th October,2030.

(iii) During the year under review, in the Board Meeting held on 29th May, 2025 decided that due to the market volatility and significant fluctuations which have negatively impacted the market sentiments and consequent to which it has been difficult for potential investors to justify engaging in new issuances had decided to withdraw the preferential issue of 25,00,000 Fully Convertible warrants which was taken up the board in its meeting held on 20th January, 2025 and had approved the issuance of 25,00,000 (Twenty-Five Lakh) Fully Convertible Warrants which was later approved by the members of the Company through Postal Ballot held on 29th March,2025.

(iv) As on the date of signing of this Report, Mr. Sandeep Singh had resigned from the post of Company Secretary cum Compliance Officer of the Company w.e.f. 17th April, 2026. The Board of Directors, at its meeting held on 27th April, 2026, appointed Ms. Sonia as the Company Secretary cum Compliance Officer of the Company w.e.f. 27th April, 2026.

This Report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this Report.

For Kuldeep Dahiya & Associates
Company Secretaries

Sd/-

Place: Sonipat
Date:06th August, 2026

Kuldeep Dahiya
Proprietor
ACS No.: 34404
C P No.:18930
UDIN: A034404H001032038
PR Unique Code: S2017HR515900
PR Certificate No:2581/2022

Annexure A

To,
The Members,
Moongipa Capital Finance Limited
18/14, W.E.A. Pusa Lane,
Karol Bagh, New Delhi -110005

My report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.

2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the Secretarial records. The verification was done on test check basis to ensure that correct facts are reflected in Secretarial records. I believe that the process and practices, I followed provide a reasonable basis of our opinion.

3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events.

5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test check basis.

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

For Kuldeep Dahiya & Associates
Company Secretaries

Sd/-

Place: Sonipat
Date:06th August,2026

Kuldeep Dahiya
Proprietor
ACS No.: 34404
C P No.:18930
UDIN: A034404H001032038
PR Unique Code: S2017HR515900
PR Certificate No:2581/2022

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS
MOONGIPA CAPITAL FINANCE LIMITED

Report on the Audit of Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Moongipa Capital Finance Limited, which comprise the balance sheet as at 31st March 2026, and the statement of Profit and Loss account (including Other Comprehensive Income), the statement of Changes in Equity and Cash Flow statement for the year then ended, and notes to the standalone 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 standalone 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 March 31, 2026, and its profit including Comprehensive Income, Changes in Equity 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 Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including Other Comprehensive Income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules 2015 as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone 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. Also refer to "Annexure A" to this audit report.

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 B", a statement on matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books

(c) The Balance Sheet, Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts.

(d) In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C "

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

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

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

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

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

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The company has not declared dividend during the year under review.

vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is applicable for the financial year ended March 31, 2026. The same has been preserved by the Company as per the statutory requirements for record retention.

For SUNIL K. GUPTA & ASSOCIATES
Chartered Accountants
ICAI FRN: 002154N

Sd/-
(CA Mahesh Chandra Agarwal)
(Partner)
M. No. 088025
UDIN: 26088025DUEALG2532
Place: New Delhi
Date: 14.05.2026

“ANNEXURE A” TO THE INDEPENDENT AUDITORS’ REPORT OF MOONGIPA CAPITAL FINANCE LIMITED ON THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026.

Report on the Auditor’s responsibilities for the Audit of the Financial Statements

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

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

• Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.

• 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.

For SUNIL K. GUPTA & ASSOCIATES
Chartered Accountants
ICAI FRN: 002154N

Sd/-
(CA Mahesh Chandra Agarwal)
(Partner)
M. No.088025
UDIN: 26088025DUEALG2532
Place: New Delhi
Date: 14.05.2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MOONGIPA CAPITAL FINANCE LIMITED ON THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026, WE REPORT THAT:

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

(B) The Company does not have any intangible assets.

(b) The Property, Plant and Equipment have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.

(c) The Company does not have any immovable property. Hence reporting under clause 3(i)(c) of the Order is not applicable.

(d) The Company has not revalued its Property, Plant and Equipment during the year.

(e) No proceedings have been initiated during the year or are pending against the company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made there under.

(ii)(a) The company is a Non-Banking Finance Company accordingly it does not have any physical inventory. However, it has verified all the shares lying in demat account and there is no difference.

(b) The Company has not been sanctioned working capital limits in excess of Rs 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

(iii) (a) The company is a NBFC company whose principal business is lending. Accordingly, clause 3 (iii) (a) of the Order is not applicable

b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the company has given loans during the year which are not prejudicial to the interest of the company. However the company has made not investments, or stood guarantee, or provided security to any other entity.

c) According to the information and explanations given to us and on the basis of our examination of records of the company, in our opinion, in case of loans given the principal and payment of interest has been stipulated and repayments or receipts have been regular.

d) According to the information and explanations given to us and on the basis of our examination of records of the company, there is no overdue amount for more than ninety days in respect of loans given.

e) The company is a NBFC company whose principal business is lending. Accordingly, clause 3 (iii) (e) of the Order is not applicable.

f) The Company has not granted any loans or advances in the nature of loans either repayable on demand are without specifying any terms or period of repayment.

(iv) According to the information and explanations given to us and on the basis of our examination of records of the company, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans, investments, guarantees and security.

(v) The company has not accepted any deposits or amounts which are deemed to be deposits from public. Hence reporting under clause 3(v) of the Order is not applicable.

(vi) The company is not required to maintain cost records specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013. Hence reporting under clause 3(vi) of the Order is not applicable.

(vii)(a) The company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities as applicable.

There are no undisputed amount payable in respect of Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues outstanding as on March 31, 2026 for the period of more than six months from the date they became payable.

(b) There are no statutory dues referred to in sub clause (a) above which have not been deposited on account of any dispute.

(viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

(ix)(a) The company has not defaulted in repayment of loans or borrowing or in the payments of interest on thereon to any lenders.

(b) The company has not been declared wilful defaulter by any bank or financial institutions or Government or any Government Authorities.

(c) The company has not taken any term loan during the year and there no outstanding term loan at the beginning of the year. Hence reporting under clause 3(ix)(c) of the Order is not applicable.

(d) The company has not used funds raised on short term basis for any long term purpose.

(e) The company does not have any subsidiaries, associates or joint ventures. Hence reporting under clause 3(ix)(e) of the Order is not applicable.

(f) The company does not have any subsidiaries, associates or joint ventures. Hence reporting under clause 3(ix)(f) of the Order is not applicable.

(x)(a) The company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year. Hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) The company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally). Hence reporting under clause 3(x)(b) of the Order is not applicable.

(xi)(a) No fraud by the company and no material fraud on the company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the companies Act has been filed in Form ADT-4 as prescribed under rule 13 of companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year.

(c) There are no whistle blower complaint received by the company during the year.

(xii) The company is not a Nidhi Company. Hence reporting under clause 3(xii) of the Order is not applicable.

(xiii) All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013, where applicable and the details of related party transactions have been disclosed in the standalone financial statement as required by applicable accounting standards.

(xiv)(a) The company has an adequate internal audit systems commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year.

(xv) The company has not entered into any non-cash transactions with directors or persons connected with him, provisions of section 192 of Companies Act, 2013 are not applicable to the company.

(xvi)(a) The company is registered under section 45-IA of the Reserve Bank of India Act, 1934.

(b) The Company is already registered under section 45-IA of the Reserve Bank of India Act, 1934.Hence reporting under clause 3(xvi)(b) of the Order is not applicable.

(c) The company is not a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Hence reporting under clause 3(xvi)(c) of the Order is not applicable.

(d) The group does not have any Core Investment Company (CIC).

(xvii) The company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Hence reporting under clause 3(xviii) of the Order is not applicable.

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The company is not covered under section 135 of the Companies Act, 2013. Hence reporting under clause 3(xx)(a) and 3(xx)(b) of the Order is not applicable.

For SUNIL K. GUPTA & ASSOCIATES
Chartered Accountants
ICAI FRN: 002154N

Sd/-
(CA Mahesh Chandra Agarwal)
(Partner)
M. No.088025
UDIN: 26088025DUEALG2532
Place: New Delhi
Date : 14.05.2026

ANNEXURE- C TO THE INDEPENDENT AUDITOR'S REPORT OF MOONGIPA CAPITAL FINANCE LIMITED ON THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026,

The Annexure referred to in our report to the members of Moongipa Capital Finance Limited ('the Company') for the year ended March 31, 2026.

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 Moongipa Capital Finance Limited ("the Company") as of 31 March 2026 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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For SUNIL K. GUPTA & ASSOCIATES
Chartered Accountants
ICAI FRN: 002154N
Sd/-
(CA Mahesh Chandra Agarwal)
(Partner)
M. No.088025
UDIN: 26088025DUEALG2532
Place: New Delhi
Date: 14.05.2026

MOONGIPA CAPITAL FINANCE LTD
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PLC028669)

Balance Sheet as at March 31, 2026

Amount in Rs

Particulars	Note	Balance as at March 31, 2026	Balance as at March 31, 2025
ASSETS			
Financial Assets			
(a) Cash and Cash Equivalents	4	3,58,283	1,98,152
(b) Bank Balance Other than (a) above		-	-
(c) Receivables			
(i) Trade Receivables	5	13,55,857	1,21,78,307
(ii) Other Receivables		-	-
(d) Loans	6	2,57,08,446	2,15,38,462
(e) Investments	7	5,10,42,640	6,84,94,370
(f) Other Financial Assets	8	13,83,67,064	13,05,82,360
Non - Financial Assets			
(a) Inventories	9	7,18,78,787	7,07,01,099
(b) Current Tax Assets(Net)	10	1,07,433	-
(c) Deferred Tax Assets(Net)		-	-
(d) Investment Property		-	-
(e) Property, Plant & Equipments	11	17,02,227	13,15,250
(f) Other Non Financial Assets	12	4,60,099	3,71,633
Total Assets		**29,09,80,836**	**30,53,79,634**
LIABILITIES AND EQUITY			
LIABILITIES			
Financial Liabilities			
(a) Payables			
(I) Trade Payables			
(i) Total outstanding dues of micro enterprises and small enterprises		-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
(II) Other Payables			
(i) Total outstanding dues of micro enterprises and small enterprises		-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	13	-	-
(b) Borrowings (Other than Debt Securities)	14	5,26,86,214	7,00,71,079
(c) Deposits		-	-
(d) Subordinated Liabilities		-	-
(e) Other Financial Liabilities	15	8,18,214	7,65,109
Non - Financial Liabilities			
(a) Current Tax Liabilities(Net)	16	-	22,41,064
(b) Provisions	17	1,05,000	1,00,000
(c) Deferred Tax Liabilties(Net)	18	14,94,291	36,03,325
EQUITY			
(a) Equity Share Capital	19	9,16,44,000	9,16,44,000
(b) Other Equity	20	14,42,33,117	13,69,55,058
Total Equity and Liabilities		**29,09,80,836**	**30,53,79,634**

Corporate Information, Basis of Preparation, Significant Accounting Policies Note- 1,2,3
Other Additional Information Note- 29

For Sunil K. Gupta & Associates
Chartered Accountants
(Firm Regn No- 002154N)

For and on behalf of the Board of Directors
MOONGIPA CAPITAL FINANCE LTD

Mahesh Chandra Agarwal
Partner
(Mem No. 088025)

Piyush Jain
Chief Executive Officer
(PAN : CESPJ3392G)

Dr. Pooja Jain
Whole-Time Director
(DIN : 00097037)

Sanjay Jain
Director
(DIN : 00096938)

Mohd Javed Qureshi
Chief Financial Officer
(PAN : AAEPQ1808N)

Sonia
Company Secretary
(Mem No. A75110)

Place : New Delhi
Date : 14.05.2026

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PCL028669)

Statement of Profit & Loss, for the yaer ended as at March 31, 2026

Amount in Rs

Particulars	Note	Balance as at March 31, 2026	Balance as at March 31, 2025
Revenue from Operations			
(i) Interest Income	21.1	1,22,45,779	33,62,651
(ii) Dividend Income		5,98,076	3,03,445
(iii) Net Gain on fair value changes			1,03,80,074
(iv) Sale of Shares	21.2	8,18,11,780	6,34,38,127
(v) Other Operating Income	21.3	1,99,69,103	1,03,62,410
Total Revenue from operations		**11,46,24,738**	**8,78,46,706**
Other income	22	35,87,901	30,96,825
Total Income		**11,82,12,639**	**9,09,43,531**
EXPENSES			
(i) Finance Costs	23	67,14,378	8,03,555
(ii) Net Loss on Fair Value Changes		65,85,908	-
(iii) Impairment on financial Instruments	24	1,06,923	3,90,942
(iv) Purchase of Stock in Trade		9,07,67,231	8,70,53,219
(v) Change in Inventory	25	(59,39,641)	(2,71,53,545)
(vi) Employee Benefit Expenses	26	71,94,294	52,61,070
(vii) Depreciation, ammortisation and Impairment	27	6,21,011	4,89,706
(viii) Other Expenses	28	44,32,194	29,81,512
Total Expenses		**11,04,82,298**	**6,98,26,458**
Profit before exceptional items and tax		**77,30,341**	**2,11,17,073**
Exceptional items			
Profit before tax		**77,30,341**	**2,11,17,073**
Tax expense			
(i) Current tax		25,61,315	47,88,499
(ii) Deferred tax		(21,09,033)	25,58,601
Total Tax Expense		**4,52,282**	**73,47,099**
Profit/(loss) for the year from Continuing Operations		**72,78,059**	**1,37,69,974**
Profit /(Loss) for the Period		**72,78,059**	**1,37,69,974**
Other comprehensive income			
(a) Items that will not be reclassified to profit and loss			
(i) Fair value of equity instruments through Other Comprehensive Income(FVOCI)		-	-
(ii) Remeasurement gain/(loss) on defined benefit plans		-	-
(iii) Income tax related to item no (ii) above		-	-
(b) Items that will be reclassified to profit and loss			
(i) Effective portion of gain/(loss) on cash flow hedges		-	-
(ii) Income tax related to item no(i) above		-	-
Other Comprehensive Income, Net of tax			
Total Comprehensive Income for the year		**72,78,059**	**1,37,69,974**
Earnings per equity share (for continuing operations)			
Basic (Rs.)		**0.79**	**3.01**
Diluted (Rs.)		**0.79**	**3.01**

Corporate Information, Basis of Preparation, Significant Accounting Policies Note- 1,2,3
Other Additional Information Note- 29

For Sunil K. Gupta & Associates
Chartered Accountants
(Firm Regn No- 002154N)

For and on behalf of the Board of Directors
MOONGIPA CAPITAL FINANCE LTD

Mahesh Chandra Agarwal
Partner
(Mem No. 088025)

Piyush Jain
Chief Executive Officer
(PAN : CESPJ3392G)

Dr. Pooja Jain
Whole-Time Director
(DIN : 00097037)

Sanjay Jain
Director
(DIN : 00096938)

Mohd Javed Qureshi
Chief Financial Officer
(PAN : AAEPQ1808N)

Sonia
Company Secretary
(Mem No. A75110)

Place : New Delhi
Date : 14.05.2026

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PCL028669)
Statement of changes in Equity for the year ended as at March 31, 2026

A: Equity share capital

Amount in Rs

(I) Current Reporting Period

Balance as at the Beginning of the Current Reporting Period.	Changes in Equity Share Capital due to prior Period errors	Restated Balance at the beginning of the current reporting period	Changes in Equity Share Capital during the current year.	Balance as at the End of the current Reporting Period.
9,16,44,000	-	-	-	**9,16,44,000**

(II) Previous Reporting Period

Balance as at the Beginning of the Previous Reporting Period.	Changes in Equity Share Capital due to prior Period errors	Restated Balance at the beginning of the previous reporting period	Changes in Equity Share Capital during the previous year.	Balance as at the End of the previous Reporting Period.
3,05,48,000	-	-	**6,10,96,000**	**9,16,44,000**

B: Other equity

(I) Current Reporting Period

Particulars	**Share application money pending allotment**	**Equity component of compound financial instruments**	**Reserves and Surplus**				**Money received against share warrants**	Total
			As per Section 45-IC of the RBI Act, 1934	Capital Reserve	Securities Premium	Retained Earnings		
Balance as at the beginning of the current reporting period	-	-	1,19,67,817	-	8,96,70,192	3,53,17,048	-	13,69,55,058
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-	72,78,059	-	72,78,059
Dividends	-	-	-	-	-		-	-
Transfer to retained earnings	-	-	-	-	-		-	-
Transfer to Statutory reserves	-	-	14,55,612	-	-	(14,55,612)	-	-
Other change	-	-	-	-	-		-	-
Issue of Rights Shares	-	-	-	-	-			-
Less : Rights Issue Expenses					-			-
Balance at the end of the current reporting period	**-**	**-**	**1,34,23,429**	-	**8,96,70,192**	**4,11,39,496**	-	**14,42,33,117**

B: Other equity

(II) Previous Reporting Period

Particulars	**Share application money pending allotment**	**Equity component of compound financial instruments**	**Reserves and Surplus**				**Money received against share warrants**	Total
			As per Section 45-IC of the RBI Act, 1934	Capital Reserve	Securities Premium	Retained Earnings		
Balance as at the beginning of the previous reporting period	-	-	92,13,822	-	-	2,43,01,069	-	3,35,14,891
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-
Restated balance at the beginning of the previous reporting period	-	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	-	1,37,69,974	-	1,37,69,974
Dividends	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-	-	-
Transfer to Statutory reserves	-	-	27,53,995	-	-	(27,53,995)	-	-
Other change	-	-	-	-	-	-	-	-
Issue of Rights Issue					9,16,44,000			9,16,44,000
Less : Rights Issue Expenses					19,73,808			19,73,808
Balance at the end of the previous reporting period	**-**	**-**	**1,19,67,817**	-	**8,96,70,192**	**3,53,17,048**	-	**13,69,55,058**

For Sunil K. Gupta & Associates
Chartered Accountants
(Firm Regn No- 002154N)

For and on behalf of the Board of Directors
Moongipa Capital Finance Ltd

Mahesh Chandra Agarwal
Partner
(Mem No. 088025)

Piyush Jain
Chief Executive Officer
(PAN : CESPJ3392G)

Dr. Pooja Jain
Whole-Time Director
(DIN : 00097037)

Sanjay Jain
Director
(DIN : 00096938)

Mohd Javed Qureshi
Chief Financial Officer
(PAN : AAEPQ1808N)

Sonia
Company Secretary
(Mem No. A75110)

Place : New Delhi
Date : 14.05.2026

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PCL028669)

Statement of Cash Flows for the year ended as at March 31, 2026

Amount in Rs

Particulars	Note	Balance as at March 31., 2026	Balance as at March 31, 2025
A: CASH FLOW FROM OPERATING ACTIVITIES			
Profit before tax		77,30,341	2,11,17,073
Adjustments for:			
Add:			
Depreciation & Ammortisation Expenses		6,21,011	4,89,706
Finance Costs		67,14,378	8,03,555
Impairment on Financial Instrument		1,06,923	3,90,942
Net Loss on Fair Value Changes		65,85,908	-
Provision for Gratuity		5,000	5,000
Written of Fixed Assets		-	1,175
Loss on sale of Fixed Assets		2,000	-
		2,17,65,561	**2,28,07,451**
Less:			
Dividend received		5,98,076	3,03,445
Interest income from FDR		97,76,389	26,46,296
Impairment on Financial Instrument		-	-
Fair Value Changes		-	1,03,80,074
Gain on disposal of equity instruments measured at cost		9,51,614	38,33,344
Gain on disposal of property, plant & equipment		-	-
Operating profit before change in operating assets & liabilities		**1,04,39,482**	**56,44,291**
Adjustments for:			
(Increase)/decrease in loans		(42,76,907)	(1,88,64,206)
(Increase)/decrease in trade receivables		1,08,22,451	(1,03,71,620)
(Increase)/decrease in other financial assets		(77,84,703)	(12,27,72,155)
(Increase)/decrease in current tax assets		(1,07,433)	-
(Increase)/decrease in Inventories		(59,39,641)	(2,71,53,545)
(Increase)/decrease in Other Non Financial Asstes		(88,466)	(2,99,494)
Increase/(decrease) in other financial liabilities		53,105	3,00,233
		31,17,888	**(17,35,16,496)**
Cash generated from operations			
Less:			
Income tax paid(net of refund)		48,02,379	28,57,446
Net cash flow from operating activities	**A**	**(16,84,491)**	**(17,63,73,942)**
B: CASH FLOW FROM INVESTING ACTIVITIES			
Payment to acquire property,plant & equipments		(10,27,988)	(46,792)
Receipt of sale acquire property,plant & equipments		18,000	-
Proceeds from Sale of equity shares		23,20,744	91,47,948
Purchase of Equity Shares		(25,65,000)	-
Investment in Govt Securities		1,68,23,645	(5,62,92,160)
Interest received on Fixed Deposits		97,76,389	26,46,296
Dividend received		5,98,076	3,03,445
CASH FLOW FROM INVESTING ACTIVITIES	B	**2,59,43,866**	**(4,42,41,263)**
C: CASH FLOW FROM FINANCING ACTIVITIES			
Repayments of term loans/non-current borrowings		(1,73,84,865)	7,00,71,079
Proceeds from Rights Issue		-	15,27,40,000
Rights Issue expenses		-	(19,73,808)
Interest paid		(67,14,378)	(8,03,555)
CASH FLOW FROM FINANCING ACTIVITIES	C	**(2,40,99,243)**	**22,00,33,717**
Net increase/(decrease) in cash & cash equivalents	**A+B+C**	**1,60,132**	**(5,81,488)**
Cash & cash equivalents at the beginning of the financial year		**1,98,152**	**7,79,640**
Cash & cash equivalents at the end of the financial year		**3,58,283**	**1,98,152**
Net Increase\Decrease		**1,60,132**	**(5,81,488)**

For Sunil K. Gupta & Associates
Chartered Accountants
(Firm Regn No- 002154N)

For and on behalf of the Board of Directors
MOONGIPA CAPITAL FINANCE LTD

Mahesh Chandra Agarwal
Partner
(Mem No. 088025)

Piyush Jain
Chief Executive Officer
(PAN : CESPJ3392G)

Dr. Pooja Jain
Whole-Time Director
(DIN : 00097037)

Sanjay Jain
Director
(DIN : 00096938)

Mohd Javed Qureshi
Chief Financial Officer
(PAN : AAEPQ1808N)

Sonia
Company Secretary
(Mem No. A75110)

Place : New Delhi
Date : 14.05.2026

MOONGIPA
CAPITAL FINANCE LTD.

MOONGIPA CAPITAL FINANCE LIMITED
CIN: L65993DL1987PLC028669
Registered Office:18/14, W.E.A. Pusa Lane, Karol Bagh, New Delhi – 110005, India
Email:moongipac@gmail.com | **Website:**www.mongipa.com

Following notes to accounts form an integral part of Financial Statements as at March 31st, 2026.

Note No.1

1. Corporate Information:

Moongipa Capital Finance Ltd (MCFL) was established in 1987. The Shares of the company are listed on Bombay Stock Exchange Limited. MCFL is registered with Reserve Bank of India as Non-Banking Finance Company vide certificate number 14.01051 dated 10/08/1998. Moongipa Capital Finance Ltd is engaged in trading in shares, making investments in shares and provides consumer loans & micro-finance to its client.

The company has its registered office situated at 18/14 W.E.A PUSA LANE KAROL BAGH NEW DELHI 110005

The financial statements are approved for issue by the Company's Board of Directors on 14.05.2026.

2. Basis of preparation:

Compliance with Ind AS:

These financial statements have been prepared to comply in all material aspects with the Indian Accounting Standard (Ind AS) notified under section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other relevant provisions of the Act. Any directions issued by the RBI or other regulators are implemented as and when they become applicable.

Presentation of financial statements

The Balance Sheet, the Statement of Changes in Equity and the Statement of Profit and Loss are presented in the format prescribed under Division III of Schedule III of the Act, as amended from time to time, for Non-Banking Financial Companies ('NBFCs') that are required to comply with Ind AS. The Statement of Cash Flows has been presented as per the requirements of Ind AS 7, Statement of Cash flows.

Basis of preparation

The financial statements have been prepared on accrual and going concern basis and the historical cost convention, except for the certain financial instruments which have been measured at fair values at the end of each reporting period as explained in the accounting policies below.

All the amounts included in the financial statements are reported in Thousands of Indian Rupees ('Rupees") except per share data and unless stated otherwise. The Company's functional currency is Indian Rupees.

3. Significant Accounting Policies

This Note provides a list of the significant Accounting Policies adopted by the Company in the preparation of these Financial Statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

Inventories
The company is dealing in to trading of shares and the unsold shares are lying as inventory on the reporting date. The valuation of such inventories (being financial instruments) are outside the scope of Ind AS 2, Inventories and covered under Ind AS 109, Financial Instruments. Hence, the principles of recognising and measuring financial instruments held as inventories are governed by Ind AS 109, its presentation is governed by Ind AS 32 and disclosures about them are in Ind AS 107. The Inventories in shares are carried at fair value on the reporting date.

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

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

Income taxes
The income tax expense comprises of current and deferred tax. Income tax is recognized in the statement of profit and loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity, in which case the related income tax is also recognized accordingly.

Current tax
Current tax assets and liabilities are measured at the amount expected to be recovered or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the yearend date. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. Any interest, related to accrued liabilities for potential tax assessment are not included in income tax charge or (credit) but are rather recognized within finance cost.

Deferred tax
Deferred tax is recognised using balance sheet approach, on temporary differences arising between the tax bases of assets and liabilities and their carrying value in the financial statements. However deferred tax is not recognised if it arises from initial recognition of asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit nor loss.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilized. The unrecognised deferred tax assets / carrying amount of deferred tax assets are reviewed at each reporting date for recoverability and adjusted appropriately.

Deferred tax is determined using tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred tax assets and deferred tax liabilities are off set against each other and the resultant net amount is presented in the balance sheet, if and only when, the Company currently has a legally enforceable right to set off current income tax assets and liabilities and, when it relates to income tax levied by the same taxation authority and where there is an intention to settle the current income tax balance on net basis.

Property, plant and equipment

Recognition and measurement

Property, plant and equipment including Capital work in progress is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price including non refundable taxes, directly attributable cost in relation of such asset and estimated cost of dismantling/ restoration if any.

The cost of replacing part of the Property, plant and equipment and borrowing costs are capitalised if the recognition criteria are met. When significant parts of property, plant and equipment are required to be replaced in intervals, the company recognizes such parts as separate component of assets with specific useful lives and provides depreciation over their useful life. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repair and maintenance costs are recognised in the Statement of Profit and Loss as incurred.

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

Assets are depreciated to the residual values on a written down value basis over the estimated useful lives prescribed in Schedule II of Companies Act, 2013 on a pro-rata basis from the date the asset is ready to put to use. The assets' residual values and useful lives are reviewed at each financial year end or whenever there are indicators for impairment, and adjusted prospectively. The estimated useful lives of assets are as follows:

Assets	**Useful Life (Years)**
Computers	3
Furniture & Fixtures	10
Motor Vehicles	8
Office Equipments	5

Revenue

Revenue is the gross inflow of economic benefits during the period arising in the course of the ordinary activities of an entity when those inflows result in increases in equity, other than increases relating to contribution from equity participants.

Revenue is recognised only when it is probable the economic benefits associated with the transaction will flow to the entity.

Exclusions from the definition of revenue are:

- Amount collected on behalf of third parties, viz, Goods and Services Tax: These are not economic benefits that will flow to the entity and do not result in equity.
- In agency relationship, amounts collected on behalf of principal.

Entity recognizes revenue on accrual basis, except for dividend which is recognized as and when right to receive payment is established.

Revenue from sale of shares has been recognized at a point in time i.e on the trade date when the shares has been sold out.

Interest income on a financial asset at amortised cost is recognised on a time proportion basis taking into account the amount outstanding and the effective interest rate

Earnings per Share:

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

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

Provision, Contingent Liabilities and Contingent Assets:

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

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

Contingent Assets/Liabilities

Contingent liability is disclosed for:

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

Contingent assets are not recognized in the financial statements since this may result in the recognition of income that may never be realized. Such asset is disclosed in notes to account to balance sheet.

Impairment of Financial Assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss for financial assets.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. When estimating the cash flows, the Company is required to consider:

a) All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
b) Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Financial Instruments

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

Financial Assets

Initial Recognition and Measurement

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

Subsequent Measurement

For purposes of subsequent measurement, financial assets are classified in to following categories:

- a) at amortized cost; or
- b) at fair value through other comprehensive income; or
- c) at fair value through profit or loss.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

(i) Debt Instrument at Amortised Cost

The category applies to the Company's trade receivables, other bank balances, security deposits etc.

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

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss.

(ii) Debt instrument at FVTOCI

A 'debt instrument' is classified as at FVTOCI if both of the following criteria are met:

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and

b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses & reversals in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income. There are no such items of the company in this category.

(iii) Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization at amortized cost or at FVTOCI, is classified at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

(iv) Equity investments

All equity investments held for trading which are in scope of Ind AS 109 are measured at fair value.

De-recognition

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

a) The contractual rights to receive cash flows from the asset have expired, or

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

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
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(CIN : L65993DL1987PCL028669)
For the year ended as at March 31, 2026

Amount in Rs

Note No. 4 Cash & Cash Equivalents

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Cash in Hand	6,980	11,935
Balances with Banks in Current A/c	3,51,303	1,82,031
	3,58,283	**1,93,966**

Note No. 5 Receivables

A Trade Receivables

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Receivables considered good- Secured	-	-
Receivables considered good- Unsecured	13,55,857	1,21,78,307
Receivables which have significant Increase in Credit Risk	-	-
Receivables- Credit Impaired	-	-
	13,55,857	**1,21,78,307**

B Other Receivables

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Other Receivables	-	-
	-	**-**

MOONGIPA CAPITAL FINANCE LTD.
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Amount in Rs

Note No. 6 Loans

Particulars	31.03.2026		31.03.2025	
	Ammortised cost	Total	Ammortised cost	Total
Loans to Customers				
(i) Loans Repayable on Demand	2,63,67,637	2,63,67,637	2,20,90,730	2,20,90,730
(ii) Term Loans	-	-	-	-
Total Gross	**2,63,67,637**	**2,63,67,637**	**2,20,90,730**	**2,20,90,730**
Less: Impairment Loss Allowance	6,59,191	6,59,191	5,52,268	5,52,268
Total Net	**2,57,08,446**	**2,57,08,446**	**2,15,38,462**	**2,15,38,462**
(i) Secured by Tangible Assets	-	-	-	-
(ii) Secured by Intangible Assets	-	-	-	-
Gurantees	-	-	-	-
(iv) Unsecured	2,63,67,637	2,63,67,637	2,20,90,730	2,20,90,730
Total Gross	**2,63,67,637**	**2,63,67,637**	**2,20,90,730**	**2,20,90,730**
Less: Impairment Loss Allowance	6,59,191	6,59,191	5,52,268	5,52,268
Total Net	**2,57,08,446**	**2,57,08,446**	**2,15,38,462**	**2,15,38,462**
(I) Loans in India				
(i) Public Sector	-	-	-	-
(ii) Others	2,63,67,637	2,63,67,637	2,20,90,730	2,20,90,730
Total (I) Gross	**2,63,67,637**	**2,63,67,637**	**2,20,90,730**	**2,20,90,730**
Less: Impairment Loss Allowance	6,59,191	6,59,191	5,52,268	5,52,268
Total (I) Net	**2,57,08,446**	**2,57,08,446**	**2,15,38,462**	**2,15,38,462**
(II) Loans outside India				
(i) Public Sector	-	-	-	-
(ii) Others	-		-	-
Total (II) Gross				
Less: Impairment Loss Allowance	-	-	-	-
Total (II) Net	-	-	-	-
Total (I) & (II)	**2,57,08,446**	**2,57,08,446**	**2,15,38,462**	**2,15,38,462**

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
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For the year ended as at March 31, 2026

Amount in Rs

Note No. 7 Investment

Particulars	**Balance as at March 31, 2026**		**Balance as at March 31, 2025**	
	At Fair Value through P&L	**Total**	**At Fair Value through P&L**	**Total**
Mutual Funds	-	-	-	-
Government Securities	4,12,87,570	4,12,87,570	5,64,43,000	5,64,43,000
Other Approved Securities	-	-	-	-
Debt Securities	-	-	-	-
Equity Instruments	97,55,070	97,55,070	1,20,51,370	1,20,51,370
Subsidiaries	-	-	-	-
Associates	-	-	-	-
Joint Ventures	-	-	-	-
Others(to be specified)	-	-	-	-
Total- Gross (A)	**5,10,42,640**	**5,10,42,640**	**6,84,94,370**	**6,84,94,370**
(i) Investments outside India	-	-	-	-
(ii) Investments in India	5,10,42,640	5,10,42,640	6,84,94,370	6,84,94,370
Total- Gross (B)	**5,10,42,640**	**5,10,42,640**	**6,84,94,370**	**6,84,94,370**

MOONGIPA CAPITAL FINANCE LTD.
18/14, W.E.A. PUSA LANE,
KAROL BAGH, NEW DELHI-110005
(CIN : L65993DL1987PCL028669)
For the year ended as at March 31, 2026

Amount in Rs

Note No. 8 Other Financial Assets

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Fixed Deposits with Bank	12,44,98,204	12,56,91,390
(Pledge for OD Limit)		
Fixed Deposits with SMC Global Securities Ltd	25,00,000	26,19,801
(Pledge for Shares Margin)		
Interest Accured (FDR) with Banks	1,07,69,426	22,71,169
Interest Accured Receivable	5,99,433	-
	13,83,67,064	**13,05,82,360**

Note No. 9 Inventories

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Stock in Trade	7,18,78,787	7,07,01,099
	7,18,78,787	**7,07,01,099**

Note No. 10 Current Tax Assets (Net)

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Income Tax Refund A.Y. 2026-27	1,07,433	-
	1,07,433	**-**

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Amount in Rs

Note No. 11 Property, Plant & Equipments

(i) Current Reporting Period

Particulars	Furniture & Fixtures	Office Equipment	Computers	Vechicle	Total
Gross carrying value					
Balance as at March 31, 2025	**50,658**	**2,88,843**	**1,04,632**	**41,96,090**	**46,40,223**
Additions	-	25,914	7,074	9,95,000	**10,27,988**
Disposals	-	-	-	4,00,000	4,00,000
Balance as at March 31, 2026	**50,658**	**3,14,757**	**1,11,706**	**47,91,090**	**52,68,211**
Depreciation/Ammortisation					
Balance as at March 31, 2025	**47,422**	**2,35,321**	**76,910**	**29,65,320**	**33,24,973**
Charge	514	29,539	20,820	5,70,138	6,21,011
Disposals/Adjustments	-	-	-	3,80,000	3,80,000
Balance as at March 31, 2026	**47,936**	**2,64,860**	**97,730**	**31,55,458**	**35,65,984**
Net carrying value as at March 31, 2025	**3,236**	**53,522**	**27,722**	**12,30,770**	**13,15,250**
Net carrying value as at March 31, 2026	**2,722**	**49,897**	**13,976**	**16,35,632**	**17,02,227**

(ii) Previouse Reporting Period

Particulars	Furniture & Fixtures	Office Equipment	Computers	Vechicle	Total
Gross carrying value					
Balance as at March 31, 2024	**50,658**	**2,71,898**	**98,284**	**41,96,090**	**46,16,930**
Additions	-	40,444	6,348	-	**46,792**
Disposals	-	23,499	-	-	23,499
Balance as at March 31, 2025	**50,658**	**2,88,843**	**1,04,632**	**41,96,090**	**46,40,223**
Depreciation/Ammortisation					
Balance as at March 31, 2024	**46,396**	**2,28,350**	**40,502**	**25,42,343**	**28,57,591**
Charge	1,026	29,294	36,408	4,22,977	4,89,706
Disposals/Adjustments	-	22,324	-	-	22,324
Balance as at March 31, 2025	**47,422**	**2,35,321**	**76,910**	**29,65,320**	**33,24,973**
Net carrying value as at March 31, 2024	**4,262**	**43,548**	**57,782**	**16,53,747**	**17,59,339**
Net carrying value as at March 31, 2025	**3,236**	**53,522**	**27,722**	**12,30,770**	**13,15,250**

Note:

Property, Plant & Equipments classified & presented above do not carry any kind of contractual obligation.

Also, there are no restrictions on the title and none has been pledged.

MOONGIPA CAPITAL FINANCE LTD.
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Amount in Rs

Note No. 12 Other Non Financial Assets

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
GST Input	3,82,440	3,18,974
Advance to Parties	77,659	52,659
	4,60,099	**3,71,633**

Note No. 13 Payables

A- Trade Payables

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
(i) Total outstanding dues of micro enterprises and small enterprises	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
	-	-

B- Other Payables

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
(i) Total outstanding dues of micro enterprises and small enterprises	-	-
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
	-	-

Note No. 14 Borrowings (other than Debt Securities)

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Borrowing measured at Amortised Cost	-	-
Loans from Banks	-	-
Outstanding Balances in SOD A/c	5,26,86,214	7,00,71,079
(Against Pledge of Fixed Deposit)		
	5,26,86,214	**7,00,71,079**
Borrowings in India	5,26,86,214	7,00,71,079
Borrowings Outside India	-	-
	5,26,86,214	**7,00,71,079**

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Note No. 15 Other Financial Liabilities

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
TDS Payable	8,700	21,200
Expenses Payable	8,09,514	7,43,909
	8,18,214	**7,65,109**

Note No. 16 Current Tax Liabilities (Net)

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Provision for Income Tax A.Y. 2025-26	-	22,41,064
	-	**22,41,064**

Note No. 17 Provisions

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Provision for Gratuity	1,05,000	1,00,000
	1,05,000	**1,00,000**

Note No. 18 Deferred Tax Liabilities (Net)

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Deferred Tax Liabilities	14,94,291	36,03,325
Deferred Tax Assets	-	-
	14,94,291	**36,03,325**

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Note No. 19 Equity Share Capital

Particulars	As at March 31, 2026				As at March 31, 2025	
	Number of Shares	Amount (Rs.)			Number of Shares	Amount (Rs.)
Authorised Share Capital						
Equity Shares of Rs.10/- each*	3,00,00,000	30,00,00,000			1,55,00,000	15,50,00,000
Total		**30,00,00,000**				**15,50,00,000**
Issued, Subscribed and Paid up shares						
Equity Shares of Rs.10/- each fully paid up	91,64,400	9,16,44,000			91,64,400	9,16,44,000
Total		**9,16,44,000**				**9,16,44,000**

a. Reconciliation of the number of Shares and amount outstanding at the beginning and at the end of the year
Equity shares

Particulars	Number of Shares	Amount (Rs.)	Number of Shares	Amount (Rs.)
At the beginning of the year	91,64,400	9,16,44,000	30,54,800	3,05,48,000
Add:- Issued during the year (Rights Issue)	-	-	61,09,600	6,10,96,000
Balance at the end of the year	**91,64,400**	**9,16,44,000**	**91,64,400**	**9,16,44,000**

b. Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each shareholder is entitled to one vote per share. The Company declares and pays the dividend in Indian rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all the preferential amounts, if any. The distribution will be in proportion to number of equity shares held by the shareholders.

c. Details of shareholder holding more than 5% share capital in the Holding Company

Name of the Shareholders	As at March 31, 2026		As at March 31, 2025	
	No. of Shares held	% Shareholding	No. of Shares held	% Shareholding
Sanjay Jain	9,21,150	10.05%	7,72,350	8.43%

Shares Held by Promoters at the end of the year

S. No.	Promoter Name	31.03.2026 No. of Shares	31.03.2026 % of Total Shares	%Change during the Year	31.03.2025 No. of Shares	31.03.2025 % of Total Shares
1	SANJAY JAIN	921150	10.05	1.62	772350	8.43
2	POOJA JAIN	443400	4.84	NO CHANGE	443400	4.84
3	NIRMAL JAIN	143600	1.57	NO CHANGE	143600	1.57
4	SANJAY JAIN AND SONS HUF .	444915	4.85	NO CHANGE	444915	4.85
5	SURESH CHANDER JAIN AND SONS HUF	442425	4.83	NO CHANGE	442425	4.83
6	RUCHI JAIN	148505	1.62	NO CHANGE	148505	1.62
7	SURESH CHANDER JAIN	0	0	-1.62	148800	1.62
8	PIYUSH JAIN	446110	4.87	NO CHANGE	446110	4.87
9	PRATYAKSH JAIN	436300	4.76	NO CHANGE	436300	4.76
	TOTAL	**3426405**	**37.39**		**3426405**	**37.39**

Note No. 20 Other equity

Particulars	Statutory Reserve	Reserves & Surplus 31.03.2026			Statutory Reserve	Reserves & Surplus 31.03.2025		
	As per Section 45-IC of the RBI Act, 1934	Retained Earnings	Securities Premium	Total	As per Section 45-IC of the RBI Act, 1934	Retained Earnings	Securities Premium	Total
Balance as at the beginning of the reporting period	1,19,67,817	3,53,17,048	8,96,70,192	13,69,55,058	92,13,822	2,43,01,069	-	3,35,14,891
Total Comprehensive Income for the year	-	72,78,059	-	72,78,059	-	1,37,69,974	-	1,37,69,974
Dividends	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-	-	-
Transfer to Statutory reserves	14,55,612	(14,55,612)	-	-	27,53,995	(27,53,995)	-	-
Other Comprehensive Income for the year	-		-	-	-	-	-	-
Issue of Right Shares	-	-	-	-	-	-	9,16,44,000	9,16,44,000
Less : Rights Issue Expenses			-	-			19,73,808	19,73,808
Balance at the end of the reporting period	**1,34,23,429**	**4,11,39,496**	**8,96,70,192**	**14,42,33,117**	**1,19,67,817**	**3,53,17,048**	**8,96,70,192**	**13,69,55,058**

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Note No. 21 Revenue from Operations

Note No. 21.1 Interest Income

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Interest Income from Loans	24,69,390	7,16,355
Interest on FDR	97,76,389	26,46,296
	1,22,45,779	**33,62,651**

Note No. 21.2 Sale of Shares

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Sale of Shares	8,18,11,780	6,34,38,127
	8,18,11,780	**6,34,38,127**

Note No. 21.3 Other Operating Income

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Profit on Sale of Shares (Long Term)	9,51,614	38,33,344
Profit on F & O	1,53,15,563	62,84,112
Jobbing/Trading Profit	35,716	2,44,954
Commodities	67,125	-
Interest on Treaury Bill	35,99,085	-
	1,99,69,103	**1,03,62,410**

Note No. 22 Other Income

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Bad Debt Recovered	35,87,901	30,96,825
Impairment Provision on loans written back	-	-
	35,87,901	**30,96,825**

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Note No. 23 Finance Cost

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Bank Interest	65,89,939	7,56,869
Interest paid on Provision for Income Tax	1,24,439	46,686
	67,14,378	**8,03,555**

Note No. 24 Impairment on Financial Instruments

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Impairment on Financial Instruments	1,06,923	3,90,942
	1,06,923	**3,90,942**

Note No. 25 Change in Inventory

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Opening Stock	5,94,08,385	3,22,54,840
Closing Stock	6,53,48,026	5,94,08,385
	59,39,641	**2,71,53,545**

Note No. 26 Employee Benefit Expenses

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Salaries and Wages	46,45,220	39,95,212
Bonus	4,75,156	1,66,465
Director Remuneration	10,20,000	6,60,000
Provision for Gratuity	5,000	5,000
Staff Welfare	10,48,918	4,34,393
	71,94,294	**52,61,070**

Note No. 27 Depreciation and Ammortisation

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Depreciation on Property Plant & Equipment	6,21,011	4,89,706
Amortization on Intangible Assets		
	6,21,011	**4,89,706**

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Amount in Rs

Note No. 28 Other Expenses

Particulars	Balance as at March 31, 2026	Balance as at March 31, 2025
Audit Fees	38,150	38,150
Bank Charges	2,855	4,797
Brokerage & Other Charges	69,455	79,443
Business Promotion	1,22,350	65,000
Car Running & Maintainance	4,94,446	2,88,826
Computer Repair & Maintainance	29,493	3,768
Conveyance Charges	-	4,300
Demat Charges	36,932	28,710
Electricity Expenses	1,50,670	2,16,104
Fees & Subscription	3,70,813	1,48,548
Insurance - Vehicle	41,288	94,227
Insurance	2,00,000	2,00,000
Interest on TDS	75	210
Interest paid to Broker	1,16,130	-
Legal & Professional Charges	1,63,187	1,77,307
Listing Fees	3,54,250	3,54,250
Loss on Sale of Fixed Assets	2,000	-
Miscelleneous Expenses	13,997	25,528
Office Maintainance	14,417	30,461
Preferece Share Expenses	-	4,90,407
Priniting & Stationery	7,613	6,494
Publicity Expenses	54,391	48,302
ROC Fees	13,05,000	-
Security Transaction Tax	5,73,648	2,37,520
Telephone & Internet Expenses	74,326	85,262
Travelling Expenses	1,30,376	2,75,784
Water Expenses	66,332	76,941
Written off Fixed Assets	-	1,175
Total	**44,32,194**	**29,81,512**

Note. 29 Other Additional Information As on 31st March, 2026.

1. Contingent Liabilities :-
   (i) Claims against the company not acknowledged as debts Nil. Previous year Nil
   (ii) Guarantees to Banks and Financial institutions against credit facilities extended to third parties Nil. Previous year Nil.
   (iii) Other money for which the company is contingently liable Nil. Previous Nil

2. Commitments On Capital Accounts:-
   (i) Unclaimed liability on partly paid shares Nil. Previous year Rs. Nil
   (ii) Estimated amount of contracts remaining to be executed on capital accounts Nil. Previous year Nil.
   (iii) Other Commitments Nil. Previous year Nil.

3. In the opinion of Board of Directors & best of their knowledge & belief the provisions of all known liabilities are adequate.

4. In the opinion of Board of Director Current Assets, Loan & advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated.

5. Auditor's Remuneration

S. No.	Particulars	For the Year 2025-26	For the Year 2024-25
1	Audit Fees	35,000	35,000
	Goods & Services Tax	3,150	3,150
	Total	**38,150**	**38,150**

6. Managerial Remuneration 32,34,222/- (Previous year Rs. 17,90,501/-)

7. Based on the Information received from all the vendor regarding their statues under Micro, Small & Medium Enterprises Developments Act, 2006 and hence disclosure relating to amount unpaid as at year end together with interest paid / payable under this Act on the basis of the information available with the company is Rs. Nil.

8. Foreign Exchange Transaction

Particulars	2025-26	2024-25
Expenditure in Foreign Currency	NIL	NIL
Earning in Foreign Currency	NIL	NIL

9. The company has not proposed any dividend to be distributed to Equity Shareholders for the period 1st April, 2025 to 31st March, 2026. (Previous year Rs. Nil).

10. Value of Imports Calculated on CIF Basis Rs. Nil (Previous Year Rs. Nil)

11. Earnings Per Share

Particulars		2025-26	2024-25
Net Profit After Tax for the Year	Rs.	72,78,059	137,69,974
Profit/(Loss) Attributable to Equity Shareholders	Rs.	72,78,059	137,69,974
Weighted Average Number of Equity Shares	No.	91,64,400	45,82,200
Nominal Value Per Share	Rs.	10	10
Basic / Diluted Earnings Per Share	Rs.	0.79	3.01

12. Others

Other than in the normal and ordinary course of business there are no funds that have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other persons or entities, including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company; or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

There have been no funds that have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

13. Related Party Transactions

1. Following are the related parties

   a. Key Management Personnel (KMP)

   - Mrs. Pooja Jain (Whole Time Director)
   - Mr. Sanjay Jain (Director)
   - Mr. Sandeep Singh (Company Secretary & Compliance Officer)
   - Mr. Piyush Jain (Chief Executive Officer) Appointed on 13.02.2025
   - Mr. Mohd Javed Qureshi (Chief Financial Officer)

   b. Enterprises Significantly Influenced by KMP & their Relatives

   - Nil

c.

Nature to Transactions	Amount	Balance as on 31.03.2026
Managerial Remuneration (Pooja Jain) Previous Year	10,20,000 (6,60,000)	98,000 (53,000)
(Sandeep Singh) Previous year	6,28,467 (5,80,332)	48,400 (48,400)
(Mohd Javed Qureshi) Previous year	5,35,755 4,98,312	41,260 41,260
(Piyush Jain) Previous year	10,50,000 (51,857)	1,00,000 (33,000)

14. Public Deposits

The company has not accepted any deposits from public during the year ended on March 31, 2026 & previous year ended on March 31, 2025.

***Note : During the financial year 2026-27, Mr. Sandeep Singh (M.No. A67580) resigned from the position of Company Secretary and Compliance Officer with effect from April 17, 2026. Subsequently, Ms. Sonia (M. No. A75110) was appointed as the Company Secretary and Compliance Officer of the Company with effect from April 27,2026.**

15. Analytical Ratios

Particulars	31.03.2026	31.03.2025
Capital to Risk Weighted Assets Ratios (CRAR)	75.09%	75.09%
Tier I CRAR	74.91%	74.91%
Tier II CRAR	0.18%	0.18%
Liquidity Coverage Ratio	0.00	0.00

16. Relationship with Struck off Companies

Name of struck off Company	Nature of Transactions with struck off Company	Balance outstanding 31.03.2026	Balance outstanding 31.03.2025	Relations with the Struck off Company, if any, to be disclosed
PP Chit Fund P Ltd	2800 Shares held by stuck off Company	Nil	Nil	No Relation

Dhan Financial Investment Pvt. Ltd.	1400 Shares held by struck off Company	Nil	Nil	No Relation
Celby Finance Private Limited	1000 Shares held by struck off Company	Nil	Nil	No Relation
Simmi Investments (P) Ltd	1000 Shares held by struck off Company	Nil	Nil	No Relation
Anant Financial Services P Ltd	1000 Shares held by struck off Company	Nil	Nil	No Relation
Onward Securities Private Limited	900 Shares held by struck off Company	Nil	Nil	No Relation
AMS Agencies P Ltd	600 Shares held by struck off Company	Nil	Nil	No Relation
Dr M Global Finance Ltd	500 Shares held by struck off Company	Nil	Nil	No Relation
H R Capital Services Ltd	500 Shares held by struck off Company	Nil	Nil	No Relation
Karam Shakti Investment (P) Ltd	400 Shares held by struck off Company	Nil	Nil	No Relation
Uptrend Capital Services Ltd	300 Shares held by struck off Company	Nil	Nil	No Relation
RVS Securities Pvt Ltd	300 Shares held by struck off Company	Nil	Nil	No Relation
H Lon Finlease Ltd	100 Shares held by struck off Company	Nil	Nil	No Relation
Natraj Capital & Credit P Ltd	100 Shares held by struck off Company	Nil	Nil	No Relation
Map Developers & Finance Pvt Limited	100 Shares held by struck off Company	Nil	Nil	No Relation

17. Maturity profile of Assets and Liabilities

	31 March 2026			31 March 2025		
	With in 12 Months	**After 12 Months**	**Total**	**With in 12 Months**	**After 12 Months**	**Total**
Assets						
Financial Assets						
Cash and cash equivalents	3,58,283	-	3,58,283	1,98,152	-	1,98,152
Receivables						
(I) Trade Receivables	13,55,857	-	13,55,857	1,21,78,307	-	1,21,78,307

(II) Other Receivables	-	-	-	-	-	-
Loans	-	2,57,08,446	2,57,08,446	-	2,15,38,462	2,15,38,462
Investments	96,37,000	4,14,05,640	5,10,42,640	5,64,43,000	1,20,51,370	6,84,94,370
Other Financial assets	13,83,67,064	-	13,83,67,064	-	13,05,82,360	13,05,82,360
Non-financial Assets						
Inventories	7,18,78,787	-	7,18,78,787	7,07,01,099	-	7,07,01,099
Current Tax Assets (Net)	1,07,433	-	1,07,433	-	-	-
Deferred tax Assets (Net)	-	-	-	-	-	-
Property, Plant and Equipment	-	17,02,227	17,02,227	-	13,15,250	13,15,250
Other Non Financial Asset	77,659.00	3,82,440	4,60,099	52,659	3,18,974	3,71,633
Total Assets	**22,17,82,083**	**6,91,98,753**	**29,09,80,836**	**13,95,73,217**	**16,58,06,416**	**30,53,79,634**
Financial Liabilities						
Payables						
(I)Trade Payables						
(II) Other Payables	-	-	-	-	-	-
Borrowings (Other than Debt Securities)	5,26,86,214	-	5,26,86,214	7,00,71,079	-	7,00,71,079
Other financial liabilities	8,18,214	-	8,18,214	7,65,109	-	7,65,109
Non-Financial Liabilities						
Current Tax Liabilities (Net)	-	-	-	22,41,064	-	22,41,064
Deferred tax liabilities (Net)	-	14,94,291	14,94,291	-	36,03,325	36,03,325
Provisions	-	1,05,000	1,05,000	-	1,00,000	1,00,000
Equity						
Equity Share Capital	-	9,16,44,000	9,16,44,000	-	9,16,44,000	9,16,44,000
Other Equity	-	14,42,33,117	14,42,33,117	-	13,69,55,058	13,69,55,058
Total Equity and Liabilities	**5,35,04,428**	**23,74,76,408**	**29,09,80,836**	**7,30,77,252**	**23,23,02,383**	**30,53,79,634**

Nature of Timing Difference	DTA (Liability) as on 01.04.2025	DTA/DTL During the Year	DTA (Libility) as on 31.03.2026
Depreciation	245878	30212	276090
Provision for Gratuity	25170	1259	26429
Gain on Fair Value Changes	(3874373)	2077563	(1796810)
Total	**(3603325)**	**2109033**	**(1494291)**

18. Additional Regulatory Information

(i) The company does not have any Immovable Property.
(ii) There is no any Proceeding have been initiated or pending on or against of the company for holding any Benami Property under the "Benami Transaction (Prohibition) Act, 1988 (section 45 of 1988)" and the rules made thereunder.
(iii) The Company does not have any Long-Term borrowings or Loan from Bank or any financial Institution on the basis of security of Current Assets.
(iv) The Company have not been declared a willful defaulter by bank, financial institution or any other lenders.
(v) There is no charge or modification yet to be registered with the Registrar of the companies beyond the statutory period.
(vi) The Company does not has traded or invested in Crypto Currency or Virtual Currency during the financial Year.
(vii) The company is not covered Under Section 135 of the Companies Act, 2013 hence this Clause in Not Applicable to the company.

19. Other than in the normal and ordinary course of business there are no funds that have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understand, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company, or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

    There have been no funds that have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever (Ultimate Beneficiaries") by or on behalf of the Funding Party or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

20. The accounts have been prepared on the basis of Schedule III of the Companies Act, 2013. The previous year figures have adjusted/ regroup/ rearrange wherever required, to confirm with the current year figures.

21. Exposure

21.1 Exposure to real estate sector : NIL

21.2 Exposure to capital market

Particulars	31.03.2026	31.03.2025
5i) Direct investment in equity shares, convertible bonds, convertible debentures and units of equity oriented mutual funds the corpus of which is not exclusively invested in corporate debt	8,16,33,857	8,27,52,469
ii) Advances against shares/bonds/debentures or other securities or on clean basis to individuals for investment in shares (including IPOs/ESOPs), convertible bonds, convertible debentures, and units of equity oriented mutual funds	Nil	Nil
iii) Advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security	Nil	Nil
iv) Advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares/ convertible bonds/convertible debentures/units of equity oriented mutual funds does not fully cover the advances	Nil	Nil
v) Secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers	Nil	Nil
vi) Loans sanctioned to corporates against the security of shares / bonds / debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources	Nil	Nil
vii) Bridge loans to companies against expected equity flows / issues	Nil	Nil
viii) Underwriting commitments taken up by the NBFCs in respect of primary issue of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds	Nil	Nil
ix) Financing to stock brokers for margin trading	Nil	Nil
x) All exposures to Alternative Investment Funds: (i) Category I (ii) Category II (iii) Category III	Nil	Nil
Total exposure to capital market	**8,16,33,857**	**8,27,52,469**

21.3 Sectoral exposure

Sectors	31.03.2026			31.03.2025		
	Total Exposure (includes on balance sheetand off-balance sheet exposure) (₹ crore)	Gross NPAs (₹crore)	Percentage of Gross NPAs to total exposure in that sector	Total Exposure (includes on balance sheetand off-balance sheet exposure) (₹ crore)	Gross NPAs (₹crore)	Percentag eofGross NPAs to total exposure in that sector
1.Agriculture and Allied Activities	Nil	Nil	Nil	Nil	Nil	Nil
2.Industry	Nil	Nil	Nil	Nil	Nil	Nil
i….						
ii….						
Others						
Total of Industry (i+ii+…+Others)						
3.Services	Nil	Nil	Nil	Nil	Nil	Nil
i…						
ii…						
Others						
Total of Services (i+ii+…+Others)						
4.Personal Loans						
i…						
ii…						
Others	2,63,67,637	Nil	Nil	2,20,90,730	Nil	Nil
Total of Personal Loans (i+ii+…+Others)	**2,63,67,637**	**Nil**	**Nil**	**2,20,90,730**	**Nil**	**Nil**
5.Others, if any (please specify)						

	As on 31.03.2026	As on 31.03.2025
21.4 Intra-group exposures:	Nil	Nil
21.5 Unhedged foreign currency exposure:	Nil	Nil

21.6 Disclosure of complaints

S. No	Particulars	31.03.2026	31.03.2025
1.	Number of complaints pending at beginning of the year	Nil	Nil
2.	Number of complaints received during the year	Nil	Nil
3.	Number of complaints disposed during the year	Nil	Nil
4.	Number of complaints pending at the end of the year	Nil	Nil

22. Notes No. 1 to 29 form an integral part of the Financial Statements for the year ended on 31st March, 2026

For Sunil K Gupta & Associates
Chartered Accountants
Firm Regn. No. 002154N

Sd/-
Mahesh Chandra Agarwal
Partner
M. No. 088025

Sd/-
Mohd Javed Qureshi
Chief Financial Officer
(PAN: AAEPQ1808N)

Place: New Delhi
Date: 14.05.2026

For & on Behalf of Board of Directors
Moongipa Capital Finance Ltd

Sd/-
Dr. Pooja Jain
Whole Time Director
DIN: 00097037

Sd/-
Sanjay Jain
Director
DIN: 00096938

Sd/-
Piyush Jain
Chief Executive Officer
(PAN: CESPJ3392G)

Sd/-
Sonia
Company Secretary
M. No. : A75110

Schedule to the Balance Sheet of an NBFC				
				(Rs in Crore)
Particulars				
Liabilities			**Amount outstanding**	**Amount overdue**
1	**Loans and Advances availed by the NBFC inclusive of interest accured thereon but not paid :**			
	a	Debentures : Secured	-	-
		: Unsecured	-	-
		(other than falling within the meaning of public deposits*)	-	-
	b	Deferred Credits	-	-
	c	Term Loans	-	-
	d	Inter-corporate loans and borrowing	-	-
	e	Commercial Paper	-	-
	f	Public Deposits*	-	-
	g	Other Loans (Specify nature)	-	-
	*Please see Note 1 below			
2	**Break-up of (1) (f) above (Outstanding public deposits inclusive of interest accured thereon but not paid) :**			
	a	In the form of Unsecured debentures	-	-
	b	in the form of partly secured debentures i.e debentures where there is a shortfall in the value of security	-	-
	c	Other public deposits	-	-
	*Please see Note 1 below			
Assets			**Amount outstanding**	
3	**Break-up of Loans and Advances including bills receivables [other than those included in (4) below]:**			
	a	Secured	-	
	b	Unsecured	2.64	
4	**Break-up of Leased Assets and stock on hire and other assets counting towards asset financing activities**			
	i	Lease assets including lease rentals under sundry debtors:	-	
		a Financial lease	-	
		b Operating lease	-	

	ii	Stock on hire including hire charges under sundry debtors:		-
		a	Assets on hire	-
		b	Repossessed Assets	-
	iii	Other loans counting towards asset financing activities		-
		a	Loans where assets have been repossessed	-
		b	Loans other than (a) above	-
5	**Break-up of Investments**			
	Current Investments			
	1	Quoted		
		(i)	Shares	-
			(a) Equity	
			(b) Preference	
		(ii)	Debentures and Bonds	-
		(iii)	Units of mutual funds	-
		(iv)	Government Securities	-
		(v)	Others (Please specify)	-
	2	Unquoted		
		(i)	Shares	-
			(a) Equity	
			(b) Preference	
		(ii)	Debentures and Bonds	-
		(iii)	Units of mutual funds	-
		(iv)	Government Securities	-
		(v)	Others (Please specify)	-
	Long Term Investments			
	1	Quoted		
		(i)	Shares	
			(a) Equity	0.97
			(b) Preference	-
		(ii)	Debentures and Bonds	-
		(iii)	Units of mutual funds	-
		(iv)	Government Securities	4.13
		(v)	Others (Please specify)	-
	2	Unquoted		
		(i)	Shares	-
			(a) Equity	
			(b) Preference	
		(ii)	Debentures and Bonds	-
		(iii)	Units of mutual funds	-
		(iv)	Government Securities	-
		(v)	Others (Please specify)	-
6	**Borrower group-wise classification of assets financed as in (3) and (4) above:** Please see Note 2 below			

	Category		Amount net of provisions		
			Secured	**Unsecured**	**Total**
1	Related Parties **				
	a	Subsidiaries	-	-	-
	b	Companies in the Same group	-	-	-
	c	Other related parties	-	-	-
2	Other than related parties		-	2.57	2.57
	Total			**2.57**	**2.57**

7	**Investor group-wise classification of all investments (current and long term) in shares and securties (both quoted and unquoted):** Please see Note 3 below				
	Category			**Market Value/Break up or fair value or NAV**	**Book Value (Net of Provisions)**
	1	Related Parties **			
		a	Subsidiaries	-	-
		b	Companies in the Same group	-	-
		c	Other related parties	-	-
	2	Other than related parties		5.10	5.10
	Total				
	** As per Accounting Standards of ICAI (Please see Note 3)				
8	**Other information**				
	Particulars			**Amount**	
	i	Gross Non-Performing Assets		-	
		a	Related Parties		
		b	Other than related parties		
	ii	Net Non-Performing Assets		-	
		a	Related Parties		
		b	Other than related parties		
	iii	Assets acquired in satisfaction of debt		-	
Notes :					
1	As defined in paragraph 5.1.26 of the Directions.				
2	Provisioning norms shall be applicable as prescribed in these Directions.				
3	All notified Account Standards and Guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However, market value in respect of quoted investments and break up/ fair value/ NAV in respect of unquoted investments shall be disclosed irrespective of whether they are classified as long term (amortised cost in the case of Ind AS) or current (fair value in the case of Ind AS) in (5) above.				