

**NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT  
CORPORATION LIMITED**  
(FORMERLY KNOWN AS “NATIONAL CO-OPERATIVE FINANCE AND  
DEVELOPMENT CORPORATION LIMITED”)  
CIN: U65990DL2020PLC363322

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**3rd Annual Report**

**BOARD OF DIRECTORS:**

1. Mr. Jyotindra Mansukhlal Mehta (DIN: 00387212) : Chairman
2. Mr. Hanumantgouda Krishnagouda Patil (DIN: 02323401) : Director
3. Mr. Krishnakumar Subramanyam (DIN: 01785323) : Independent Director
4. Mr. Ajai Kumar (DIN: 02446976) : Independent Director
5. Mr. Radha Binod Barman (DIN: 02612871) : Independent Director

**WHOLETIME KEY MANAGERIAL PERSONNEL:**

1. Mr. Atul Khirwadkar : Chief Executive Officer (w.e.f. 1st May, 2023)
2. Ms. Franky Arora: Chief Financial Officer (w.e.f. 1st April, 2023)
3. Ms. Deepika Israni (ACS: 62852): Company Secretary (w.e.f. 1st April, 2023)

**STATUTORY AUDITORS:**

M/s P K Modi & Co,  
Chartered Accountants,  
Ahmedabad

**BANKERS:**

ICICI Bank Limited  
New Delhi

**REGISTERED OFFICE:**

B-14, 3rd Floor, A- Block Shopping Complex,  
Naraina Vihar, Ring Road,  
New Delhi-110028  
Phone: 011-25771170, 25770108

Email ID: [ncfdc.ltd@gmail.com](mailto:ncfdc.ltd@gmail.com)

**NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT  
CORPORATION LIMITED  
(FORMERLY KNOWN AS "NATIONAL CO-OPERATIVE FINANCE AND  
DEVELOPMENT CORPORATION LIMITED")**

Regd. Office: B-14, 3<sup>rd</sup> Floor, A- Block Shopping Complex, Naraina Vihar, Ring Road, New Delhi-110028  
Telephone No. 011-25771170, 011-25770108 E-mail ID: ncfdc.ltd@gmail.com

CIN:U65990DL2020PLC363322

**NOTICE**

Notice is hereby given that the Third Annual General Meeting of the Members of the **NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LIMITED** (Formerly known as National Co-operative Finance and Development Corporation Limited) having its registered office at B-14, A - Block, 3<sup>rd</sup> Floor, Local Shopping Complex, Ring Road, Naraina Vihar, New Delhi - 110 028 will be held on Friday, the 28<sup>th</sup> July, 2023 at 11.00 a.m. through Video Conferencing /Other Audio Visual Means (OAVC) to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited Financial Statements for the period from 1<sup>st</sup> April, 2022 to 31<sup>st</sup> March, 2023 together with the Directors' and Auditors' Report thereon.
2. To appoint a director in place of Mr. Hanumant Gouda Krishna Gouda Patil (DIN: 02323401), who retires by rotation and being eligible offers himself for re-appointment.

**SPECIAL BUSINESS**

3. To re-appoint Mr. Krishnakumar Subramanyam (DIN: 01785323) as an Independent Director of the Company

To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Rules framed thereunder and pursuant to the recommendations made by the Nomination and Remuneration Committee and the Board of Directors of the Company to the Members, Mr. Krishnakumar Subramanyam (DIN: 01785323), who was appointed by the Members of the Company at the first Annual General Meeting held on 30<sup>th</sup> September, 2021 as an Independent Director of the Company for a first term of two consecutive years commencing from 18<sup>th</sup> March, 2021 and who holds office of the Independent



Director up to 17<sup>th</sup> March, 2023 and who is eligible for being re-appointed as an Independent Director and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Act, proposing his candidature for the office of Director, consent of the members be and is hereby accorded to his re-appointment as an Independent Director of the Company to hold office for the second term of two consecutive years commencing from 18<sup>th</sup> March, 2023 to 17<sup>th</sup> March, 2025 (both days inclusive), not liable to retire by rotation and on such terms as stated in the explanatory statement hereto."

4. To re-appoint Mr. Ajai Kumar (DIN: 02446976) as an Independent Director of the Company

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Rules framed thereunder and pursuant to the recommendations made by the Nomination and Remuneration Committee and the Board of Directors of the Company to the Members, Mr. Ajai Kumar (DIN: 02446976), who was appointed by the Members of the Company at the first Annual General Meeting held on 30<sup>th</sup> September, 2021 as an Independent Director of the Company for a first term of two consecutive years commencing from 18<sup>th</sup> March, 2021 and who holds office of the Independent Director up to 17<sup>th</sup> March, 2023 and who is eligible for being re-appointed as an Independent Director and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Act, proposing his candidature for the office of Director, consent of the members be and is hereby accorded to his re-appointment as an Independent Director of the Company to hold office for the second term of two consecutive years commencing from 18<sup>th</sup> March, 2023 to 17<sup>th</sup> March, 2025 (both days inclusive), not liable to retire by rotation and on such terms as stated in the explanatory statement hereto."



5. To re-appoint Mr. Radha Binod Barman (DIN: 02612871) as an Independent Director of the Company

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Rules framed thereunder and pursuant to the recommendations made by the Nomination and Remuneration Committee and the Board of Directors of the Company to the Members, Mr. Radha Binod Barman (DIN: 02612871), who was appointed by the Members of the Company at the first Annual General Meeting held on 30<sup>th</sup> September, 2021 as an Independent Director of the Company for a first term of two consecutive years commencing from 18<sup>th</sup> March, 2021 and who holds office of the Independent Director up to 17<sup>th</sup> March, 2023 and who is eligible for being re-appointed as an Independent Director and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Act, proposing his candidature for the office of Director, consent of the members be and is hereby accorded to his re-appointment as an Independent Director of the Company to hold office for the second term of two consecutive years commencing from 18<sup>th</sup> March, 2023 to 17<sup>th</sup> March, 2025 (both days inclusive), not liable to retire by rotation and on such terms as stated in the explanatory statement hereto."

Date: 31<sup>st</sup> May, 2023

Place: **New Delhi**

By order of the Board

For, National Urban Co-operative Finance  
and Development Corporation Limited

Registered Office:

B-14, A - Block, 3<sup>rd</sup> Floor,  
Local Shopping Complex,  
Ring Road, Naraina Vihar,  
New Delhi -110028.



  
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Jyotindra Mehta  
Chairman  
DIN: 00387212

## NOTES:

1. The Ministry of Corporate Affairs ("MCA") issued Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No.21/2021 dated 14th December, 2021 and Circular No.02/2022 dated 5th May, 2022 and 10/2022 dated 28<sup>th</sup> December, 2022 prescribing the procedures and manner of conducting the Annual General Meeting through VC/OAVM. In compliance with the provisions of the Act & MCA circulars, the 3<sup>rd</sup> (Third) Annual General Meeting of the Company ("AGM") is being held through VC / OAVM.
2. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM, pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto.
3. Notice of the AGM and the annual report for the F.Y. 2022-23 are being sent electronically to the Members whose email Id's are registered with the Company unless any Member has requested for a physical copy of the same.
4. Since the AGM will be held through VC / OAVM, the route map of the venue of the Meeting is not annexed hereto.
5. Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/ Authorization etc., authorizing its representative to attend the EGM through VC / OAVM on its behalf and to vote through remote e-voting.
6. The Company will provide separately the link of VC / OAVM facility to its Members for participating at the AGM. Members attending the AGM through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act.
7. The Company not being a listed company and does not have more than one thousand shareholders, provisions of section 108 read with the Companies (Management and Administration) Rules, 2014 relating to providing facility to the members to exercise their right to vote through electronic means, are not applicable.



8. The company has not more than 50 members and in accordance with the aforesaid circulars, the voting on the resolution may be conducted by show of hand and in case, poll is demanded or ordered, the same shall be conducted through the designated email ID: [ncfdc.ltd@gmail.com](mailto:ncfdc.ltd@gmail.com) , during the continuance of the meeting.
9. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special business set out at item Nos. 3 to 5 in the Notice is annexed.





**NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT  
CORPORATION LIMITED**

**(FORMERLY KNOWN AS "NATIONAL CO-OPERATIVE FINANCE AND  
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Regd. Office: B-14, 3<sup>rd</sup> Floor, A- Block Shopping Complex, Naraina Vihar, Ring Road, New Delhi-110028  
Telephone No. 011-25771170, 011-25770108 E-mail ID: ncfdc.ltd@gmail.com

CIN: U65990DL2020PLC363322

**EXPLANATORY STATEMENT**

**STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND  
OTHER APPLICABLE PROVISIONS**

**ITEM NO. 3**

Mr. Krishnakumar Subramanyam (DIN: 01785323) is a Retired IAS. He is M.Sc. Physics from Bangalore University and Master of Public Administration (MPA) from Harvard University. He joined the Indian Administrative Services in 1969 in Karnataka Cadre, Government of Karnataka and also worked as Secretary to Government of India in Ministry of Overseas Indian Affairs at New Delhi. He is an Independent Director on the Board of Heidelberg Cement India Ltd. (HCIL), Gurugram and Chairman of University Ethics Committee for Human Trials of the Ramaiah University of Applied Sciences, Bangalore. He carries with him rich and long experience of various departments including Secretary Agriculture and Horticulture.

Mr. Krishnakumar Subramanyam (DIN: 01785323), was appointed as Independent Director of the Company with effect from 18<sup>th</sup> March, 2021 for a period of 2 years. Up to 17<sup>th</sup> March, 2023. The Board of Directors of the company at its meeting held on 17<sup>th</sup> March, 2023 and considering his valuable contribution and subject to approval of the members at a general meeting in terms of the provisions of Section 149(10) of the Companies Act, 2013 decided to re-appoint him as Independent Director the second term of 2 years from 18<sup>th</sup> March, 2023 to 17<sup>th</sup> March, 2025.

The Board recommends the appointment Krishnakumar Subramanyam as Independent Director of the Company for a period of 2 years, as stated.

Your directors commend the resolution set out at item number 3 of the accompanying notice for your approval.

None of the Directors, Key Managerial Personnel or their relatives, except Mr. Krishnakumar Subramanyam, being the appointee, in any way, may be deemed to be concerned or interested financially or otherwise in the resolution.



#### ITEM NO. 4

Mr. Ajai Kumar (DIN: 02446976), is a seasoned banker having forty years of experience in Public Sector Banking Industry holding eminent positions in India and overseas (New York, USA). He has been working with Bank of Baroda as General Manager and subsequently worked as Chairman and Managing Director with Corporation Bank, Executive Director with UCO Bank and Chairman and CEO (Acting) of Yes Bank Limited. He is on the Board of many listed companies as Independent Director. With a penchant for independent thinking, painstakingly taken several path breaking initiatives for bank's growth through varied strategies.

Mr. Ajai Kumar (DIN: 02446976) was appointed as Independent Director of the Company with effect from 18<sup>th</sup> March, 2021 for a period of 2 years. Up to 17<sup>th</sup> March, 2023. The Board of Directors of the company at its meeting held on 17<sup>th</sup> March, 2023 and considering his valuable contribution and subject to approval of the members at a general meeting in terms of the provisions of Section 149(10) of the Companies Act, 2013 decided to re-appoint him as Independent Director the second term of 2 years from 18<sup>th</sup> March, 2023 to 17<sup>th</sup> March, 2025.

The Board recommends the appointment Mr. Ajai Kumar (DIN: 02446976) as Independent Director of the Company for a period of 2 years, as stated.

Your directors commend the resolution set out at item number 4 of the accompanying notice for your approval.

None of the Directors, Key Managerial Personnel or their relatives, except Mr. Ajai Kumar (DIN: 02446976), being the appointee, in any way, may be deemed to be concerned or interested financially or otherwise in the resolution.

#### ITEM NO. 5

Dr. Radha Binod Barman (DIN: 02612871) is former Executive Director, Reserve Bank of India. He holds a Master's degree in Statistics and Ph. D. (IIT-B) in Economics. As econometrician, he honed skills in modelling and forecasting. He was President of The Indian Econometric Society, Vice President of The Indian Association for Research in National Income and Wealth and Parton of Indian Society on Statistics and Computer Applications and subsequently he was Vice Chairman of Irving Fisher Committee on Central Bank Statistics, BIS and Member of the International Data Forum. Post retirement, he was Visitor, Indira Gandhi Institute of Development Research, Mumbai and Adviser (Research), Indian Institute of Capital Market and subsequently adjunct faculty of C R Rao Advanced Institute for Mathematics, Statistics and Computer Applications, Hyderabad and delivers lectures in premium institutions/conferences on development issues. He is associated with a number of organizations as Director of Board, Adviser and Consultant with diversified professional interest in Business Information Technology, Development Finance, Payment Systems, Commodity Market and his contributions in the development of RTGS, NEFT, NECS, Mobile Payments, ATMs and the policy thereof are well known.





Dr. Radha Binod Barman (DIN: 02612871) was appointed as Independent Director of the Company with effect from 18<sup>th</sup> March, 2021 for a period of 2 years. Up to 17<sup>th</sup> March, 2023. The Board of Directors of the company at its meeting held on 17<sup>th</sup> March, 2023 and considering his valuable contribution and subject to approval of the members at a General meeting in terms of the provisions of Section 149(10) of the Companies Act, 2013 decided to re-appoint him as Independent Director the second term of 2 years from 18<sup>th</sup> March, 2023 to 17<sup>th</sup> March, 2025.

The Board recommends the appointment Dr. Radha Binod Barman (DIN: 02612871) as Independent Director of the Company for a period of 2 years, as stated.

Your directors commend the resolution set out at item number 5 of the accompanying notice for your approval.

None of the Directors, Key Managerial Personnel or their relatives, except Dr. Radha Binod Barman (DIN: 02612871) being the appointee, in any way, may be deemed to be concerned or interested financially or otherwise in the resolution.

Date: 31<sup>st</sup> May, 2023

Place: New Delhi

**By order of the Board**  
**For, National Urban Co-operative Finance**  
**and Development Corporation Limited**

Registered Office:

B-14, A - Block, 3<sup>rd</sup> Floor,  
Local Shopping Complex,  
Ring Road, Naraina Vihar,  
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**Jyotindra Mehta**  
**Chairman**  
**DIN: 00387212**

**NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT  
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Telephone No. 011-25771170, 011-25770108 E-mail ID: ncfdc.ltd@gmail.com

CIN: U65990DL2020PLC363322

**DIRECTORS' REPORT**

To

The Members,

**NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT  
CORPORATION LIMITED**

**(Formerly known as National Co-Operative Finance and Development Corporation Limited)**

Your directors are pleased to present the 3<sup>rd</sup> (Third) Annual Report together with Audited Balance Sheet and Statement of Profit & Loss for the period commencing on 1<sup>st</sup> April, 2022 and ended on 31<sup>st</sup> March, 2023 and the report of the Auditors thereon.

**FINANCIAL PERFORMANCE**

	Current Year 2022-2023	Previous Year 2021-2022
	(Rs. in '000)	
Revenue from operations	-	-
Other Income	3054	708
Less: Expenditure	(6243)	(1743)
Profit/(loss) before Interest, Depreciation & Taxation	(3188)	(1035)
Less: Interest	-	-
Depreciation	-	-
Taxation (incl: Deferred Tax)	-	-
Extraordinary Items	-	-
Net Profit/(Loss)	(3188)	(1035)
Proposed Dividend	-	-
Transfer to General Reserve	-	-

During the year under report, your Company has reported the total revenue by way of other income of Rs. 30.54 Lakh (Previous year - Rs. 7.08 Lakh). The expenses incurred by the Company amounts to Rs. 62.43 Lakh (Previous year - Rs. 17.43 Lakh). The Company has incurred a Net Loss of Rs. 31.88 Lakh (Previous year Rs. 10.35) on account of administrative and other expenses.



## SETTING UP AN UMBRELLA ORGANISATION FOR URBAN CO-OPERATIVE BANKS:

Pursuant to the recommendations of various RBI Committees/Working Groups in the past and NAFCUB's Steering Committee Report, RBI had conveyed its regulatory approval for formation of Umbrella Organisation (UO) for UCB sector to NAFCUB, vide letter No.DCBL.CO.LS/3679/07.12.000/2018-19 dated June 6, 2019. It was inter alia advised that NAFCUB may set up the UO for the Urban Co-operative Banks (UCBs) at national level and make an application for grant of Certificate of Registration as NBFC-ND with Department of Regulation (NBFCs), RBI Mumbai. Accordingly, NAFCUB incorporated a company by the name, Apex Coop. Finance and Development Company Ltd. which was promoted by NAFCUB and the State Federations. A certificate of incorporation was issued by Ministry of Corporate Affairs on April 18, 2020. As Ministry of Finance and Ministry of Corporate Affairs permitted NAFCUB to use the word "National" in the nomenclature of the company, the company's name has since been changed to the original envisaged name i.e., National Co-operative Finance and Development Corporation Limited (NCFDC), as approved by the Registrar of Companies vide their letter No.17/2/2016/ (P. IV) CL-V dated August 25, 2020 and the new Certificate of Incorporation has since been issued. The National Cooperative Finance and Development Corporation (NCDC) raised the issue of identical name vide their letter dated August 1, 2022. As NCDC was an important partner in setting up of UO, the company changed the name again by inserting the word 'Urban' and the name of the company has since been changed and a new certificate of incorporation dated November 23, 2022 was issued by ROC styled as "National Urban Co-operative Finance and Development Corporation Ltd." (NUCFDC) with its Registered Office at New Delhi.

NUCFDC will play the role of national level UO for the UCB sector in India and undertake the activities in accordance with the terms and conditions set out in the RBI letter dated June 6, 2019 and subsequent letter dated November 5, 2020. NUCFDC is conceptualized by the UCB sector with RBI to facilitate enhancement of the efficiency and competitiveness of the sector, improve governance, provide a degree of regulatory comfort, and stimulate public confidence in UCB sector.

## MATERIAL CHANGES AFFECTING FINANCIAL POSITION OF THE COMPANY:

No Material Change affecting the financial position of the Company has occurred between the end of financial year to which the statement relates and the date of this Directors' Report.

## DIVIDEND:

As the company has not commenced any business activity, there is no operational revenue generation. In view of above, your directors express their inability to recommend any dividend on equity shares of the Company for the year ended March, 2023.



### DETAILS OF SUBSIDIARY/ JOINT VENTURES/ ASSOCIATE COMPANIES:

Since the Company does not have any Subsidiary / Joint Venture / Associate Company as such the provisions of Companies (Accounts) Rules, 2014 relating to providing details, performance & financial position of the subsidiaries, joint venture and Associate Companies are not applicable to the Company.

### TRANSFER TO RESERVES:

During the year under review, neither any amount was transferred to any Reserve, nor did the Board propose the transfer of any amount to the General Reserve or any other Reserves of the Company.

### CHANGES IN SHARE CAPITAL:

The paid-up Equity Share Capital as at 31st March, 2023 stood at Rs. 7,11,06,000/-. During the year under, the Company has not issued any shares nor granted any stock options or sweat equity.

However, under the provisions of Section 42 read with Section 62 and relevant Rules, the company had made a Private Placement of equity shares to select Urban Co-operative Banks and 62,40,000 equity shares of Rs. 10/- each for cash at par were allotted. The paid-up share capital of the company post allotment on 17<sup>th</sup> May, 2023 stood increased to Rs. 13.35 crores.

### CHANGE IN NAME OF THE COMPANY:

NCDC had made an application to the Regional Director (Northern Region) of Ministry of Corporate Affairs under Section 16 of the Companies Act, 2013 alleging the similar abbreviation of the name i.e. NCFDC. The company has made a representation to the MCA in the matter. On mutual understanding with the help of concerned ministries, the company decided to change its name from "National Co-operative Finance and Development Corporation Limited" (NCFDC) to "National Urban Co-operative Finance and Development Corporation Limited" (NUCFDC).

On application and compliance of the applicable provisions, the Ministry of Corporate Affairs has issued a fresh certificate of incorporation consequent upon change of name of the company on 23<sup>rd</sup> November, 2022 and the name stood changed to "National Urban Co-operative Finance and Development Corporation Limited". According the application made by NCDC under Section 16 of the Act, stands disposed of.

### DEPOSITS:

The Company has not accepted any deposits to which provisions of Section 73 of the Companies Act, 2013 or the rules made thereunder are applicable.





**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:**

During the year, under report the Company has not granted any Loans or provided Guarantees. Additionally, there are no Investments made by the Company during the year under review.

**PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:**

As per the provisions of Section 188 of the Companies Act, 2013, the company had not entered into any transaction with the related parties during the year.

There were no material related party Transactions. However, the same is furnished in Form AOC-2 as "Annexure-A" with this report in terms of the provisions of Section 134(3)(h) of the Companies Act, 2013,

**INDEPENDENT DIRECTORS:**

The first term of two years of Mr. Krishnakumar Subramanyam, Dr. Radha Binod Barman and Mr. Ajai Kumar as Independent Directors was completed on 17<sup>th</sup> March, 2023. The Board of Directors of the company at its meeting held on 17<sup>th</sup> March, 2023 has considered their re-appointment for the second term of 2 years with effect from 18<sup>th</sup> March, 2023 to 17<sup>th</sup> March, 2025, subject to approval of the members by way of Special Resolution at a general meeting. They have furnished declarations of their independence under the provisions of Section 149 of the Companies Act, 2013. You are requested to accord your approval for their appointment for the second term.

**AUDITORS**

M/s P. K. Modi & Co. Chartered Accountants, Ahmedabad (FRN: 106484W), were appointed as Statutory Auditor of the Company at the 1st Annual General Meeting, to hold office till the conclusion of the 6th Annual General Meeting of the Company.

**DIRECTORS RESPONSIBILITY STATEMENT**

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013, the Directors confirm that:

- i. in the preparation of the annual accounts for the financial year ended 31st March, 2023 the applicable Accounting Standards had 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 in that regard, that are reasonable and prudent so as to give a true and fair view of the state of affairs





of the company at the end of the financial year and of the profit and 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 detecting and preventing fraud and other irregularities;
- iv. the directors had prepared the annual accounts on a going concern basis;
- v. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and such systems were adequate and operating effectively.

### **DIRECTORS & KEY MANAGERIAL PERSONNEL**

All the appointments of the Directors of the company are in compliance with the provisions of Section 164 of the Companies Act, 2013.

Mr. Hanumant Gouda Krishna Gouda Patil (DIN: 02323401), Director is liable to retire by rotation at the ensuing Annual General Meeting and being eligible he offers himself for re-appointment. There was no change amongst the Directors of the Company during the year under review except the re-appointment of Independent Directors.

Ms. Franky Arora and Ms. Deepika Israni (ACS- 62852) were appointed as Chief Financial Officer and Key Managerial Personnel and as Company Secretary and Key Managerial Personnel, respectively of the Company with effect from 1<sup>st</sup> April, 2023.

Mr. Atul Khirwadkar, a seasoned banker with the 43 years of experience in the banking sector and out of which 15 years in Public sector bank and 28 years in co-operative banking was appointed Chief Executive Officer and Key Managerial Personnel (CEO) of the Company with effect from 17<sup>th</sup> May, 2023. Before joining the company, he was working as MD and CEO of The Kalyan Janata Sahakari Bank Limited. Multi State Scheduled Bank.

### **NUMBER OF BOARD MEETINGS:**

As per the provisions of Section 173 of the Companies Act, 2013, every Company shall hold the first meeting of Board of Directors within 30 days of its incorporation and thereafter hold a minimum number of four meetings of its Board of Directors every year in such manner that not more than 120 days shall intervene between two consecutive meetings of the Board.

During the year under review, the Company had 6 (Six) Board Meetings and the interval between none of the meetings of the Board exceeded the prescribed time limit of 120 days.



**EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS:**

There being no qualifications raised by the Statutory Auditors, no clarifications/explanations/ comments are needed to be given.

**COMMITTEES OF BOARD**

**1. Audit Committee:**

On reaching the paid- up share capital of Rs. 10 crores and more on 17<sup>th</sup> May, 2023, the Board of Directors of the Company has constituted the Audit Committee as under:

Sr. No.	Name of the Committee Member	Designation	Position
1	Dr. R B Barman	Independent Director	Chairman of the Committee
2	Mr. S Krishnakumar	Independent Director	Member
3	Mr. Ajai Kumar	Independent Director	Member
4.	Mr. Jyotindra M Mehta	Director	Member

Terms of Reference of the Audit Committee:

- (i) the recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- (ii) review and monitor the auditor's independence and performance, and effectiveness of audit process;
- (iii) examination of the financial statement and the auditors' report thereon;
- (iv) approval or any subsequent modification of transactions of the company with related parties:  
Provided that the Audit Committee may make omnibus approval for related party transactions proposed to be entered into by the company, which are at arm's length, in ordinary course of business and repetitive in nature.
- (v) scrutiny of inter-corporate loans and investments;
- (vi) valuation of undertakings or assets of the company, wherever it is necessary;
- (vii) evaluation of internal financial controls and risk management systems;
- (viii) monitoring the end use of funds raised through public offers and related matters.

**2. Nomination and Remuneration Committee:**

The Board of Directors of the Company had voluntarily constituted the Nomination and Remuneration Committee, when the same was not mandatory. On 17<sup>th</sup> May, 2023, the Board confirmed the constitution of the Nomination and Remuneration Committee made on 2<sup>nd</sup> September, 2021, as under:

Sr. No.	Name of the Committee Member	Designation	Position
1	Mr. S Krishnakumar	Independent Director	Chairman of the

			Committee
2	Dr. R B Barman	Independent Director	Member
3	Mr. Ajai Kumar	Independent Director	Member
4.	Mr. Jyotindra M Mehta	Director	Member

Terms of Reference of the Nomination and Remuneration Committee:

1. The Committee shall consist of minimum of three directors with all directors of the committee shall be non-executive directors; and at least fifty percent of the directors shall be independent directors.
2. The Chairperson of the nomination and remuneration committee shall be an independent director.
3. The quorum for a meeting of committee shall be either two members or one third of the members of the committee, whichever is greater, including at least one independent director in attendance.
4. The nomination and remuneration committee shall meet at least once in a year.
5. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down in the NRC Policy.
6. Recommending to the Board, appointment, remuneration and removal of directors and senior management.
7. Formulating the criteria for evaluation of independent directors and the Board and carrying out evaluation of every director's performance,
8. Formulating the criteria for determining qualification, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees.
9. Devising a policy on Board diversity.
10. To do such act as specifically prescribed by Board and
11. Carry out such functions, and is empowered to act, in terms of Companies Act 2013, read with rules framed there under, including any amendment or modification thereof.

### **PARTICULARS OF EMPLOYEES**

Statement of particulars of employees pursuant to provisions of Section 197(12) of the Companies Act, 2013 read with the Rules 5(2) and 5(3) of the Companies (Appointment & Remuneration of the managerial personnel) Rules, 2014 has not been annexed to this report as none of the employees, was in receipt of remuneration exceeding the limits specified under the Rules, pursuant to Section 197 of the Companies Act, 2013.

### **ANALYSIS OF REMUNERATION**

The Company is not listed on any Recognized Stock Exchange; hence disclosure regarding the ratio of the remuneration of each Director to the employee's median remuneration and other details are not applicable to the Company.

### **CORPORATE SOCIAL RESPONSIBILITY:**

According to the provisions of Section 135(1) of the Companies Act, 2013, the Company is not required to constitute Corporate Social Responsibility Committee.





(CSR Committee) as it does not fall under the purview of the said section and hence is not bound to formulate a CSR policy.

**AMOUNT TRANSFERRED TO INVESTORS EDUCATION AND PROTECTION FUND:**

The company did not have any surplus fund lying in the unpaid or unclaimed dividend account for the period of seven years as per the provisions of Section 125 of the Companies Act, 2013 established by the Central Government. Therefore, there was no fund required to be transferred to the Investor Education and Protection Fund.

**SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE:**

During the year under review, there was no litigation which was significant and material impacting the going concern status and company's operations in future.

**CHANGE IN NATURE OF BUSINESS:**

The Company is yet to commence business activities for which an application for registration as NBFC with Reserve Bank of India under Section 45-IA of Reserve Bank of India Act, 1934, as amended, is being made. The Company has made an application to Reserve Bank of India under Section 45-IA of the Reserve Bank of India Act, 1934 seeking registration as non-deposit accepting NBFC. However, the same has been returned for not having prescribed NOF as Umbrella Organisation of Rs. 300 crores. The Company is in the process of re-submission of the registration application by middle of June, 2023.

**MATERIAL CHANGES AND COMMITMENTS OCCURRED, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT:**

No material changes and commitments affecting the financial position of the company occurred between the end of the financial year of the company to which the financial statements relate and the date of this report.

**RISK MANAGEMENT POLICY:**

The Company has reasonably workable Risk Management Framework through Board process to identify, measure and mitigate business risks and opportunities. The framework seeks to minimize the adverse impact on the business objectives and enhances Company's competitive advantages. This Risk Management Framework helps in managing market, credit and operational risks.



## CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars regarding Conservation of Energy and Technology Absorption and Foreign Exchange Earnings and Outgo pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 are not applicable. The NIL statement is annexed as Annexure: B. The Company has not earned any foreign currency income nor has expensed any foreign currency.

## INTERNAL FINANCIAL CONTROL:

The Company's Directors are keeping control over the internal functions of the Company. The internal financial matters are closely observed and monitored by the Directors.

## VIGIL MECHANISM

As the Company is neither a Listed Company, nor falling under the criteria laid down under Rule (7) of the Companies (Meetings of Boards and its Powers) Rules, 2014, hence the provision of Vigil Mechanism is not applicable to the Company during the financial year under review.

## DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

During the year under review, the company had no women employee and hence no policy for prevention of sexual harassment in accordance with the requirements of the Sexual Harassment of women at workplace for the Prevention, Prohibition & Redressal Act, 2013 is necessary.

## ACKNOWLEDGEMENT:

The Board places on record its gratitude for the continued co-operation & assistance extended by NAFCUB, RBI, Ministry of Agriculture, Ministry of Corporate Affairs, Urban Co-operative Banks, Industry experts and Members of the Company.

We would be failing in our duty if the active participation of all our Stakeholders is not appreciated. We express our gratitude to all the stakeholders for their wholehearted co-operation & support for us all the time. We on behalf of the Company assure the Stakeholders that the Company will make every effort to meet their aspirations.

For and on behalf of the Board of Directors

Date: New Delhi  
Place: 31<sup>st</sup> May, 2023



  
Jyotindra Mehta  
Chairman  
DIN: 00387212



**ANNEXURE-A**

**FORM NO. AOC-2**

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

Form for Disclosure of particulars of contracts/arrangements entered into by the Company with Related Parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain Arm's Length

Transaction under the third proviso thereto.

**1. Details of contracts or arrangements or transactions not at Arm's length basis: NIL**

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

**2. Details of contracts or arrangements or transactions at Arm's length basis: NIL**

SR. No.	Particulars					
	Name (s) of the related party & nature of relationship	Nature of contracts/arrangements/transaction	Duration of the contracts/arrangements/transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any (Rs.)
P						
	NIL					

**For and on behalf of the Board of Directors**

Date: 31<sup>st</sup> May, 2023  
Place: New Delhi



  
**Jyotindra Mehta**  
Chairman  
DIN: 00387212

## ANNEXURE - B

### Conservation of energy, technology absorption and foreign exchange earnings and outgo

Information pursuant to section 134(3)(m) of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014 forming part of Directors' Report for the year ended 31<sup>st</sup> March, 2023.

#### A. Conservation of energy-

1. Steps taken and impact on conservation of energy:
  - a) Energy Conservation measure like minimum idle machine time, putting off lights when not needed, etc. are in place.
  - b) The adoption of energy conservation measures above has resulted in awareness amongst the employees. It will have long term impact on saving of extra costs on energy.
2. Steps taken by the company for utilizing alternate sources of energy.  
No such step is taken by the company.
3. The capital investment on energy conservation equipment;  
No capital Investment is made in such equipment.

#### B. Technology absorption-

1. The efforts in brief towards technology, absorption: NIL
2. Benefits: NIL
3. Details of imported technology:  
The company has not imported any technology since incorporation (18<sup>th</sup> April, 2020).
4. The expenditure incurred on Research and Development: NIL

#### C. Foreign exchange earnings and Outgo-

During the year under review, the Company did not earn any foreign income and there was no foreign outgo.

For and on behalf of the Board of Directors



  
Jyotindra Mehta  
Chairman  
DIN: 00387212

Date: 31<sup>st</sup> May, 2023  
Place: New Delhi



**P. K. MODI & CO.**  
CHARTERED ACCOUNTANTS

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## **INDEPENDENT AUDITOR'S REPORT**

To,  
The Members,  
National Urban Co-Operative Finance and Development Corporation Limited  
(Erstwhile Co. was known as National Co-Operative Finance and Development Corporation Limited.)

**Report on the audit of the financial statements,**

### **Opinion**

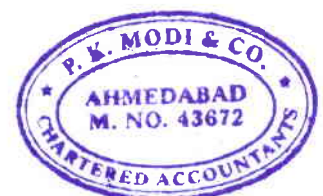
We have audited the accompanying financial statements of **National Urban Co-Operative Finance and Development Corporation Limited- Erstwhile Co. was known as National Co-Operative Finance Development Corporation Limited** ("the Company"), which comprise the balance sheet as at March 31, 2023, the Statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its Pre-Operative Expenses and cash flows for the year ended on that date.

### **Basis for opinion**

We conducted our audit in accordance with the standards on auditing specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the financial statements section of our Report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act 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.

**Key audit matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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

**Information other than 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 but does not include the financial statements and our auditor's report thereon.

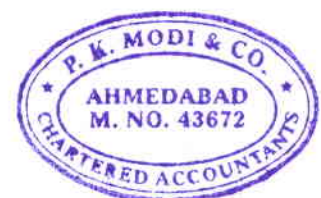
Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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 financial statements**

The Company's board of directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act.





This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, 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 is also responsible for overseeing the Company's financial reporting process.

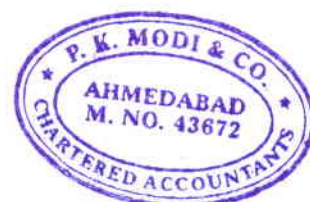
#### **Auditor's responsibilities for the audit of the financial statements**

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

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

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of







not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or Conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably

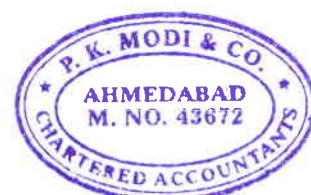




be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit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

#### **Report on other legal and regulatory requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in **Annexure "A"** a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) The balance sheet, the statement of profit and loss, and the cash flow statement dealt with by this report are in agreement with the books of account;
  - (d) In our opinion, the aforesaid financial statements comply with the accounting standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - (e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the board of directors, none of the directors are disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act;





- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in **"Annexure B"**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting; and
- (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, as amended, 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; and
  - iii. There were no amounts which required to be transferred, to the Investor Education and Protection Fund by the Company.
  - iv. A. The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - B. The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or





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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; and

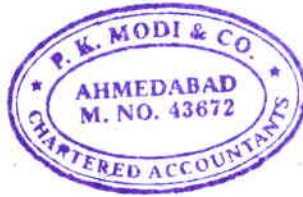
C. Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement."

- v. The Company has neither declared nor paid any Dividend during the year.

For, P. K. Modi & Co.  
Chartered Accountants  
FRN: 106484W

*P. K. Modi*

P. K. Modi  
(Proprietor)  
Membership No. 043672  
Place: Ahmedabad  
Date: 31-05-2023  
UDIN: 23043672BGSXVT9939





## **Annexure "A" to the Independent Auditor's Report**

(Referred to in paragraph 1 under 'Report on other legal and regulatory requirements' section of our report to the members of National Urban Co-Operative Finance and Development Corporation Limited –Erstwhile Co. was known as National Co-Operative Finance and Development Corporation Limited of even date)

### **i. TANGIBLE AND INTANGIBLE ASSETS:**

As per information & explanation provided to us, the company is not having any Property, Plant & Equipment and Intangible Assets during the year under consideration; hence this clause is not applicable to the company.

### **ii. INVENTORY AND WORKING CAPITAL:**

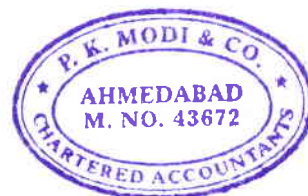
As per information & explanation provided to us, the company has not any inventory and not having any sanctioned working capital limits from Banks or Financial Institutions; hence this clause of the said order is not applicable to the company.

### **iii. LOANS AND ADVANCES, INVESTMENT, ANY GUARANTEE OR SECURITY:**

According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year.

### **iv. COMPLIANCE WITH SECTION - 185 & 186:**

According to the information and explanations given to us and on the basis of our examination of the records, the Company has not given any loans, investments or provided any guarantee or security as specified under Section 185 of the Companies Act, 2013 and the Company has not provided any guarantee or security as specified under Section 186 of the Companies Act, 2013.







**v. ACCEPTANCE OF PUBLIC DEPOSITS:**

According to the information and explanations given to us, the Company has not accepted any deposits from the public to which the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit)

Rules, 2014, as amended, would apply. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.

**vi. COST RECORDS:**

As per information and explanation provided to us, no cost records are required to be maintained by the company under section 148(1) of the Companies Act, 2013.

**vii. STATUTORY DUES:**

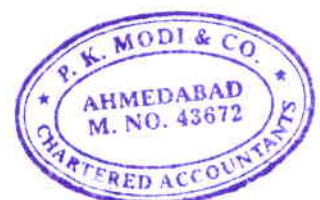
a. According to the records of the company and the information and explanations provided to us the company is generally regular in depositing undisputed statutory dues including, Income Tax and any other statutory dues with the appropriate authorities.

According to the information and explanation given to us, no undisputed amounts payable in respect of income tax were outstanding as at 31<sup>st</sup> March, 2023 for a period of more than six months from the date they became payable.

b. According to the information and explanations given to us, there are no disputed statutory dues that have not been deposited with the relevant authorities.

**viii. UNRECORDED INCOME:**

According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.





ix. According to the information and explanations given to us, the Company has not borrowed any sum from Banks and Financial Institutions. Accordingly, paragraph 3 (ix) of the order of Repayment of Dues is not applicable.

x. (a) To the best of our knowledge and according to the information and explanations given to us, the Company has not raised money by way of initial public offer or further public offer (including debt instruments)

During the year. Accordingly, paragraph 3(x)(a) of the Order is not applicable to the Company.

***(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has made preferential allotment or private placement of shares during the year which is in accordance with the Provisions of Section – 42 of the Companies Act, 2013 and Funds has been utilized for the purpose for which it is raised.***

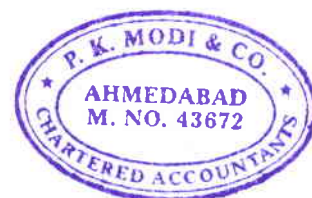
xi. (a) Based upon the audit procedures performed and according to the information and explanations given to us, no fraud by the Company and no fraud on the Company by its officers or employees has been noticed or reported during the course of our audit that causes the financial statements to be materially misstated.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

xii. The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

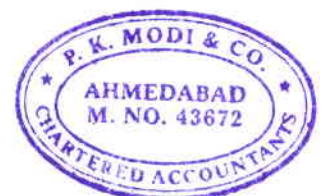
xiii. In our opinion and according to the information and explanations given to us, Section 177 and 188 of the Companies Act, 2013 are not applicable to the company for the year under review as there is no





Related Party Transactions made during the period; However, The details of related parties and Nature of Relationship have been disclosed in the financial statements as required by the applicable Accounting Standards.

- xiv. According to the information and explanations given to us and based on our examination of the records of the company, the Internal Audit System is not applicable to the company as per its size of the Business, hence this clause is not applicable to the company.
- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its subsidiary company or persons connected with them. Accordingly, paragraph 3(xv) of the order is not applicable.
- xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and it is not Core Investment Company hence this clause is not applicable to the company.
- xvii. The Company has not incurred cash losses in the current and in the immediately preceding financial year. Accordingly, clause 3(xvii) of the Order is not applicable.
- xviii. There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- xix. According to the information and explanations given to us and other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the 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





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period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

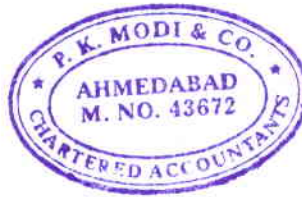
xx. According to the information and explanations given to us, Company is not required to spent any amount on Corporate Social Responsibility as per Section – 135 of the Companies Act, 2013, hence this clause is not applicable to the Company.

xxi. CFS is not applicable to this Company. Accordingly, clause3 (xxi) of the Order is not applicable.

For, P. K. Modi & Co.  
Chartered Accountants  
FRN: 106484W

*P. K. Modi*

P. K. Modi  
(Proprietor)  
Membership No. 043672  
Place: Ahmedabad  
Date: 31-05-2023  
UDIN: 23043672BGSXVT9939





## **Annexure “B” to the Independent Auditor’s Report**

(Referred to in paragraph 2 (f) under ‘Report on other legal and regulatory requirements’ section of our report to the Members of National Urban Co-Operative Finance and Development Corporation Limited –erstwhile Co. was known as National Co-Operative Finance and Development Corporation Limited of even date)

**Report on the internal financial controls over financial reporting under clause (i) of subsection 3 of section 143 of the Companies Act, 2013 (“the Act”)**

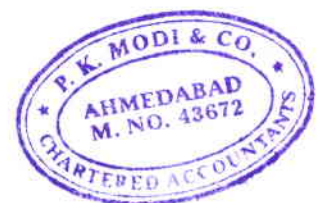
We have audited the internal financial controls over financial reporting of **National Urban Co-Operative Finance and Development Corporation Limited-Erstwhile Co. was known as National Co-Operative Finance and Development Corporation Limited (“the Company”)** as at March 31, 2023, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

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

### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the internal financial controls over the financial reporting of the Company 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”) issued by the Institute







of Chartered Accountants of India and the standards on auditing prescribed under Section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those standards and the guidance note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

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

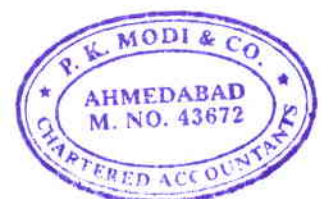
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial control system over financial reporting.

### **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

- (i) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;





**P. K. MODI & CO.**  
CHARTERED ACCOUNTANTS

A- 411 Safal Pegasus, Anand Nagar Road, Prahalad Nagar,  
Satellite, Ahmedabad - 380015. Gujarat ( India)  
Tel : +91 40065204 email : support@pkmodi.com  
web : www.pkmodi.com

- (ii) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (iii) 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 of 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 and according to the information and explanations are given to us, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, 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, P. K. Modi & Co.**

**Chartered Accountants**

**FRN: 106484W**

**P. K. Modi**

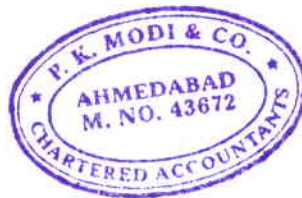
**(Proprietor)**

**Membership No. 043672**

**Place: Ahmedabad**

**Date: 31-05-2023**

**UDIN: 23043672BGSXVT9939**



# NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.

(Erstwhile Co. was known as NATIONAL CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.)

## BALANCE SHEET AS ON 31ST MARCH 2023

(RS. IN 000)			
PARTICULARS	NOTE NO.	As at 31st March 2023	As at 31st March 2022
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital		71,106	71,106
(b) Reserves and Surplus	2	-	-
(c) Share Application Money Pending for Allotment		60,400	-
<b>(2) Non-Current Liabilities</b>			
(a) Long-Term Borrowings		-	-
(b) Deferred Tax Liabilities (Net)		-	-
(c) Other Long Term Liabilities		-	-
<b>(3) Current Liabilities</b>			
(a) Short-Term Borrowings		-	-
(b) Trade Payables	3	-	-
(c) Other Current Liabilities	4	11,364	11,531
(d) Short Term Provisions	5	45	45
<b>TOTAL</b>		<b>1,42,915</b>	<b>82,682</b>
<b>II. ASSETS</b>			
<b>(1) Non-Current Assets</b>			
(a) Property, Plant and Equipment and Intangible Assets			
(i) Property, Plant and Equipment		-	-
(ii) Intangible Assets		-	-
(iii) Capital Work in Progress		-	-
(iv) Intangible Assets under Development		-	-
(b) Non - Current Investments		-	-
(c) Deferred Tax Assets (Net)		-	-
(d) Long term Loans and Advances		-	-
(e) Preliminary Expense		10,941	10,941
(f) Other Non-Current Assets	6	73	38
<b>(2) Current Assets</b>			
(a) Current Investments	7	62,817	55,000
(b) Inventories		-	-
(c) Trade Receivables	8	-	-
(d) Cash and Cash equivalents	9	62,543	14,527
(e) Short-Term Loans and Advances	10	7	-
(f) Other Current Assets	11	6,533	2,176
<b>TOTAL</b>		<b>1,42,915</b>	<b>82,682</b>

### NOTES TO ACCOUNTS

1 to 17

The Notes form an integral part of this financial statement

As per Our Report of even date

For, P.K. MODI & CO.

CHARTERED ACCOUNTANTS



P.K. MODI

PROPRIETOR

Membership No.: 043672

Firm Reg. No.: 106484W

UDIN: 23043672BGSXVT9939

Place: Ahmedabad  
Date: 31-05-2023

For and on behalf of the Board of Directors of  
National Urban Co-Operative Finance and Development Corporation Ltd.  
(Erstwhile Co. was known as National Co-Operative Finance and Development Corporation Ltd)

JYOTINDRA MANSUKHLAL  
MEHTA

CHAIRMAN

ATUL KHIRWADKAR  
CHIEF EXECUTIVE OFFICER

Place: New Delhi  
Date: 31-05-2023

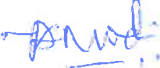
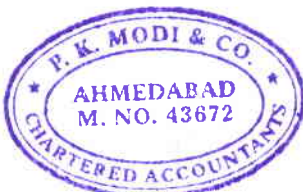





FRANKY ARORA

CHIEF FINANCIAL OFFICER

DEEPIKA ISRANI  
COMPANY SECRETARY

ACS:62852



NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.			
(Erstwhile Co. was known as NATIONAL CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.)			
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2023			
(RS. IN 000)			
PARTICULARS	NOTE NO.	As at 31st March 2023	As at 31st March 2022
Revenue from Operations		-	-
Other Income	12	3,054	708
<b>Total Income</b>		<b>3,054</b>	<b>708</b>
<b>EXPENSES</b>			
Employee Benefit Expenses		-	-
Financial Costs		-	-
Depreciation & Amortisation Expense		-	-
Other Expenses	13	6,243	1,743
<b>Total Expenses</b>		<b>6,243</b>	<b>1,743</b>
Profit before exceptional and extraordinary items and tax		(3,188)	(1,035)
Exceptional Items		-	-
Profit before extraordinary items and tax (V-VI)		(3,188)	(1,035)
Extraordinary Items		-	-
Profit before tax (VII-VIII)		(3,188)	(1,035)
<b>TAX EXPENSES</b>			
(a) Current Tax		-	-
(b)(Deferred Tax Asset)/Liability		-	-
(c) Excess/ Short Provision of Tax Earlier years		-	-
<b>Net Profit/ (Loss)</b>		<b>(3,188)</b>	<b>(1,035)</b>
Less : Transferred to Pre-Operative Expenses	14	(3,188)	(1,035)
<b>Profit/ (Loss) for the year</b>		<b>(3,188)</b>	<b>(1,035)</b>
Earning per equity share :			
(1) Basic		-	-
NOTES TO ACCOUNTS 1 to 17			
The notes form an integral part of this financial statements			
As per Our Report of even date			
For, P.K. MODI & CO. CHARTERED ACCOUNTANTS		For and on behalf of the Board of Directors of National Urban Co-Operative Finance and Development Corporation Ltd (Erstwhile Co. was Known as National Co-Operative Finance and Development Corporation Ltd.	
  <b>P.K. MODI</b> <b>PROPRIETOR</b> Membership No.: 043672 Firm Reg. No.: 106484W UDIN: 23043672BGSXVT9939		 <b>JYOTINDRA MANSUKHLAL MEHTA</b> <b>CHAIRMAN</b> (DIN: 00387212)	
		 <b>FRANKY ARORA</b> <b>CHIEF FINANCIAL OFFICER</b>	
		 <b>DEEPIKA ISRANI</b> <b>COMPANY SECRETARY</b> ACS:62852	
 <b>ATUL KHIRWADKAR</b> <b>CHIEF EXECUTIVE OFFICER</b>			
Place: Ahmedabad Date: 31-05-2023		Place: New Delhi Date: 31-05-2023	



# NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.

(Erstwhile Co. was known as NATIONAL CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.)

## CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2023

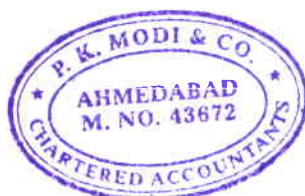
(RS. IN 000)

PARTICULARS	2022-23	2021-22
<b>A. Cash Flow from Operating Activities:</b>		
Net Profit before Tax and Extraordinary Items adjustment	-	-
- Depreciation	-	-
- Provisions	-	-
Operating Profit before working capital changes:	-	-
Changes in Working Capital		
<b>Adjustments for (increase)/ Decrease in Operating Assets</b>		
- Trade Receivables	-	-
- Long Term Loans and Advances	-	-
- Short Term Loans and Advances	(7)	13
- Other Current Assets	(4,357)	(1,493)
- Other Non - Current Assets	(35)	-
<b>Adjustments for increase/ (Decrease) in Operating Liabilities</b>		
- Other Current Liabilities	(167)	450
- Trade Payables	0	0
- Short term provisions	0	(1)
<b>Cash Generated from/ (used in ) Operations</b>	(4,566)	(1,031)
- Direct Tax paid including Deferred Tax	0	0
<b>A Net cash generated from/ (used in ) Operating Activities</b>	(4,566)	(1,031)
<b>B. Cash Flow from Investing Activities:</b>		
- Capital Expenditure of Fixed Assets	0	0
- Proceeds from Sale of Fixed Assets	0	0
- Investment in Fixed Deposit	(7,817)	(55,000)
<b>B Net Cash Flow Generated from/ (used in ) Investing Activities</b>	(7,817)	(55,000)
<b>C. Cash Flow from Financing Activities:</b>		
Cash Flow from Financing Activities		
- Issue proceeds from Equity Shares	60,400	55,306
- Long Term Borrowing-Unsecured Loan	0	0
<b>C Net Cash Flow Generated from/ (used in ) Financing Activities</b>	60,400	55,306
Net Increase/(Decrease) in Cash and Cash Equivalent [A+B+C]	48,017	(725)
Cash and Cash Equivalents at the beginning of the year	14,527	15,252
Cash and Cash Equivalents at the End of the year	62,543	14,527

As per our report of even date attached herewith

For, P K Modi & Co  
CHARTERED ACCOUNTANTS

P.K. MODI  
PROPRIETOR  
Membership No.: 043672  
Firm Reg. No.: 106484W  
UDIN: 23043672BGSXVT9939  
Place: Ahmedabad  
Date: 31-05-2023



For and on behalf of the Board of Directors of  
NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT  
CORPORATION LTD (Erstwhile Co. was Known as NATIONAL CO-OPERATIVE  
FINANCE AND DEVELOPMENT CORPORATION LIMITED)

JYOTINDRA MANSUKHLAL  
CHAIRMAN  
(DIN: 00387212)

FRANKY ARORA  
CHIEF FINANCIAL OFFICER

ATUL KHIRWADKAR  
CHIEF EXECUTIVE OFFICER

DEEPIKA ISRANI  
COMPANY SECRETARY  
ACS:62852

Place: New Delhi  
Date: 31-05-2023





**NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT  
CORPORATION LIMITED**  
**Erstwhile Co. was known as**  
**(NATIONAL CO-OPERATIVE FINANCE AND DEVELOPMENT  
CORPORATION LIMITED.)**

**Note 1:**

**Notes to the financial statements for the year ended 31<sup>st</sup> MARCH 2023**

**Company Overview:**

The Company had been incorporated on 18<sup>th</sup> April, 2020 in the name of Apex COOP Finance and Development Limited. The name of the Company was changed to National Co-Operative Finance and Development Corporation Limited on 5<sup>th</sup> January, 2021 and further it has been changed to National Urban Co-Operative Finance and Development Corporation Limited on 23<sup>rd</sup> November, 2022.

The Main Object of the Company is to carry on the business as Umbrella Organization of Urban Co-Operative Banks (UCBs) registered under concerned State Co-Operative Societies Act or Multi State Co-Operative Banks registered under Multi State Co-Operative Societies Act, 2002 and other Co-Operative Credit Institutions and provides fund and non-fund based facilities to UCBs and other Co-Operative Credit Institutions and accepts deposits and raise funds from members UCBs and other Co-Operative Institutions and raise securities including through Re-financing, extending Loans and Advances, Providing Co-Operative Institutions IT Support through Networking, Cloud, Data Backup Centre etc., and also the Business of Finance, Lending, Bills Purchase, Bills Discounting Factoring, Venture Finance, Investment Banking etc. to various category of Co-Operative Banks.

**1. Significant Accounting Policies:**

**1.1 Basis for preparation of financial statements**

- (a) The Financial Statements are prepared under the historical cost convention on the accrual concept of accountancy and in accordance with applicable mandatory accounting standards issued by the Institute of Chartered Accountants of India and the relevant provisions of the Companies Act, 2013.

**1.2 Revenue recognition**

*The Operations of the Company are not commenced during the year ended 31<sup>st</sup> March, 2023. The related revenue will be recognized on Accrual basis as and when the services are performed and Other Income from Interest on Fixed Deposit is recognized on accrual basis.*

All significant items of Income and Expense are accounted on accrual basis.

**1.3 Earnings per share**



Basic earnings per share are computed by dividing the profit for the period after tax by the weighted number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit for the period after tax (PAT) by the weighted number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity shares except where the results are anti-dilutive.

However, there is no EPS for the period as Operations of the Company are not commenced.

#### **1.4 Accounting for Taxes on Income:**

Tax expense comprises current and deferred tax.

##### **(a) Income Tax Provision**

Current tax is computed on taxable income determined in accordance with the provisions of the applicable tax rates and tax laws.

##### **(b) Deferred Tax Provision**

Deferred tax arising on account of timing differences and which are capable of reversal in one or more subsequent periods is recognized using the tax rates and tax laws that have been enacted or substantively enacted. Deferred tax assets are not recognized unless there is virtual certainty with respect to the reversal of the same in future years.

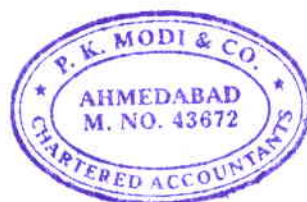
However, there is No Income Tax and Deferred Tax Provision made for the period due to Non Commencement of Operations.

#### **1.5 Provisions, Contingent Liabilities and Contingent assets**

As per Accounting Standard (AS) 29, 'Provisions, Contingent Liabilities and Contingent Assets', the Company recognizes provisions only when it has a present obligation 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 when a reliable estimate of the amount of the obligation can be made.

No Provisions is recognized for –

- (a) Any possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company; or
- (b) Present obligations that arise from past events but are not recognized because –
  - 1) It is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
  - 2) A reliable estimate of the amount of obligation cannot be made.

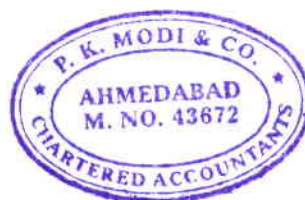


Such obligations are recorded as Contingent Liabilities. These are assessed continually and only that part of the obligation for which an outflow of resources embodying economic benefits is probable, is provided for, except in the extremely rare circumstances where no Reliable estimate can be made.

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

**1.6 Use of Estimates:**

The preparation of financial statements requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expenditure during the year. Differences between actual results and estimates are recognized in the year in which the results are known/materialized.



# NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.

(Erstwhile Co. was known as NATIONAL CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.)

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2023

### Note - 2 : Share Capital

(RS IN 000)

Sr. No.	PARTICULARS	As at 31st March 2023	As at 31st March 2022
1	<b>AUTHORISED CAPITAL</b>		
	100000000 Equity Shares of Rs. 10/- each	1000000	1000000
2	<b>ISSUED, SUBSCRIBED &amp; PAID UP CAPITAL</b>		
	7110600 Equity Shares of Rs. 10 Each	71106	71106
3	<b>SHARE APPLICATION MONEY PENDING FOR ALLOTMENT</b>	60400	-

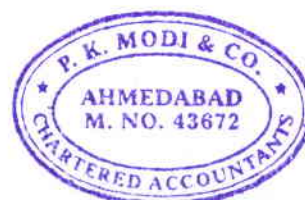
(RS. IN INR)

1A	List of Shareholders holding more than 5% share capital				
Sr. No.	Name of Shareholders	No. of Shares	%	Value/Share	Total Value
1	Gandhidham Mercantile Coop Bank Ltd.	10,00,000	14.06	10	1,00,00,000
2	Mehsana Urban Co-Operative Bank Ltd.	5,00,000	7.03	10	50,00,000
3	Raddi Sahkari Bank Maryadit	5,00,000	7.03	10	50,00,000
4	Rajkot Nagrik Sahkari Bank Ltd.	20,00,000	28.13	10	2,00,00,000
5	Gujarat Urban Co-Operative Banks Federation	4,00,000	5.63	10	40,00,000
6	The Karnataka State Co-Operative Urban Banks Federation Ltd.	4,00,000	5.63	10	40,00,000
7	National Federation of Urban Co-Operative Banks and Credit Societies Ltd.	5,00,000	7.03	10	50,00,000
	<b>TOTAL</b>	<b>53,00,000</b>	<b>74.54</b>		<b>5,30,00,000</b>

1B.	Shareholding of Promoters	2022-23			2021-22	
Sr. No.	Promoter Name	No. of Shares	% of Total Shares	% Change during the year	No. of Shares	% of Total Shares
1	Gujarat Urban Co-Operative Banks Federation	4,00,000	5.63	0	4,00,000	5.63
2	The Karnataka State Co-Operative Urban Banks Federation Ltd.	4,00,000	5.63	0	4,00,000	5.63
3	National Federation of Urban Co-Operative Banks and Credit Societies Ltd.	5,00,000	7.03	0	5,00,000	7.03
4	Federation of West Bengal Urban Co-Operative Bank and Credit Societies Ltd.	2,50,000	3.52	0	2,50,000	3.52
5	Hanumantgouda Patil	10,000	0.14	0	10,000	0.14
6	Jyotindra Manshukhlal Mehta	10,000	0.14	0	10,000	0.14

(RS. IN INR)

1C. Reconciliation of No. of Shares					
Sr.No.	PARTICULARS	As at 31st March 2023		As at 31st March 2022	
		Number	Amount	Number	Amount
1	Shares outstanding at the beginning of the year	71,10,600	7,11,06,000	15,80,000	1,58,00,000
2	Shares Issued during the year	-	-	55,30,600	5,53,06,000
3	Shares outstanding at the end of the year	71,10,600	7,11,06,000	71,10,600	7,11,06,000





# NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.

(Erstwhile Co. was known as NATIONAL CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2023

## Note-3

Trade Payables

(RS IN 000)

Figures For the Current Reporting Period

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
MSME	-	-	-	-	-
Others	-	-	-	-	-
Dispute dues-MSME	-	-	-	-	-
Dispute dues	-	-	-	-	-
Others	-	-	-	-	-
Total					-

Figures For the Previous Reporting Period

(RS IN 000)

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
MSME	-	-	-	-	-
Others	-	-	-	-	-
Dispute dues-MSME	-	-	-	-	-
Dispute dues	-	-	-	-	-
Others	-	-	-	-	-
Total					-

## Note - 4 : Other Current Liabilities

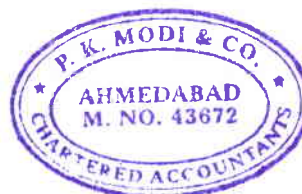
(RS IN 000)

Sr No	PARTICULARS	As at 31st March 2023	As at 31st March 2022
1	<b>Statutory Liabilities :</b>		
	TDS Payable	48	22
2	<b>Other Payables :</b>		
	NAFCUB	11209	11177
	M.C.Gupta & Co.	0	216
	Sunil Kulshreshtha & Associates	65	36
	Sitting Fees Payable	36	80
	Duties & Taxes IGST (Reverse Charge)	5	-
	<b>Total In ₹</b>	<b>11,364</b>	<b>11,531</b>

## Note - 5 : Short Term Provisions

(RS IN 000)

Sr No	PARTICULARS	As at 31st March 2023	As at 31st March 2022
1	Audit Fees Payable	45	45
	<b>Total In ₹</b>	<b>45</b>	<b>45</b>





<b>NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.</b>
<b>(Erstwhile Co. was known as NATIONAL CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.)</b>
<b>NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2023</b>

<b>1B.1 Reconciliation of No. of Shares</b>					
<b>Sr. No.</b>	<b>Name of the Shareholder</b>	<b>No.of Shares as at 31.03.2023</b>	<b>%</b>	<b>No.of Shares as at 31.03.2022</b>	<b>%</b>
1	Gandhidham Mercantile Coop Bank Ltd.	10,00,000	14.06	10,00,000	14.06
2	Mehsana Urban Co-Operative Bank Ltd.	5,00,000	7.03	5,00,000	7.03
3	Raddi Sahkari Bank Maryadit	5,00,000	7.03	5,00,000	7.03
4	Rajkot Nagrik Sahkari Bank Ltd.	20,00,000	28.13	20,00,000	28.13
5	Bhavana Rishi Co-operative Urban Bank Ltd. (Talangana)	1,00,000	1.41	1,00,000	1.41
6	Jalgaon janta Sahkari bank (Maharashtra)	1,00,000	1.41	1,00,000	1.41
7	Vijay Commercial Co-operative Bank LTD.	2,00,000	2.81	2,00,000	2.81
8	Nagrik Sahakari Bank LTD.	3,10,600	4.37	3,10,600	4.37
9	Surat National Cooperative Bank LTD.	1,00,000	1.41	1,00,000	1.41
10	The Nawanagar Cooperative bank LTD.	2,50,000	3.52	2,50,000	3.52
11	Nagpur nagrik Sahkari bank LTD.	1,50,000	2.11	1,50,000	2.11
12	Kranti Cooperative Urban Bank LTD.	50,000	0.70	50,000	0.70
13	Shri Ramesh Mantri	10,000	0.14	10,000	0.14
14	Veraval Urban Cooperative Bank LTD.	2,50,000	3.52	2,50,000	3.52
15	Shri A.M. Hindesgeri	10,000	0.14	10,000	0.14
16	Shri Karan Sharma(K. K. Sharma)	10,000	0.14	10,000	0.14



**NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT  
CORPORATION LTD.**

(Erstwhile Co. was known as NATIONAL CO-OPERATIVE FINANCE AND DEVELOPMENT  
CORPORATION LTD.)

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2023**

**Note : 6 Other Non - Current Assets**

(RS. IN 000)

Sr No	PARTICULARS	As at 31st March 2023	As at 31st March 2022
	<u>Security Deposit</u>		
1	CDSL	10	10
2	NSDL	45	10
3	RTA	18	18
	<b>Total In ₹</b>	<b>73</b>	<b>38</b>

**Note : 7 Current Investments**

(RS. IN 000)

Sr No	PARTICULARS	As at 31st March 2023	As at 31st March 2022
1	Investments in Fixed Deposits	62,817	55,000
	<b>Total In ₹</b>	<b>62,817</b>	<b>55,000</b>

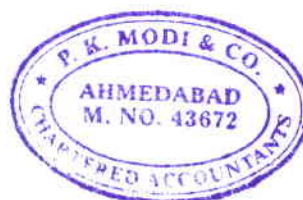
**Note: 8**

**Trade Receivables**

**Figures For the Current Reporting Period**

(RS. IN 000)

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 Months - 1Year	1-2 Years	2-3 Years	More than 3 Years	
Undisputed Trade Receivables- Considered Goods	-	-	-	-	-	-
Undisputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
Disputed Trade Receivables- Considered Goods	-	-	-	-	-	-
Disputed Trade Receivables- Considered Doubtful	-	-	-	-	-	-
Others	-	-	-	-	-	-



**Note : 9 Cash & Cash Equivalent****(RS. IN 000)**

Sr No	PARTICULARS	As at 31st March 2023	As at 31st March 2022
1	Cash in Hand	-	-
2	Bank Balance	62543	14527
	<b>Total In ₹</b>	<b>62,543</b>	<b>14,527</b>

**Note : 10 Short Terms Loans and Advances****(RS. IN 000)**

Sr No	PARTICULARS	As at 31st March 2023	As at 31st March 2022
1	<u>Others</u>		
	Hotel VITS (Mumbai)	3	-
	Shivm Travels	1	-
	Hotel Orchid (Mumbai)	3	-
	<b>Total In ₹</b>	<b>7</b>	<b>-</b>

**Note : 11 Other Current Assets****(RS. IN 000)**

Sr No	PARTICULARS	As at 31st March 2023	As at 31st March 2022
1	Pre- Operative Expenses	4906	1718
2	IGST Receivable	919	141
3	CGST Receivable	23	7
4	SGST Receivable	23	7
5	Interest Receivable on FDR	356	232
6	TDS Receivable	305	71
	<b>Total In ₹</b>	<b>6,533</b>	<b>2,176</b>



**NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.**

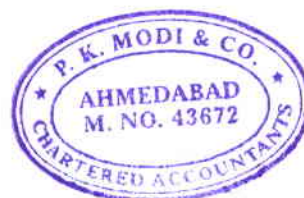
(Erstwhile Co. was known as NATIONAL CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.)

**NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH 2023**

(RS. IN 000)

**Note - 12 : Other Income**

Sr No	PARTICULARS	2022-23	2021-22
1	Interest on Fixed Deposit	3051	708
2	Interest on Income Tax Refund	3	-
	Total	3,054	708





**NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.**

(Erstwhile Co. was known as NATIONAL CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LIMITED.)

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2023**

**Note - 13 : Other Expenses**

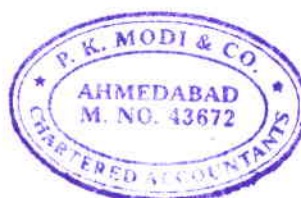
(RS. IN 000)

Sr No	PARTICULARS	2022-23	2021-22
1	Payment to Auditors		
	- As Auditor	75	50
2	Annual Charges :		
	- CDSL	23	6
	- NSDL	27	-
	- RTA	9	12
3	Bank Charges	3	0
4	Board Meeting Expenses	345	141
5	Conveyance & Travelling Expenses	333	217
6	Directors Sitting Fees	420	180
7	Legal & Professional Fees :		
	- M.C.Gupta & Co.	300	918
	- M.S.Buchasia	18	-
	- Niki Consultants	196	-
	- PKM Advisory Services LLP	150	-
	- Shyam S. Tomar	13	-
	- P.K.Modi & Co.	115	35
	- Sharda & Associates	100	-
	- Sunil Kulshreshtha	120	120
	- Naveen Pahwa	30	-
	- Cogence Labs	3500	-
	- Miscellaneous	7	-
8	Office Expenses	9	-
9	Other Expenses	357	0
10	Printing & Stationery Expense	75	-
11	ROC Filing Fees	20	63
	<b>Total</b>	<b>6,243</b>	<b>1,743</b>

**Note - 14 : Transfer to Pre-Operative Expense**

(RS. IN 000)

Sr No	PARTICULARS
1	The Operations of the Company are not commenced during the period ended 31st March, 2023 ; therefore the Expenses incurred during the period are transferred to Pre-Operative Expenses.





NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.	
(Erstwhile Co. was known as NATIONAL CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.)	
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2023	

Note: 15

X RATIO
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Sr. No.	Ratios	Formula	2022 - 23	2021 - 22	% Change	Reason for Change above 25%
1	Current Ratio	Current Assets / Current Liabilities	11.46	6.20	85%	The Co. has received Share Allotment money during the year which resulted in increase in Current Assets
2	Debt - Equity Ratio	Total External Borrowings / Total Equity	NA	NA	NA	The Co. is not having any External Borrowings.
3	Debt Service Coverage Ratio	(PAT + Depreciation + Interest) / (Interest + Installment)	NA	NA	NA	The Co. is not having any Interest Bearing Loans
4	Return on Equity Ratio	PAT / Average Shareholder's Equity	NA	NA	NA	The Operations of the Co. is not commenced yet
5	Inventory Turnover Ratio	Cost of Goods sold / Average Inventory	NA	NA	NA	The Co. is Financial Service Provider.
6	Trade Receivable Turnover Ratio	Credit Sales during the year / Average Accounts Receivable	NA	NA	NA	There is No Trade Receivable as Business is not commenced
7	Trade Payables Turnover Ratio	Credit Purchases during the year / Average Accounts Payable	NA	NA	NA	There is No Trade Payable as Business is not commenced
8	Net Capital Turnover Ratio	Total Operating Revenue / Net Assets	NA	NA	NA	Business Operations are not commenced
9	Net Profit Ratio	PAT / Total Revenue	NA	NA	NA	Business Operations are not commenced
10	Return on Capital Employed	PAT + Interest Expense / Capital Employed	NA	NA	NA	Business Operations are not commenced
11	Return on Investment	PAT / Investment	NA	NA	NA	Business Operations are not commenced

XII Compliance with approved Scheme(s) of Arrangements- NOT APPLICABLE

Where any Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013, the Company shall disclose that the effect of such Scheme of Arrangements have been accounted for in the books of account of the Company 'in accordance with the Scheme' and 'in accordance with accounting standards' and deviation in this regard shall be explained

XIII Utilisation of Borrowed funds and share premium: NOT APPLICABLE



<b>NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.</b>
(Erstwhile Co. was known as NATIONAL CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.)
<b>NOTES TO THE FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2023</b>

**Note: 15**

**I Title deeds of immovable Property not held in name of the Company**

Relevant line items in the Balance sheets	Descriptions of Item of property	Gross carrying Value	Title deeds of immovable Property not held in name of the Company	Whether title deed holder is a promotor, director or relative of Promotor' director or employee of promotors/ director	Property held since which date	Reason for not being held in the name of company
		NOT APPLICABLE				

Where the Company has revalued its Property, Plant and Equipment, the company shall disclose as to whether the revaluation is based on the valuation by a registered valuer as defined under rule 2 of the Companies (Registered Valuers and Valuation) Rules,

**II 2017**

**III where Loans or Advances in the nature of loans are granted to promotors, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are:**

Type of Borrower	Amount of loan and Advance in the nature of Loan outstanding	(RS. IN 000)	
		Percentage to the total Loans and Advances in the nature of loans	
Promotors	11177	100	
Directors	0	0	
KMPs	0	0	
Related Parties	0	0	



**NATIONAL URBAN CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.**

**(Erstwhile Co. was known as NATIONAL CO-OPERATIVE FINANCE AND DEVELOPMENT CORPORATION LTD.)**

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED ON 31ST MARCH 2023**

**Note - 16 : Payment to Auditors**

**(RS IN 000)**

Particulars	2022-23	2021-22
	Amount (₹)	Amount (₹)
For Audit Fees	50	50

**Note - 17 : Related Party Disclosures (As identified by the Management)**

Related Parties and Nature of Relationship

Key Managerial Personnel & Their Relatives

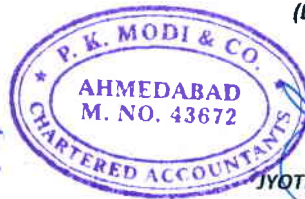
**(RS IN 000)**

Directors of the Company	Designation	Nature of Payment	2022-23 (Amount)	2021-2022 (Amount)
1. Jyotindra Mehta	Director	Sitting Fees	0	40
2. Hanumantgouda Patil	Director	Sitting Fees	100	20

Name	Relations	Nature of Transaction	2022-23 (Amount)	2021-2022 (Amount)
NAFCUB	Assocites	Loans Taken	11,209	11,177

For, P.K. MODI & CO.  
CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of  
National Urban Co-Operative Finance and Development Corporation Ltd.  
(Erstwhile Co. was known as National Co-Operative Finance and  
Development Corporation Ltd)



*P.K. Modi*

*Jyotindra Mansukhlal Mehta*  
JYOTINDRA MANSUKHLAL MEHTA  
DIRECTOR

*Franky Arora*  
FRANKY ARORA  
CHIEF FINANCIAL OFFICER

P.K. MODI  
PROPRIETOR  
Membership No.: 043672  
Firm Reg. No.: 106484W  
UDIN: 23043672BGSXVT9939  
Place: Ahmedabad  
Date: 31-05-2023

*Atul Khirwadkar*  
ATUL KHIRWADKAR  
CHIEF EXECUTIVE OFFICER

*Deepika Israni*  
DEEPIKA ISRANI  
COMPANY SECRETARY  
ACS:62852

Place: New Delhi  
Date: 31-05-2023

