

56th
ANNUAL REPORT
2022 - 2023



Haryana Financial Corporation



BANKERS

PUNJAB NATIONAL BANK
Bank Square, Sector 17
Chandigarh-160017

UNION BANK OF INDIA
SCO 137-138, Sector 8-C
Chandigarh-160018

STATUTORY AUDITORS

M/s PREM RAVINDER & CO.,
Chartered Accountants,
16, Plot No. 24, Barkeley Square, Industrial Area,
Phase -1, Chandigarh

REGISTRAR & SHARE TRANSFER AGENTS

M/s BEETAL FINANCIAL & COMPUTER SERVICES (P) LTD.
'Beetal House', 3rd Floor, 99 Madangir, Behind Local Shopping
Centre, Near Dada Harsukhdas Mandir, New Delhi - 110062
Phone : 011-29961281-82, Fax : 011-29961284
E-mail : beetalrta@gmail.com

HEAD OFFICE

HARYANA FINANCIAL CORPORATION
30 Bays Building (Ground Floor)
Sector 17-C, Chandigarh - 160 017
Ph. : 2702755-57, 2702568 Fax : 2721624, 2702666
E-mail : hfclegal@gmail.com Website : www.hfcindia.org.in
GST No. : 04AAACH4685B1ZY PAN No. : AAACH4685B
Registered at : Chandigarh (UT)



HARYANA FINANCIAL CORPORATION, CHANDIGARH

Directors on the Board of the Corporation as on 31.03.2023

(under section 10 of the SFCs Act, 1951)

1.	Sh. V. Umashankar, IAS Principal Secretary to Hon'ble Chief Minister, Haryana, Chandigarh.	Chairman	Nominated as Director by the State Govt. in terms of Section 10(b) of SFCs Act & appointed as Chairman in terms of Section 15(1) of SFCs Act, 1951 w.e.f. 24.12.2020 for a period of 3 years
2.	Shri Anand Mohan Sharan, Additional Chief Secretary to Government Haryana, Industries & Commerce Department, Haryana Civil Secretariat, Chandigarh	Director	Nominated by the State Govt. in terms of Section 10(b) of SFCs Act, 1951. w.e.f. 03.08.2022.
3.	Smt. Amneet P. Kumar, IAS Commissioner & Secretary to Govt. Haryana, Women & Child Development Deptt., Bay No. 15-20, Sector 4, Panchkula.	Director	Co-opted as Women Director by the Board of Directors, Haryana Financial Corporation in terms of Section 10 (e) (iv) of SFCs Act, 1951 w.e.f. 21.02.2019.
4.	Shri Manoj Khatri, HCS Joint Secretary, Finance, Haryana Haryana Civil Secretariat, Chandigarh	Director	Nominated by the State Govt. vide order dated 07.10.2022.
5.	Sh. Piyush Bhargava, DGM SIDBI, SCO NO.119-120, Sector 17-B, Chandigarh	Director	Nominated by SIDBI w.e.f. 10.01.2022
6.	Sh. Sudhir Kumar, Circle Head, Circle Office, Punjab National Bank, Bank Square, Sector 17-B, Chandigarh	Director	Nominated by PNB in terms of Section 10 (d) to represent shareholders in clause (c) of Sub-Section (3) of Section 4 of SFCs Act 1951 (Banks, Insurance Cos.etc.) w.e.f. 07.09.2021 for a period of 3 years.
7.	Sh. Harvinder Singh, Senior Divisional Manager, Life Insurance Corporation of India, Sector 17-B, Chandigarh.	Director	Nominated by Life Insurance Corporation of India and appointed by HFC in terms of Section 4(3)(c) of SFCs Act, 1951 w.e.f. 07.09.2021 for a period of three years.
8.	Shri Mohinder Kumar Chopra	Director	Nominated/Elected by Public Shareholders by way of Special Resolution in accordance with the provisions of Regulation 17(1A) of SEBI(LODR) Regulations, 2015 to represent shareholders in clause (d) of sub-section (3) of section 4 of SFCs Act, 1951 w.e.f. 07.07.2022 in the 54th AGM.
9.	Sh. Vikas Gupta, IAS MD, HSIIDC & HFC, CEO, Authority for Citizen Resources Information Depository; Advisor, Civil Aviation, Haryana and Secretary to Government Haryana, Civil Aviation Department.	Managing Director	Appointed by the State Govt. in terms of Sub-section (1) of Section 17 of SFCs Act, w.e.f. 30.11.2021



HARYANA FINANCIAL CORPORATION
H.O. : 30 Bays Building (Ground Floor), Sector 17-C, Chandigarh -160017
Ph. : 2702755-57, 2702568 e-mail : hfcsectt@gmail.com

Notice

In terms of Regulation 46 of Revised General Regulations of the Corporation read with Section 36 of the State Financial Corporations Act, 1951, it is hereby notified that the 56th Annual General Meeting of Shareholders of the Corporation will be held on 27th March, 2024 at 11:30 AM in the Committee Room of The Haryana State Cooperative Apex Bank Ltd. (HARCO Bank), 1st Floor, SCO 78-80, Bank Square, Sector-17B, Chandigarh - 160017 to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2023 and the statement of Profit and Loss of the Corporation for the year ended on that date together with Report of the Board of Directors on the working of the Corporation throughout the year and the Auditor's Report on the said Balance Sheet and Accounts.
2. To reappoint M/s Prem Ravinder & Co., Chartered Accountants of Chandigarh as the Statutory Auditors of the Corporation from the conclusion of the present Annual General Meeting till the conclusion of the next Annual General Meeting for conducting audit for the financial year 2023-24 at an audit fee of Rs. 50,000/- plus applicable GST and admissible TA/DA.

NOTES:

- i) The Register of Members and Share Transfer Books of the Corporation will remain closed from 16.03.2024 to 26.03.2024 (both days inclusive).
- ii) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the Corporation. Proxies in order to be effective must be deposited (as per format published in the annual report) with the Head Office of the Corporation not less than 48 hours before the time fixed for the meeting.
- iii) The Institutional Shareholders i.e. SIDBI / Banks / Co-op Banks /Insurance Companies and Bodies Corporate/Companies etc. in order to attend & vote at the meeting shall submit authorization (as per format published in the Annual Report) along with certified copies of resolutions appointing duly authorized representative. Authorizations in order to be effective must be deposited with the Head Office of the Corporation not less than 48 hours before the time fixed for the meeting.
- iv) The Shareholders of the Corporation in its 55th Annual General Meeting held on 25.11.2022 had appointed M/s Prem Ravinder & Co., Chartered Accountants, Chandigarh as Statutory Auditors of the Corporation for the financial year 2022-23 u/s 37 (1) of SFCs Act, 1951 and they have conducted the audit for the year. As per RBI Guidelines, an Auditor can be re-appointed upto four terms. The audit firm has also confirmed their eligibility and given their consent/ declaration under the provisions of the Companies Act/ RBI Guidelines and accordingly the case is placed before the Shareholders for their re-appointment.

By Orders of the Board
for Haryana Financial Corporation

Company Secretary

Dated : 23rd Feb., 2024
Place : Chandigarh

HARYANA FINANCIAL CORPORATION CHANDIGARH



Directors' Report

The Board of Directors of Haryana Financial Corporation has pleasure in presenting the 56th Annual Report on the working of the Corporation together with the Audited statements of Accounts for the year ended 31st March, 2023.

Financial Results

During the financial year 2022-23 the Corporation has achieved the following working results.
(Rs. in crore)

		2022-23	2021-22
A.	Income		
	Income from operations	0.52	30.94*
	Other Income	4.42	4.40
	Total Income	4.94	35.34
B.	Expenditure		
	Interest & Other Financial Expenses	0.04	0.26
	Personnel Expenses	3.53	4.21
	Administrative Expenses	0.76	0.71
	Bad debts / Leasing Assets written off	–	4.72
	Depreciation	0.12	0.14
	Total Expenditure	4.45	10.04
C.	Operating Profit / (Loss) (A - B)	0.49	25.30
D.	Add : Excess Provision against Investments written back	0.01	4.72
E.	Less : i) Provision against NPAs Loan Assets & Investments	0.09	4.29
	ii) Provision against Income Tax	(-)0.31	4.00
	Net Profit / (Loss) (C + D - E)	0.72	21.73

Explanation :

* During the FY 2021-22, the income from operations was Rs. 30.94 crores. In this amount a sum of Rs. 30.22 crores was included being the income from sale of investments (shares)

Operational Highlights

The Corporation has already stopped sanction of the loans w.e.f. May, 2010 as already stated in the previous Annual Reports. The details of the operations of the Corporation i.e recovery of its dues during the year are given as under:-

(Rs. in crore)

	Performance for the Year 2022-23	Performance for the Year 2021-22
Sanction	0.00	0.00
Disbursement	0.00	0.00
Recovery	0.52	30.94



Resources Management

The Corporation has stopped fresh Sanctions since May, 2010. No borrowings from the market/banks have been made during the year. As stated earlier, the Corporation has since repaid its borrowings and there is no outstanding loan against the Corporation. The Corporation utilized its limited resources for meeting the commitments/liabilities during the year.

Share Capital from State Government

Due to present position of the Corporation, the State Govt. has not sanctioned/released any amount towards share capital during the year.

Corporate Governance/ Management Discussion & Analysis Report

The Corporate Governance and Management discussion and Analysis report as per SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 is annexed as Annexure with the Directors' Report. A certificate from M/s Sharma Sarin & Associates, Company Secretaries on the above for the year ending on 31st March, 2023 is also annexed with this report.

DEMATERIALIZATION FACILITY

The demat facility of the Corporation has been activated. The ISIN No. issued to the Corporation is INE737G01016

Listing

The equity shares of the Corporation are listed at Bombay Stock Exchange Ltd. (BSE Script Code No. 530927). The Corporation has paid the Annual Listing fee of Rs. 3.25 lakh plus GST to the Stock Exchange (BSE) within time. The State Govt. (being promoters) had filed an exemption application with SEBI in accordance with Regulation 42 of SEBI (Delisting of equity shares) regulations, 2021 for delisting of shares of the Corporation from Bombay Stock Exchange and the SEBI has granted certain exemptions/relaxations to the Corporation from delisting procedure subject to certain conditions.

Audit

The shareholders in its 55th Annual General Meeting held on 25.11.2022 as per provisions of section 37 of State Financial Corporations' Act, 1951 appointed M/s Prem Ravinder & Co., Chartered Accountants, Chandigarh (on the panel of the RBI) as Statutory Auditors for the financial year 2022-23, (for 2nd term), who have conducted audit of the Financial Statements of the Corporation, which form part of the Report.

As per RBI guidelines, in the normal course, an audit firm may continue for a term of 4 years in one spell. The re-appointment of existing Statutory Auditors M/s Prem Ravinder & Co., Chartered Accountants, Chandigarh for F.Y 2022-23 is subject to confirmation of the same by the RBI. Accordingly, the RBI vide their letter dated 08.06.2023 have confirmed the eligibility of the Statutory Auditor for F.Y 2023-24.

Audit By Comptroller & Auditor General of India(CAG)

The Comptroller & Auditor General of India (CAG) had conducted the audit of the accounts of the Corporation upto FY 2022-23 and their reports shall form part of this report and shall be forwarded to the State Govt. for placing before the State Legislature. The reports of C&AG which form part of Annual Report of the Corporation up to financial year 2021-22 have already been placed before the State Legislature as per provisions of State Financial Corporations Act, 1951

Cash flow Statement

In conformity with the provisions of SEBI (LODR) Regulations, 2015, the Cash Flow Statement for the year ending on 31.03.2023 is annexed with the Annual Accounts.



Board of Directors

The composition of Board of Directors of your company as on 31.03.2023 is as under :

1.	Shri V Umashankar, IAS	Chairman
2.	Shri Anand Mohan Sharan, IAS	Director
3.	Smt. Amneet P. Kumar, IAS	Director
4.	Shri Manoj Khatri, HCS	Director
5.	Shri Sudhir Kumar	Director
6.	Shri Piyush Bhargava	Director
7.	Shri Harvinder Singh	Director
8.	Shri Mohinder Kumar Chopra	Director
9.	Shri Vikas Gupta, IAS	Managing Director

The composition of Board of Directors of your company as on the date is as under :

1.	Shri V Umashankar, IAS	Chairman
2.	Shri Anand Mohan Sharan, IAS	Director
3.	Smt. Amneet P. Kumar, IAS	Director
4.	Shri C.G. Rajini Kaanthan, IAS	Director
5.	Smt. Radhika Singh, HCS	Director
6.	Shri Piyush Bhargava	Director
7.	Shri Mohinder Kumar Chopra	Director
8.	Shri Shrawan Kumar Anand	Director
9.	Shri Kashmiri Lal Kukreja	Director
10.	Shri Yash Garg, IAS	Managing Director

During the year under review, four meetings of Board of Directors were held on 31.05.2022, 30.09.2022, 29.12.2022 and 28.03.2023. The detail of the number of meetings of the Board held during the FY 2022-23 forms part of the Report on Corporate Governance in terms of regulation 34(3) of SEBI (LODR) Regulations, 2015.

Position of Winding Up/Liquidation of Corporation

It was already informed to the shareholders in the previous Annual General Meetings that the proposal for liquidation/winding up of the Corporation has been forwarded to the State Govt and the State Govt. has appointed MD, HSIIDC as the Nodal Officer for commencing and completing the liquidation proceedings. Further, the process for appointing the Merchant Banker for delisting procedure of the Corporation has already been initiated.

Further, the Board of Directors of the Corporation in its meeting held on 11.02.2022 had reconstituted the Winding up Committee, which comprises of the following :

- | | |
|---|----------|
| 1. Managing Director, HSIIDC | Chairman |
| 2. Director of Industries & Commerce, Haryana | Member |
| 3. Nominee from Finance Deptt., Haryana | Member |

Acknowledgements

The Board of the Haryana Financial Corporation wishes to place on record its special thanks and gratitude to Govt. of Haryana, Department of Industries & Commerce and Small Industrial Development Bank of India (SIDBI) for their continuous co-operation and support in all the operational/financial matters.

The Board wishes to take the opportunity to thank the Banks and shareholders for extending their support and cooperation.

The Board of Directors placed on record its appreciation of the contribution made by the outgoing Directors.

The Board placed on record its appreciation for the services rendered by the staff of the Corporation at different levels during the year.

For and on behalf of Board of Directors

Managing Director

Dated : 16.02.2024

Place : Chandigarh

**CORPORATE GOVERNANCE / MANAGEMENT DISCUSSION & ANALYSIS REPORT****Report on Corporate Governance****1. Brief Statement about Corporation/Applicability of Corporate Governance.**

Haryana Financial Corporation has been established under the State Financial Corporations' Act, 1951. The Companies Act, 2013 is not applicable to the Corporation. Accordingly as per regulation 15(2) (b) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the provisions of Corporate Governance as given in regulation 27 and other regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are applicable to the limited extent. As per requirements of the Stock Exchange (BSE) and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Corporation is making necessary compliances to the extent applicable /feasible in view of the adhering of the provisions of the State Financial Corporations Act, 1951 and rules made there under. The Corporation is attending to its customers/borrowers, shareholders and others to the best practices applicable /feasible under the given norms.

2. Board of Directors**2(a) Composition of Board**

The Corporation has been established under the State Financial Corporations Act, 1951 and we are adhering to the provisions of the said Act. It is submitted that section 9 of the SFCs Act, 1951 prescribes the detail about Management, the general superintendence direction and management of affairs and business of the Financial Corporation shall vest in a Board of Directors which may exercise all powers and do all such acts and things, as may be exercised or done by the Financial Corporation. Section 10 of State Financial Corporations Act, 1951 prescribes the composition of Board of Directors of the Corporation. The details of the Directors of the Corporation as on 31.03.2023 have been given in the Annual Report separately. As per section 10 of the SFCs Act, 1951 there is a provision of nomination of two Directors by the Govt. of Haryana u/s 10(b), two Directors to be nominated by Small Industries Development Bank of India (SIDBI) u/s 10(c), two Directors to be nominated by Banks/insurance companies u/s 10(d), two Directors to be elected by the shareholders u/s 10(e) on the basis of percentage of Share Capital held by public shareholders and two Directors to be co-opted by Board of Directors u/s 10(e) (iv). Further, as per provision of section 15(1) of SFCs Act, 1951 one of the Director nominated by the State Govt. u/s 10(b) will be nominated as Chairman of the Corporation. Further as per provisions of section 17 read with section 10(f) of the SFCs Act, 1951, the State Govt. will appoint the Managing Director of the Corporation. As per the above provisions the State Govt. has nominated two Directors. SIDBI has nominated one Director against the provision of two Directors. The banks/insurance companies have nominated two Directors as per provision. Sh. Mohinder Kumar Chopra was appointed as director elected by the shareholders u/s 10(e) of the SFCs Act, 1951, in 54th AGM held on 07.07.2022. The Board has also co-opted three Directors as per provision in the SFCs Act, 1951. Except Managing Director all other Directors are non-executive. The Chairman is also a Non-Executive Director. There was one woman director as on 31.03.2023 (as on date there are 2 women Directors) on the Board of the Corporation, the list of which has separately been published in the Annual Report

2(b) Board Meetings

The Board of Directors had four meetings during the Financial Year 2022-23 as per details given below :

S.No.	Number of Board Meeting	Date of Board Meeting
1.	352nd	31.05.2022
2.	353rd	30.09.2022
3.	354th	29.12.2022
4.	355th	28.03.2023



The Composition of Board during the year under review and detail of meetings during their tenure alongwith their attendance, is as under :

S.No.	Name of Director	No. meetings during their tenure	No. meetings attended
1.	Shri Vijayendra Kumar, IAS	1	1
2.	Shri V. Umashankar, IAS	4	2
3.	Shri Anand Mohan Sharan, IAS	3	3
4.	Smt. G. Komal Kishore, IRS	4	1
5.	Smt. Amneet P. Kumar, IAS	4	2
6.	Shri Manoj Khatri, HCS	2	2
7.	Shri Sudhir Kumar	4	3
8.	Shri Piyush Bhargava	4	2
9.	Shri Harvinder Singh	4	2
10.	Shri Mohinder Kumar Chopra	3	3
11.	Shri Vikas Gupta, IAS	4	4

2(c) Fidelity & Secrecy

As per provisions of section 40 of SFCs Act, 1951, the fidelity and secrecy certificate and other details were obtained from the directors and the same have been taken on record by the Board of the Corporation.

3 Audit Committee

The Audit Committee of the Corporation has been constituted/re-constituted by the Board of the Corporation. The latest constitution of the Audit Committee comprised of three non executive Directors, out of which 2 Directors are independent Director. The scope of the Audit Committee is as per the provisions of Regulation 18 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

4. Nomination and Remuneration Committee

The Corporation has constituted Nomination and Remuneration Committee comprising of the Non-Executive Directors who are not entitled for any remuneration. The latest constitution of the Nomination and Remuneration Committee comprised of three non-executive Directors, out of which 2 directors are independent Director. The Managing Director of the Corporation is an IAS officer and is appointed by the State Govt., Haryana and the remuneration payable is in accordance with the terms and conditions prescribed by the State Govt., Haryana. The other Directors are entitled to sitting fee of Rs. 2500/- for attending Board & other meetings besides TA/DA.

As regards remuneration / pay scales and other allowances to the employees, the same are being sanctioned by the Board on the basis of the State Govt., Haryana and as per provisions of the State Financial Corporations' Act, 1951 & approved by HBPE

5. Shareholders/Investors Grievances Committee

The Shareholders/Investors Grievances Committee of the Corporation has been constituted/re-constituted by the Board of the Corporation. The committee comprised Director nominated by SIDBI u/s 10(c), Director nominated/elected by banks/LIC (shareholders mentioned in clause(c) of sub-section (3) of section 4), Director nominated/elected by the public shareholders mentioned in clause (d) of sub-section (3) of section 4 read with section 10(d) and 10(e) respectively of the State Financial Corporations Act, 1951. The above Directors are non executive and independent Directors.

6. Risk Management Committee

Pursuant to Regulation 21 (5) of SEBI (LODR) Regulation, 2015, Risk Management Committee is required to be constituted by the top 1000 listed entities, determined on the basis of market capitalization as at the end of the immediate preceding financial years and high value debt listed entities. Corporation does not fall within the said criteria and hence not constituted Risk Management Committee.

7. General Body Meetings

The location and time for the last three Annual General Meetings were :

Year	AGM	Location	Date	Time
2019-2020	53rd AGM	HARCO Bank, Sector 17B, Chandigarh	25.03.2022	11.30 AM
2020-2021	54th AGM	HARCO Bank, Sector 17B, Chandigarh	07.07.2022	11.30 AM
2021-2022	55th AGM	HARCO Bank, Sector 17B, Chandigarh	25.11.2022	11.30 AM

No postal ballots were used/invited for voting in the above meetings.

8. Disclosures

a) Disclosures on materially significant related party transactions

The Corporation has not entered into any materially significant transactions during the year under review which would have potential conflict of interest between the Corporation and its Promoters, Directors, Management and/or their relatives in terms of reference of Related Party Transactions.

b) Penalties by stock exchanges/SEBI for non compliance by the Corporation.

The Bombay Stock Exchange has levied penalties for delay in compliance of Listing Regulations particularly Regulation 33 for submission of quarterly financial results. In this regard, Corporation has requested BSE for waiver of penalty, however the Corporation has taken remedial steps and now the Quarterly Financial Results are being placed before the Board and filed timely with BSE Ltd. It has also been clarified to the Exchange that the Corporation is in the process of winding up as ordered by the State Government and for which Nodal officer has also been appointed for completion of liquidation process. Hence, no penalty has been paid to BSE.

It is also pertinent to mention here that the Adjudication proceedings for non-compliance of Minimum Public Shareholdings (MPS) Requirements have been dispensed with by the Securities and Exchange Board of India (SEBI) vide its letter No. EAD/AO-SM/JR/OW/33882/2018 dated 11.12.2018.

9. Secretarial Audit and Annual Secretarial Compliance Report

Pursuant to the regulation 24A of SEBI (LODR) Regulation, 2015 Mr. Vishal Arora, Practicing Company Secretaries was appointed as Secretarial Auditors of the Corporation to conduct a Secretarial Audit and related records for the years ended 31st March, 2023. The Corporation has obtained the Secretarial Audit Report from Mr. Vishal Arora, Practicing Company Secretaries and the same is annexed to the Board Report. Further, the Corporation has also obtained the Secretarial Compliance Report and the same was submitted to the BSE Ltd.

10. Means of Communication

The quarterly, half yearly and annual financial results of the Corporation are published in two newspapers - "The Indian Express (English Edition) and Dainik Jagran (Hindi Edition), Chandigarh".

The quarterly financial results are also updated on the Website of the Corporation (www.hfcindia.org.in).

The Annual Report containing Audited Annual Accounts, Consolidated Financial Statements, Director's Report, Auditor's Report and other important information is circulated to the members / shareholders. The Annual Reports are despatched through post.

11. General Shareholders information

11.1 Annual General Meeting

- Date and Time 27th March 2024 at 11.30 AM
- Venue Head Office of the Corporation or as decided at some other place at Chandigarh

11.2 Financial Calendar (Tentative)

(from 1st April to 31st March)

The tentative dates for publishing of quarterly results will be as under :

- 30th June, 2022 : by 15th Aug, 2023
- 30th Sept, 2022 : by 15th Nov, 2023
- 31st Dec, 2022 : by 15th Feb, 2024
- 31st March, 2023 : by 30th May, 2024

11.3 Book Closure date 16.03.2024 to 26.03.2024

11.4 Dividend payment date (Not applicable)

No dividend has been recommended by the Board

11.5 Listing of Shares Bombay Stock Exchange Ltd. (BSE)

11.6 Stock code/Script Code 530927

11.7 Stock Market Data

The shares are thinly traded.

The available quotes at BSE Rs. 24.65 on 13.07.2011

11.8 Share price performance Refer 11.7**11.9 Registrar & Transfer Agents**

M/s Beetal Financial & Computer Services (P) Ltd., New Delhi has been appointed as the Registrar and Share Transfer Agent (RTA) of the Corporation for handling the share transfer work in physical form. All correspondence relating to share transfer, transmission can be made with them at the following address :

M/s Beetal Financial & Computer Services (P) Ltd.,
 'Beetal House', 3rd Floor, 99 Madangir, Behind Local
 Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi - 110062,
 Phone : 011-29961281, 29961282, Fax : 011-29961284 E-mail : beetal@beetalfinancial.com

11.10 Dematerialization of shares

The shares of the Corporation are in physical forms. An application was filed by the Corporation to National Stock Depository Limited (NSDL) for dematerialization of its shares in the year 2006. In furtherance to the orders of Board of Directors of the Corporation in its meeting held on 22.07.2019, a demat request was again filed by the Corporation to NSDL, which has been approved by NSDL and the ISIN issued to the Corporation is INE737G01016. Further, 84,100 shares are now dematerialised

11.11 Share Transfer System

The Corporation has constituted Share Transfer Committee of the Corporation. The Share Transfer Committee consists of the following members :

1	Managing Director	Chairman
2.	Executive Director/HSI IDC	Member
3.	Deputy General Manager	Member
4.	Deputy General Manager	Member
5.	Company Secretary	Member

As per SEBI Guidelines, transfer of shares can be done through demat mode only. Shares received by the Corporation for transmission are sent to Registrar/Share Transfer Agent (RTA). The RTA after completion of formalities forward the share transmission register containing all the details to the Corporation for approval. A meeting of the Share Transfer/Transmission Committee is then held to approve the transmission(s) and forward its minutes to the RTA for necessary action. Thereafter, the Registrar makes the endorsement on the share certificates and forwards the share certificates duly transferred to transferee. The same procedure is adopted for the shares directly received by the RTA.

11.12 Shareholding pattern as on 31st March, 2023

Category of shareholders as per section 4(3) of SFCs Act, 1951		No. of Shareholders	No. of shares held of Rs. 10/- each	%age of holding
a	State Govt. (Haryana)	1	20,20,11,650	97.28%
b	SIDBI	1	43,26,550	02.08%
c	Banks, Financial Institutions, Insurance Co., Central/State Govt. Institutions/Non Govt. Institutions	9	2,01,700	00.10%
d	Others (Shareholders other than those referred to in clause (a), (b), (c) above)	1919	11,18,200	00.54%
TOTAL		1930	20,76,58,100	100%

The above pattern was same as on 31.03.2022

11.13 Outstanding GDR/Warrants and Convertible Bonds, Conversion date and likely impact on the equity.
- Nil -**11.14 Plant Locations**

The Corporation has its Head Office at Chandigarh and 2 Branch Offices in Gurgaon and Panipat. There is no plant/manufacturing unit of the Corporation..

11.15 Address for Correspondence

The Shareholders may correspond with the Share Transfer Agent (the address of which has been given above, at S.No. 11.9) for their queries with regard to change of address, transfer of shares or at the following address:

The Compliance Officer
 Haryana Financial Corporation
 Secretarial Cell, 30 Bays Building , (Ground Floor),
 Sector 17- C, Chandigarh-160017.
 Ph. No. 0172-2714530, 2702755-57 Fax No. 0172-2702666 E-mail: hfcsectt@gmail.com

MANAGEMENT DISCUSSION & ANALYSIS REPORT

i) **Term Lending Institution**

You are aware that the Haryana Financial Corporation was established under the State Financial Corporations Act, 1951 as a State level development financial institution to provide financial assistance to the industrial units and for other activities as per section 25 of the SFCs Act, 1951 relating thereto to the small scale sectors set up in the State of Haryana in the year 1967.

ii) **Risks, Threats and Concerns**

Risk means uncertainties about events and their outcomes that could have a material impact on the performance and projections of the Corporation. The risk is inherent in every business. We have already informed to the shareholders in the previous report that with the reforms of the financial sector, the traditional area have been entered into by new entrants i.e. Banks and Non-Banking Financial Companies (NBFCs) who have access to cheap source of funds. Accordingly, the Corporation was facing stiff competition from NBFCs and Banks. In view of the above, the Corporation could not withstand the competition from these institutions due to operational limitations and accordingly stopped fresh business/ sanction of the loans since May, 2010.

It was already informed to the shareholders in the previous Annual General Meetings that the proposal for liquidation/winding up of the Corporation has been forwarded to the State Govt. and the State Govt. has appointed MD, HSIIDC as the Nodal Officer for commencing and completing the liquidation proceedings.

In addition to above, there are a number of suit filed cases (pension, arrears of 6th pay commission to staff and other staff/borrowers cases) pending in the courts which will also affect its profitability.

iii) **Corporation's Performance**

You are aware that the Corporation's main thrust is now recovery of its loans especially the bad debts. During the year a sum of Rs. 52.00 lakh has been recovered.

iv) **Opportunities/Resources**

As you are aware that the Corporation has since repaid entire outstanding refinance under settlement to SIDBI. As already informed the Corporation has also repaid all the bonds series due from time to time. So, there is no outstanding loans against the Corporation as such the Corporation is debt free. There is no interest liability in this regard.

The Corporation has a number of NPA cases. There are opportunities that some of them may come under settlement scheme which tantamounts to recovery for the Corporation.

v) **Internal Control System**

The Corporation is under winding up process. Therefore, due to paucity of staff, the internal audit is limited to only certain payments above specified amount.

vi) **Human Resources**

With the retirement of the staff, the staff strength has been reduced from 19 as on 31.03.2022 to 18 as on 31.03.2023. The Corporation is making its efforts to reduce the administrative burden and at the same time motivate the existing staff and get support from them to discharge their responsibilities.

Certain statements made in the "Management Discussion and Analysis Report" might be considered forward looking. These statements are subject to certain risks and actual result may differ.

Partners

P D Sharma

M.A., LL.B. (A), IP, FCS

G S Sarin

B.Com., LL.B., MFC, IP, FCS



SHARMA SARIN & ASSOCIATES

COMPANY SECRETARIES

OFFICE

**SCO 186-188, First Floor, Adj. Ghazal Restaurant,
Sector 17-C, Chandigarh-160 017 (Entry Backside)**

Phone : 0172-5012112, 5079239

e-mail : sharmasarinassociate@yahoo.com

sharma.sarinoffice@gmail.com, cssharma.sarin@gmail.com

Website : www.cslaws.com

**COMPLIANCE CERTIFICATE OF CORPORATE GOVERNANCE
HARYANAFINANCIAL CORPORATION**

To

The Members of

Haryana Financial Corporation
Chandigarh

In accordance with the regulations and obligations under Chapter IV of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we have examined all relevant records of Haryana Financial Corporation (HFC) for the financial year ended on 31st March, 2023.

We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of certification and have been provided with such records, documents, certifications etc. as had been required by us.

We certify that on the basis of the records produced and the explanations given to us by the Corporation for the purpose of this certificate, has complied with the applicable requirements of the said SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, to the extent applicable to the Corporation which is constituted under a Central statute i.e. State Financial Corporations Act, 1951.

We further state that no Investor Grievance was pending for the period exceeding one month against the Corporation as per the records maintained and produced before us by the Corporation.

We further state that such compliance is neither an assurance as to the future validity of the Corporation nor efficiency or effectiveness with which the Management has conducted the affairs of the Corporation.

**For Sharma Sarin & Associates
Company Secretaries**



**CS P. D. Sharma
(Partner)**

FCS No. 2285

CP No. 2692

Date: 06.02.2024

Place: Chandigarh

UDIN: F002285E003383542

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH 2023
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

TO
THE MEMBERS,
HARYANA FINANCIAL CORPORATION
SECTOR 17,
CHANDIGARH

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good Corporate Practices by HARYANA FINANCIAL CORPORATION (hereinafter referred to as "the Corporation"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the HARYANA FINANCIAL CORPORATION books, papers, minute books, forms and returns filed and other records maintained by the Corporation and also the information provided by the Corporation, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Corporation has, during the audit period covering the financial year ended on 31st March, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by HARYANA FINANCIAL CORPORATION ("the Corporation") for the financial year ended on 31st March, 2023 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The State Financial Corporation Act, 1951
- (iii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (v) The Reserve Bank of India Act, 1934

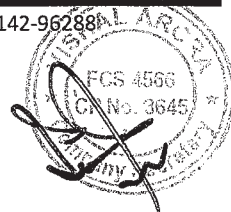


The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;.
- (i) The Securities and Exchange Board of India (listing obligations & disclosure requirements) regulations, 2015.

(vi) **OTHER APPLICABLE ACTS :**

- (a) The Finance Act, 2018.
- (b) Prevention of Money Laundering Act, 2002 and the prevention of Money-Laundering (Amendment) Act 2012.
- (c) Banking Companies (period of preservation of records) rules, 1985
- (d) Bankers Book Evidence Act , 1891
- (e) Employee's State Insurance act, 1948, and rules made thereunder.
- (f) The Employee's Provident Fund and Miscellaneous Provisions Act, 1952 and rules made thereunder.
- (g) The Payment of Bonus Act, 1956, and rules made thereunder.
- (h) The Payment of Gratuity Act, 1972.
- (i) Indian Contract Act, 1872.
- (j) The Apprentices Act, 1961.
- (k) The Workmen's Compensation act, 1923.
- (l) Sexual Harassment of Women at Work Place (Prevention, Prohibition & Redressal) Act, 2013.



- (m) The Securitisation and Reconstruction of Financial Assets and Enforcement of Securities Interest Act, 2002
- (n) The Public Financial Institutions (obligations as to Fidelity and Secrecy) Act, 1983
- (o) The Credit Information Companies (Regulation) Act, 2005
- (p) The State Bank of India Act, 1955
- (q) The Income Tax Act, 1961

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

- (i) Secretarial Standards issued by "The Institute of Company Secretaries of India"
- (ii) The listing agreement and Securities and Exchange Board of India (listing Obligations and Disclosure Requirements) Regulations, 2015 entered into by the Company with Bombay Stock Exchange Limited (BSE) and National Stock Exchange (NSE).

COMPLIANCE OF CONDITION OF CORPORATE GOVERNANCE IS THE RESPONSIBILITY OF THE MANAGEMENT. OUR EXAMINATION WAS LIMITED TO PROCEDURES AND IMPLEMENTATION THEREOF, ADOPTED BY THE CORPORATION FOR ENSURING THE COMPLIANCE OF THE CONDITIONS OF CORPORATE GOVERNANCE. IT IS NEITHER AN AUDIT NOR AN EXPRESSION OF OPINION ON THE FINANCIAL STATEMENTS OF THE CORPORATION.

Qualifications:

During the period under review the corporation has complied with the provisions of the Act, Rules, Regulations w.r.t the above mentioned acts whichever are applicable and rules apart from the following observations:

- a) The provisions of the Companies Act, 2013 are not applicable to the Corporation as the Corporation is not registered under the Companies Act.
- b) The applicability of the Secretarial Audit is required as per the Listing requirements.
- c) As the Corporation is not registered under the Companies Act therefore the scope of this audit is limited to compliance with the SEBI (LODR) Regulations and Compliances of State Financial Corporation Act, 1951.

The Corporation is a Government Sector Undertaking established under a special law: There are procedural and administrative delays found regarding the compliance during the conduct of the Audit. The requirements of the SEBI (LODR) Regulations have not been fully complied because of administrative problems and Corporation being not into any active business.

The management has informed us that the procedural requirements are not complied because of the paucity of staff and no new employment is made. Further to this as informed by the



VISHAL ARORA
COMPANY SECRETARY

Management the delisting of securities of the Corporation is under the active consideration of the State Government and all these factors summed up has caused delays in the compliances.

d) There have been occasional delays in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 with respect to the following:

I) Regulation 29 The Corporation has not furnished the Notice of Board Meeting to Stock Exchange.

II) Regulation 44 The Submission of voting result to Stock Exchange has not been done. The Corporation is required to provide e voting facility to its shareholders which is not being done.

The other observations with respect to the Statutory Books apart from the State Financial Corporation Act, 1951 are based upon the certification received from various department heads.

This report is to be read with my letter of even date which is annexed as "Annexure A" and forms and integral part of this report.



(VISHAL ARORA)
COMPANY SECRETARY
FCS NO. 4566
CP NO.3645

PLACE: CHANDIGARH

DATE: 07.09.2023

UDIN: F004566E000963260

VISHAL ARORA
COMPANY SECRETARY

"Annexure -A"

TO
THE MEMBERS,
HARYANA FINANCIAL CORPORATION
SECTOR 17,
CHANDIGARH

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

1. Maintenance of secretarial records is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records, based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that the correct facts are reflected in secretarial records. I believe that the processes and practices, I followed, provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Whenever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws. Rules, regulations, standards are the responsibility of the management. My examination was limited to the extent of verification of procedures on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.


(VISHAL ARORA)
COMPANY SECRETARY
FCS NO. 4566
CP NO.3645

PLACE: CHANDIGARH
DATE: 07.09.2023
UDIN: F004566E000963260

Auditor's Certificate (F.Y.2022-23)

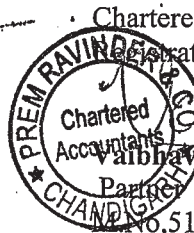
In accordance with the provisions of section 37(1) of the State Financial Corporations Act, 1951, we have audited the Balance Sheet of Haryana Financial Corporation as at 31 March, 2023 and also the annexed Profit and Loss Account for the years ended on the date.

We conducted our audit in accordance with auditing standard generally accepted in India. In our opinion and to the best of our information and according to the explanations given to us:

- a) The operations of Haryana Financial Corporation have been conducted in accordance with provisions of the SFCs Act, 1951.
- b) The income recognition, asset classification and provisioning have been done as per the guidelines issued by SIDBI from time to time.
- c) The investment of surplus fund is made in accordance with the prudential norms laid down by the Board of Directors.
- d) Authentication of Calculate of CRAR and assessment of capital adequacy ratio in the 'Notes on Accounts' attached to the Balance Sheet and various other ratio/ items have been disclosed in the 'Notes of Accounts' (Schedule Q- Point P)
- e) The corporation has no Govt. guarantee outstanding as on 31.03.2023 as the account with SIDBI has already been settled.
- f) The level of risk management practices and compliance to regulatory directives issued by SIDBI with regard to exposure norms, segregation of refinanced assets is not applicable because the corporation is in the process of winding up and it has repaid/settled entire refinance with SIDBI. In view of the above, the corporation has not taken any step with regard to the valuation of loan assets. However at the time of settlement or sale of mortgaged assets, valuation of assets is being done on case to case basis.
- g) All the Loans & Advance of the Corporation, financial statements and salaried to staff have been computerized.

Further, there is no adverse observation/ qualifications in our Auditor's Report. We have an unmodified opinion in respect of Contingent Liabilities as mentioned in para B of Schedule Q of Notes on Accounts and in respect of Material Uncertainty Related to Going Concern of the corporation as reflected in para C of Schedule Q of Notes on Accounts of this financial statements. This may be considered as a nil report.

Place : Chandigarh
Date : 13-10-2023

For Prem Ravinder & Co.
Chartered Accountants
Registration No. 006573N

Valibhav Garg
Partner
No. 515718
UDIN-23515718BGVNXT7570

The Members,
Haryana Financial Corporation
Chandigarh

INDEPENDENT AUDITORS' REPORT

We have audited the accompanying financial statements of **Haryana Financial Corporation (HFC)**, which comprise of the **Balance Sheet as at 31st March, 2023** and the Statement of Profit and Loss and Cash Flow Statement for the year then ended and notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information.

1. Basis of Opinion

We conducted our audit in accordance with the Standards on Auditing. 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 Corporation in accordance with the Code of Ethics issued by 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.

2. Management's responsibility for the Financial Statements

The Corporation's Management is responsible for the preparation and presentation of these Financial Statements that give a true and fair view of the financial position, financial performance and the cash flows of the Corporation in accordance with the accounting standards and principles generally accepted in India and as per the requirements of Small Industries Development Bank of India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the act for safeguarding the assets of the Corporation and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

3. Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the Standards on Auditing issued by Institute of Chartered Accountants of India and provisions of section 37 of the State Financial Corporations Act 1951 as amended by SFCs (Amendment) Act 2000. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedure selected depend upon the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Corporation's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Corporation has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our Audit opinion on 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.

4. Emphasis of Matter

We draw attention to the Paragraph B of Schedule -'Q' (Notes on Account) in regards to Contingent Liabilities as under

- a)** Note no. B(1) regarding contingent liability in respect of units disposed off but in dispute-amount indeterminate.
- b)** Note no. B(2) regarding Liability in respect of claim lodged against the Corporation by ex-employees/pensioners to the extent of Rs. 4.42 crores (approx.) not acknowledged and other court cases/appeals filed by the employees/ex-employees/pensioners against which amount is indeterminate. There is a Contingent liability amounting to Rs.123.49 lacs in respect of claims lodged by Loaneees/Auction purchasers. The Corporation is generally unable to reasonably estimate possible loss for proceedings or disputes other than estimated.

Other Current Assets includes Rs. 224.08 lacs deposited with Income Tax Department against demand for Financial

years 1980-81 to 1982-83 and the Corporation has filed appeals (separately for each years) before Hon'ble Punjab and Haryana High Court. The matter is sub-judice, no provision against this amount has been made in the books of account.

c) Note no. M of Schedule -'Q' (Notes on Accounts) which discloses that the Corporation has maintained Fixed Assets Purchaser register, where all items of fixed assets are entered. Further as the purchases are of meager amount, no separate physical verification of fixed assets is being done by the Corporation.

Our opinion is not modified in respect of these matter.

5. Information other than the Financial Statements and Auditor's Report thereon.

The Corporation's Board of Directors and Management is responsible for the preparation of the other information. The other information comprises the information included in the Corporation's Annual 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 conclusions 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 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 the fact and we have nothing to report in this regard

6. Material Uncertainty Related to Going Concern

In preparing the financial statements, management is responsible for assessing the Corporation'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 Corporation or to cease operations, or has no realistic alternative but to do so. The Board of Directors are also responsible for overseeing the Corporation's financial reporting process.

We draw attention to the Paragraph C of Schedule -'Q' (Notes on Accounts) which discloses that the Corporation has recommended to the State Govt. for winding up/liquidation u/s 45 of SFCs Act, 1951. Further the State Govt. has appointed Managing Director HSIIDC as Nodal Officer for completing the formalities of winding up. The board of directors constituted a committee under the chairmanship of Director of Industries & Commerce, Haryana for the winding up purpose and the committee is now reconstituted under Chairmanship of Managing Director, HSIIDC. Further, the State Govt. has decided to delist the shares of the Corporation from Bombay Stock Exchange (BSE) and request for relaxation from detailed procedure of delisting of shares was made with SEBI. The SEBI has granted relaxations from applicability of certain provisions of Delisting Regulations, 2021 subject to fulfillment of certain conditions. The Board has further requested HSIIDC to take further action for hiring of Merchant banker for delisting of equity shares of HFC from Bombay Stock Exchange (BSE) in accordance with SEBI delisting guidelines.

These events, conditions and matters indicate that a material uncertainty exists that may cast significant doubt on the Corporation's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

7. Opinion

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 Act in the manner so required and give a true & fair view in conformity with the accounting principles laid down by SIDBI for SFCs and generally accepted in India :

- a) In the case of the Balance Sheet, of the state of affairs of the Corporation as at **31st March, 2023**
- b) In the case of the Statement of Profit & Loss Account, of the Profit of the Corporation of the year for the year ended on that date, and
- c) In the case of the Cash Flow Statement of the cash flows for the year ended on that date.

8. Report on Other Legal and Regulatory Requirements

On the basis of our audit subject to Notes on Accounts as contained in Schedule "Q", we report that :

- a) We have sought & obtained all the information and explanations which to the best to our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of accounts as required by law have been kept by the Corporation so far as it appears from our examination of those books and proper returns adequate for the purpose of our audit have been received from Branches.
- c) The Balance Sheet, the Statement of Profit & Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts and with the returns received from the Branches.
- d) In our opinion the aforesaid Balance Sheet, Statement of Profit & Loss and Cash Flow Statements comply with the Accounting Standards and guide lines issued by SIDBI for SFCs from time to time.
- e) The transactions of the Corporation that have come to our notice have been within the powers of the Corporation.

For **Prem Ravinder & Co.**

Chartered Accountants
Registration No.06573N



Vishav Garg

(Partner)
M.No. 515718

UDIN : 23515718BGVNXT7570

Place : Chandigarh
Dated : 13th October, 2023



HARYANA FINANCIAL CORPORATION, CHANDIGARH

BALANCE SHEET AS AT 31ST MARCH, 2023

As at 31.03.2022 (Amount in Rs.)	Particulars	Schedule	As at 31.03.2023 (Amount in Rs.)
	A EQUITY & LIABILITIES		
	1 Shareholders' funds		
2,076,581,000	a) Share capital	A	2,076,581,000
165,826,950	b) Reserves and surplus	B	165,826,950
	2 Current liabilities		
447,174,397	a) Other current liabilities	C	444,056,830
115,044,028	b) Provisions	D	115,807,085
2,804,626,375	Total		2,802,271,865
	B ASSETS		
	1 Non-current assets		
18,552,659	a) Fixed assets	E	16,888,426
1,450,000,000	b) Non-current investments	F	1,450,000,000
71,850,963	2 Loans and Advances	G	72,724,457
	3 Current Assets		
45,144,180	a) Current investments - Shares	H	45,144,180
294,613,761	b) Current investments - Fixed Deposits	H	278,992,559
5,509,915	c) Cash and bank balances	I	15,982,785
58,511,227	d) Other current assets	J	69,340,549
860,443,670	4 Profit and Loss Accounts	K	853,198,909
2,804,626,375	Total		2,802,271,865

Notes on Accounts

Q

Note : The Schedules referred to above form integral part of the Balance Sheet


Vandana Jindal
Dy. General Manager


Harnam Singh Rana
Company Secretary


Yash Garg, IAS
Managing Director



Vaibhav Garg
FCA (Partner)
Membership No. 515718
Firm Regd. No. 06573N
UDIN : 23515718BGVNXT7570

Place : Chandigarh

Dated : 13th October, 2023

HARYANA FINANCIAL CORPORATION, CHANDIGARH



STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2023

For the year ended
31.03.2022
(Amount in Rs.)

For the year ended
31.03.2023
(Amount in Rs.)

	INCOME	Schedule	
309,356,776	Revenue from Operations	L	5,270,008
44,013,324	Other Income	M	44,177,592
353,370,100	Total Revenue		49,447,600
	OPERATIONAL EXPENDITURE		
2,583,591	Other Financial & Misc. Expenses	N	449,594
42,128,277	Employees Benefit Expenses	O	35,255,672
7,089,636	Administrative Expenses	P	7,574,272
1,444,733	Depreciation	E	1,260,893
47,156,778	Leasing Assets Written Off		0
100,403,015	Total Expenditure		44,540,431
252,967,085	Profit / (Loss) before provisioning		4,907,169
47,156,778	Add : Provision Against NPAs Leasing Assets Written Back		0
0	: Provision Against Investments Written Back		110,400
0	: Excess provision Against Income Tax Written Back (FY 2021-22)		3,100,649
42,100,964	Less : Provision Against Investments		0
784,072	: Provision Against NPAs Loans Assets		873,457
40,000,000	: Provision for Income Tax		0
3,250	: Additional Provision for Income tax - FY 2019-20		0
217,235,577	Net Profit /(Loss)		7,244,761
	Notes on Accounts	Q	
1.05	Earning Per Share		0.03

Note : The Schedules referred to above form integral part of the Profit & Loss Account


Vandana Jindal
Dy. General Manager


Harnam Singh Rana
Company Secretary


Yash Garg, IAS
Managing Director

Place : Chandigarh
Dated : 13th October, 2023


Vaibhav Garg
FCA (Partner)
Membership No. 515718
Firm Regd. No. 06573N
UDIN : 23515718BGVNXT7570





Schedule 'A' - Share Capital

As at 31.03.2022 Amount (Rs.)			As at 31.03.2023 Amount (Rs.)
	Authorised		
<u>3,000,000,000</u>	300,000,000 Equity Shares of Rs.10/- each		<u>3,000,000,000</u>
	Issued And Subscribed		
2,110,655,000	a) 211,065,500 (Previous year 211,065,500) Equity Shares of Rs.10/- each issued under section 4 of SFCs' Act, 1951	2,110,655,000	
	b) 626,600 Shares of Rs.10/- each issued under Section 4A(1) of the SFCs' Act,1951 as special class of shares.		
<u>6,266,000</u>		<u>6,266,000</u>	
2,116,921,000			2,116,921,000
	Paid-Up		
2,116,921,000	Issued & Subscribed	2,116,921,000	
<u>40,340,000</u>	Less : Amount Forfeited - 4,034,000 equity shares of Rs.10/- each	<u>40,340,000</u>	
<u>2,076,581,000</u>	Balance 207,658,100 (Previous year 207,658,100) shares of Rs.10/- each	<u>2,076,581,000</u>	
2,070,315,000	a) 207,031,500 (Previous year 207,031,500) Equity Shares of Rs.10/- each under section 4 of SFCs' Act,1951 fully paid up.	2,070,315,000	
6,266,000	b) 626,600 Shares of Rs.10/- each issued under section 4A(1) of the SFCs' Act, 1951 as special class of shares.	<u>6,266,000</u>	2,076,581,000
<u>2,076,581,000</u>	Total	<u>2,076,581,000</u>	

Schedule 'B' - Reserve and Surplus

As at 31.03.2022 Amount (Rs.)			As at 31.03.2023 Amount (Rs.)
	a) Special Reserve for the purpose of Section 36(1)(viii) of the Income Tax Act,1961		
178,567,013	Gross Amount	178,567,013	
<u>166,800,000</u>	Less : Utilised towards provisioning for NPAs in earlier years	<u>166,800,000</u>	
11,767,013			11,767,013
105,510,000	b) Share Premium		105,510,000
25,000,000	c) Special Reserve Fund (Section 35A of SFCs' Act)		25,000,000
573,937	d) Reserve under clause 91(vii) of General Regulation of HFC		573,937
<u>22,976,000</u>	e) Shares Forfeiture Reserve		<u>22,976,000</u>
<u>165,826,950</u>	Total	<u>165,826,950</u>	



Schedule 'C' - Other Current Liabilities

As at 31.03.2022

Amount (Rs.)

a) Other Liabilities

55,196,622	Dividend Payable
0	Provision against Gratuity
14,640,954	Provision against Leave Encashment
119,769,468	Sundry Deposits
222,445,297	Advance from HSIIDC - Sale of properties
10,050,000	Earnest Money
3,579,546	Borrowers' Imprest
6,900,000	Security Deposit
21,465	Stale Cheques
340,812	GST payable
16,242	TDS on GST payable
2,835,429	Provision against expenses payable

b) State Government Funds (As an Agency)

1) Subsidies :

97,160	Credit Linked Capital Subsidy
2,550,776	State Subsidy

97,160

2,550,776

2,647,936

2) Balance Amount - Seed Money Agency/RIS

8,730,626

447,174,397

Total

444,056,830

Schedule 'D' - Provisions

As at 31.03.2022

Amount (Rs.)

i) Provision for Non-performing Loan Assets :

71,092,562	Opening balance	71,851,000
758,438	Add : Provision during the year	873,457

72,724,457

71,851,000

ii) Provision for non-performing leasing assets

47,156,778	Opening balance	47,156,778
47,156,778	Less : Provision adjusted against writing off assets	47,156,778

0

0

iii) Provision against Claims Recoverable (Loans cases)

1,066,430	Opening balance	1,092,064
25,634	Add : Provision during the year	0

1,092,064

1,092,064

iv) Provision for diminution in value of Investments :

0	Opening balance	42,100,964
42,100,964	Add : Provision during the year	0
0	Less : Excess provision provided in earlier years written back	110,400

41,990,564

115,044,028

Total

115,807,085



Schedule 'E' - Fixed Assets

(Amount in Rs.)

Sr. No.	Particulars	WDV as on 01.04.2022 (1)	Assets put to use for more than 180 days (2)	less than 180 days (3)	Sold/ Transferred during the year (4)	Liability written off	Value (5)	Rate of Dep. % age (6)	Total Dep. during the year (7)	WDV as on 31.03.2023 (8)
A) Land & Building										
1. Land		5,752,158	0	0	0		5,752,158	0	0	5,752,158
2. Building - Office		11,660,838	0	0	0		11,660,838	10	1,166,085	10,494,753
Total		17,412,996	0	0	0	0	17,412,996		1,166,085	16,246,911
B) Furniture & Fittings										
1. Furniture		236,408	0	0	129,827		106,581	10	10,658	95,923
2. Safes, Cabinets & Padlocks		88,509	0	0	0		88,509	10	8,851	79,658
3. Misc.		55,007	0	0	55,007		0	10	0	0
4. Electric Fittings		472,157	0	3,660	220,000		255,817	10	25,399	230,418
Total		852,081	0	3,660	404,834	0	450,907		44,908	405,999
C) Plant & Machinery										
1. Computers		28,351	0	0	0		28,351	40	11,340	17,011
2. Typewriters, Duplicators etc.		755	0	0	755		0	15	0	0
3. Staff Cars & Jeep		257,065	0	0	0		257,065	15	38,560	218,505
4. Bicycles		1,411	0	0	1,411		0	15	0	0
Total		287,582	0	0	2,166	0	285,416		49,900	235,516
Grand Total - (A+B+C)		18,552,659	0	3,660	407,000	0	18,149,319		1,260,893	16,888,426
Previous Year		20,168,550	0	70,300	241,458	0	19,997,392		1,444,733	18,552,659

Particulars	WDV of Equipments leased as on 01.04.2022	Additions During the Year	Leasing Assets written off	Value as on 31.03.2023	Lease Rentals Received During the Year	Interest out of Rentals Received	Principal out of rentals Charged to Depreciation	WDV of Equipments leased as on 31.03.2023
D) Leasing Assets	0	0	0	0	0	0	0	0
Previous Year	47,156,778	0	47,156,778	0	0	0	0	0

FY 2021-22 FY 2022-23

Total Depreciation : 1,444,733 1,260,893
Total WDV (A+B+C+D) : 18,552,659 16,888,426



Schedule 'F' - Non-current Investments

Investments (As per annexure to Schedule 'F' & 'H') :

As at 31.03.2022
Amount (Rs.)
1,450,000,000
<u>1,450,000,000</u>

Investment in the Equity of Haryana Power Generation Corp. Ltd.
Total

As at 31.03.2023
Amount (Rs.)
1,450,000,000
<u>1,450,000,000</u>

Schedule 'G' - Loans and Advances

As at 31.03.2022
(Amount Rs.)
68,575,963
3,275,000
<u>71,850,963</u>

Loans & advances	69,449,457
Adhoc Limit - Boughtout Deals	<u>3,275,000</u>
Total	

As at 31.03.2023
(Amount Rs.)
72,724,457
<u>72,724,457</u>

Schedule 'H' - Current Investments

As at 31.03.2022
Amount (Rs.)
45,144,180
294,613,761
<u>339,757,941</u>

Investments (As per annexure to Schedule 'F' & 'H') :

i) Unquoted	<u>45,144,180</u>
ii) Fixed Deposits with Banks	
Total	

As at 31.03.2023
Amount (Rs.)
45,144,180
278,992,559
<u>324,136,739</u>

Schedule 'I' - Cash and Bank Balances

As at 31.03.2022
Amount (Rs.)
58,404
5,451,511
0
<u>5,509,915</u>

Cash in hand

Balance with Schedule Banks

i) In Current/Saving Accounts
ii) Short Term Deposits
Total

As at 31.03.2023
Amount (Rs.)
0
7,482,785
8,500,000
<u>15,982,785</u>



Schedule 'J' - Other Current Assets

As at 31.03.2022 Amount (Rs.)		As at 31.03.2023 Amount (Rs.)
70,000	Staff Loans	66,000
292,945	Advance against expenses	297,446
500,000	Sale Tax deposited against demand (Pending in appeals)	0
3,421,301	TDS - Financial Year 2021 - 22	0
0	TDS - Financial Year 2022- 23	1,722,989
140,712	Income Tax Refund -FY 2019-20	140,712
2,876,540	Income Tax Refund -FY 2020-21	0
0	Income Tax Refund -FY 2021-22	6,521,950
	Income Tax deposited against demand (Pending in appeal):	
7,048,576	Financial year 1980-81	7,048,576
7,430,044	Financial year 1981-82	7,430,044
7,929,497	Financial year 1982-83	7,929,497
139,963	Security Deposits	22,408,117
4,501,773	Claims recoverable	218,048
0	Rent due but not received	5,256,636
	Interest Accrued but not due :	9,000,479
234,762	On Staff advances	185,437
9,284,160	On Deposits	9,732,445
14,640,954	Funds with LIC - Leave Encashment Policy	9,917,882
58,511,227	Total	13,790,290
		69,340,549

Schedule 'K' - Profit and Loss Accounts

For the Year Ended 31.03.2022 Amount (Rs.)		For the Year Ended 31.03.2023 Amount (Rs.)
1,077,679,247	Accumulated loss as per last Balance Sheet	860,443,670
217,235,577	Less : Net Profit for the year	7,244,761
860,443,670	Total	853,198,909
		853,198,909

Schedule 'L' - Revenue from Operations

For the Year Ended 31.03.2022 Amount (Rs.)		For the Year Ended 31.03.2023 Amount (Rs.)
720,452	Interest Income on Loans & Advances	972,905
6,442,004	Amount received out of bad debts written off	4,297,103
302,194,320	Profit on Sale of Shares	0
309,356,776	Total	5,270,008



Schedule 'M' - Other Income

For the year ended 31.03.2022 Amount (Rs.)			For the year ended 31.03.2023 Amount (Rs.)
5,756	Miscellaneous Income		5,950
	Interest Income on :		
280,740	Income Tax Refunds	215,740	
1,351	Staff Advances	15	
10,717,686	Deposits with Banks	17,725,518	17,941,273
295,866	Dividend on Investments		20,000
32,711,925	Rental Income		26,210,369
44,013,324	Total		44,177,592

Schedule 'N' - Other Financial & Misc. Expenses

For the year ended 31.03.2022 Amount (Rs.)			For the year ended 31.03.2023 Amount (Rs.)
21,957	Bank Charges		4,144
7,094	Demat Charges		91,450
2,100,540	Brokerage & Underwriting Commission		0
100,000	Delisting Charges		0
354,000	Stock Exchange Fee		354,000
2,583,591	Total		449,594

Schedule 'O' - Employees Benefit Expenses

For the year ended 31.03.2022 Amount (Rs.)			For the year ended 31.03.2023 Amount (Rs.)
23,670,750	Salaries & Allowances : Other Staff		22,209,573
3,405,041	Payment to Security Agency (Outsourcing Staff)		3,228,530
2,037,064	Contribution to Staff Provident Fund		1,893,853
	Provisioning- Gratuity / Leave Encashment		
	Gratuity Leave	446,469	
	Leave Encashment	1,212,401	
1,095,128	Total		1,658,870
13,096	Gratuity/Leave Encashment Premium		4,349
3,212,109	Gratuity Payment		124,718
794,385	Leave Salary		0
1,100,814	Leave travelling Concession		551,012
2,103,314	Medical Expenses		1,328,452
106,598	Staff Welfare		65,445
4,463,933	Pension		4,070,883
19,275	EDLI Premium		16,275
106,770	Administrative Expenses on Provident Fund		103,712
42,128,277	Total		35,255,672



Schedule 'P' - Administrative Expenses

For the year ended 31.03.2022 Amount (Rs.)		For the year ended 31.03.2023 Amount (Rs.)
	Travelling and other Expenses :	
108,851	a) Staff & Others	176,172
0	b) Directors & Committee Members	80,000
9,210	Directors' Meetings Expenses	31,593
648,769	Rent, Taxes, Insurance, Electricity etc.	1,446,089
290,008	Postage, Telegram & Telephone	196,488
362,735	Printing & Stationery	347,849
39,036	Computer Expenses	46,764
160,688	Publicity & Business Promotion	75,350
107,007	Repairs and Renewals - Office Equipments	83,484
240,153	Repairs and Maintenance - Staff Cars	469,884
613,495	Legal Charges	906,517
18,054	Books & News Papers	13,099
1,032,785	Professional Charges	305,742
50,000	Audit Fee	50,000
18,962	Entertainment	36,814
104,296	Other Expenses - Service Tax/VAT	0
3,285,587	Security Charges (Guards at units under possession)	3,308.427
7,089,636	Total	7,574,272



Schedule - 'Q'

Notes on Accounts

A Significant Accounting Policies

1 The Financial Statements of the Corporation are prepared on Accrual basis except for Interest on NPAs which has been accounted for on receipt basis as per RBI guidelines.

2 The amount received from the borrowers against loans and advances is appropriated in the following orders :

- i) Miscellaneous Expenses
- ii) Interest
- iii) Principal

3 As per policy in respect of mortgaged properties, the Auction Purchaser has to make the payment within 3 months from the date of sale confirmation. However, in some exceptional cases, the Managing Director may give extension in payment of sale consideration for a further period of 9 months with interest @ 13% p.a. compounded on monthly basis. The possession of the unit is handed over to the Auction Purchaser after receipt of full amount of bid.

4 The Corporation introduced settlement policies namely, "The Policy for Compromise Settlement of Chronic Non-Performing Assets (Doubtful Loan Accounts) of Haryana Financial Corporation-2021" and "The Policy for Compromise Settlement of Loss Accounts of Haryana Financial Corporation- 2021" in the financial year 2021- 22 which were valid upto 31.03.2022 to reduce NPAs / written off portfolios. Presently there is no settlement policy for settlement of NPAs.

5 Retirement Benefits

i) Gratuity to staff is covered under the Group Gratuity Scheme of Life Insurance Corporation of India. During the current financial year a sum of Rs.4.46 lakh has been shown as expense on account of provision-gratuity liability, Rs. 2.32 lakh was received on account of employer contribution against gratuity in case of employee on deputation and the entire amount of Rs.6.78 lakh (Rs.4.46 lakh + Rs.2.32 lakh) is payable to LIC and shown in Schedule 'C' - Other Current Liability. As per actuarial valuation of Life Insurance Corporation of India (LIC) as on 31.03.2023 the amount payable is Rs. 6.78 lakh and fund value lying with LIC towards above gratuity fund is Rs.1,21,46,876.

Leave Encashment to staff is covered under the Group Leave Encashment Scheme of Life Insurance Corporation of India (LIC). As per books of accounts total liability towards Leave Encashment at the end of year is Rs.1,50,05,163/- shown in Schedule 'C' - Other Current Liability. Against this liability the fund size of Leave Encashment Policy with LIC is Rs.1,37,90,290/- shown in Schedule 'J' – Other Current Assets. The balance amount payable to LIC comes to Rs. 12,14,873/- (Rs.1,50,05,163/- – Rs.1,37,90,290/-). As per actuarial valuation of LIC the amount payable to LIC at the end of the year is Rs.12,14,873/- (Rs.12,12,401/- provisioning + Rs.2,472/- policy premium). The detail of fund size with LIC is as under:

(Amount in Rs.)		
Opening fund balance with LIC		14640954
Add: Earnings credited by LIC		887534
Less : Claims received from LIC	1726020	
Less : Fund management expenses	12178	1738198
Closing fund balance with LIC		13790290

During the year a provision of Rs.12,12,401/- towards liability of Leave Encashment has been made in the books of accounts.



At the time of retirement the Corporation is paying Leave Encashment maximum upto 10 months of salary (last pay drawn plus applicable DA). Similarly Gratuity is also paid maximum upto 16.5 months to other staff (17.5 months in case of class IV employees) of salary (last pay drawn plus applicable DA).

The basis of actuarial valuation for Gratuity and Leave Encashment considered by LIC are as under:

VALUATION METHOD	Projected Unit Credit Method
ACTUARIAL ASSUMPTIONS	
Mortality Rate	LIC (2006-08) ultimate
Withdrawal Rate	1% to 3% depending on age
Discount Rate	7% p.a.
Salary Escalation	7%

ii. Monthly matching contribution towards Employees Provident Fund is remitted to the Regional Provident Fund Commissioner, Chandigarh as per provisions of the Employees Provident Fund and Miscellaneous Provisions Act, 1952 and is charged to profit and loss account.

6 Asset Classification and Provisioning

i) Loans and Advances have been categorised and provisioning has been made as per guidelines received from Small Industries Development Bank of India (SIDBI) which are as under :

Standard Assets

Asset Classification	Age of Default for Principal and/or Interest (in months)	Provisioning on Loans Outstanding (%age)
Standard	0 - 3	0.25
Standard Upgraded A/c and Restructured A/c	0 - 3	5.00

Non-Performing Assets

Asset Classification	Period as NPA	Provisioning on Loans Outstanding (%age)
Sub-standard	Up to 6 months	15.00
Sub-standard	6 months to 1 year	25.00
Doubtful-I	2nd year	40.00
Doubtful-II	3rd & 4th year	100.00
Doubtful-III	Above 5 year	100.00
Loss	No Security available	100.00

ii) As per guidelines issued by SIDBI in respect of investments in equity shares (available for sale), valuation has been done as per market rate, which is the price of the script available from trades / quotes on the stock exchange. Those scripts for which current quotations are not available or where the shares are not quoted on stock exchange, have been valued at book value ascertained from their latest Balance Sheets. In case the latest Balance Sheet is not available, the shares have been valued at Rs. 1/- per company. In case of Investment in equity shares (held to maturity) valuation has been done at acquisition price. (Reference Annexure to Schedule -'F' & 'H')

iii) The provisioning has been made without giving the effect of the amount lying in the Sundry Deposits under Schedule-'C' – Other Current Liabilities.

7 Depreciation

Depreciation on fixed assets has been provided on written down value method at the rates prescribed under provisions of Income Tax Rules 1962.



B. Contingent liabilities

- 1 Liability in respect of units disposed off but in dispute - amount indeterminate.
2. The contingent liabilities in respect of claims lodged against the Corporation by ex-employees/ pensioners (7 cases) are to the extent of Rs.4.42 crore (approx.) not acknowledged. In addition to above there are 20 court cases / appeals filed by the employees / ex-employees / pensioners against which amount is indeterminate.
Further, there is contingent liability amounting to Rs.123.49 lakh in respect of claims lodged by Loanees/Auction purchasers. The corporation is generally unable to reasonably estimate possible loss for proceedings or disputes other than estimated, including where parties have not claimed an amount of damages. There is uncertainty as to the outcome of pending appeals or legal cases pending at any stage.
A sum of Rs.224.08 lakh Shown in Other Assets Schedule 'J' – Other Current Assets' deposited with Income Tax Department against demand for Financial Years 1980-81 to 1982-83 and the Corporation has filed appeals before Hon'ble High Court against the orders of Income Tax department. Since the matter is sub-judice, no provision against this amount has been provided in the books of accounts.
- 3 The sale tax assessment for the financial year 2007-08 was also completed and an additional demand of Rs. 60.01 lakh was raised. The Corporation filed appeal before the Court of Jt. ETC(A), Ambala against the above demand. The case was remanded back to Assessing Authority, Panchkula for fresh decision vide orders dt.19.03.2013 of appellate authority. The fresh decision of sale tax department is still awaited. The Sale Tax number was surrendered on 05.12.2014 and the sale tax returns were filed till FY 2014-15 and no assessment is pending.
4. The Corporation auctioned mortgaged property in case of M/s S.K.Wood Products, Yamuna Nagar at a price of Rs.56.00 lakh. The auction purchaser deposited an amount of Rs.16.00 lakh and failed to deposit the remaining amount. The Corporation forfeited the amount of Rs.16.00 lakh. Auction purchaser filed a case against the Corporation and the same was decided against the Corporation. An appeal with the Higher Court was filed by the Corporation and the same has been decided in favour of the Corporation on 10.08.2023.
5. The Income Tax Department has raised demand of Rs. 58.97 crore u/s 271(1)(c) and 147 r.w.s.144 in respect of assessment year 2013-2014, 2014-2015 and 2015-2016. The Corporation has filed appeals against these demands and the same are pending with CIT(A)/ITAT.

C.

The Corporation decided to transfer its Corporate Office Building at Sector 6, Panchkula to HSIIDC at sale consideration of Rs. 27.51 crore. The Corporation received advance of Rs. 22.24 crore upto 31.03.2023. The balance amount of Rs. 4.99 crore after deducting TDS of Rs. 0.28 crore has been received on 19.07.2023.

The Corporation has recommended to the State Government for its winding up/ liquidation u/s 45 of SFCs Act 1951. The State Government has appointed Managing Director HSIIDC as Nodal Officer for completing the formalities of winding up.

The Board of Directors of the Corporation in its meeting held on 22.07.2019 constituted a Committee under the chairmanship of the Director of Industries & Commerce, Haryana to give its recommendations regarding steps/ modalities regarding winding up of the Corporation considering legal/ financial aspect and to give detailed modalities/ steps for liquidating all the assets (including loan assets) and liabilities (including court cases) of the Corporation. A total of three meetings of the Committee were held on 17.09.2019, 26.09.2019 & 14.10.2019.



The Board of Directors of the Corporation in its meeting held on 11.02.2022 reconstituted the Committee for winding up as under :

- | | |
|---|----------|
| 1. Managing Director, HSIIDC | Chairman |
| 2. Director of I&C, Haryana | Member |
| 3. Nominee from Finance Deptt., Haryana | Member |

- a. First meeting of Winding up Committee was held on 16.12.2022 at 12.30 P.M. in the Office of MD, HSIIDC, Sector- 6, Panchkula under the Chairmanship of MD, HSIIDC.
- b. The State Govt., Haryana (being Promote) has decided to delist the shares of the Corporation from BSE. In furtherance to that, a request for relaxation from detailed procedure of delisting pursuant to Regulation 42 of SEBI (Delisting of Equity Shares) Regulations, 2021 has been filed by Industries Deptt., Haryana with SEBI vide Letter dated 11.02.2022 which has been accepted by SEBI vide letter dt. 27.09.2023 subject to fulfillment of certain conditions.

Also, HSIIDC has been requested to take further action for the hiring of Merchant Banker for delisting of equity shares of HFC from BSE in accordance with the SEBI guidelines as per decision of BOD/ HFC and State Government.

- D. No amount towards deferred tax asset / liability is outstanding in the books of accounts of the Corporation. The Corporation has stopped fresh sanctions since May, 2010. In such circumstances it is not feasible to create any deferred tax asset/liability for the current financial year. The Corporation has recommended to the State Government for its winding up/ liquidation u/s 45 of SFCs Act 1951 and their decision is awaited.
- E. The value of primary and collateral securities of all the Loan & Advances as on the date of the balance sheet is not re-assessed. However, adequate provision against non-performing assets (NPAs) has been made in the books of accounts as on 31.03.2023 as per the provisioning norms of SIDBI.
- F. Loans and Advances are categorised on the basis of guidelines received from SIDBI as standard, sub-standard, doubtful and loss assets and provisioning has been made as under: **(Rs. in Lakh)**

Assets Classification	Current Year		Previous Year		Change in provision over the previous year	
	Loans outstanding	Provision	Loans outstanding	Provision		
Standard Loan Assets : Including Upgraded A/c and Restructured A/c	0.00	0.00	0.00	0.00	0.00	
Non-Performing Loan Assets						
Sub Standard Assets Upto 6 Months	0.00	0.00	0.00	0.00	0.00	0.00
NPA 6 Months to 1 year	0.00	0.00	0.00	0.000	0.00	
DoubtfulAssets I	0.00	0.00	0.00	0.00	0.00	8.73
II	0.00	0.00	0.00	0.00	0.00	
III (Including Adhoc Limit)	665.04	665.04	656.31	656.31	8.73	
Loss Assets	62.20	62.20	62.20	62.20	0.00	
Claims Recoverable	--	10.92	--	10.92	0.00	
Total	727.24	738.16	718.51	729.43		8.73

Provisioning of Rs.8.73 lakh has been made against Non-performing/Loss loan assets provided during the year and shown in Schedule 'D'- Provisions



- G.** As per guidelines issued by SIDBI, provision towards diminution in the value of investments in respect of listed & Un-listed shares is required to be made which is to the extent of Rs.419.91 lakh upto 31.03.2023 against which the Corporation has already made provision of Rs. 421.01 lakh upto 31.03.2022. Therefore, excess provision of Rs. 1.10 lakh has been written back during the year which has been shown in Schedule 'D'- Provisions
- H.** The State Government has appointed Corporation as agent for disbursement of its various subsidies, seed money and agency loans. Unutilized amount of Rs. 26.48 lakh against various subsidies and balance amount of Seed Money Agency/ RIS amounting to Rs.87.31 lakh has been shown under the sub head "(b) (1) & (2) State Govt. Funds (As an Agency)" of Schedule 'C' – Other Current Liabilities.
- I.** Sundry Deposits under Schedule 'C' – Other Current Liabilities amounting to Rs.1191.22 lakh includes a sum of Rs.1066.10 lakh in case of M/s Surendera Enterprises Pvt. Ltd., Rewari a joint financing case with Haryana State Industrial and Infrastructure Development Corporation Ltd. (HSIIDC). The unit was auctioned for Rs.1095 lakh on 14.06.2012 to M/s Balaji Enterprises (AP) on deferred payment basis. Out of sale amount of Rs.1095 lakh, down payment of Rs. 273.75 lakh i.e. 25% received from auction purchaser (AP) and a new loan account of Rs.821.25 lakh (75% of auction price) in the name of the AP under the head Loans and Advances was opened. The AP paid a sum of Rs.678.20 lakh (including interest and down payment) to the Corporation and defaulted in further repayment. Corporation repossessed the unit and decided to forfeit the above amount. Against the above action of the Corporation, the AP filed a suit against the Corporation in the Court of Civil Judge (JD), Rewari. The AP also raised the issue of shortage of land area. The suit of the AP was dismissed vide orders dt.04.07.2018. Now as per orders dt.18.08.2021 of Hon'ble Supreme Court of India, the case titled Balaji Enterprises V/s HFC has been restored to its original number in Distt. Court Rewari and is pending. Keeping in view the above circumstances, the proper accounting entries are yet to be passed and amount is still kept in Sundry Deposit A/c. Further, out of Rs.1095 lakh, a sum of Rs. 28.90 lakh was paid to HSIIDC being a joint financing case and the balance amount of Rs.1066.10 lakh is kept in sundry.
- J.** Earnest Money amounting to Rs.1,00,50,000/- shown under Schedule 'C' – Other Current Liabilities being the amount of earnest money received in e- auction of primary security held on 14.11.2019 in case of M/s Devi Dayal Castings Pvt. Ltd., Gurgaon. Principal and Misc. expenses outstanding in this case have been prudentially written off in financial year 2014-15 with retaining the Recovery rights. The borrower has filed a contempt petition in the Hon'ble Supreme Court and also a stay application against e-auction. Vide orders dt.13.12.2019, the Hon'ble Supreme Court of India has directed the Corporation not to take any coercive steps and the matter is pending in Hon'ble Supreme Court.
- K.** Borrowers' Imprest amounting to Rs.20,32,650/- shown under Schedule 'C' – Other Current Liabilities is the amount received from the parties at the time adjustment of loan account for payment of pending bills (legal fee, security charges etc.) to be submitted by the respective agencies. The balance excess amount, if any after the adjustment of above expenses is refunded to the parties. In some cases, excess amounts were received / recovered through auction of properties over and above the outstanding loan amounts and were claimed by different parties (borrowers/auction purchasers etc.) and the matter goes to Court for decision, thus the amount is kept pending under this head till the decision of Court.
- L.** Claims Recoverable under Schedule 'J'- Other Current Assets amounting to Rs.52,56,636/-, it includes a sum of Rs.22,09,712/- recoverable in case of M/s S.K. Wood Products, Yamuna Nagar. In this case the collateral security was sold to Sh. S.K.Saini and Sh. Robin Saini (auction purchasers) for Rs. 24.30 lakh on 23.08.07 and credited to the loan account of the loanee. Later on Auction Purchasers filed writ petition in the Hon'ble Punjab & Haryana High Court, Chandigarh seeking relief that the property purchased by them had no access and the Corporation may provide the access to the auctioned land or refund the amount. The case was decided by Hon'ble Punjab & Haryana High Court, Chandigarh and the Hon'ble Court directed the Corporation to refund the amount along with interest. Accordingly the Corporation refunded a sum of Rs.38,01,285/- including interest to the auction purchaser by debiting Claim Recoverable Account as the loan account of loanee M/s S.K.Wood Products has already been adjusted.



The Corporation again auctioned the above property at a price of Rs.56.00 lakh. The auction purchaser deposited an amount of Rs.16.00 lakh and failed to deposit the remaining amount, the received amount of Rs.16.00 lakh was forfeited and credited to claims recoverable account. Auction purchaser filed a case against the Corporation which was decided in favour of auction purchaser. An appeal was filed against the above orders before the Higher Court and same has been decided on 10.08.2023 in favour of the Corporation. Now the recoverable amount in the above case is Rs.22,09,712/- including Rs.8,427/- debited subsequently towards expenses.

Brief detail of Claims Recoverable is as under :

S.No.	Amt. (Rs.)	Particulars
1	2209712	As per detail given above in c/o S.K.Wood
2	1092064	Provision made shown in Schedule 'D'- Provisions.
3	736864	Recoverable from UHBVN (electricity and property tax)
4	241458	Recoverable from HSIIDC against resumption of Plots at Sonipat.
5	567010	Recoverable from HSIIDC against settlement in c/o Bruno sante
6	368162	A.Vashishta - PF amount (court case)
7	23366	Recoverable from M/s Reliance Bulk Drugs
8	18000	Dividend recoverable from HARDICON
Total	5256636	

M. The Corporation is maintaining Fixed Assets Purchase register where all items of fixed assets are entered with date, amount of purchase and its location. Mostly the fixed asset item is purchased on the request of the particular division/branch and after the purchase of the item, the same is under the control of that particular division/branch. As the purchases are of meager amount, no separate physical verification is being done by the Corporation.

N. During the year, the excess provision of Income Tax amounting to Rs. 31.01 lakh has been reversed as per Income Tax return for the financial year 2021-22 filed by the Corporation.

O. The corporate building of the Corporation at Panchkula was leased out to Uttar Haryana Bijli Vitran Nigam Ltd., Panchkula (UHBVN) in the FY 2008-09. UHBVN, Panchkula has now shifted to its own premises and vacated the office building in the month Oct.,2022. The Corporation has now leased out Conference room of first floor and complete second and third floor of the said building to Haryana Parivar Pehchan Authority, Panchkula (HPPA) at a monthly rent of Rs.15,08,792/- plus GST w.e.f. Dec., 2022. The lease agreement is yet to be executed by the HPPA so far. The Corporation has issued demand for the rent upto March, 2023 (Rs.60,35,168/- and GST of Rs.10,86,330/-) but the amount has not been received so far. The Corporation has shown above amount as rental income in the books of accounts for FY 2022-23 as rent due but not received. The GST amount of Rs.10,86,330/- has been deposited by the Corporation with GST department in FY2023-24.

P. Disclosure requirements for SFCs in compliance of SIDBI's guidelines.

		F.Y. 2022-23
1	Capital	(Rs. in lakh)
a)	CRAR %	66.57%
b)	The amount of subordinated debt raised and outstanding as Tier - II capital	---
c)	Risk Weighted Assets	
i.	On Balance Sheet items	19440.73
ii.	Off Balance Sheet	---



d) The Share holding pattern as on the date of the Balance Sheet	Amount	% age
i. Government of Haryana	20201.17	97.28
ii. SIDBI	432.65	2.08
iii. Commercial Banks, Insurance Cos. etc.	20.17	0.10
iv. Private Shareholders	111.82	0.54
Total	<u>20765.81</u>	<u>100.00</u>

2 Asset Quality and Credit Concentration

e) Amount of provision made during the year	
i. Provision for NPAs	8.73
ii. Provision for Investments	-1.10
Total	<u>7.63</u>

3. Operating Results

f) Interest income as a percentage to average working funds	0.97 %
g) Non-interest income as a percentage to average working funds	1.57 %
h) Net Profit/(Loss) as a percentage to Average Working Funds	0.37 %
i) Net Profit/(Loss) per employee	Rs. 3.81 lakh

4. Earning per Share

(Amount in Rs.)

a) Profit/(Loss) after Tax			72,44,761
b) Weighted Average of Common Stock	No.	Period Outstanding (days)	Weighted Average
Shares outstanding as on 31.03.2023	207658100	365	207658100
Profit/(Loss) Per Share (a/b)			0.03

5. Disclosure requirements under the RBI guidelines dated 7th July, 1999 on forward rate agreements under Interest Rate Swaps	Nil
---	-----

Q. Figures have been rounded off to the nearest rupee and wherever necessary figures for the previous year have been rearranged/regrouped in order to make it in conformity with current year's figures.

R. Schedules 'A' to 'Q' alongwith Cash Flow statement form integral part of the Balance Sheet and Profit and Loss Account.

Vandana Jindal
Vandana Jindal
Dy. General Manager

Harnam Singh Rana
Harnam Singh Rana
Company Secretary

Yash Garg
Yash Garg, IAS
Managing Director

Vaibhav Garg
Vaibhav Garg
FCA (Partner)
Membership No. 515718
Firm Regd. No. 06573N
UDIN : 23515718BGNXT7570



Place : Chandigarh

Dated : 13th October, 2023



Annexure to Schedule - 'F' & "H'

Statement Showing Particulars of Investments in shares as on 31st March, 2023

(Amount in Rs.)

S.No.	Name of the Company	Face value	Cost per Share	Value per Share	No. of Shares	Cost	Value
----- as on 31.3.2023-----							
(I)	Non-current Investments						
1.	Haryana Power Generation Corp. Ltd.	1000.00	1000.00	1000.00	1450000	1450000000	1450000000
(II)	Current Investments : Un-quoted						
	i) Listed : Ordinary - Fully Paid Up						
1.	Global Inds. Ltd., Gurgaon	10.00	10.00		300000	3000000	1
2.	Green Mark Infra Ltd. (Formerly Jivan Flora Ltd., Gurgaon)	10.00	12.00		146600	1759200	1
3.	Veer Vardhman Inds., Panipat	10.00	10.00		250000	2500000	1
4.	Indo Britain Agro Farms Ltd.	10.00	10.00		180300	1803000	1
5.	Aravali Pipes Ltd., Hisar	10.00	15.00		205000	3075000	1
6.	Doon Valley Rice Mills, Karnal	10.00	30.00		100000	3000000	1
7.	Pam Raffia Ltd., Panchkula	10.00	10.00		10406	104060	1
8.	Swet Chem Antibiotic Ltd., Karnal	10.00	10.00		44800	448000	1
9.	UMA Fabrics Ltd., Gurgaon	10.00	10.00		350000	3500000	1
10.	Shiva Suitex Ltd., Gurgaon	10.00	10.00		500000	5000000	1
11.	Bharat Polyfab Ltd., Rewari	10.00	12.50		500000	6250000	1
	Total (i)				2587106	30439260	11
	ii) Unlisted : Ordinary - Fully Paid Up						
1.	INA Polyester Buttons Ltd., Faridabad	10.00	10.00		200000	2000000	1
2.	Apex Multitech Ltd., Panchkula	10.00	10.00		200000	2000000	1
3.	Nitika Cements Ltd., Panchkula	10.00	14.00		214280	2999920	1
4.	INA Polyester Buttons Ltd., Faridabad	10.00	10.00		200000	2000000	1
5.	Apex Multitech Ltd., Panchkula	10.00	15.00		375000	5625000	1
6.	Hardicon	100.00	100.00	3942.00	800	80000	3153600*
	Total (ii)				1190080	14704920	3153605
	Total (II) (Un-quoted investments (i + ii))				3777186	45144180	3153616
III)	Total Current Investments (Quoted + Unquoted)				3777186	45144180	3153616
	Total Investments (I + II + III)				5227186	1495144180	1453153616
					COST	1495144180	
					VALUE	1453153616	
					DIMINUTION	41990564	

Note : (*) Value of share has been determined on the basis of balance sheet as on 31st March, 2022.

HARYANA FINANCIAL CORPORATION, CHANDIGARH
CASH FLOW STATEMENT FOR THE PERIOD FROM 01.04.22 TO 31.03.23



Amount (Rs.)

	FY 2022-23	FY 2021-22
CASH FLOW FROM OPERATING ACTIVITIES		
Profit/(Loss) before income tax & provisioning	4,907,169	252,967,085
Add :		
Depreciation	1,260,893	1,444,733
Bad debts written off	0	47,156,778
Increase/(decrease) in Current Liabilities		
Gratuity	678,748	(2,628,225)
Leave	364,209	(1,474,586)
Compassionate Assistance	0	(215,070)
Earnest Money	0	(130,250)
Borrowers Imprest	(1,546,896)	103
Sundry Deposits	(647,630)	1,603,960
Stale Cheques	(21,465)	21,465
Tax payable	(245,032)	(19,017)
Provision against expenses payable	(1,699,501)	1,490,504
Seed Money Agency / RIS	0	135,971
Increase/(decrease) in Loans and Advances (Assets)	(873,494)	(759,060)
Increase/(decrease) in Current Assets		
Staff Advances	4,000	79,200
Advance Income Tax, TDS	1,653,551	(40,509,595)
Claim Recoverable	(754,863)	2,970,651
Interest Accrued but not due	(398,960)	(8,915,000)
Rent due but not received	(9,000,479)	0
Funds with LIC - Staff Leave Encashment	850,664	(2,182,795)
Sundry Advances	(4,501)	1,501
Security Deposits	(78,085)	0
Less :		
Profit on Sale of Shares	0	302,194,320
Other Income :		
Rent	26,210,369	32,711,925
Dividend on investments	20,000	295,866
Misc. Income	5,950	5,756
Interest on deposits/staff advances & I.Tax refund	17,941,273	10,999,777
Net cash from operating Activities (A)	(49,729,264)	(95,169,291)



Amount (Rs.)

CASH FLOW FROM INVESTMENTS ACTIVITIES		
Purchase of fixed Assets	(3,660)	(70,300)
Sale of fixed assets and profit	407,000	241,458
Sale of Shares and Profit	0	304,674,320
Dividend on investments	20,000	295,866
Net cash from Investment Activities (B)	423,340	305,141,344
CASH FLOW FROM FINANCING/OTHER ACTIVITIES		
Rental Income	26,210,369	32,711,925
Misc. Income	5,950	5,756
Interest on deposits/staff advances & I.Tax refund	17,941,273	10,999,777
Net cash from Other Cash Flows (C)	44,157,592	43,717,458
Net cash flows (A+B+C)	(5,148,332)	253,689,511
Net increase/(decrease) in cash and cash equivalents	(5,148,332)	253,689,511
Cash and Cash equivalents at the beginning of the year	300,123,676	46,434,165
Cash and Cash equivalents at the end of the year	294,975,344	300,123,676

Vandana Jindal
Vandana Jindal
Dy. General Manager

Harnam Singh Rana
Harnam Singh Rana
Company Secretary

Yash Garg
Yash Garg, IAS
Managing Director

Place : Chandigarh
Dated : 13th October, 2023

Vaibhav Garg
PREM RAVINDER
Chartered
Accountants
CHANDIGARH
Vaibhav Garg
FCA (Partner)
Membership No. 515718
Firm Regd. No. 06573N
UDIN : 23515718BGVNXT7570



**HARYANA FINANCIAL CORPORATION
CHANDIGARH**

PROXY FORM
(Vide General Regulation 58)

I/We _____

Resident of _____

being a shareholder of the Haryana Financial Corporation holding shares _____ (Nos.) hereby

appoint Sh. _____ of _____

(or failing him Sh. _____ of _____

_____) as my / our proxy to vote for me/us and on my/our behalf at the **56th**

Annual General Meeting of Shareholders of the Corporation to be held in the Committee Room of The Haryana State

Cooperative Apex Bank Ltd. (HARCO Bank), 1st Floor, SCO 78 - 80, Bank Square, Sector 17 B, Chandigarh at

11.30 a.m. on Wednesday, the 27th March, 2024 or at any adjournment thereof.

Dated this _____ day of _____ 2024.

Affix Re 1/-
Revenue Stamp

Signature of Shareholder(s)

Specimen Signature of Proxy holder(s)

Folio No. _____

For Office use Only

No. of Shares

No. of Votes

Denoting Nos.

Class of Shareholders



**HARYANA FINANCIAL CORPORATION
CHANDIGARH**

SPECIMEN OF AUTHORISATION FORM
(Applicable to Institutions & Companies)

Resolved that Shri _____

or failing him Shri _____

be and is hereby appointed to act as DULY AUTHORISED REPRESENTATIVE OF _____

_____ Folio No. _____

to exercise voting rights and other powers on its behalf at the **56th Annual General Meeting** of the Shareholders of the Haryana Financial Corporation be held in the Committee Room of The Haryana State Cooperative Apex Bank Ltd. (HARCO Bank), 1st Floor, SCO 78-80, Bank Square, Sector 17B, Chandigarh at **11.30 a.m. on Wednesday, the 27th March, 2024** or at any adjournment thereof.

CHAIRMAN

CHAIRMAN'S CERTIFICATE

Certified that the above is true copy of the resolution passed at the duly convened meeting of the Directors of the

Company _____

held on _____ at _____

The undersigned was the Chairman of the said meeting.

Signature of the Chairman
(Rubber Stamp of the Company)

Specimen Signature of Authorised person(s)



HARYANA FINANCIAL CORPORATION CHANDIGARH

FORM FOR ATTENDANCE/IDENTIFICATION AND FOR DETERMINING THE VOTING RIGHTS OF SHAREHOLDERS (FOR 56th AGM for the FY 2022-2023)

(PLEASE FILL THE FORM AND HAND OVER AT THE ENTRANCE OF THE MEETING HALL)

1. Name of the Shareholder (in full) _____
 2. Registered Address _____
 3. Registered Number of Shares _____
 4. Class of the Shareholder _____
 5. a) Whether he is entitled to vote at the General Meeting _____
- Note :** To be entitled to vote, a shareholder must have been registered as a shareholder for a period of not less than 90 days prior to the date of a General Meeting.
6. Number of votes to which he is entitled _____
 - 7)
 - i) Attending in person
 - ii) Attending through a proxy.
 - iii) Attending through a duly authorised representative

Place _____

Date _____

Signature

Folio No.

Category/Class of shareholder as per Section 4(3) of SFCs Act, 1951

- a State Govt. (Haryana)
- b SIDBI
- c Banks, Financial Institutions, Insurance Co., Central/State Govt. Institutions/Non Govt. Institutions
- d Others (Shareholders other than those referred to in clause (a), (b), (c) above)

BOOK - POST

To,

If undelivered, please return to :

HARYANA FINANCIAL CORPORATION

30 Bays Building (Ground Floor)

Sector 17-C, Chandigarh - 160 017

Ph. : 2702755-57, 2702568 Fax : 2721624, 2702666