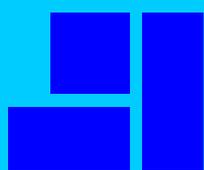


**INDIA HOME
LOAN LTD.**



**33RD ANNUAL REPORT
2022-2023**



INDIA HOME LOAN LTD.

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Mahesh N. Pujara
Managing Director

Mr. Mitesh M. Pujara
Whole-Time Director

Mr. Govinder Singh
Independent Director
(up to June 21, 2023)

Mrs. Shakuntala B. Merchant
Independent Director

Mr. Mahesh Fogla
Independent Director
(up to September 20, 2022)

Mr. Mahesh Manharlal Shah
Independent Director

Ms. Archana Chirawawala
Independent Director
(Appointed on February 9, 2023)

CHIEF FINANCIAL OFFICER

Mr. Nitesh Jain
(up to June 12, 2023)

Mr. Maulesh Popat
(w.e.f. August 9, 2023)

COMPANY SECRETARY

Ms. Shilpa Katare

REGISTERED & CORPORATE OFFICE

504/504A, 5th Floor, Nirmal Ecstasy, Jatashankar Dosa Road,
Mulund (W), Mumbai – 400 080
Office No. 022-25683353/54/55

BRANCH OFFICES

A/202, Ganesh Plaza, Near Bus Stand
Navrangpura, Ahmedabad – 380 009,
Ph. 079-26449917/18

Plot No. 5, Housing Society, Above Natural Ice-cream
Near Session Court, Jalgaon – 425 001
Mob. 8484842526

Amar Deep Complex, 2nd Floor,
Office No. 20, Marudhar Jewellers,
Sardarpura Road, Jodhpur – 342 001, Mob. 9860977044

Plot No. 124, Sector 1/A, Near Killol Hospital,
Gandhidham, Kutch – 370 201 Mob. 9974578777

B-56, Okhla Industrial Estate,
Industrial Area Phase-I, New Delhi – 110 020

Shop No. F-40, Kohinur Avenue, CC No. 1208/K/F/40,
Rs. No. 332/P, Sheet No. 117, Patan – 384 265,

17, 3rd Floor, Smriddhi Bhavan, Opp. Bombay Petrol
Pump, Gondal Road, Rajkot – 360 002, Mob. 9925108674

401, 6th Floor, New Opera House, Near Desai CNG
Station, Bamroli Road, Khatodra, Surat – 395 001, Mob. 8905336030

62, BPC Rd, Vrund Complex Nr Kadam Eye Hospital,
BPC Road, Shree Nagar Society, Purushottam Nagar,
Haripura Vadodara, Gujarat – 390020.

22, 1st Floor, Vinayak Plaza, Opp. Nagar Palika,
Rajendra Bhavan Road, Veraval – 362 265, Mob. 7567575790

CORPORATE INFORMATION

Board Committees, Bankers and Auditors

Audit Committee

Mr. Govinder Singh, Chairperson@
Mrs. Shakuntala B. Merchant, Member
Mr. Mahesh Manharlal Shah, Member
Ms. Archana Chirawawala, Member

@resigned w.e.f., June 21, 2023

*appointed w.e.f., February 9, 2023

Nomination and Remuneration Committee

Mrs. Shakuntala B. Merchant, Chairperson
Mr. Govinder Singh, Member@
Mr. Mahesh Manharlal Shah, Member
Ms. Archana Chirawawala, Member*

@resigned w.e.f., June 21, 2023

*appointed w.e.f., February 9, 2023

Stakeholders Relationship Committee

Mr. Govinder Singh, Chairperson@
Mr. Mahesh N. Pujara, Member
Mr. Mitesh M. Pujara, Member
Ms. Archana Chirawawala, Member*

@resigned w.e.f., June 21, 2023

*appointed w.e.f., February 9, 2023

Registrar & Transfer Agent

Purva Sharegistry (India) Private Limited
Unit No. 9, Shiv Shakti Industrial Estate
J.R. Boricha Marg, Lower Parel (E),
Mumbai - 400 011
Email: support@purvashare.com

Statutory Auditors

M/s. H.K. Shah & Co.,
403+404, SARAP Building, Opp.
Navjivan Press, Off Ashram Road,
Nr. Income Tax,
Ahmedabad- 380 014,
Phn no. 079-27544995

Secretarial Auditor

M/s. D.A. Kamat & Co.
A-308, Royal Sands, Shastri Nagar
Behind Infinity Mall,
New Link Road, Andheri (W),
Mumbai-400 053

Bankers

State Bank of India
AU Small Finance Bank

Shares and NCDs are listed with
BSE Limited

NOTICE OF THE 33RD ANNUAL GENERAL MEETING

NOTICE is hereby given that the Thirty Third Annual General Meeting (AGM) of the members of India Home Loan Limited (CIN: L65910MH1990PLC059499) will be held on Saturday, September 30, 2023 at 12.30 p.m. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), to transact the following business:

ORDINARY BUSINESS

Item No. 1 – Adoption of Audited Financial Statements

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon.

Item No. 2 – Re-appointment of Mr. Mitesh M. Pujara as a Director liable to retire by rotation

To appoint a Director in place of Mr. Mitesh M. Pujara (DIN: 02143047), the Executive Director, who though not liable to retire by rotation is retiring by rotation to enable compliance by the Company with the provisions of Section 152 of the Companies Act, 2013 (hereinafter called "the Act") and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

Item No. 3 – Re-appointment of Mr. Mahesh Narshibhai Pujara as Managing Director of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and such other consents and permission as may be required, Mr. Mahesh N. Pujara (DIN: 01985578) be and is hereby re-appointed as the Managing Director of the Company for a further period of three years commencing from 21st August 2023 till 20th August 2026 at a consolidated remuneration not exceeding Rs. 72 lakhs (Rupees Seventy Two Lakhs only) per annum inclusive of any remuneration directly or otherwise or by way of salary and perquisites, performance based rewards/incentives, on the terms and conditions as set out in the Explanatory Statement annexed to this notice, with liberty to the Board/Nomination and Remuneration Committee to alter and vary the terms and conditions of the said appointment in such manner as may be agreed by and between the Board/Nomination and Remuneration Committee and Mr. Pujara;

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the currency of tenure of the appointment, the Managing Director shall be paid salary, perquisites and other allowances as set out by Nomination and Remuneration Committee, as the minimum remuneration, subject to provisions of section 197 and ceiling as specified in Schedule V of the Companies Act, 2013 from time to time in accordance with the provisions of the Companies Act, 2013;

RESOLVED FURTHER THAT any Director of the Company or the Company Secretary be and are hereby authorised to take such steps, file necessary e-form with the Registrar of Companies and to do all such acts, matters and things as may be required/ necessary to give effect to the above resolution."

Item No. 4 – Re-appointment of Mr. Mitesh Mahesh Pujara as Whole-time Director of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and such other consents and permission as may be required, Mr. Mitesh M. Pujara (DIN: 02143047) be and is hereby re-appointed as the Whole-time Director of the Company for a further period of three years commencing from 21st August 2023 till 20th August 2026 at a consolidated remuneration not exceeding Rs. 65 lakhs (Rupees Sixty Five Lakhs only) per annum inclusive of any remuneration directly or

otherwise or by way of salary and perquisites, performance based rewards/incentives, on the terms and conditions as set out in the Explanatory Statement annexed to this notice, with liberty to the Board/Nomination and Remuneration Committee to alter and vary the terms and conditions of the said appointment in such manner as may be agreed by and between the Board/Nomination and Remuneration Committee and Mr. Pujara;

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the currency of tenure of the appointment, the Managing Director shall be paid salary, perquisites and other allowances as set out by Nomination and Remuneration Committee, as the minimum remuneration, subject to provisions of section 197 and ceiling as specified in Schedule V of the Companies Act, 2013 from time to time in accordance with the provisions of the Companies Act, 2013;

RESOLVED FURTHER THAT any Director of the Company or the Company Secretary be and are hereby authorised to take such steps, file necessary e-form with the Registrar of Companies and to do all such acts, matters and things as may be required/ necessary to give effect to the above resolution.”

By Order of the Board

**Shilpa Katare
Company Secretary**

Date: September 4, 2023

Registered Office:

504/504A, 5th Floor, Nirmal Ecstasy,
Jatashankar Dosa Road,
Mulund (w) Mumbai 400080
customercare@indiahomeloan.co.in
www.indiahomeloan.co.in
CIN: L65910MH1990PLC059499

Notes:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its General circulars dated May 5, 2022, December 8, 2021, December 14, 2021, January 13, 2021, May 5, 2020, April 13, 2020, April 8, 2020 and December 28, 2022 (collectively referred to as 'MCA Circulars') permitted the holding of the Annual General Meeting ('AGM') through VC/OAVM without physical presence of the Members at a common venue. Further, the Securities and Exchange Board of India ('SEBI') vide its Circulars dated January 5, 2023, May 13, 2022, January 15, 2021 and May 12, 2020 ('SEBI Circulars') has also granted relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 permitted the holding of AGM through VC/OAVM without physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ('the Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations') and the MCA Circulars, the 33rd AGM of the Company is being held through VC/OAVM.
2. A statement pursuant to Section 102(1) of the Act, relating to the Special Businesses mentioned above is annexed hereto. The relevant details, pursuant to 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment at this AGM is annexed hereto.
3. Since this AGM is being held through VC/OAVM pursuant to the MCA Circulars read with SEBI Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxy by the Members under Section 105 of the Act will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 8, 2020, April 13, 2020, May 5, 2020, June 15, 2020, January 13, 2021, December 8, 2021, December 14, 2021, May 5, 2022 and December 28, 2022, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
7. In line with the MCA Circulars, the Notice calling the AGM has been uploaded on the website of the Company at www.indiahomeloan.co.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
8. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, September 23, 2023 to Saturday, September 30, 2023 (both days inclusive) for the purpose of Annual General Meeting.
9. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding shares as of the cut-off date i.e. September 23, 2023, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password

for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” or “Physical User Reset Password” option available on www.evoting.nsdl.com or call on 022 - 4886 7000 and 022 - 2499 7000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. September 1, 2023 may follow steps mentioned in the Notice of the AGM under “Access to NSDL e-Voting system”.

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

The remote e-voting period begins on Wednesday, September 27, 2023 at 9:00 A.M. and ends on Friday, September 29, 2023 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 23, 2023, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 23, 2023.

How do I vote electronically using NSDL e-Voting system?

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	<p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div data-bbox="475 327 874 576" style="border: 1px solid black; padding: 5px; text-align: center;"> <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around;">   </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/ Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

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

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 126390 then user ID is 126390001***.

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**