BOARD'S REPORT

Dear Members,
Roha Housing Finance Private Limited ("Company" or "RHFPL")

Your Directors are pleased to present the **Ninth Annual Report**, together with the Company's audited financial statements for the financial year ended March 31, 2026.

1. BACKGROUND

Your Company, **RHFPL**, is registered with the National Housing Bank ('NHB') as a non-deposit taking Housing Finance Company and the Company is classified as Middle Layer as per Reserve Bank of India (Non-Banking Financial Companies – Registration, Exemptions and Framework for Scale Based Regulation) Directions, 2025 as updated from time to time.

2. FINANCIAL HIGHLIGHTS AND SUMMARY

A summary of the Company's financial performance for the financial year ended 31st March, 2026, together with the corresponding figures for the previous financial year ended 31st March, 2025, is set out below:

Particulars	**Current Year 2025-2026 (INR in lakh)**	**Previous Year 2024-2025 (INR in lakh)**
Total Revenue	18,598.91	14,071.88
Total Expenditure	15,642.20	13,121.95
Profit Before Tax	**2,956.71**	**949.93**
Less: Current Tax Deferred Tax Adjustment for Previous years	172.11 528.87 -	200.76 39.97 (1.37)
Profit for the year	**2,255.73**	**710.57**
Other comprehensive income	(1.69)	(7.98)
Total Comprehensive income for the year	2,254.04	702.59
Earnings per share (of Rs.10/- each)		
Basic	1.25	0.41
Diluted	1.23	0.41

Roha Housing Finance Private Limited ("Company" or "RHFPL") was incorporated in 2017 and is registered with the National Housing Bank ("NHB") for carrying on housing finance activities. The Company extends housing loans and loans against property to a

broad spectrum of customers, including salaried individuals, self-employed individuals and professionals. The certificate of registration was received from NHB on December 12, 2017, and lending operations commenced in March 2018.

Total revenue for the year ended March 31, 2026 rose to INR 18,598.91 lakh from Rs. 14,071.88 lakh in the previous year, registering a growth of 32.17 %. The Company reported a profit after tax of Rs. 2,255.73 Lakh for F.Y. 2025-26, as against Rs. 710.57 lakh in the immediately preceding year. Profits before tax stood at Rs. 2,956.71 lakh as compared to previous year being Rs. 949.93 Lakh. Assets Under Management grew to Rs. 141,486.24 Lakh (Own book – Rs. 121,778.18 Lakh, Direct Assignments – Rs. 19,403.04 Lakh, Co-lending – Rs.305.02 Lakh) from Rs. 96,522.01 Lakh in the previous year.

3. DIVIDEND

Your directors do not recommend any dividend on equity shares of the company for the financial year ending March 31, 2026, to conserve resources.

4. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(3)(c) and section 134(5) of the Companies Act, 2013, ('the Act') your Directors confirm that:

a) in the preparation of the annual accounts for the financial year ended 31st March, 2026, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;

b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2026 and of the Profit of the Company for year ended on that date;

c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assetsof the company and for preventing and detecting fraud and other irregularities;

d) the Directors have prepared the annual accounts on a going concern basis;

e) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

f) the Directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and operating effectively.

5. INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY

The Company's internal control system is structured to secure operational efficiency, protection and conservation of its resources, accuracy and timeliness in financial reporting, and compliance with applicable laws and regulations.

The Audit Committee periodically reviews these systems and operations to assess their implementation and effectiveness and is apprised of the corrective actions taken by the management on audit observations.

The scope of audit is reviewed by the Audit Committee at regular intervals for enhancement or modification of coverage of specific areas. Adequate policies and procedures have been instituted so that the internal financial control system remains commensurate with the size and nature of the Company's business. These controls provide reasonable assurance with regard to the reliability of financial and operational information, adherence to applicable statutes, safeguarding of the Company's assets, prevention and detection of fraud, accuracy and completeness of accounting records, and observance of the Company's policies.

On a review of the internal audit observations and the actions taken thereon, the Company confirms that there are no adverse observations having a material impact on the financials, no material commercial implications, and no material non-compliances that remain unaddressed.

6. STATUTORY AUDITORS AND REPORT

In terms of Section 139 of the Companies Act, 2013 and the rules made thereunder, M/s. Shridhar & Associates, Chartered Accountants (Firm Registration Number: 134427W), has been appointed as the Statutory Auditors of the Company for a period of three years from the conclusion of the 7TH Annual General Meeting till the conclusion of 10TH Annual General Meeting of the Company.

The Auditors' Report read with notes to the accounts are self-explanatory and therefore do not require further comments/elaborations pursuant to Section 134 of the Companies Act, 2013. There are no qualifications made by the Statutory Auditors in their report. Further, there were no fraud reported by the Statutory Auditors to the Audit Committee or the Board under Section 143(12) of the Companies Act, 2013.

7. COST RECORDS AND COST AUDIT

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Companies Act, 2013 are not applicable for the business activities carriedout by the Company.

8. LOANS, GUARANTEES AND INVESTMENTS

Pursuant to Section 186 (11) (a) of the Companies Act, 2013 (the 'Act') read with Rule 11(2) of the Companies (Meetings of Board and its Powers) Rules, 2014, the loan made, guarantee given or security provided or any investment made in the ordinary course of business by a Housing Finance Company registered with National Housing Bank ("NHB") as required under Section 29A of the NHB Act, 1987, are exempt from the applicability of provisions of Section 186 of the Act.

Information regarding investments covered under the provisions of section 186 of the said

Act is detailed in the financial statements.

9. RELATED PARTY TRANSACTIONS AND POLICY

Your company has not entered into any related party transactions pursuant to Section 188(1) of the Companies Act, 2013 ("the Act") during the year under review. There were no materially significant related party transactions made by your Company with its promoters, directors, key managerial personnel or other designated persons, which might have any conflict with the interest of the Company. Your Board has approved and put in place a policy on related party transactions. In terms of provisions of Section 177 of the Act, all the related party transactions have been placed before the audit committee for its approval/ratification/rejection. Mandatory form **AOC-2** is annexed as **Annexure A** to this report.

None of the Directors had any pecuniary relationships or transactions with the Company exceptas provided in the notes to the accounts.

The policy on related party transactions is available on the Company's website, www.rohahousing.com and also attached herewith at **Annexure – B** to this Report.

10. VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company is committed to adhering to the highest standards of ethical, moral and legal conduct of its business operations. To maintain these standards, the Company has implemented the Whistle Blower Policy (the Policy), to provide an avenue for employees to report matters without the risk of subsequent victimization, discrimination or disadvantage.

The Policy applies to all employees working for the Company (all employees full time, part time, including the management of Company or employees appointed on temporary/contract basis), Agents/DSAs of the Company, Empaneled Advocates, Valuers, FI agencies of the Company, Borrowers/Customers of the Company, as well as representatives of vendors, consultants, service providers or any outside agency (ies) doing any type of business with the Company who make a Protected Disclosure under this Policy and also referred in this policy as Complainant. Pursuant to the Policy, the whistle blowers can raise concerns relating to matters relating to fraud, bribery, corruption, employee misconduct, illegality, misappropriation of Company's funds/ assets etc. A whistleblowing or reporting mechanism, as set out in the Policy, invites all whistle blowers to act responsibly to uphold the reputation of the Company.

The Policy aims to ensure that serious concerns are properly raised and addressed and are recognized as an enabling factor in administering good governance practices. There was no incident where access to the Audit Committee was denied to any employees with respect to Vigil Mechanism. The details of the Whistle Blower Policy are available on the website of the Company at www.rohahousing.com

11. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE

FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There were no material changes and commitments affecting the financial position of the Company which occurred between the end of the financial year of the Company and the date of this Report.

12. CHANGE IN THE NATURE OF BUSINESS, IF ANY

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

13. PARTICULARS OF CONSERVATION OF ENERGY TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGOING

The Company does not carry out manufacturing activities. The particulars of conservation of energy technology absorption and foreign exchange earnings and outgoing are given below:

a) CONSERVATION OF ENERGY:

i. The steps taken or impact on conservation of energy: NA

ii. The steps taken by the Company for utilizing alternate sources of energy: NA

iii. The capital investment on energy conservation equipment: NIL

b) TECHNOLOGY ABSORPTION:

i. The effort made towards technology absorption-

During the current financial year, your Company focused on stabilizing the application landscape, enhancing operational productivity, and improving customer convenience through various technology and process initiatives. A key initiative undertaken during the year was the implementation of the E-Serve Portal, a comprehensive customer self-service platform designed to provide a seamless and centralized service experience. Through this portal, customers can independently generate documents such as Statement of Account (SOA) and Interest Certificate (ITC), as well as raise and track service requests online. Acting as a one-stop service platform, the E-Serve Portal enhances customer convenience, reduces turnaround times, and enables faster, more efficient customer interactions.

To further strengthen our cybersecurity framework, your company has successfully deployed the XCITIUM Firewall and Email Security Solution. The implementation enhances protection against cyber threats, improves network and email security, and supports the organization's commitment to maintaining a secure and resilient IT environment.

ii. The benefits derived like product improvement, cost reduction, product development or import substitution-

No specific activity has been done by the Company

iii. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year: - NA

iv. The expenditure incurred on Research & Development. - NIL

c) FOREIGN EXCHANGE EARNINGS AND OUTGO:

There were no Foreign Exchange earnings and outgoings during the financial year as required by Companies (Accounts) Rules, 2014.

14. ANNUAL RETURN

Pursuant to the Section 92 (3) read with section 134(3)(a) of the Companies Act, the annual return as on 31st March 2026 is available on the company's website on www.rohahousing.com under "**Investors Tab".**

15. SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

The Company does not have any subsidiary, associates and joint venture company as on the date of this Report. Accordingly, Form AOC-1 is not attached to the financial statements.

16. SHARE CAPITAL AND FUND RAISE

The capital structure of the company during the financial year under the report was as follows:

Share Capital	**Amount in (Rs.)**
Authorized Share Capital (18,39,00,000 Equity Shares of Rs. 10/- each and 3,16,85,700 Preference Shares of Rs. 10/- each)	2,15,58,57,000/-
Issued, Subscribed and Paid-up Share Capital (18,05,00,000 Equity Shares of Rs. 10/- each and 1,58,42,838 Compulsorily Convertible Preference Shares of Rs. 10/- each)	1,96,34,28,380/-

During the year under review, the Authorized Share Capital of the Company was increased from **1,83,90,00,000** (**Rupees One Hundred Eighty Three Crore Ninety Lacs**) divided into **18,39,00,000** Equity Shares of INR 10/- each to **2,15,58,57,000 (Two Hundred Fifteen Crore Fifty Eight Lakhs Fifty Seven Thousand)** divided into **18,39,00,000 (Eighteen Crore Thirty Nine Lacs)** Equity Shares of INR 10/- each and **3,16,85,700 (Three Crore Sixteen Lacs Eighty Five Thousand Seven Hundred)** Preference Shares of INR **10**/- each vide Extra Ordinary General Meeting held on 15th December, 2025.

During the year under review, your company received funds infusion from Roha Wealth Managers Private Limited, our group company in which JJT Trust-Promoter holds 100% of the equity shares, by way of issuance of Compulsorily Convertible Preference Shares and Compulsorily Convertible Debentures on preferential allotment basis with approval from the shareholders.

Pursuant to the issuance of Compulsorily Convertible Preference Shares and Compulsory Convertible Debentures as per the above para, your board approved the allotment of Compulsorily Convertible Preference Shares and Compulsory Convertible Debentures under the preferential allotment as per the details mentioned below:

S. No	Date of Allotment	Nature of Securities	Number of Securities Allotted	Face Value	Premium
1	January 16, 2026	Compulsorily Convertible Preference Shares	79,21,419 (Seventy Nine Lakh Twenty One Thousand Four Hundred Nineteen) at INR. 10/- each for cash at a premium of INR. 53.12/-	INR. 7,92,14,190/(INR Seven Crore Ninety Two Lakh Fourteen Thousand One Hundred Ninety Only)	INR 42,07,85,777.28 /(INR Forty Two Crore Seven Lakh Eighty Five Thousand Seven Hundred Seventy Seven And Paise Twenty Eight Only)
2	January 16, 2026	Compulsorily Convertible Debentures	79,21,420 (Seventy Nine Lakh Twenty One Thousand Four Hundred Twenty) at INR. 63.12/- each	INR. 50,00,00,030.40/(INR Fifty Crores Thirty and Paise Forty Only)	NA
3	February 13, 2026	Compulsorily Convertible Debentures	79,21,420 (Seventy Nine Lakh Twenty One Thousand Four Hundred Twenty) at INR. 63.12/- each	INR. 50,00,00,030.40/(INR Fifty Crores Thirty and Paise Forty Only)	NA
4	March 05, 2026	Compulsorily Convertible Preference Shares	79,21,419 (Seventy Nine Lakh Twenty One Thousand Four Hundred Nineteen) at	INR. 7,92,14,190/(INR Seven Crore Ninety Two Lakh Fourteen Thousand One	INR 42,07,85,777.28 /(INR Forty Two Crore Seven Lakh Eighty Five

			Rs. 10/- each for cash at a premium of Rs. 53.12/-	Hundred Ninety Only)	Thousand Seven Hundred Seventy Seven And Paise Twenty Eight Only)
5	March 13, 2026	Compulsorily Convertible Debentures	79,21,419 (Seventy Nine Lakh Twenty One Thousand Four Hundred Nineteen) at INR. 63.12/- each	INR. 49,99,99,967.28/(INR Forty Nine Crore Ninety Nine Lakh Ninety Nine Thousand Nine Hundred Sixty Seven And Paise Twenty Eight Only)	NA
Total				**165,84,28,408.08**	**84,15,71,554.56**

The Company currently has no outstanding shares issued with differential rights, sweat equity or ESOP.

All the equity shares and Compulsorily Convertible Preference Shares of the Company are in dematerialized form as on 31st March 2026.

17. RESOURCE MOBILIZATION

The Company has strengthened its relationships with banks/financial institutions. As of March 31, 2026, total borrowings in the form of Term Loans and Cash Credit have increased to INR. 722.26 Crores from INR. 593.18 Crores as of previous year.

During the period under review, the Company had no NCDs as of March 31, 2026.

18. TRANSFER OF SHARES

There was no share transfer during the financial year under review.

19. DEPOSITORY

As on 31st March 2026, the Company's total Equity and Compulsorily Convertible Preference paid-up share capital comprising of 18,05,00,000 Equity shares and 1,58,42,838 Compulsorily Convertible Preference Shares were held in dematerialized mode.

20. APPOINTMENT/RESIGNATION OF DIRECTOR

As on 31st March 2026, the Board of Directors ("the Board") of the Company comprised of 3 (Three) Directors including 2 (Two) Non-Executive Directors and 1 (one) Executive Director. Detailed information about the Board of Directors is provided in the Corporate

Governance Report, which forms part of this report.

21. FIT & PROPER CRITERIA

All the Directors meet the fit and proper criteria stipulated under the Reserve Bank of India (Non-Banking Financial Companies - Governance) Directions as updated from time to time.

22. KEY MANAGERIAL PERSONNEL (KMP)

In terms of the provisions of Sections 2(51) and 203 of the Act, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Mr. Sunil Kapoor, Managing Director & Chief Executive Officer (MD & CEO) and Mr. Pankaj Rawat, Company Secretary (CS), are the Key Managerial Personnel of the Company.

23. INCREASE IN BORROWING POWERS

Pursuant to section 180(1)(c) of the Companies Act, 2013 (the 'Act'), the borrowing limits approved by the shareholders which may be exercised by the Board, presently stood at INR 1,000Crore.

24. NOMINATION & REMUNERATION POLICY

Pursuant to the provisions of Section 178 of the Companies Act 2013, the Board of Directors had approved and adopted the nomination & remuneration policy, inter alia, for the appointment and fixation of Remuneration of the Directors, Key Managerial Personnel and all other employees of your Company as applicable. The said Policy is attached herewith at **Annexure –C** to this Report. The policy is also available on the website of the company at www.rohahousing.com .

25. APPOINTMENT & STATEMENT ON DECLARATION BY INDEPENDENT DIRECTOR

As per the Provision of Section 149(6) and read with 149(10) of Companies Act, 2013 are not applicable to the Company being private limited Company.

26. TRANSFER TO RESERVES

Your Company transferred INR 451.15 lakh during the year under review to the Reserve Fund maintained pursuant to the norms prescribed under section 29C of the NHB Act, 1987.

27. CORPORATE SOCIAL RESPONSIBILITY

Your Company has in place Corporate Social Responsibility (CSR) Policy, in compliance with the provisions of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended, which, inter-alia, lay down the guidelines and mechanism for undertaking socially useful projects for welfare and sustainable development of the community at large. The Board approved CSR Policy of the Company is available on the website of the Company at https://rohahousing.com/wp-content/uploads/2024/04/RHFPL_CSR-Policy.pdf.

Your Company is not required to formulate Corporate Social Responsibility (CSR)

Committee as per the provisions of Sec 135(9) of the Companies Act, 2013 as the amount to be spent on CSR is less than fifty lakh rupees.

During the year under review, your Company was required to spent 2% of its average net profits (computed as per the relevant provisions of the Companies Act, 2013) of the three immediately preceding years on CSR projects. Accordingly, the Company has transferred an amount of Rs. 12,27,479/- in financial year 2025-26 to "JAGDISHPRASAD JHABARMAL TIBREWALA PARMARTH KOSH" a registered entity having registration number CSR00005320 to undertake CSR activities. The Annual Report on CSR activities in **Annexure – G** forms part of this Directors' report.

28. ANNUAL EVALUATION OF PERFORMANCE OF THE BOARD

The Company, being a Private Limited Company, was not required to carry formal annual evaluation by the Board of its own performance and that of its committees and individual directors pursuant to Section 134 (3) (p) of the Companies Act, 2013 and Rule 8(4) of the Companies (Accounts) Rules, 2014. Although, the Directors of the Company are vigilant towards their duties and responsibilities as Director of the Company.

29. DEPOSITS

The Company is a non-deposit accepting housing finance company. During the year the Company has not accepted any deposits, within the meaning of Section 73 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014.

30. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators / Courts/ Tribunals impactingthe going concern status of the Company and its future operations.

31. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report prepared as per requirements of Reserve Bank of India (Housing Finance Companies) Directions, 2025 forms part of this report as **Annexure-D**.

32. PARTICULARS OF EMPLOYEES

Being a Private limited company, the particulars of the employees as required under Section 197 of Companies Act, 2013 read with rule 5 (2) & rule 5 (3) of Companies (appointment and remuneration) Rules 2014 are not applicable, during the year under review.

33. VOTING RIGHTS OF EMPLOYEES

During the year under review, the Company has not given loans to any employee for purchase of its own shares as per section 67 (3) (c) of Companies Act, 2013. Therefore, the Company is not required to make disclosure as per rule 6 (4) of Companies (Share Capital and Debentures) Rules,2014.

34. MATERNITY BENEFIT PROVIDED BY THE COMPANY UNDER MATERNITY BENEFIT ACT 1961

The Company declares that it has duly complied with the provisions of the Maternity Benefit Act, 1961. All eligible women employees have been extended the statutory benefits prescribed under the Act, including paid maternity leave, continuity of salary and service during the leave period as applicable. The Company remains committed to fostering inclusive and supportive work environment that upholds the rights and welfare of its women employees in accordance with applicable laws.

35. DISCLOSURES

(i) Regarding the issue of employee stock options:

Pursuant to the approval of shareholders dated 6th March 2025, the Company has approved and adopted **'RHF Employee Stock Option Plan 2025' ("ESOP 2025"/the "Plan")**.

The Plan is in compliance with Companies Act, 2013 and rules thereunder as amended from time to time.

The objective of the Plan is to attract, retain, motivate, and reward the key Employees of the Company for their performance and to motivate them to contribute to the growth and profitability of the Company. The Company views Employee Stock Options ("Options") as a long-term incentive tool that would enable the Employees not only to become co-owners, but also to create wealth out of such ownership in future resulting to achievement of sustainable corporate growth of the Company.

Further, the maximum number of Options to be granted shall not exceed 33,75,000 (Thirty Three Lakhs Seventy Five Thousand Only). There are no material changes in the plan(s) during the year.

No shares were vested to employees under the Plan during the FY 2025-26.

Disclosure under Section 62 of Companies Act, 2013 read with Rule 12 of Companies (Share Capital and Debentures) Rules, 2014:

Options granted	8,50,000
Options vested	Nil
Options exercised	Nil
The total number of shares arising as a result of exercise of option	Nil
Options lapsed	Nil
The exercise price	55
Variation of terms of options	No variation of terms of options during the period.
Money realized by exercise of options	Nil
Total number of options in force	8,50,000
Employee wise details of options granted to;- (i) key managerial personnel;	 (i) Nil

(ii) any other employee who receives a grant of options in any one year of option amounting to five percent or more of options granted during that year. (iii) identified employees who were granted option, during any one year, equal to or exceeding one percent of the issued capital (excluding outstanding warrants and conversions) of the company at the time of grant;	(ii) As per Annexure-(I) (iii) Nil

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

Pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and the rules thereunder (POSH Act'), the Company has framed a policy on Prevention of Sexual Harassment at Workplace ('Policy'). The Company has complied with the provisions relating to constitution of internal committee under the POSH Act.

During the year under review, no cases had been reported under the provisions and guidelines of this Policy.

37. BANKS AND FINANCIAL INSTITUTIONS

Your Company is prompt in making the payment of interest and repayment of loans to the financial institutions / banks apart from payment of interest on working capital to the banks. Banks and Financial Institutions continue their unstinted support in all aspects, and the Board records its appreciation for the same.

38. CORPORATE GOVERNANCE REPORT

Corporate Governance Report forms part of this report as **Annexure-E**

39. SECRETARIAL AUDIT REPORT

The Board of Directors of the Company, at its meeting held on 14th April, 2026, appointed M/s Akash A & Associates, Practicing Company Secretaries, having its office at 284, Jai Dev Park, East Punjabi Bagh, New Delhi-110026, (having Membership Number– ACS 45362 and Certificate of Practice Number 20828) as Secretarial Auditor, pursuant to section 204(1) of Companies Act, 2013. The Secretarial audit report for FY 2025-26 is annexed to this report as **Annexure- F**. There are no qualifications or adverse remarks in the Secretarial Audit Report for the F.Y. 2025-26.

During the year under review, the Secretarial Auditor have not reported any instances of frauds committed on the Company by its Officers or Employees, to the Audit Committee under Section 143(12) of the Act, details of which need to be mentioned in this Report.

40. COMPLIANCE WITH SECRETARIAL STANDARDS

During the year under review, Company has complied with all the applicable provisions of Secretarial Standards.

41. STATUTORY AND REGULATORY GUIDELINES

During the year under review, the Company has complied with applicable statutory provisions, including those of Companies Act, 2013 and Income Tax Act 1961. The RBI has issued comprehensive guidelines on Fair Practice Code, reporting, and monitoring of frauds, Know Your Customer (KYC), Anti Money Laundering (AML) standards and IT Framework. During the year under review, the Company has been complying with all the guidelines and directions issued by RBI.

42. COMPLIANCES UNDER RBI GUIDELINES/CIRCULARS AND OTHERS

A. CAPITAL ADEQUACY

The Regulatory Capital Adequacy Ratio (CAR) of the Company was 62.58% as on 31st March 2026, as against CAR of 46.62% as on 31st March, 2025 which is within the regulatory requirement.

B. NON-PERFORMING ASSETS, EXPECTED CREDIT LOSS (ECL) AND PROVISIONS

In addition, the Company holds provisions beyond the regulatory minimum to cover unforeseen contingencies. The table below presents the Company's gross NPAs, net NPAs, cumulative provisions and write-offs for the periods indicated:

(Amount in Rs. Lakhs)

Particulars	As at March 31	
	2026	**2025**
Gross Non-Performing Assets	1,174.44	762.97
% of Gross NPA to Total Loan Portfolio	0.96%	0.91%
Net Non-Performing Assets	940.81	600.73
% of Net NPA to Total Loan Portfolio	0.77%	0.72%
Cumulative provision- loans	729.19	527.19
Write-off	51.50	-

During the financial year 2025-26, your Company implemented the Expected Credit Loss (ECL) framework for impairment of financial assets in accordance with Ind AS 109 – Financial Instruments and has a process to assess the credit risk of all exposures at each reporting date. Accordingly, your Company has created adequate ECL provisioning as required under Ind AS 109 and the applicable directions of the Reserve Bank of India. Details thereof form part of the Notes to the audited financial statements for the year ended March 31, 2026.

The measurement of all expected credit losses for financial assets held at the reporting date is based on historical experience, current conditions and reasonable and

supportable forecasts. The measurement of ECL involves increased complexity and judgement, including estimation of Probability of Defaults (PDs), Loss Given Default (LGD), a range of unbiased future economic scenarios, estimation of expected lives and estimation of EAD and assessing significant increases in credit risk. Probability of Default (PD) is the probability of whether borrowers will default on their obligations which are calculated based on historical default rate summary of past years using vintage analysis. Loss Given Default (LGD) is an estimate of the loss from a financial asset given that a default occurs. The LGD is computed using your Company's own loss and recovery experience.

Your Company has complied with the applicable Ind AS requirements for asset classification based on credit risks and provisioning as per the Expected Credit Loss framework and has also duly complied with the prudential norms on asset classification and provisioning prescribed under the Reserve Bank of India (Housing Finance Companies) Directions, 2025, as amended from time to time.

C. INSURANCE

Your Company provides comprehensive employee welfare benefits through a Mediclaim policy covering employees and their eligible dependent family members. In addition, employees are covered under Group Term Life Insurance and Group Personal Accident Insurance policies, ensuring financial protection and support for their well-being.

D. ASSET LIABILITY MANAGEMENT POLICY

Liquidity risk is managed by the Company in terms of its Asset Liability Management Policy, which has been framed in line with the prevailing regulatory guidelines and carries the approval of the Board of Directors. The policy is revisited from time to time to reflect changes required by regulatory stipulations or to keep it aligned with the evolving economic landscape. Operating within this framework, the Asset Liability Committee (ALCO) devises and periodically reviews strategies and provides direction for the management of liquidity risk.

E. STATEMENT INDICATING DEVELOPMENT & IMPLEMENTATION OF RISK MANAGEMENT POLICY

As a medium scale housing finance entity, your Company believes, that periodic review of various risks which have a bearing on the business and operations, is vital to proactively manage uncertainty and changes in the internal and external environment so that it can limit the negative impact and capitalize on opportunities. Risk management framework enables a systematic approach to risk identification, leverage on any prudent opportunities and provides strategies to manage, transfer, avoid or minimize the impact of the risks and helps to ensure sustainable business growth, optimize risk-adjusted returns and enhance long term stakeholder value.

Keeping the above in view, your Company's risk management is embedded in the business processes. As a part of review of business and operations, the Board with the help of the management periodically reviews various risks associated with the business and products of the Company and considers appropriate risk mitigation processes. The

Risk Management Policy has been placed under the supervision of the Risk Management Committee (RMC) of the Company and the same has been approved by the Board. Your Company has laid down appropriate systems to facilitate reporting pertaining to key risks to the Board of Directors, Board committees and the senior management.

Your Company is taking the following measures to ensure the effectiveness of risk management, maintaining a strong, diversified and resilient portfolio and ensuring that areas of growth are well controlled and sustainable:

- Affordable segment policies for enabling effective sourcing and minimizing adverse selection
- Diversified loan portfolio across geographies, customer segments, ticket sizes, and product categories
- Periodic Branch level portfolio monitoring and intervention
- Early warning signals (EWS) monitoring through identification of early mortality and non-starter cases
- Enterprise System based controls and validations
- Ensuring adequate collateral coverage and security enforceability

Your Company has a robust credit risk management framework implemented through various policies, manuals and guidelines. Your Company has implemented pre and post disbursement controls ensuring effective risk analysis and measurement, periodic monitoring and reporting based on various parameters and adherence to amendments in policy changes. The delegation structure for approval of credit limits is approved by the Board of Directors. All credit proposals are rated as per the limit prescribed under the policy by the risk management team prior to consideration at the appropriate delegated authority. Your Company mainly uses Property as collateral to mitigate the underlying credit risk in its regular lending operations. The Credit Recovery Policy and Valuation Policy of the Company provides the risk mitigation guidelines to be followed by it.

Internal Capital Adequacy Assessment Process (ICAAP) has been adopted to identify, assess, and manage all risks that could potentially have a significant negative impact on our business, financial position, or capital adequacy. Risk Management Committee, Asset Liability Committee, IT Steering Committee and Audit Committee have been set-up which meets up regularly to ensure monitoring of risks and provide Governance as applicable.

F. TRAINING & DEVELOPMENT

During the year 2025-26, the Company placed significant emphasis on strengthening process effectiveness, operational efficiency, and regulatory compliance across its functions. In line with this objective, focused training interventions were conducted for employees, particularly those in the Credit and Operations teams, to enhance their understanding of processes, improve quality of execution, and ensure adherence to internal policies and regulatory requirements.

In addition to the functional trainings, Compliance training such as Infosec, KYC & Anti-Money Laundering (AML) and POSH were also conducted aimed at regulatory compliance. In addition to internal training, employees were also nominated for various training programs organized by the National Housing Bank (NHB).

G. REGISTRATION AND COMPLIANCES

In pursuant to compliance of NHB/RBI provision and directions, your Company has registered on the below mentioned portals and has complied with their respective provisions.

Details of Registration on the NHB Prescribed Portals:

Sr. No.	Name of the Portals	User ID allotted
1	FINnet Portal of Financial Intelligence Unit-India	FIHFC00134
2	CERSAI portal of Central Registry of SecuritizationAsset Reconstruction and Security Interest of India -	F0282
3	Centralised Reporting and Management Information System (CRAMIS) Portal of National Housing Bank	OLRO3R
4	Grievance Registration & Information Database System (GRIDS) portal of National Housing Bank Username	12.0165.17
5	PRAVAAH (Platform for Regulatory Application, Validation and Authorisation) portal	compliance@rohahousing.com

Further, pursuant to regulatory requirements company has registered with the below mentioned Credit Information Companies:

Details of Registration under Credit Information Companies:

Sr. No.	Name of the Portals	User ID allotted
1	TransUnion (CIBIL)	HF6408
2	Equifax Credit Information Services Private Limited	027FM00523
3	Experian Credit Information Company of India Private Limited	cinp4696rhfp
4	CRIF High Mark Credit Information Services Limited	5172451

Your Company is duly registered with CERSAI and has submitted various required

information and uploading of charge creation details for mortgage loans on a timely basis.

H. TOTAL NUMBER OF CLAIMED, UNCLAIMED AND UNPAID PUBLIC DEPOSIT DISCLOSURE UNDER MASTER DIRECTION FOR NON-BANKING FINANCIAL COMPANY – HOUSING FINANCE COMPANY (RESERVE BANK) DIRECTIONS, 2021

The Company is not eligible to accept Public Deposit and therefore the Company is not required to make the above disclosure.

I. CREDIT RATING

CARE Ratings Ltd has assigned ratings to your Company's debt instruments/ facilities aggregating Rs 1,000 crores, and the rating action taken by CARE as on March 06, 2026 is set out below:

Rating Agency	Instruments	Rating assigned
CARE Ratings Ltd	Long Term Facilities	CARE A-, Stable

J. CODES AND STANDARDS

The Company adheres to the Fair Practices Code (FPC) recommended by the regulator, Reserve Bank of India (RBI), to promote good and fair practices by setting minimum standards in dealing with customers. The Reserve Bank of India (RBI) has also issued comprehensive Know Your Customer (KYC) Guidelines and Anti Money Laundering Standards in the context of recommendations made by the Financial Action Task Force on Anti Money Laundering Standards.

K. THE DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONGWITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR

There is no application made or any pending proceeding under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the financial year.

L. THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF

The Company has not entered into any one-time settlement agreements with any Banks during the Financial Year under review. Therefore, this clause is not applicable to the Company.

43. ACKNOWLEDGEMENT

Your directors take this opportunity to express their appreciation for the support and co-

operation extended by our various partners and other business associates. Your Company has been able to operate efficiently because of the culture of professionalism, creativity, integrity and continuous improvement in all functional areas and the efficient utilization of all its resources for sustainable and profitable growth.

Your directors wish to place on record their appreciation of the contributions made and committed services rendered by the employees of the Company at various levels. Your directors also wish to express their gratitude for the continuous assistance and support received from the investors, clients, bankers, lenders, regulatory and government authorities, during the year.

For and on behalf of the Board of Directors
Roha Housing Finance Private Limited

Place:- Noida
Date:- 8th May, 2026

SD/-	**SD/-**
Mahesh Ramakant Tibrewala	**Sunil Kapoor**
Chairman & Director	**Managing Director & CEO**
DIN: 01342061	**DIN: 01436404**

Annexure-A

FORM NO. AOC.2

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

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

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

(a) Name(s) of the related party and nature of relationship

(b) Nature of contracts/arrangements/transactions

(c) Duration of the contracts/arrangements/transactions

(d) Salient terms of the contracts or arrangements or transactions including the value, if any

(e) Justification for entering into such contracts or arrangements or transactions

(f) Date(s) of approval by the Board

(g) Amount paid as advances, if any:

(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

2. Details of material contracts or arrangements or transactions at arm's length basis:

(a) **Name(s) of the related party and nature of relationship:** N.A

(b) **Nature of contracts/arrangements/transactions:** N.A

(c) **Duration of the contracts/arrangements/transactions**: N.A

(d) **Salient terms of the contracts or arrangements or transactions including the value, if any:** N.A

(e) **Date(s) of approval by the Board, if any:** N.A

(f) **Amount paid as advances, if any**: N.A

For Roha Housing Finance Private Limited

SD/-	**SD/-**
Mahesh Ramakant Tibrewala	**Sunil Kapoor**
Chairman & Director	**Managing Director & CEO**
DIN: 01342061	**DIN: 01436404**

Annexure-B

Related Party Transactions Policy

1. Introduction

Roha Housing Finance Private Limited (the company) recognizes that Related Party Transactions can present potential or actual conflicts of interest and may raise questions about whether such transactions are consistent with the Company and its shareholders' best interests and in compliance to the provisions of the Companies Act, 2013, Master Circular- Housing Finance Companies – Corporate Governance (NHB) Directions, 2016 dated July 1, 2019 and other laws and regulations as applicable to the Company.

The Board of Directors of the Company, on recommendation of Audit Committee has adopted the following policy and procedures with regard to the materiality of Related Party Transactions and also on dealing with them as defined below. The Audit Committee will review and may amend this policy from time to time subject to the approval of the Board.

The objective of this policy is to regulate transactions between the Company and its Related Parties based on the Companies Act 2013, NHB directions and other laws and regulations applicable to the Company.

2. Definitions

"Act" means the Companies Act, 2013 as may be amended from time to time.

"Arm's length transaction" means a transaction between two related parties that is conducted as if they were unrelated, so that there is no conflict of interest

"Audit Committee" means the Committee of the Board formed under section 177 of the Act.

"Company" means Roha Housing Finance Private Limited

"Board" shall mean the board of directors of the Company

"Director" means a person as defined in Section 2(34) of the Companies Act, 2013

"Employees" shall mean the employees and office-bearers of the Company, including but not limited to Directors

"Key Managerial Personnel" shall mean the officers/employees of the Company as defined in Section 2(51) of the Companies Act, 2013

"Material Transaction" transaction with a related party is considered material if the transaction / transactions to be entered into, either individually or taken together with previous transactions with such related party during a financial year, exceeds ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the company

"Ordinary course of business" means the usual transactions, customs and practices undertaken by the Company to conduct its business operations and activities and includes all

such activities which the company can undertake as per Memorandum & Articles of Association **as may be amended from time to time**. The Board and Audit Committee may lay down principles for determining ordinary course of business in accordance with statutory requirements and other industry practices and guidelines.

"Related Party" means an individual, entity, firm, body corporate or person as defined in Section 2(76) of the Act.

"Related party transaction" shall mean transaction of any nature between the company and any Related Party which include but not limited to

(a) Transfer of resources, services or obligations between a company and a related party, regardless of whether a price is charged

(b) Sale, purchase or supply of any goods or materials;

(c) Selling or otherwise disposing of, or buying, property of any kind;

(d) Leasing of property of any kind;

(e) Availing or rendering of any services;

(f) Appointment of any agent for purchase or sale of goods, materials, services or property;

(g) Appointment to any office or place of profit in the company

(h) Underwriting the subscription of any securities or derivatives thereof

A transaction shall be construed to include a single transaction or a group of transactions in a contract.

"Relative" with reference to a Director or KMP means the person as defined in Section 2(77) of the Act and rules prescribed thereunder.

Any other capital/ principal term not defined herein shall have the same meaning as defined in the Companies Act, 2013.

3. Applicability

This Policy shall be applicable to all Related Party Transactions entered into on or after June 27, 2020. The Audit Committee of the Company shall review all existing related party transactions as a matter of good governance and agree on corrective steps, if required, to ensure that the transactions entered are in the ordinary course of business and are on an arm's length.

4. Identification of Related Party Transactions:

4.1. All Related Party Transactions must be brought to the notice of the Audit Committee of the Company.

4.2. Any employee of the Company who is aware of any transaction that is or may be perceived to be a Related Party Transaction is required to bring the same to the attention of the Audit Committee of the Company through Company Secretary.

4.3. All Directors and Key Managerial Personnel (KMPs) are responsible for informing the Company of their interest (including interest of their Relatives) in other companies, firms or concerns at the beginning of every financial year and any change in such interest during the year.
4.4. All Directors, Members of the Management Committee and KMPs (hereinafter referred as concerned persons) are responsible for providing notice to the Audit Committee either directly or through Company Secretary of any potential Related Party Transaction involving him/her as Director, Member or otherwise or his or her relative.

4.5. All the concerned persons shall furnish all such additional information or documents as may be called by audit committee pertaining to particular transaction.

4.6. The audit committee shall record the disclosure of interest and accordingly determine whether the transaction is in the ordinary course of business and on an arm's length basis.

4.7. Such notice of any potential Related Party Transaction should be given well in advance so that the Company Secretary has adequate time to obtain and review information about the proposed transaction and to refer it to the Audit Committee.

5. Review and Approval Process

5.1. Approval by Audit Committee:

(i) All related party transactions shall be entered into after prior approval of Audit Committee. The Audit Committee shall consider all relevant factors while deliberating the Related Party Transactions for its approval.

(ii) Any member of the audit committee who has any interest in any Related Party Transaction will recuse themselves and abstain from discussion and voting on the approval of the Related Party Transaction.

(iii) The Audit Committee may grant omnibus approval for Related Party Transactions proposed to be entered into by the company subject to the following conditions:

a. The Audit Committee shall lay down the criteria for granting the omnibus approval in line with this policy on Related Party Transactions of the company
b. Approval shall be applicable in respect of transactions which are repetitive in nature.
c. The Audit Committee shall satisfy itself the need for such omnibus approval and that such approval is in the interest of the company
d. Omnibus approval shall specify:

(i) The name/s of the related party, nature of transaction, period of transaction, maximum amount of transaction that can be entered into.

(ii) The indicative base price / current contracted price and the formula for variation in the price if any and

(iii) Such other conditions as the Audit Committee may deem fit;

e. Provided that where the need for Related Party Transaction cannot be foreseen and aforesaid details are not available, Audit Committee may grant omnibus approval for such transactions subject to their value not exceeding Rs.1 crore per transaction.
f. Audit Committee shall review, at least on a quarterly basis, the details of RPTs entered into by the company pursuant to each of the omnibus approval given.
g. Such omnibus approvals shall be valid for a period not exceeding one year and shall require fresh approvals after the expiry of one year.

(iv) Based on the terms and conditions of a transaction, and applicable regulatory requirements, the Audit Committee will have the discretion to recommend / refer it for the approval of Board of Directors or Shareholders, as the case may be.

5.2. Approval of the Board of Directors.

(i) In the event transaction, contract or arrangement is not in the ordinary course of business **or** not at an arm's length price, the audit committee shall refer the same to the board for their consideration and approval.

(ii) The Board will consider factors such as, nature of the transaction, material terms, the manner of determining the pricing and the business rationale for entering into such transaction. On such consideration, the Board may approve the transaction or may require such modifications to transaction terms as it deems appropriate under the given circumstances.

(iii) Any member of the Board who has any interest in any Related Party Transaction will recuse themselves and abstain from discussion and voting on the approval of the Related Party Transaction.

5.3. **Approval of the Shareholders.**

(i) All material related party transactions or not in the ordinary course of business **or** not at an arm's length price and exceeds thresholds prescribed under the Companies Act, 2013 for respective transaction will be placed for approval of the shareholders of the Company.
(ii) Any member of the company who is a related party shall abstain from voting on such resolutions.
(iii) The Audit Committee will have the discretion to seek opinion / report of an independent expert in case of material transactions.

6. Disclosure

All Directors/KMP are required to disclose the parties in which they are deemed to be interested in prescribed form.

• Further, each Director and KMP of the Company shall promptly notify the Secretarial Department of any material transaction or Relationship that could reasonably be expected to give rise to a conflict of interest.

6.1. Every related party transaction, if required under law shall be referred to in the Board's report along with the justification for entering into such contract or arrangement.

6.2. The Company shall maintain Register in the prescribed form for noting of related party transaction.

6.3. The company shall disclose the policy on dealing with Related Party Transactions on its website and a web-link thereto shall be provided in the Annual Report.

7. Whistle blower for any Related Party Transaction entered by company in non-compliance of this policy.

Any officer or employee can approach access / approach the vigil mechanism or Company Secretary to report a fraudulent related party transaction.

8. Guidance Principles for approval of a Related Party Transaction by the board/Committee thereof

To review a Related Party Transaction, the Board/Committee will be provided with all relevant material information of the Related Party Transaction, including the terms of the transaction, the business purpose of the transaction, the benefits to the Company and any other relevant matters. In determining whether to approve or a Related Party Transaction, the Board/Committee will consider the following factors, among others, to the extent relevant to the Related Party Transaction:

8.1. Whether the terms of the Related Party Transaction are fair to the Company and would apply on the same basis if the transaction did not involve a Related Party;

8.2. Whether there are any compelling business reasons for the Company to enter into the Related Party Transaction and the nature of alternative transactions, if any;

8.3. Whether the Related Party Transaction would present an improper conflict of interest for any Director or KMP of the Company, taking into account the size of the transaction, the overall interest of the Director, Executive Officer or other Related Party, the direct or indirect nature of the Executive Officer's or other Related Party's interest in the transaction and the ongoing nature of any proposed relationship and any other factors the Board/Committee deems relevant.

8.4. In any case where either the Board/Committee determines not to ratify a Related Party Transaction that has been commenced without approval, the Board/Committee, as appropriate, may direct additional actions including, but not limited to, immediate discontinuation or rescission of the transaction, or modification of the transaction to make it acceptable for ratification. In connection with any review of a Related Party Transaction, the Board/Committee has authority to modify or waive any procedural requirements of this Policy.

9. Amendment and Limitation to the Policy

The Audit Committee of the Company shall review and may amend this Policy at least once every three years, subject to the approval of the Board of Directors of the Company.

Any or all provisions of this Policy would be subject to revision / amendment in accordance with the Rules, Regulations, Notifications, etc. on the subject as may be issued by relevant statutory authorities, from time to time.

In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s), etc. shall prevail upon the provisions hereunder and this Policy shall be deemed amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s), etc.

****

Annexure-C

Nomination and Remuneration Policy

I. INTRODUCTION

Pursuant to the provisions of Section 178 of the Companies Act, 2013 (the "Act") and Reserve Bank of India (Non-Banking Financial Companies-Governance) Directions, 2025, the Company is required to constitute the Nomination and Remuneration Committee. The Nomination & Remuneration Committee determines and recommends to the Board the compensation payable to Directors. Remuneration for the Executive Directors consists of a fixed component and a variable component linked to the long term vision, medium term goals and annual business plans.

Section 178 of the Act provides that the Committee shall recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees, further the Committee shall also formulate the criteria for determining qualifications, positive attributes and independence of a director. This Committee and the Policy is formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto.

II. APPLICABILITY

This Policy shall be applicable to:

a. **Board of Directors**

b. **Key Managerial Personnel** as defined under Section 2(51) of the Act

c. **Senior Managerial Personnel**, shall mean personnel of the company who are members of its core management team excluding Board of Directors. Normally, this shall comprise of all members of management one level below the Executive Directors, including all functional heads.

d. **Other Employees** of the Company

III. OBJECTIVE

a. To lay down the criteria for identifying the persons who are qualified to become directors and such persons who may be appointed as the Senior Managerial Personnel of the Company.

b. To determine the qualifications, positive attributes and independence of the Board and to ensure Board Diversity.

c. To recommend the Board for determining the remuneration of the Directors, KMP and other employees.

d. To set the criteria for evaluation of the performance of Board of Directors and other employees of the Company (if applicable).

IV. DEFINITIONS

"Board" or **"Board of Directors"** shall mean the Board of Directors of the Company.

"Company" shall mean Roha Housing Finance Private Limited

"Key Managerial Personnel" (as defined in Section 2(51) of the Companies Act, 2013) in relation to the Company, means –

i. Chief Executive Officer or the Managing Director or the Manager
ii. Company Secretary
iii. Whole Time Director
iv. Such other officer, not more than one level below the directors who is in whole-time employment, designated as key managerial personnel by the Board
v. Such other officer as may be prescribed by the Government.

The expression **"senior management"** means personnel of the company who are members of its core management team other than the Board of Directors. This would include all members of management one level below the executive directors, including all the functional heads of the Company.

Note: Terms that have not been defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013, as amended from time to time.

V. MEMBERSHIP

a) The Committee shall comprise at least three (3) Directors.
b) The Board shall reconstitute the Committee as and when required to comply with the provisions of the Companies Act, 2013 and applicable statutory requirement.
c) Term of the Committee shall be continued unless terminated by the Board of Directors.

VI. GUIDING PRINCIPLES

The Policy ensures that:

a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully
b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks and
c) Aligning key executive and board remuneration with the longer term interests of the company and its shareholders;
d) Link to long term strategy as well as annual business performance of the company; and
e) Reflective of line expertise, market competitiveness so as to attract the best talent

VII. ROLE OF THE COMMITTEE

The role of the Committee inter alia will be the following:

a) To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/ or removal.
b) To carry out evaluation of every director's performance (if applicable)
c) To formulate the criteria for determining qualifications, positive attributes and independence of a director, and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
d) To formulate the criteria for evaluation of Independent Directors and the Board (if applicable).
e) To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria.
f) To carry out any other function as is mandated by the Board from time to time and /or enforced by any statutory notification, amendment or modification, as may be applicable.
g) To perform such other functions as may be necessary or appropriate for the performance of its duties.

VIII. FREQUENCY OF MEETINGS

The meeting of the Committee shall be held atleast once in a year or at such intervals as may be required.

IX. APPOINTMENT CRIERTIA FOR THE BOARD AND OTHER EMPLOYEES

A. APPOINTMENT CRITERIA FOR MANAGING DIRECTOR/WHOLE-TIME DIRECTOR

a) The Managing Director/Whole-Time Director shall be appointed as per the applicable provisions of the Act and rules made there under.
b) The person to be appointed will be assessed against a range of criteria which shall include but shall not be limited to qualifications, skills, industry experience, fit & proper, background and other attributes required for the said position.
c) The Managing Director/Whole-Time Director shall have all the powers and authorities as prescribed by the Board of Directors and as provided in the Articles of Association and applicable provisions of the Act. The Managing Director/Whole-Time Director will be overall in-charge of the business, administration and other affairs of the Company subject to the superintendence, control and directions of the Board of Directors and he shall guide, control and supervise the employees of the Company, their functions, the business carried on by the Company and all administrative matters.

B. APPOINTMENT CRITERIA FOR NON-EXECUTIVE DIRECTOR

a) The Non-Executive Director shall be appointed as per the applicable provisions of the Act and rules made there under.

b) The person to be appointed shall be assessed on various parameters such as qualification, relevant experience and expertise, integrity, skill sets etc. The person considered to be appointed as a Non-Executive Director should possess relevant expertise which will help the person to act objectively and constructively.

C. KEY MANAGERIAL PERSONNEL (KMP) AND SENIOR MANAGEMENT PERSONNEL

a) Section 203 of the Act provides for appointment of whole-time Key Managerial Personnel ("KMP") such personnel shall be appointed by means of resolution of the Board containing the terms and conditions of such appointment.
b) The KMP and Senior Management Personnel should comprise of individuals with appropriate mix of skills, experience and personal attributes. The said employees should be adept and understand the business and the environment in which the Company operates and perform towards the achievement of Company objectives and goals.
c) For the appointment of KMP and Senior Management Personnel, the following criteria's shall be considered:
   - assessing the appointee against a range of criteria which includes but not limited to qualifications, skills, regional and industry experience, background and other qualities required to operate successfully in the respective position,
   - the extent to which the appointee is likely to contribute to the overall effectiveness of the organization, work constructively with the existing team and enhance the efficiencies of the Company;
   - Personal specifications like degree holder in relevant disciplines; experience of management in a diverse organization; excellent interpersonal, communication and representational skills; demonstrable leadership skills, commitment to high standards of ethics, personal integrity and probity, commitment to the promotion of equal opportunities and skills must also be considered.
d) The appointments of one level below the Executive Director shall be within the ambit of the Committee and the Committee shall be duly informed on the appointments at the Senior Management Personnel level and above.

D. OTHER EMPLOYEES

The Company shall recruit individuals with high level of integrity and having desired qualification, skill sets and experience relevant to the Company's requirements for the specific position for which such individual is interviewed.

X. NOMINATION PROCESS

1. The Nomination & Remuneration Committee shall be responsible to review the structure, composition and diversity of the Board and make recommendations to the Board on any proposed changes/ new appointments to complement the Company's objectives and strategies.

2. The Committee shall ensure that the Board has appropriate skills, professional knowledge, characteristics and experience in diverse fields like finance, banking, insurance, economics, corporate laws, administration, etc. required as a whole and by its executive directors, non- executive directors and independent directors (if any) in their individual capacity.
3. The Committee may on annual basis review the appropriate skills, knowledge and experience required for the Board as a whole and its individual Directors.
4. The Committee shall while identifying and selecting suitable candidates for fresh appointment/ re-appointment/ filling up casual vacancy shall inter-alia consider the following criteria:
    a. consider educational and professional background and personal achievements;
    b. consider individuals who are appropriately qualified, based on their talents, experience, functional expertise and personal skills, character and qualities;
    c. consider criteria that promotes diversity, including gender, age and relevant background;
5. The proposed appointee shall also fulfill the following requirements:
    a. Shall possess a Director Identification Number;
    b. Shall not be disqualified under the Act;
    c. Shall give his written consent to act as a Director;
    d. Shall endeavor to attend all Board Meetings and wherever he is appointed as a Committee Member, the Committee Meetings;
    e. Shall disclose his concern or interest in any company or companies or bodies corporate, firms, or other association of individuals including his shareholding, Committee membership/chairmanship at the first meeting of the Board in every financial year.
    f. Such other requirements as may be prescribed, from time to time under the Act and other relevant laws.
6. Upon receiving the consent to act as a Director, the profile of the person proposed to be appointed as a Director, shall be placed before the Board for its consideration and approval.
7. As per the provisions of the Act, appointment of Directors by the Board shall be placed before the shareholders for their approval.

XI. FIT AND PROPER CRITERIA

At the time of appointment/re-appointment of the Directors, the Company shall be required to follow the due diligence process as stated in the Company's Policy on Fit and Proper criteria for the Directors formulated as per the Reserve Bank of India (Non-Banking Financial Companies-Governance) Directions, 2015.

XII. TERM AND TENURE OF MANAGING DIRECTOR/ WHOLE-TIME DIRECTOR

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

XIII. REMUNERATION CRITERIA FOR THE BOARD AND THE EMPLOYEES

A) Remuneration paid to Executive Directors

i. The remuneration paid to Executive Directors is recommended by the Nomination and Remuneration Committee and approved by the Board in the Board meeting, subject to the subsequent approval by the shareholders at the general meeting and such other authorities, as the case may be.
ii. The remuneration is arrived by considering various factors such as qualification, experience, expertise, prevailing remuneration in the industry and the financial position of the company. The elements of the remuneration and limits are pursuant to the provisions of the Companies Act 2013.

Remuneration Policy Structure, the remuneration structure for the Executive Directors would include the following components:

i) **Basic Salary** - Provides for a fixed, per month, base level remuneration to reflect the scale and dynamics of business to be competitive in the external market.

- Are normally set in the home currency of the Executive Director and reviewed annually.

- Will be subject to an annual increase as per recommendations of the Nomination and Remuneration committee and approval of the Board of Directors. (if required)

ii) **Commission** - Executive Directors will be allowed remuneration, by way of commission which is in addition to the Basic Salary, Perquisites and any other Allowances, benefits and amenities.

- The amount of commission shall be paid subject to recommendation of the Nomination and Remuneration committee and approval of the Board of Directors.

iii) **Perquisites and Allowances** - A basket of Perquisites and Allowances would also form a part of the remuneration structure.

iv) **Contribution to Provident and Other funds**- In addition to the above, the remuneration would also include:
- Contribution to Provident and Superannuation Funds
- Gratuity

B) Remuneration payable to Non-Executive Directors and Independent Directors (if any)

The Remuneration to the Non-Executive Directors would be as per recommendations of the Nomination and Remuneration committee and approval of the Board of Directors. It would be pursuant to the applicable provisions of the Companies Act 2013.

C) Remuneration Philosophy for Key managerial personnel & Senior management

The compensation for the Key managerial personnel & senior management at Roha Housing Finance Private Limited would be guided by the external competitiveness and internal parity through annual benchmarking surveys.

Internally, performance ratings of all Roha Housing Finance Employees would be spread across a normal distribution curve. The rating obtained by an employee will be used as an input to determine Variable and Merit Pay increases. Variable and Merit pay increases will be calculated using a combination of individual performance and organizational performance. Grade wise differentiation in the ratio of variable and fixed pay as well as in increment percentage must be made.

XIV. Removal & Retirement:

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations thereunder, the Committee may recommend to the Board with reasons recorded in writing, removal of a Director, KMP subject to the provisions and compliance of the Companies Act, 2013 and other applicable laws, guidelines, regulations. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining retirement age, for the benefit of the Company subject to the applicable laws.

The Senior Management Personnel and other employees shall retire as per the applicable provisions the Act, rules and regulations and the prevailing HR policies of the Company. The Managing director / Head – HR (Head- HR means Head of Human Resource department by whatever name called) will have the discretion to retain Senior Management Personnel in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company, subject to compliance of regulations, if any, from time to time and if applicable as per prevailing HR Policies of the Company. Further, the Managing director will have the discretion to retain Head- HR.

****

Annexure-D

MANAGEMENT DISCUSSION & ANALYSIS REPORT

A) GLOBAL ECONOMY OVERVIEW

In FY 2025-26, the world economy grew at a moderate pace. Inflation became less of a problem, but global tensions, trade issues, and careful monetary policies kept growth uncertain. Developed countries grew more slowly because of high interest rates and weak consumer spending, while emerging economies did better thanks to strong local demand and investment in infrastructure.

Central banks tried to balance controlling inflation with supporting growth, which kept financial conditions fairly stable. Still, risks remained due to geopolitical tensions, trade disruptions, and ups and downs in global markets.

India stayed one of the fastest-growing big economies. Growth was driven by strong local demand, government spending on infrastructure, better manufacturing activity, and a stable financial system. Lower inflation and supportive policies also boosted credit growth, including housing finance.

For the housing finance industry, factors like better economic conditions, growing cities, favorable demographics, and steady demand for affordable housing helped the sector grow during the year.

B) OUTLOOK

The outlook for the housing finance industry during FY 2025-26 remains positive, supported by sustained demand for housing, increasing urbanization, rising disposable incomes, and continued government focus on affordable housing and infrastructure development. Favorable demographics, coupled with growing aspirations for home ownership, are expected to continue driving demand across both affordable and mid-income housing segments.

The moderation in inflation and relatively stable interest rate environment is expected to support credit growth and improve affordability for homebuyers. Further, policy initiatives by the Government and regulators towards financial inclusion, affordable housing, and digitalization are likely to strengthen the overall housing finance ecosystem.

Housing Finance Companies ("HFCs") are expected to benefit from improving economic activity, enhanced access to technology-driven underwriting, and expanding reach in underserved and semi-urban markets. However, the sector may continue to witness challenges arising from competitive intensity, asset quality pressures in certain borrower segments, and fluctuations in borrowing costs due to evolving macroeconomic conditions.

Overall, the long-term growth prospects of the housing finance sector in India remain strong, driven by structural demand, supportive regulatory environment, and increasing penetration of housing finance across the country.

C) INDUSTRY STRUCTURE AND DEVELOPMENTS

India's housing finance sector continued to demonstrate resilience and growth during FY 2025-26, supported by favorable government policies, increasing urbanization, rising housing demand, and continued focus on affordable housing. The sector witnessed steady credit growth driven by improved economic activity, infrastructure development, and enhanced accessibility to housing finance across urban and semi-urban markets.

- **Policy Support and Government Initiatives**

The Government of India continued its focus on promoting affordable housing through various policy measures and housing initiatives, including the Pradhan Mantri Awas Yojana ("PMAY"). The continued emphasis on "Housing for All" and infrastructure-led development has supported housing demand, particularly among economically weaker sections ("EWS"), low-income groups ("LIG"), and middle-income households.

- **Credit Risk Guarantee Fund Scheme**

The Credit Risk Guarantee Fund Scheme continued to support financial inclusion by encouraging lending institutions to extend housing finance to economically weaker and underserved sections of society. The scheme aims to reduce the perceived credit risk for lenders, thereby improving credit accessibility and enhancing home loan eligibility for borrowers in the affordable housing segment.

- **Growth in Affordable Housing Segment**

The affordable housing segment remained a key growth driver for the housing finance industry during FY 2025-26. Rising demand for affordable and mid-income housing, supported by demographic trends, urban migration, and improving income levels, continued to create growth opportunities for Housing Finance Companies ("HFCs"). Demand was also supported by increasing penetration of housing finance in Tier-II and Tier-III cities.

- **Technological Advancements and Digital Transformation**

The housing finance sector continued to witness increased adoption of technology-driven processes and digital platforms. Fintech integration, digital onboarding, e-KYC verification, automated credit assessment, and data analytics have improved operational efficiency, reduced turnaround time, and enhanced customer experience. HFCs are increasingly leveraging technology to strengthen credit underwriting, collections, and customer servicing capabilities.

- **Regulatory and Risk Management Focus**

The Reserve Bank of India ("RBI") continued to strengthen the regulatory framework for HFCs with enhanced focus on governance standards, liquidity management, asset quality

monitoring, and risk management practices. The industry continued to align itself with evolving regulatory requirements while maintaining prudent lending and compliance standards.

- **Competitive Landscape**

The housing finance industry continued to witness strong competition from banks, HFCs, fintech companies, and other non-banking financial institutions. Industry participants remained focused on product innovation, diversified sourcing channels, customer retention, and cost optimization to sustain growth and profitability in an evolving market environment.

D) CHALLENGES AND RISKS

The housing finance sector continued to face various challenges during FY 2025-26 arising from economic, regulatory, and competitive factors.

1. Credit Risk

- High default probability among retail borrowers due to economic downturns, job losses, or rising interest rates.
- Concentration risk in certain geographies or borrower segments (e.g., affordable housing).
- Rising Non-Performing Assets (NPAs) impacting profitability and capital adequacy.

2. Liquidity Risk

- Dependence on short-term borrowings to fund long-term housing loans creates asset-liability mismatches.
- Tightening of liquidity in financial markets can restrict access to funds.
- RBI mandates stricter Liquidity Ratios, requiring careful cash flow management.

3. Interest Rate Risk

- Housing loans are typically long-term, making HFCs vulnerable to rate fluctuations.
- Rising interest rates increase borrowing costs and reduce demand for housing loans.

4. Regulatory and Compliance Risk

- RBI Master Directions require strict adherence to capital adequacy norms, provisioning standards, and governance practices.
- Frequent regulatory changes (e.g., classification of loans, fair practices code) increase compliance costs.
- Non-compliance can lead to penalties, reputational damage, impact on rating or restrictions on operations.

5. Operational Risk

- Fraud, cyber threats, and inadequate internal controls pose risks.
- Heavy reliance on digital platforms increases vulnerability to data breaches.
- Inefficient recovery mechanisms can worsen credit losses.

6. Market and Competition Risk

- Intense competition from banks and fintech lenders offering faster, cheaper credit.
- Pressure on margins due to aggressive pricing and innovative digital lending models.
- Volatility in the real estate sector directly impacts loan demand and repayment capacity.

7. Macroeconomic and External Risks

- Economic slowdown, inflation, and unemployment reduce housing demand.
- Global financial instability can affect funding costs and investor confidence.
- Natural disasters or pandemics may disrupt borrower repayment ability.

8. Technology and Cybersecurity Risk

- Increasing digitalization exposes HFCs to cybersecurity threats, data privacy risks, and operational disruptions.

The Company continues to focus on prudent underwriting practices, strong risk management systems, diversified funding sources, and technology-driven operations to mitigate these risks and support sustainable growth.

E) KEY REGULATORY DEVELOPMENTS

During FY 2025-26, the regulatory environment for Housing Finance Companies ("HFCs") continued to evolve with increased focus by the Reserve Bank of India ("RBI") on governance, compliance, risk management, and customer protection.

RBI continued strengthening the regulatory framework for HFCs through enhanced supervision relating to liquidity management, asset classification, provisioning norms, and corporate governance practices.

Increased emphasis was placed on digital lending guidelines, outsourcing arrangements, cybersecurity controls, and data privacy measures to ensure responsible lending and customer protection.

Regulatory focus also remained on strengthening risk management systems, fair practices code compliance, and monitoring of asset quality and recovery mechanisms.

HFCs continued aligning their operations with evolving RBI guidelines relating to scale-based regulations, disclosure requirements, and prudential norms.

The Company continues to monitor regulatory developments closely and remains committed to maintaining strong governance standards, regulatory compliance, and prudent risk management practices.

F) BUSINESS OVERVIEW

- **Distribution and other initiatives**

  During FY 2025-26, the Company continued to strengthen its distribution network with a focus on enhancing customer reach, improving service delivery, and expanding its presence across key geographies. The distribution strategy remained centered on a balanced mix of branch-led sourcing, direct sales teams and channel partners to ensure wider market penetration while maintaining prudent underwriting standards.

  The employee strength stood at 938 employees on March 31, 2026, as compared 859 employees on March 31, 2025.

  The Company reviewed its focus towards non-housing segment with cautious increase in disbursements and simultaneously meeting the mandatory principal business criteria. As of March 31, 2026, Company's total Loan Book comprised of ₹ 758.56 crore of Housing loans and ₹ 459.22 crore of Non-Housing Loans contributing to 62.29 % and 37.71 % of the total Loan Book respectively.

- **Loan Portfolio**

  The Assets Under Management of the Company stood at ₹ 141,486.24 Lakhs (Loan Book at ₹ 121,778.18 Lakhs) at March 31, 2026 as compared to ₹ 96,522.01 Lakhs (Loan Book at ₹ 83,677.63 Lakhs) at March 31, 2025, registering a growth of 46.58%. Disbursements under housing segment during fiscal 2025 was ₹ 32,570.50 Crores which constituted 53.19% of the total retail mortgage disbursements.

  During the year, the Company had entered into Direct Assignment transaction for alternative source of funding and assigned loans amounting to ₹ 9,819.38 Lakhs as compared to ₹ 6,538.14 Lakhs during fiscal 2025.

- **Risk Management**

  As a medium scale housing finance entity, the Company believes, that periodic review of various risks which have a bearing on the business and operations, is vital to proactively manage uncertainty and changes in the internal and external environment so that it can limit the negative impact and capitalize on opportunities. Risk management framework enables a systematic approach to risk identification, leverage on any prudent opportunities and provides strategies to manage, transfer, avoid or minimize the impact of the risks and helps to ensure sustainable business growth, optimize risk-adjusted returns and enhance long term stakeholder value.

  Keeping the above in view, the Company's risk management is embedded in the business processes. As a part of review of business and operations, the Board with the help of the management periodically reviews various risks associated with the business and products of the Company and considers appropriate risk mitigation processes. The Risk

Management Policy has been placed under the supervision of the Risk Management Committee (RMC) of the Company and the same has been approved by the Board. The Company has laid down appropriate systems to facilitate reporting pertaining to key risks to the Board of Directors, Board committees and the senior management.

The Company is taking the following measures to ensure the effectiveness of risk management, maintaining a strong, diversified and resilient portfolio and ensuring that areas of growth are well controlled and sustainable:

- Affordable segment policies for enabling effective sourcing and minimizing adverse selection
- Diversified loan portfolio across geographies, customer segments, ticket sizes, and product categories
- Periodic Branch level portfolio monitoring and intervention
- Early warning signals (EWS) monitoring through identification of early mortality and non-starter cases
- Enterprise System based controls and validations
- Ensuring adequate collateral coverage and security enforceability

The Company has a robust credit risk management framework implemented through various policies, manuals and guidelines. The Company has implemented pre and post disbursement controls ensuring effective risk analysis and measurement, periodic monitoring and reporting based on various parameters and adherence to amendments in policy changes. The delegation structure for approval of credit limits is approved by the Board of Directors. All credit proposals are rated as per the limit prescribed under the policy by the risk management team prior to consideration at the appropriate delegated authority.

The Company mainly uses Property as collateral to mitigate the underlying credit risk in its regular lending operations. The Credit Recovery Policy and Valuation Policy of the Company provides the risk mitigation guidelines to be followed by it.

G) DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The Company has built its business operations around key priorities – operating efficiency, collaboration, quality management and customer centricity – and delivered a strong performance during the year, supported by a balanced portfolio mix, volume growth and prudent risk management. The key financial parameters are:

- Assets under Management (AUM) as on 31 March 2026 stood at ₹1414.86.24 crore;
- Total income grew by ₹ 4527 crore to ₹ 185.99 crore in 2025-26;
- Profit before tax stood at ₹ 29.57 crore in 2025-26;
- Profit after tax stood at ₹ 22.54 crore in 2025-26.

H) MATERIAL DEVELOPMENTS IN HUMAN RESOURCES

Human Resources remains one of the Company's most valuable assets and a key driver of sustainable business success. Recognizing the critical role of its workforce, the Company continues to place significant emphasis on human resource development, employee engagement, and talent management initiatives.

The management is committed to fostering a collaborative and inclusive work environment by maintaining regular communication of the Company's vision, mission, and strategic objectives across all levels of the organization. Through continuous engagement and effective communication with its diverse workforce, the Company strives to enhance employee motivation, alignment, and overall organizational performance.

i. RECRUITMENT

The HR Department undertook several strategic initiatives to attract, assess, and recruit high-Caliber talent from the industry. These efforts included the adoption of innovative sourcing strategies, effective utilization of social media platforms, and collaboration with external recruitment partners to expand and diversify the talent pipeline.
To enhance hiring effectiveness, the recruitment and selection process was streamlined through the implementation of structured interviews and comprehensive candidate assessments, ensuring an objective evaluation of skills, experience, and cultural fit. As a result, the organization successfully onboarded qualified professionals whose capabilities and values aligned with the Company's objectives, thereby strengthening the workforce and supporting sustained business growth.

ii. TRAINING & DEVELOPMENT

During the year 2025-26, the Company placed significant emphasis on strengthening process effectiveness, operational efficiency, and regulatory compliance across its functions. In line with this objective, focused training interventions were conducted for employees, particularly those in the Credit and Operations teams, to enhance their understanding of processes, improve quality of execution, and ensure adherence to internal policies and regulatory requirements.

In addition to the functional trainings, Compliance training such as Infosec, KYC & Anti-Money Laundering (AML) and POSH were also conducted aimed at regulatory compliance. In addition to internal training, employees were also nominated for various training programs organized by the National Housing Bank (NHB).

iii. PERFORMANCE MANAGEMENT

The Performance Management System (PMS) enabled periodic performance evaluations, providing a structured platform for managers and employees to review accomplishments, identify development areas, and discuss career progression opportunities. The robust PMS framework fostered a performance-oriented culture by

recognizing and rewarding high-performing employees while facilitating continuous learning and professional growth.

In line with its commitment to employee recognition and retention, the Company awarded performance-linked variable pay, implemented market-aligned salary increments, and granted promotions to eligible employees based on merit and performance.

As of 31 March 2026, the Company had a total workforce of 938 employees across various organizational levels.

I) OPPORTUNITIES AND THREATS

During the financial year 2025-26, the Housing Finance Company ("HFC") sector continued to witness significant growth opportunities driven by increasing housing demand, government focus on affordable housing, rapid urbanization, and rising demand from Tier-II and Tier-III cities. Continued policy support and technology adoption also created opportunities for HFCs to expand their customer base, improve operational efficiency, and strengthen market presence, particularly in the affordable and mid-income housing segments.

However, the sector also faced certain challenges and threats including intense competition from banks, NBFCs, and fintech companies, fluctuations in interest rates, rising cost of funds, evolving regulatory requirements, and asset quality pressures arising from economic uncertainties and inflationary trends. Additionally, increasing compliance obligations and cybersecurity risks continued to require focused risk management and governance practices by HFCs.

Opportunities

- Increasing urbanization, rising disposable incomes, and growing demand for affordable housing continue to create significant growth opportunities for Housing Finance Companies ("HFCs").
- Government initiatives promoting affordable housing and infrastructure development are expected to support long-term growth in the housing finance sector.
- Growing demand from Tier-II and Tier-III cities offers opportunities for expanding customer reach and loan portfolio diversification.
- Adoption of digital platforms, data analytics, and technology-driven processes is enabling faster customer onboarding, improved operational efficiency, and enhanced customer experience.

Threats

- Fluctuations in interest rates and increase in borrowing costs may impact margins and profitability.

- Rising competition from banks, NBFCs, and fintech companies may affect market share and pricing strategies.
- Global crisis and regional wars, economic slowdown, inflationary pressures, and stress in the real estate sector may impact borrower repayment capacity and asset quality.
- Evolving regulatory requirements and increased compliance obligations may result in higher operational and compliance costs.

The Company continues to focus on prudent risk management, technology adoption, operational efficiency, and customer-centric strategies to effectively capitalize on opportunities and mitigate potential threats.

J) SEGMENT–WISE OR PRODUCT-WISE PERFORMANCE

Your Company is a housing finance company with a focus on providing housing finance and related products for the underserved majority, primarily through home loans provided to the Low and Middle Income (LMI) segment in India. Your Company provides secured finance only to individuals for the purchase (fresh/resale), self-construction, improvement, extension of homes and residential plot purchase with construction. Your Company also provides other non-housing loan products including loans against property including commercial property purchase.

RETAIL LOANS

Your Company's Housing Loans portfolio consists of a range of home loan products designed for the various classes of borrowers, matched to their borrowing capabilities. The products, suitable for salaried professionals, self-employed professionals and entrepreneurs, come with repayment options up to 25 years. Loans for purchase of ready or under-construction housing units, home renovation/extension, self-construction, purchase of plots and composite loan for purchase of plot and self-construction are included in this category. Loan against Property and Commercial Property Purchase loans come with repayment options up to 15 years. Special care is taken to enable home loan access to the LMI segment, while designing the product and processes.

As of March 31, 2026, your Company's total Loan Book comprises of ₹ 758.56 crore of Housing loans and ₹ 459.22 crore of Non-Housing Loans contributing to 62.29 % and 37.71 % of the total Loan Book respectively.

K) INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has established a robust internal control framework commensurate with the nature, size, and complexity of its business operations. The internal control systems are designed to ensure operational efficiency, safeguard assets, maintain accuracy and completeness of accounting records, ensure compliance with applicable laws and regulations, and facilitate timely and reliable financial reporting.

The Company follows a comprehensive risk-based control environment covering key business processes, including loan origination, credit appraisal, sanctioning,

disbursement, collections, treasury operations, financial reporting, information technology, and regulatory compliance. Appropriate policies, standard operating procedures, and authority matrices have been implemented across the organization to ensure effective governance and accountability.

An independent internal audit function conducts regular audits across branches, operational units, and corporate functions based on an approved risk-based audit plan. The observations and recommendations arising from internal audits are reviewed by the Audit Committee of the Board, and corrective actions are monitored through a structured follow-up mechanism.

The Audit Committee periodically reviews the adequacy and effectiveness of the internal control systems, risk management framework, and internal audit findings. Based on such reviews and assessments carried out during the financial year, the management is of the opinion that the Company's internal control systems are adequate and operating effectively.

The Company remains committed to continuously strengthening its internal control environment in line with evolving business requirements, regulatory expectations, and industry best practices.

For Roha Housing Finance Private Limited

SD/-
Mahesh Ramakant Tibrewala
Chairman & Director
DIN: 01342061

SD/-
Sunil Kapoor
Managing Director & CEO
DIN: 01436404

Annexure-E

CORPORATE GOVERNANCE REPORT

Roha Housing Finance Private Limited (hereinafter "Company") believes that good corporate governance is a process in directing and controlling the affairs of the Company in an efficient manner and helps in achieving the goal of maximizing value of Company's stakeholders in a sustainable manner. Corporate Governance plays an integral role in improving efficiency, growth as well as enhancing investor confidence. Corporate Governance is about enabling organization to achieve their goals, controls, risks and assuring compliance.

The Company primarily focuses on housing loans in the lower and mid-income housing segment and in making available hassle-free, convenient, and customer centric home loan offerings to aspiring home buyers, thereby encouraging home ownership. Its transparent and robust business practices have helped the Company build strong relationship with its investors, customers, employees and lenders.

Good Corporate Governance incorporates a set of rules that define the relation between stakeholders, management and the Board of Directors of a Company and influence how the Company is operating. Corporate governance is about making business of the Company to work better while abiding by the rules. Corporate Governance is not just a destination but a consistent journey to consolidate and enhance sustainable value creation to the Company.

A. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

The Board of Directors of the Company consists of eminent persons with optimum balance of Executive Directors and Non-Executive Directors having professional expertise from different fields. The Board, inter-alia, provides leadership, strategic guidance, objective and independent view / judgment to the Company's management. The Board meets at regular intervals for planning, assessing and evaluating all important business.

The Board members are updated from time to time, on the Company's procedures and policies. The Board of Directors along with its Committees provides leadership and guidance to the company's management and also direct, supervise and control the performance of the Company.

As on March 31, 2026, the Board of Directors of the Company comprises of an optimum combination of Executive and Non- Executive Directors. The Board consist of 3 (Three) directors out of which 2 (Two) Director are Non-Executive and 1(one) is Executive director.

All the Directors have made necessary disclosures as required under section 164 & 184 of the Companies Act, 2013 and the Company also has obtained a declaration and undertaking from the Directors as required under Reserve Bank of India (Non-Banking Financial Companies - Governance) Directions issued by Reserve Bank of India dated November 28, 2025 issued by the Reserve Bank of India (RBI).

During the year under review there were no changes in the Directors of the Company.

As on March 31, 2026, the composition of the Board and detail of KMP are as follows:

Name of the Director/KMP & DIN/PAN	Director since	Category of Directorship	No. of other Directorships	As on 31st March, 2026 Other Directorship (including their designation in other entities)
Mr. Mahesh Ramakant Tibrewala (DIN: 01342061)	31/01/2024	Chairman & Non-Executive Director	10	1. Roha Food Ingredients Private Limited (Director) 2. Prima Terra Infotech Private Ltd (Director) 3. Spheroclean Foodstuffs Private Ltd (Formerly Known As Jupiter Eco Energy Pvt Ltd) (Director) 4. Roha Dahej Sez Private Ltd (Director) 5. Roha Inkjet Private Limited (Director) 6. Roha Wealth Managers Pvt Ltd (Director) 7. Roha Dye Chem Private Limited (Managing Director) 8. Roha Dried Ingredients Limited (Formely Saraf Foods

				Limited) (Director) 9. Roha Trading Private Limited (Director) 10. Roha Asset Managers LLP (Designated Partner) 11. Roha Colours LLP (Designated Partners) 12. Rambrimah Farms LLP (Designated Partner) 13. Roha Wealth Managers Private Limited (Director) 14. RJT Realty LLP (Designated Partner) 15. LOVAT Realty LLP (Partner) 16. Roha Softech LLP (Designated Partner)
Mr. Jyotin Shastri (DIN: 07068008)	29/04/2017	Non-Executive Director	5	1. St Angelo S Computers Limited (Director) 2. Roha Capital and Holding Private Limited (Director) 3. Roha Investment Managers Private

				Limited (Director) 4. Roha Dried Ingredients Limited (Formerly Saraf Foods Limited) 5. Indras Agencies Private Limited (Director)
Mr. Sunil Kapoor (DIN: 01436404)	06/07/2017	Managing Director & CEO	1	1. Nearby Technologies Private Limited (Nominee Director)
Mr. Pankaj Rawat (PAN: BJZPR1362M)	NA	Company Secretary & Compliance Officer	NA	NA

(B) GENERAL BODY MEETINGS

The details of the Annual/Extra-Ordinary General Meetings are given below:

Sr. No.	Type of Meeting (Annual/Extra-Ordinary)	Date and Place	Special resolutions passed
1.	Annual General Meeting	Monday, 16th June 2025 at the registered office of the Company situated at JJT House, 44/45, Road No. 2 MIDC, Andheri East, Mumbai-400093	No Special Resolution was passed.
2.	Extra Ordinary General Meeting	Monday, 15th December 2025 at the Registered office of the Company situated at JJT House, 44/45, Road No. 2 MIDC, Andheri East, Mumbai-400093	No Special Resolution was passed.
3.	Extra Ordinary General Meeting	Tuesday, 30th December 2025 at the	1. Approval for issue of

		registered office of the Company situated at JJT House, 44/45, Road No. 2 MIDC, Andheri East, Mumbai-400093	Compulsorily Convertible Preference Shares on a Preferential Basis through Private Placement process. 2. Approval for issue of Compulsorily Convertible Debentures by way of Private Placement.
4.	Extra Ordinary General Meeting	Wednesday, 11th February 2026 at the corporate office of the Company situated at Unit no 1117 & 1118, 11th Floor, World Trade Tower, Sector 16, Noida-201301	1. Alteration of Articles

(C) NUMBER AND DATES OF BOARD MEETINGS HELD DURING THE FINANCIAL YEAR ENDED MARCH 31, 2026

During the Financial year 2025-26, our Board has met 14 (Fourteen) times, and the Meetings of the Board of Directors were held on:

1. April 30, 2025
2. July 04, 2025
3. August 06, 2025
4. August 25, 2025
5. September 26, 2025
6. October 31, 2025
7. November 26, 2025
8. December 30, 2025
9. January 12, 2026
10. January 16, 2026
11. February 11, 2026
12. February 13, 2026
13. March 02, 2026
14. March 05, 2026

The maximum gap between any two consecutive meetings was less than one hundred and twenty days, as stipulated under section 173 of Companies Act 2013 and Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI). As per applicable laws, minimum

four Board meetings are required to be held every year (one meeting in every calendar quarter). The company has convened additional Board meetings to address specific needs of the company. In case of any exigency/ emergency, resolutions are passed through circulation.

In addition to that the names of the Directors on the Board, their attendance at the Board meetings held during the year and their attendance at the Annual General Meeting as on March 31, 2026 are given herein below.

Name of the Director	No. of Board Meetings during the year 2025-2026		Percentage of Board Meeting Attendance	Whether Attended the last AGM held on June 16, 2025
	Held during their tenure	Attended		
Mr. Mahesh R Tibrewala	14	13	92.86	Yes
Mr. Jyotin Shastri	14	7	50.00	Yes
Mr. Sunil Kapoor	14	12	85.71	Yes

(D) DISCLOSURE OF RELATIONSHIP BETWEEN DIRECTORS INTER-SE

None of the directors of the Company are related to each other.

(E) NUMBER OF SHARES AND CONVERTIBLE INSTRUMENTS HELD BY DIRECTORS

Mr. Sunil Kapoor, MD & CEO of the Company holds 32,30,000 equity shares of the Company as on 31st March 2026.

(F) ROLE OF THE COMPANY SECRETARY IN OVERALL GOVERNANCE PROCESS

The Company Secretary plays a key role in ensuring that the Board (including committees thereof) procedures are followed and regularly reviewed. In terms of applicable laws, the Board had appointed Mr. Pankaj Rawat as Company Secretary & Compliance Officer of the Company to undertake various responsibilities as stipulated under Companies Act, 2013, NHB/RBI Guidelines and other applicable laws. The Company Secretary ensures that all relevant information, details and documents are made available to the directors and senior management for effective decision making at the meetings.

The Company Secretary is primarily responsible to assist and advise the Board and Chairman in the conduct of affairs of the Company, to ensure compliance with applicable statutory requirements and applicable Secretarial Standards, to provide guidance to directors and to facilitate convening of meetings. The Company Secretary acts as the Secretary to all the Committees of the Board constituted under applicable laws.

(G) DETAILS OF NON-COMPLIANCE WITH REQUIREMENTS OF COMPANIES ACT, 2013

There were no defaults observed in compliance with the requirements of the Companies Act, 2013 including with respect to compliance with accounting and secretarial standards, during the year under review.

(H) DETAILS OF PENALTIES AND STRICTURES

There were no penalty/stricture imposed by RBI/NHB or any other statutory authority during the year under review.

(I) TRANSACTIONS WITH NON-EXECUTIVE DIRECTORS

The Non-Executive Directors of the Company have not entered into any pecuniary relationships or transactions with the Company or its Directors, Senior Management, other than in the normal course of business of the Company, except receipt of sitting fees and commission by the Non-Executive, Independent Directors of the Company. The Company does not pay any remuneration to its Non-Executive Directors.

(J) COMMITTEES OF THE BOARD

The Board has constituted a set of Committees with specific terms of reference/scope to focus effectively on the issues and ensure expedient resolution of diverse matters. The Committees operate as empowered agents of the Board as per their Charter/terms of reference. Targets set/actions directed by them as agreed with the management are reviewed periodically and mid-course corrections are carried out. The Board of Directors and the Committees also take decisions by circular resolutions, which are noted in the next meeting. The minutes of the meetings of all Committees of the Board are placed before the Board for discussions/noting.

Currently, the Company has 9 (Nine) Committees:

(i) Audit Committee

(ii) Risk Management Committee

(iii) Nomination and Remuneration Committee

(iv) Asset Liability Management Committee

(v) Information Technology (IT) Strategy Committee

(vi) Working Committee

(vii) Internal Committee

(viii) Information Technology (IT) Steering Committee

(ix) Grievance Redressal Committee

(i) AUDIT COMMITTEE

The primary objective of the Audit Committee is to monitor and provide an effective supervision of the management's financial reporting process, to ensure accurate and timely disclosures, with the highest level of transparency, integrity and quality of financial reporting.

The Audit Committee of the Company is constituted in line with the provisions of section 177 of the Companies Act, 2013 read with the rules made thereunder and as per Reserve Bank of India (Housing Finance Companies) Directions, 2025 as issue by Reserve Bank of India (RBI).

As on March 31, 2026, the Committee comprises of 3 (Three) Directors, out of which 2 (two) are Non-Executive Directors and 1 (one) is Executive Director. All of whom are financially literate and have relevant finance and/or audit exposure.

Mr. Jyotin Shastri, Chairman of the Committee is a Qualified Chartered Accountant. The quorum of the Committee is two members or one-third of its members, whichever is higher. The Composition of the Audit Committee and the details of meetings attended by its members are given below:

Name of Director(s)	Designation/Category	No. of meetings held/attended during the Financial year 2025-2026		% of attendance
		Held during their tenure	Attended	
Mr. Jyotin Shastri	Chairman (Non-Executive Director)	5	5	100
Mr. Sunil Kapoor	Member (Executive Director)	5	5	100
Mr. Mahesh Tibrewala	Member (Non-Executive Director)	5	5	100

During the period under review, 5 (Five) Audit Committee meetings were held on April 30, 2025, August 06, 2025, November 27, 2025, February 02, 2026 and March 27, 2026.

The terms of reference of the Audit Committee are wide enough to cover the matters as specified for Audit Committee under section 177 of the Companies Act, 2013. The terms of reference/Scope as approved by Board of Directors of the Company for the Audit Committee are as follows:

The scope of the Committee shall be included but not limited to following and which may be modified by the board from time to time.

(i) To recommend appointment, remuneration and terms of appointment of auditors of the company;

(ii) To review and monitor the auditor's independence and performance, and effectiveness of audit process;

(iii) To examine the financial statement and the auditors' report thereon;

(iv) To approve the related party transactions or any subsequent modification of transactions of the company with related parties;

(v) Scrutiny of inter-corporate loans and investments;

(vi) Valuation of undertakings or assets of the company, wherever it is necessary;

(vii) Evaluation of internal financial controls and risk management systems;

(viii) Monitoring the end use of funds raised through public offers and related matters;

(ix) To ensure the Information System Audit of the internal systems and processes is conducted at least once in two years to assess operational risks faced by the HFCs;

(x) Any other roles and responsibility as prescribed under various applicable laws from time to time.

(ii) RISK MANAGEMENT COMMITTEE

The Company has in place the Risk Management Committee in accordance with the Reserve Bank of India (Non-Banking Financial Companies - Governance) Directions dated November 28, 2025 issued by the Reserve Bank of India (RBI).

As on March 31, 2026 the Committee comprised of 6 (Six) Members, out of which 1(One) is Managing Director & CEO and other 5 (Five) are employees of the Company heading their respective departments. The quorum of the Committee is one-third of its total members or three members, whichever is higher.

The Composition of the Risk Management Committee and the details of meetings attended by its members are given below:

S. No	Name of the Member	Designation	Position in the Committee	No. of meetings held/attended during the Financial year 2025-2026		% of attendance
				Held during their tenure	Attended	
1	Sunil Kapoor	Managing Director	Chairman	5	5	100
2	Soumyendra Joarder	Chief Risk Officer	Member	5	5	100
3	Varun Khunteta	Head- Finance & Treasury	Member	2	2*	100
4	Mrinal Agarwal	Head-Operations	Member	5	5	100
5	Raghuvir Gakhar	Vice President-Finance & Treasury	Member	2	2	100
6	Preeti Singh	Chief Compliance Officer	Member	2	2	100
7	Kunnal Singh	Head-Information Technology	Member	2	2	100

*Resigned as a member from 11th August 2025

The Committee shall be responsible to manage the integrated risk and the scope as prescribed by the company through its board approved Risk Management Policy and other role and responsibilities as may be prescribed under various applicable laws from time to time.

During the period under review, 5 (Five) Risk Management Committee meetings were held on April 25, 2025, August 01, 2025, November 24, 2025, March 03, 2026 and March 27, 2026.

(iii) NOMINATION AND REMUNERATION COMMITTEE

The Committee oversees key processes through which the Company recruits new members to its Board, and also the processes through which the Company recruits, motivates and retain outstanding senior management and oversees the Company's overall approach to human resources management. As per the requirement of section 178 of the Companies Act, 2013 and pursuant to the provisions of the Reserve Bank of India (Non-Banking Financial Companies - Governance) Directions dated November 28, 2025 issued by the Reserve Bank of India (RBI), the company has constituted Nomination and Remuneration Committee.

As on March 31, 2026, the Committee comprises of 3 (Three) Directors, out of which 2 (two) are Non-Executive Directors and 1 (one) is Executive Director. The quorum of the Committee is two members or one-third of its members, whichever is higher.

The composition of the Nomination and Remuneration Committee and the details of meetings attended by its members are given below:

Name of Director(s)	Designation/Category	No. of meetings held/attended during the Financial year 2025-26		% of attendance
		Held during their tenure	Attended	
Mr. Jyotin Shastri	Member (Non-Executive Director)	3	3	100
Mr. Sunil Kapoor	Member (Executive Director)	3	3	100
Mr. Mahesh Tibrewala	Member (Non-Executive Director)	3	3	100

The Company Secretary acts as secretary to Nomination and Remuneration Committee. During the financial year 2025-26, Nomination and Remuneration Committee met 3 (Three) times on May 02, 2025, September 15, 2025 and October 31, 2025. During the year under review the Committee has reviewed the policy on fit & proper criteria of Directors and internal guidance on corporate governance.

The terms of reference/Scope as approved by Board of Directors of the Company for the Nomination & Remuneration Committee are as follows:

The scope of the committee shall be included but not limited to following and which may be modified by the board from time to time.

1. Identify persons who are qualified to become directors and who may be appointed in Senior Management in accordance with the criteria laid down and recommend to the Board their appointment and removal.

2. Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration for the Directors, Key Managerial Personnel and other employees.

3. The Committee while formulating the policy ensures that:

(a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;

(b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

(c) Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

4. The Committee to ensure 'fit and proper' criteria of proposed/ existing directors.

5. Oversee the formulation and implementation of ESOP Schemes (if any), its administration, supervision, and formulating detailed terms and conditions in accordance with applicable laws.

6. Delegating any of its powers to one or more of its members or the Secretary of the Committee

7. Perform such other roles and responsibility as prescribed under various applicable laws from time to time.

(iv) ASSET LIABILITY MANAGEMENT COMMITTEE

The Company has in place the Asset Liability Management Committee in accordance with the provisions of the Reserve Bank of India (Non-Banking Financial Companies - Governance) Directions dated November 28, 2025 issued by the Reserve Bank of India (RBI).

As on March 31, 2026, the Committee comprises of 5 (Five) Members out of which 1 (one) is Managing Director and 4 (Four) are other Members of the Company. Mr. Sunil Kapoor is Managing Director & Chief Executive Officer of the Company and Chairman of the Committee.

The composition of the Asset Liability Management Committee (ALM Committee) and the details of meetings attended by its members are given below:

S. No	Name of the Member	Designation	Position in the Committee	No. of meetings held/attended during the Financial year 2025-26`	% of attendance

				Held during their tenure	Attended	
1	Sunil Kapoor	Managing Director & CEO	Chairman	5	5	100
2	Soumyendra Joarder	Chief Risk Officer	Member	5	5	100
3	Varun Khunteta	Head- Finance & Treasury	Member	2	2*	100
4	Mrinal Agarwal	Head-Operation	Member	4	4	100
5	Raghuvir Gakhar	Vice President-Finance & Treasury	Member	1	1	
6	Preeti Singh	Chief Compliance Officer	Member	1	1	

*Resigned as a member from 11th August 2025

During the year under review, Committee met 5 (Five) times on April 25, 2025, August 01, 2025, September 25, 2025, November 24, 2025 and March 03, 2026. The committee shall be responsible to manage the asset liability mismatch and the scope as prescribed by the company through its board approved Asset Liability Management Policy and other role and responsibilities as may be prescribed under various applicable laws from time to time.

(v) IT STRATEGY COMMITTEE

The Company also has in place IT Strategy Committee in terms of Information Technology Framework for NBFCs/HFCs as prescribed by the Reserve Bank of India (RBI)/National Housing Bank (NHB). During the year under review, Committee met 4 (four) times on April 15, 2025, July 29, 2025, November 24, 2025 and March 26, 2026.

As per the NHB/RBI Circular, the Chairman of the Committee shall be an independent director. However, Roha Housing Finance Private Limited is a "Private Limited" Company and is not required to appoint Independent Director pursuant to provisions of The Companies Act, 2013, the governing law, hence the company has formed an IT Strategy committee with Non-Independent and Non-executive director of the Company. The chairman of the committee is Mr. Jyotin Shastri.

The Board of Directors has constituted the IT Strategy Committee with the following Director(s)/member(s).

S. No	Name of the Member	Designation	Position in the Committee	No. of meetings held/attended during the Financial year 2025-26	% of attendance

				Held during their tenure	Attended	
1	Jyotin Shastri	Non-Executive Director	Chairman	4	0	0
2	Mahesh Tibrewala	Non-Executive Director		4	0	0
2	Sunil Kapoor	Managing Director & CEO	Member	4	4	100
3	Varun Khunteta	Head-Finance & Treasury	Member	2	2*	100
5	Soumyendra Joarder	Chief Risk Officer	Member	4	4	100
6	Mrinal Agarwal	Head-Operations	Member	3	3**	100
7	Kunnal Singh	Head-IT	Member	1	1	100
8	Preeti Singh	Chief Compliance Officer	Member	1	1	100
9	Raghuvir Gakhar	Vice President-Finance & Treasury	Member	1	1	100

*Resigned as a member from 11th August 2025
** Not the member of Committee anymore.

The terms of reference/Scope as approved by Board of Directors of the Company for the IT Strategy Committee are as follows:

The scope of the committee shall be included but not limited to following and which may be modified by the board from time to time.

1. Approving IT strategy and policy documents and ensuring that the management has put an effective strategic planning process in place;
2. Ascertaining that management has implemented processes and practices that ensure that the IT delivers value to the business;
3. Ensuring IT investments represent a balance of risks and benefits and that budgets are acceptable;
4. Monitoring the method that management uses to determine the IT resources needed to achieve strategic goals and provide high level direction for sourcing and use of IT resources;
5. Ensuring proper balance of IT investments for sustaining HFC's growth and becoming aware about exposure towards IT risks and controls.
6. Ensure compliance of the IT Framework of the company.
7. To carry out any other function in terms of any other applicable guidelines or in any other applicable law (within the ambit of IT Governance system).

(vi) WORKING COMMITTEE

The Company also has in place a working committee for day-to-day operation of the Company (which are urgent in nature and require immediate action). The Board of Directors in their meeting held on November 12, 2020 constituted the Working Committee.

As on March 31, 2026, the Committee comprises of 5 (Five) Members out of which 1 (one) is Managing Director and 4 (Four) are other Members of the Company. Mr. Sunil Kapoor is Managing Director & Chief Executive Officer of the Company and Chairman of the Committee.

The composition of the Working Committee as on March 31, 2026 is mentioned below:

S. No	Name of the Member	Designation	Position in the Committee
1	Sunil Kapoor	Managing Director & CEO	Chairman
2	Jyotin Shastri	Non-Executive Director	Member
3	Raghuvir Gakhar	Vice President-Finance & Treasury	Member
4	Preeti Singh	Chief Compliance Officer	Member
5	Gaurav Sharma	AVP-Finance	Member

The Scope and Function of Working Committee is as follows:

1. Accepting Loan/Borrow monies from various Banks/Financial Institutions/entity both domestic and foreign;
2. To invest the funds of the Company to the extent permissible under applicable laws.
3. To open/apply for placing fixed deposit with any Bank/financial institutions/Non-Banking Financial Companies, to the extent permissible under applicable laws.
4. To grant loans or give guarantee or provide security in respect of loans to the extent permissible under applicable laws.
5. Opening of Account (Including but not limited to Current account/Overdraft account/Fixed deposit account/Collection account/Disbursement account) at different places in India, any changes in authorised signatories who operate such accounts, apply for Net Banking and consequent changes in their authority to operate, any closure of existing Account of the Company and to do all necessary needful in this regard.
6. Any other matter relating to the operations of various bank accounts and other general purposes of the Company.
7. To open Demat/trading account with any depository participant(s) and to do all necessary needful in this regard.
8. To execute the leave and license agreement and to do all necessary needful in this regard.

9. To register under the shops and establishment act and to do all necessary needful in this regard.
10. To open or close of branch offices in any part of India and to do all necessary needful in this regard.
11. Any other general purpose related to grant authorization to perform day to day affairs of the Company.

During the period under review, 16 (Sixteen) Working Committee meetings were held on May 08, 2025, May 27, 2025, June 25, 2025, July 14, 2025, July 29, 2025, August 01, 2025, August 14, 2025, August 27, 2025, August 29, 2025, September 23, 2025, October 17, 2025, November 06, 2025, December 15, 2025, January 31, 2026 and February 20, 2026.

The quorum for the meeting(s) of Working Committee of the board shall be one third of total members or 2 members, whichever is higher. The company secretary & compliance officer of the company will act as the secretary to the committee.

(vii) OTHER COMMITTEES

The company has in place other committees like Internal Committee, Information Technology (IT) Steering Committee, Fraud Risk Management Committee, Identification Committee, Committee of the Executives, Information Security Committee and Grievance Redressal Committee working at employee level.

AKASH A & ASSOCIATES

(Company Secretaries)

312, Pratap Chamber, Gurudwara Rd., Karol Bagh, N-Delhi-110005

Email Id: csakashaggarwal@gmail.com **Mobile: 8920029870**

FORM NO. MR-3

SECRETARIAL AUDIT REPORT
(For the Financial Year ended 31st March, 2026)

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members
Roha Housing Finance Private Limited
Regd. Office: JJT House 44/45, Road No. 2 MIDC,
Mumbai City MH-400093

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Roha Housing Finance Private Limited (CIN: U65999MH2017PTC293277)** (hereinafter called "the Company". 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 books, papers, minute books, forms, returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the Financial Year ended on 31st March, 2026, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

A. I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Roha Housing Finance Private Limited** for the year ended on 31st March, 2026 according to the provisions of:

   I. The Companies Act, 2013 (the Act) and the Rules made thereunder (as amended from time to time);

   II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder (Not Applicable to the Company as the equity shares of the Company are not listed on any stock exchange);

Akash A & Associates CS CP-20828 Delhi Company Secretaries

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

IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (as amended from time to time) (Not Applicable to the Company during the audit period);

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

a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (Not applicable to Company during Audit Period);

b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (as amended from time to time) (Not applicable to Company during Audit Period);

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (as amended from time to time) (Not applicable to Company during Audit Period);

d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (Not applicable to Company during Audit Period);

e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to Company during Audit Period);

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 (as amended from time to time) (Not applicable to Company during Audit Period);

g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to Company during Audit Period); and

h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to Company during Audit Period);



VI. I further report that, having regard to the compliance system prevailing in the Company and based on the representation made by the management of the Company and on examination of the relevant documents and records in pursuance thereof, the Company, being a housing finance Company registered with National Housing Bank, has complied with the following laws applicable specifically to the Company:

(a) Reserve Bank of India (Housing Finance Companies) Directions, 2025 issued on 28th November, 2025.
(b) Reserve Bank of India (Non-Banking Financial Companies – Registration, Exemptions and Framework for Scale Based Regulation) Directions, 2025 issued on 28th November, 2025.
(c) Other applicable circulars/regulations as issued by Reserve Bank of India/National Housing Bank from time to time.

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

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

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

(iii) The Listing Agreements entered into by the Company with Stock Exchange(s); (Not Applicable to the Company)

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

B. I further report that:

a. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors & Non-Executive Directors. No changes in the composition of the Board of Directors took place during the period under review. Also, the concept of rotation of directors is not applicable being a private company.

b. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. The Company is holding Board and Committee meetings at shorter notice (in case of urgency) with requisite compliance for holding Meeting at shorter notice, as applicable.

Akash A & Associates Company Secretaries CS CP-20828 Delhi

c. All decisions were carried out with majority as recorded in the Minutes of the Board of Directors or Committee of the Board as the case may be.

C. I further report that:

During the period, the Company has issued and allotted the following securities:

Sr. No.	Type of Security	Type of Allotment	Date of Allotment	Number of Shares/Debentures Allotted	Nominal Amount per security	Premium amount per security
1.	Compulsorily Convertible Debentures	Preferential allotment	16/01/2026	7921420	63.12/- each	0.00
2.	Compulsorily Convertible Preference Shares	Preferential allotment	16/01/2026	7921419	10/- each	53.12/- each
3.	Compulsorily Convertible Debentures	Preferential allotment	13/02/2026	7921420	63.12/- each	0.00
4.	Compulsorily Convertible Preference Shares	Preferential allotment	05/03/2026	7921419	10/- each	53.12/- each
5.	Compulsorily Convertible Debentures	Preferential allotment	13/03/2026	7921419	63.12/- each	0.00
Total				**3,96,07,097**		

I further report that:

(a) During the period under review, the Company has altered the provisions of Clause V (Increase in Authorised Share Capital) of the Memorandum of Association vide Ordinary resolution passed in the Extra-ordinary General meeting held on 15th December, 2025 and has complied with the provisions of the Act. The Authorized Share Capital was increased with the addition of 3,16,85,700 (Three Crore Sixteen Lakhs Eighty-Five Thousand Seven Hundred) Preference Shares of face value of Rs. 10/- each.

(b) During the period under review, the Company has altered the provisions of Clause No. 77 to Clause No. 79 under the heading "Part II" of the Articles of Association, pursuant to a Special Resolution passed in the Extra Ordinary General Meeting held on 11th February, 2026. The Company has duly complied with the applicable provisions of the Companies Act, 2013 in respect of the said alteration.

based on the information provided and the representation made by the Company and also on the review of compliance reports / certificates taken on record by the Board of Directors of the Company, in my opinion, there are adequate systems and processes

Akash A. & Associates Company Secretaries CS CP-20828 Delhi

in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

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

Place: New Delhi
Date: 29.04.2026

For Akash A & Associates
Company Secretaries



Akash Aggarwal
(Proprietor)
ACS No.: 45362/C.P. No.: 20828
UDIN: A045362H000231878
Peer Review Certificate No.1542/2021

Annexure to Secretarial Audit Report of Roha Housing Finance Private Limited for financial year ended 31st March, 2026

To,
The Members
Roha Housing Finance Private Limited
JJT House 44/45, Road No. 2 MIDC,
Mumbai City MH-400093

Sub. : Management Responsibility for Compliances

1. The maintenance and compliance of the provisions of Corporate and other applicable laws, rules, regulations, secretarial standards is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.

2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices we followed provide a reasonable basis for my opinion.

3. I have also relied upon the books, records and documents made available by the Company to us through electronic means and in digital format.

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

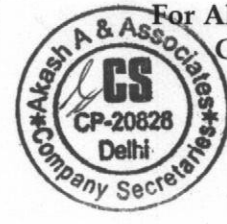
5. I have not verified the correctness and appropriateness of the information furnished by the Company in its NHB / RBI filings and records maintained under the applicable provisions of law.

6. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

7. 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.

Place: New Delhi
Date: 29.04.2026

For Akash A & Associates
Company Secretaries



Akash Aggarwal
(Proprietor)
ACS No.: 45362/C.P. No.: 20828
UDIN: A045362H000231878
Peer Review Certificate No.1542/2021

Annexure – G

Annual Disclosure on Corporate Social Responsibility (CSR) activities for the financial year 2025-26

1. Brief outline on CSR Policy of the Company.

   The Corporate Social Responsibility (CSR) Policy of Roha Housing Finance has been developed in accordance with Section 135 of The Companies Act, 2013 and the Companies (Corporate Social Responsibility) Rules, 2014 and its amendments notified by the Ministry of Corporate Affairs, Government of India.

   The CSR vision of the Company is to create responsive and empowered communities and to contribute to the socio-economic development of the communities through initiatives designed around sustainability and governance.

   The CSR Policy, formulated in alignment with the vision of the Company, lays down the guidelines and mechanisms to be adopted by the Company to carry out CSR Projects/Initiatives.

2. Composition of CSR Committee

   Pursuant to Section 135(1) of the Act stipulates that in case the total amount required to spend on CSR by a Company is less than rupees fifty lakh, then the formation of a CSR Committee is not mandatory for the Company. Hence, the Company is not required to form a CSR Committee.

3. Provide the web-link where Composition of CSR committee, Policy and CSR projects approved by the board are committee and spending disclosed on the website of the company.

   The web link where the CSR Policy approved by the Board is disclosed is mentioned below. Further, the Company has transferred funds to the "JAGDISHPRASAD JHABARMAL TIBREWALA PARMARTH KOSH" a registered entity having registration number CSR00005320 to undertake CSR activities.

   https://rohahousing.com/wp-content/uploads/2024/04/RHFPL_CSR-Policy.pdf

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report) : Not Applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any : Nil

6. Average net profit of the company as per Section 135(5) : Rs. 6,13,73,925/-

7. (a) Two percent of average net profit of the company as per Section 135(5) : Rs.12,27,479/-
   (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years : Nil
   (c) Amount required to be set off for the financial year : Nil
   (d) Total CSR obligation for the financial year (7a+7b-7c) : Rs.12,27,479/-

8. (a) CSR amount spent or unspent for the financial year :

Total amount spent for the financial year (in Rs)	Amount unspent (in Rs)				
	Total amount transferred to unspent CSR account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount (Rs)	Date of transfer
Rs.12,27,479/-	NA				

   (b) Details of CSR amount spent against ongoing projects for the financial year : Nil
   (c) Details of CSR amount spent against other than ongoing projects for the financial year : Nil
   (d) Amount spent in Administrative Overheads : Nil
   (e) Amount spent on Impact Assessment, if applicable : Nil
   (f) Total amount spent for the Financial Year (8b+8c+8d+8e) : Nil
   (g) Excess amount for set off, if any : Nil

S.No	Particular	Amount in Rs
1	2% of average net profit of the company as per Section 135(5)	
2	Total amount spent for the financial year	
3	Excess amount spent for the financial year (ii) – (i)	
4	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	
5	Amount available for set off in succeeding financial years (iii) – (iv)	

9. (a) Details of Unspent CSR amount for the preceding three financial years : Nil
   (b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s) : Nil

S. No.	Preceding financial year	Amount transferred to CSR account under Section 135(6) in Rs	Amount spent in the reporting financial year (in Rs)	Amount transferred to any fund specified under Schedule VII as per Section 135(6) if any			Amount remaining to be spent in succeeding financial years (in Rs)
				Name of the fund	Amount in Rs	Date of transfer	
1							
2							
3							
	Total						

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year : Nil
    (a) Date of creation or acquisition of the capital asset(s) : Nil
    (b) Amount of CSR spent for creation or acquisition of capital asset : Nil
    (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. : Nil
    (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset) : Nil

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per Section 135(5) : Nil

For and on behalf of the Board of Directors
Roha Housing Finance Private Limited

Place:- Noida
Date:- 8th May, 2026

SD/-	**SD/-**
Mahesh Ramakant Tibrewala	**Sunil Kapoor**
Chairman & Director	**Managing Director & CEO**
DIN: 01342061	**DIN: 01436404**

INDEPENDENT AUDITOR'S REPORT

To the Members of
Roha Housing Finance Private Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Roha Housing Finance Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statements of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as the "Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its profit (including other comprehensive income) and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") 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 ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Financial Statements.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report but does not include the Financial Statements and our auditor's report thereon. The Director's report is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Director's report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance under SA 720 'The Auditor's responsibilities relating to other information'.

Mumbai Office: 101, 1st Floor, Vaibhav Chambers, Madhusudan Kelkar Marg, Bandra East, Mumbai-400052
Head Office Tel: +91 (22) 2604 3028 / 2604 4363 / 6741 1399; Email: info@shridharandassociates.com

Responsibilities of Management and Those charged with Governance for Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor ' s report. However, future events or conditions may cause the Company to cease to continue as a going concern.

Mumbai Office: 101, 1st Floor, Vaibhav Chambers, Madhusudan Kalelkar Marg, Bandra East, Mumbai-400052
Head Office Tel: +91 (22) 2604 3028 / 2604 4363 / 6741 1399; Email: info@shridharandassociates.com

Shridhar & Associates Mumbai

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in " Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

   c. The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the statements of changes in equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of accounts;

   d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015.

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

   f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial statements.

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

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

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

      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2026.

Shridhar & Associates Mumbai

Mumbai Office: 101, 1st Floor, Vaibhav Chambers, Madhusudan Kalelkar Marg, Bandra East, Mumbai-400052
Head Office Tel: +91 (22) 2604 3028 / 2604 4363 / 6741 1399; Email: info@shridharandassociates.com

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

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

(c) Based on our audit procedure that have been considered reasonable and appropriate in the circumstances, nothing has come to our attention that cause us to believe that the representation given by the management under sub-clauses (i) and (ii) of Rule 11(e), as provided under paragraph (2)(g)(iv)(a) & (b) above, contain any material misstatement.

v. The company has not declared or paid any dividend during the year.

vi. Based on our examination, which included test checks, the Company has used accounting software's for maintaining its books of account for the financial year ended March 31, 2026 which has a features of accounting audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software's. During our audit, we did not come across any instances of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

3. In our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, section 197 of the Act related to the managerial remuneration is not applicable.

For Shridhar & Associates
Chartered Accountants
ICAI Firm Registration: 134427W

Abhishek Pachlangia
Partner
Membership Number: 120593
UDIN: 26120593MMZGHI2583
Place: Noida
Date: May 08, 2026

Shridhar & Associates Mumbai

Mumbai Office: 101, 1st Floor, Vaibhav Chambers, Madhusudan Kalelkar Marg, Bandra East, Mumbai-400052
Head Office Tel: +91 (22) 2604 3028 / 2604 4363 / 6741 1399; Email: info@shridharandassociates.com

ANNEXURE A TO INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF ROHA HOUSING FINANCE PRIVATE LIMITED FOR THE YEAR ENDED MARCH 31, 2026

[Referred to in paragraph 1 under ' Report on Other Legal and Regulatory Requirements' section in the Independent Auditor's Report of even date]

In terms of the information and explanations sought by us and given by the Company and books of accounts and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

i. (a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of property, plant and equipment and relevant details of right of use assets.

(B) The Company has maintained proper records showing full particulars of Intangible Assets.

(b) All Property, Plant and Equipment (including right of use assets) were not physically verified by the management of the Company, but there is a planned programme of verifying them once in every two years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets.

(c) According to the information and explanations given to us and based on our examination of the records of the Company, we report that as on March 31, 2026 the Company does not have any immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favor of the lessee) disclosed under property, plant and equipment. However, the Company has acquired immovable properties against satisfaction of debts from various borrowers who have defaulted in repayment of principal and interest which are disclosed in Note 14 read with note no. 14.1, 14.2 and 14.3.

(d) According to the information and explanations given to us and on the basis of examination of records of the Company, the Company has not revalued its property, plant and equipment (including right of use assets) or intangible assets during the year. Accordingly, reporting under the clause 3(i)(d) of the Order is not applicable to the Company.

(e) In accordance with the representations made to us by the management, there have not been any proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (section 45 of 1988) and rules made thereunder.

ii. (a) The Company is primarily engaged in the business of providing housing finance and it does not hold any physical inventories. Accordingly, reporting under the clause 3(ii)(a) of the Order is not applicable to the Company.

(b) According to information and explanation given to us and on the basis of or examination of records of the Company, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at points of time during the year from banks and financial institutions on the basis of security of fixed deposits/ loans receivables. In our opinion and according to the information and explanations given to us, the quarterly returns / statements filed by the Company with such banks are in agreement with the unaudited books of accounts of the Company of the respective quarters.



Mumbai Office: 101, 1st Floor, Vaibhav Chambers, Madhusudan Kelkar Marg, Bandra East, Mumbai-400052
Head Office Tel: +91 (22) 2604 3028 / 2604 4363 / 6741 1399; Email: info@shridharandassociates.com

iii. (a) The Company is housing finance company and its principal business is to give loans. Accordingly, reporting under clause 3(iii)(a) of the Order is not applicable.

(b) According to the information and explanation given to us and based on the audit procedures performed by us, we are of the opinion that investment made, terms and condition of all loans and advances in the nature of loans, being Housing Finance Company are not prejudicial to the interest of the Company.

During the year the Company has not made investments, provided guarantee or security.

(c) In respect of loans and advances in the nature of loans (together referred to as "loan assets"), the schedule of repayment of principal and payment of interest has been stipulated. Note 2 to the Financial Statements explains the Company's accounting policy relating to provisioning of loans assets. In accordance with that policy, loan assets with balances as at March 31, 2026, aggregating Rs. 1,774.45 lakhs were categorized as non-performing assets. Disclosures in respect of such loans have been provided in Note 39(a), to the Financial Statements. Further there were certain loans amounting to Rs. 7,968.65 lakhs where the borrower has defaulted in repayment of principal and interest, which were not required to be classified as non-performing assets as per RBI norms.

Having regard to the nature of the Company's business and the volume of information involved, it is not practicable to provide an itemized list of loan assets where delinquencies in the repayment of principal and interest have been identified.

(d) The total amount overdue for more than ninety days, in respect of loans and advances in the nature of loans, as at the year-end is Rs. 1,774.45 lakhs. We are informed that reasonable steps are been taken by the Company for recovery of the principal and interest as stated in the applicable Regulations and Loan agreements.

(e) The Company is Housing Finance Company and principal business is to give loans. Accordingly, reporting under the clause 3(iii)(e) of the Order is not applicable to the Company.

(f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Accordingly, reporting under the clause 3(iii)(f) of the Order is not applicable to the Company.

iv. In our opinion and according to the information and explanations given to us, the Company has not directly or indirectly, granted any loan to any of its directors or to any other person in whom the director is interested, in accordance with the provisions of section 185 of the Act and the Company has not made investments through more than two layers of investment companies in accordance with the provisions of section 186 of the Act. Accordingly, reporting under the clause 3(iv) of the Order are not applicable to the Company.

v. According to the information and explanations given to us, the Company has not accepted any deposits or amount which are deemed to be deposit from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2014 with regard to the deposits accepted from the public are not applicable. Further, according to the information and explanations given to us, no order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal. Accordingly, reporting under the clause 3(v) of the Order is not applicable to the Company.

Shridhar & Associates Mumbai

Mumbai Office: 101, 1st Floor, Vaibhav Chambers, Madhusudan Kalelkar Marg, Bandra East, Mumbai-400052
Head Office Tel: +91 (22) 2604 3028 / 2604 4363 / 6741 1399; Email: info@shridharandassociates.com

vi. To the best of our knowledge and according to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, in respect of the business activities carried on by the Company. Accordingly, reporting under the clause 3(vi) of the Order is not applicable to the Company.

vii. (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Goods and Services Tax (GST), provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues, to the extent applicable to the Company, with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of GST, Provident fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues were in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to GST, Provident Fund, Employees State Insurance, Income-Tax, Sales Tax, Service Tax, Duty of Customs, Value Added Tax or Cess or other statutory dues which have not been deposited on account of any dispute

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

ix. (a) According to the information and explanations given to us by the management and on the basis of our examination of the records of the Company, the Company has not defaulted in the repayment of loans or borrowings or in the payment of interest thereon to any lender during the year.

(b) According to the information and explanations given to us and management representation received, during the year (and up to the date of this report), the Company has not been declared a willful defaulter by any bank or financial institution or government or government authority.

(c) According to the information and explanation given to us by the management and based on the examination of records of the Company, in our opinion the term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis, prima facie, have been used for long-term purposes by the Company.

(e) According to the information and explanation given to us by the management and examination of the records of the Company, the Company does not have any investment in subsidiaries, joint ventures or associate companies. Hence, the question of raising any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures does not arise. Accordingly, reporting under the clause 3(ix)(e) of the Order is not applicable to the Company.



Mumbai Office: 101, 1st Floor, Vaibhav Chambers, Madhusudan Kalelkar Marg, Bandra East, Mumbai-400052
Head Office Tel: +91 (22) 2604 3028 / 2604 4363 / 6741 1399; Email: info@shridharandassociates.com

(f) According to the information and explanations given to us by the management and examination of the records of the Company, the Company does not have any investment in subsidiaries, joint ventures or associate companies. Hence, the question of raising loan during the year against the pledge of securities held in subsidiaries, joint ventures or associate companies does not arise. Accordingly, reporting under the clause 3(ix)(f) of the Order is not applicable to the Company.

x. (a) According to the information and explanations provided to us by the management and examination of records of the Company, we are of the opinion that the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, reporting under the clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has made preferential allotment of fully convertible debentures and equity shares during the year in compliance with Section 62 of the Act. The fund raised have been used for the purpose for which funds were raised.

xi. (a) During the course of our audit, examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year nor have we been informed of such cases by the management of the Company.

(b) According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government for the year covered by our audit during the year and up to date of this report. Accordingly, reporting under the clause 3(xi)(b) of the Order is not applicable to the Company.

(c) According to the information and explanations given to us by the management, the Company has implemented whistle blower mechanism as required under section 177(9) of the Act and management represented that during the year (and up to the date of this report) the Company has not received any whistle blower complaints.

xii. According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, reporting under the clause 3(xii) of the Order is not applicable to the Company.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions entered into by the Company with the related parties are in compliance with section 188 of the Act, where applicable and details of such transactions have been disclosed in the financial statements as required under Accounting Standard (AS 18), "Related Party Disclosures" prescribed under section 133 of the Act, read with relevant rules issued thereunder.

Further the Company is not required to constitute an audit committee under section 177 of the Act, and accordingly, to this extent, the provisions stated in clause 3(xiii) of the Order are not applicable to the Company.

xiv. (a) According to information and explanation given to us by the management and based on our audit procedure, in our opinion the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

Mumbai Office: 101, 1st Floor, Vaibhav Chambers, Madhusudan Kalelkar Marg, Bandra East, Mumbai-400052
Head Office Tel: +91 (22) 2604 3028 / 2604 4363 / 6741 1399; Email: info@shridharandassociates.com

Shridhar & Associates Mumbai

xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, reporting under the clause 3(xv) of the Order is not applicable to the Company.

xvi. (a) According to the information and explanation given, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. The Company has obtained a certificate of registration under section 29A of the National Housing Bank Act, 1987.

(b) According to the information and explanation given, the Company has conducted its housing finance activities with a valid Certificate of Registration (CoR) from the National Housing Bank of India (NHB). In terms of report dated June 17, 2020 of the Reserve Bank of India (RBI), existing HFCs holding CoR issued by NHB need not approach RBI for fresh CoR.

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

(d) According to the information and explanations provided to us during the course of audit and as represented by the management, the Group has one CIC.

xvii. Based on the examination of the records of the Company we report that the company has not incurred cash losses in the financial year and in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors of the Company. Accordingly, reporting under the clause 3(xviii) of the Order is not applicable.

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

xx. (a) According to information and explanation provided to us and based on our examination of the records of the Company, the Company has fully spent the required amount towards Corporate Social Responsibility (CSR) in respect of other than ongoing projects. Accordingly, provisions of reporting under paragraph 3(xx)(a) of the Order are not applicable.

(b) According to information and explanation provided to us the Company does not have any ongoing project with respect to CSR. Accordingly, reporting under the Clause 3(xx) (b) of the Order is not applicable to the Company.



Mumbai Office: 101, 1st Floor, Vaibhav Chambers, Madhusudan Kalelkar Marg, Bandra East, Mumbai-400052
Head Office Tel: +91 (22) 2604 3028 / 2604 4363 / 6741 1399; Email: info@shridharandassociates.com

xxi. The Company is not required to prepare the Consolidated Financial Statement. Accordingly, reporting under the Clause 3(xxi) of the Order is not applicable to the Company.

For Shridhar & Associates
Chartered Accountants
ICAI Firm Registration: 134427W

Abhishek Pachlangia
Partner
Membership Number: 120593
UDIN: 26120593MMZGHI2583
Place: Noida
Date: May 08, 2026

Mumbai Office: 101, 1st Floor, Vaibhav Chambers, Madhusudan Kalelkar Marg, Bandra East, Mumbai-400052
Head Office Tel: +91 (22) 2604 3028 / 2604 4363 / 6741 1399; Email: info@shridharandassociates.com

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF ROHA HOUSING FINANCE PRIVATE LIMITED

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report of even date to the Members of Roha Housing Finance Private Limited on the Financial Statements for the year ended March 31, 2026]

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

Opinion

We have audited the internal financial controls with reference to financial statements of Roha Housing Finance Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI) (the "Guidance Note"). These responsibilities include the design, implementation and maintenance of internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Mumbai Office: 101, 1st Floor, Vaibhav Chambers, Madhusudan Kalelkar Marg, Bandra East, Mumbai-400052
Head Office Tel: +91 (22) 2604 3028 / 2604 4363 / 6741 1399; Email: info@shridharandassociates.com

Meaning of Internal Financial Controls with reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

For Shridhar & Associates
Chartered Accountants
ICAI Firm Registration: 134427W

Abhishek Pachlangia
Partner
Membership Number: 120593
UDIN: 26120593MMZGHI2583
Place: Noida
Date: May 08, 2026

Shridhar & Associates Mumbai

Mumbai Office: 101, 1st Floor, Vaibhav Chambers, Madhusudan Kalelkar Marg, Bandra East, Mumbai-400052
Head Office Tel: +91 (22) 2604 3028 / 2604 4363 / 6741 1399; Email: info@shridharandassociates.com

Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Balance Sheet as at 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

Particulars	Note No.	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Assets				
Financial assets				
(a) Cash and cash equivalents	4	99.83	313.68	224.66
(b) Bank balances other than cash and cash equivalents	5	1,281.08	1,204.13	1,226.09
(c) Trade receivables	6	408.32	174.58	414.66
(d) Housing and other loans	7	121,048.99	83,150.44	68,059.39
(e) Other financial assets	8	6,741.43	3,825.49	2,324.99
		129,579.65	**88,668.32**	**72,249.79**
Non-financial assets				
(a) Current tax assets (net)	9	143.12	54.32	19.55
(b) Property, plant and equipment	11	152.11	99.52	104.98
(c) Intangible assets	12	8.39	12.80	6.02
(d) Right of use assets	13	375.24	250.80	265.14
(e) Other non-financial assets	14	1,280.47	489.58	765.10
		1,959.33	**907.02**	**1,160.79**
Total assets		**131,538.98**	**89,575.34**	**73,410.58**
Liabilities and equity				
Liabilities				
Financial liabilities				
(a)Trade payables	15			
(i) Total outstanding dues of micro enterprises and small enterprises		88.41	44.29	25.83
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		162.07	58.47	100.18
(b) Debt securities	16	14,882.08	-	-
(c) Borrowings (other than debt securities)	17	72,226.46	59,318.75	49,817.35
(d) Lease liabilities	18	394.45	264.26	269.54
(e) Other financial liabilities	19	2,782.27	1,756.92	447.61
		90,535.74	**61,442.69**	**50,660.51**
Non-financial liabilities				
(a) Provisions	20	44.04	27.28	35.51
(b) Deferred tax liabilities (net)	10	609.27	80.97	43.68
(c) Other non-financial liabilities	21	245.36	101.16	150.23
		898.67	**209.41**	**229.42**
Equity				
(a) Equity share capital	22	18,050.00	18,050.00	16,875.00
(b) Other equity	22 (b) & 23	22,054.57	9,873.24	5,645.65
		40,104.57	**27,923.24**	**22,520.65**
Total liabilities and equity		**131,538.98**	**89,575.34**	**73,410.58**

The accompanying notes and material accounting policies are an integral part of the financials statements (Note 1 to Note 59)
As per our report of even date attached

For Shridhar And Associates
Chartered Accountants
ICAI Firm Registration No. : 134427W

Abhishek Pachlangia
Partner
Membership No : 120593

Place : Noida
Date : 8 May 2026

Shridhar & Associates Mumbai

For and on behalf of the Board of Directors of
Roha Housing Finance Private Limited

Mahesh Ramakant Tibrewala
Chairman
DIN: 01342061

Place : Noida
Date : 8 May 2026

Sunil Kapoor
Managing Director &
Chief Executive Officer
DIN: 01436404

Place : Noida
Date : 8 May 2026

Pankaj Rawat
Company Secretary
Membership No : A45360

Place : Noida
Date : 8 May 2026

Roha Housing Finance Private Limited

Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Statement of Profit and Loss for the year ended 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

Particulars	Note No.	Year ended 31 March 2026	Year ended 31 March 2025
I. Revenue from operations			
(a) Interest income	24	13,678.65	11,112.14
(b) Fees and commission income	25	1,979.52	1,230.85
(c) Net gain on fair value changes	26	2,935.41	1,517.90
Total revenue from operations		**18,593.58**	**13,860.89**
II. Other income	27	5.33	210.99
III. Total income (I+II)		**18,598.91**	**14,071.88**
IV. Expenses			
(a) Finance costs	28	6,879.52	5,646.83
(b) Impairment of financial instruments	29	531.90	1,025.40
(c) Employee benefits expenses	30	6,557.12	5,087.31
(d) Depreciation and amortisation expenses	31	250.03	186.91
(e) Other expenses	32	1,423.63	1,175.50
Total expenses		**15,642.20**	**13,121.95**
V. Profit before tax (III-IV)		**2,956.71**	**949.93**
VI. Tax expense	10		
(a) Current tax		172.11	200.76
(b) Tax adjustments of earlier year		-	(1.37)
(c) Deferred tax		528.87	39.97
Total income tax expense		**700.98**	**239.36**
VII. Profit for the year (V-VI)		**2,255.73**	**710.57**
VIII. Other comprehensive income			
Items that will not be reclassified to profit or loss			
(a) Re-measurement gains / (losses) on defined benefit plans		(2.26)	(10.66)
(b) Income tax relating to above items that will not be reclassified to Profit or Loss		0.57	2.68
Other comprehensive income for the year		**(1.69)**	**(7.98)**
Total comprehensive income for the year (VII+VIII)		**2,254.04**	**702.59**
Earnings per equity share (Face value Rs. 10 each)	33		
Basic EPS (Rs.)		1.25	0.41
Diluted EPS (Rs.)		1.23	0.41

The accompanying notes and material accounting policies are an integral part of the financials statements (Note 1 to Note 59)
As per our report of even date attached

For Shridhar And Associates
Chartered Accountants
ICAI Firm Registration No. : 134427W

Abhishek Pachlangia
Partner
Membership No : 120593

Place : Noida
Date : 8 May 2026

Shridhar & Associates Mumbai

For and on behalf of the Board of Directors of
Roha Housing Finance Private Limited

Mahesh Ramakant Tibrewala
Chairman
DIN: 01342061

Place : Noida
Date : 8 May 2026

Sunil Kapoor
Managing Director &
Chief Executive Officer
DIN: 01436404

Place : Noida
Date : 8 May 2026

Pankaj Rawat
Company Secretary
Membership No : A45360

Place : Noida
Date : 8 May 2026

Roha Housing Finance Private Limited

Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Cash flow Statement for the year ended 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
A. Cash flow from operating activities		
Profit before tax	2,956.71	949.93
Adjustments for:		
Interest income on fixed deposits with banks	(185.02)	(463.41)
Depreciation and amortisation expense	250.03	186.91
Expense on employee stock option scheme	79.12	-
(Profit)/loss on sale of property, plant and equipments	(1.32)	0.06
Finance costs	6,808.65	5,367.55
Interest on lease Liabilities	32.66	27.11
Net gain on derecognition on assigned loans	(2,935.41)	(1,517.90)
Payment on increase in authorised share capital	-	10.84
Provision for expected credit loss (ECL)	531.90	1,025.40
Provision for employee benefits	52.92	50.49
Operating profit before working capital changes	**7,590.24**	**5,636.98**
Adjustment for working capital changes		
Changes in working capital		
Increase/(decrease) in non-financial liabilities	144.20	(49.07)
Increase/ (decrease) in financial liabilities	147.72	(23.25)
Increase/ (decrease) in other financial liabilities	789.88	1,295.91
Increase/(decrease) in provisions	(38.42)	(69.38)
(Increase)/decrease in loans	(38,100.55)	(15,228.71)
(Increase)/decrease in other non-financial assets	(1,109.36)	(587.04)
(Increase)/decrease in trade receivables	(234.67)	241.05
(Increase)/decrease in other financial assets	(0.49)	12.16
Cash used in operations	**(30,811.45)**	**(8,771.35)**
	(30,811.45)	**(8,771.35)**
Taxes paid	(251.43)	(255.08)
Interest paid on borrowings	(6,691.09)	(5,354.15)
Interest received on bank deposits	185.02	463.41
Net cash used in operating activities (A)	**(37,568.95)**	**(13,917.17)**
B. Cash flow from investing activities		
(Purchase)/sale of property, plant and equipment	(116.57)	(52.43)
Investment in fixed deposits	(76.95)	21.96
Net cash generated from investing activities (B)	**(193.52)**	**(30.47)**

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Cash flow Statement for the year ended 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

C. Cash flow from financing activities		
Proceeds from issue of shares	-	4,700.00
Proceeds from issue of CCPS	10,000.00	-
Share issue expenses	(151.83)	(10.84)
Proceeds from debt securities	15,000.00	-
Repayment of borrowings	(20,786.00)	(14,203.93)
Proceeds from borrowings	33,965.78	23,780.74
Payment of processing fees	(272.08)	(75.11)
Payment of lease liabilities	(207.25)	(154.20)
Net cash from financing activities (C)	**37,548.62**	**14,036.66**
Net increase in cash and cash equivalents (A+B+C)	(213.85)	89.02
Cash and cash equivalents at the beginning of the year	313.68	224.66
Cash and cash equivalents at the end of the year	**99.83**	**313.68**

Components of cash and cash equivalents

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Cash on hand	65.31	83.86
Cheque in hand	-	14.93
Balances with banks		
- in current accounts	34.52	214.89
Total	**99.83**	**313.68**

1. The above Cash flow statement has been prepared under the indirect method as set out in Ind AS 7 'Statement of Cash Flows'.
2. The Company has undrawn borrowing facilities of Rs. 17,680.19 Lakhs, which will be used for operating activities.
3. For disclosures relating to changes in liabilities arising from financing activities, refer note 44.

The accompanying notes and material accounting policies are an integral part of the financials statements (Note 1 to Note 59)
As per our report of even date attached

For Shridhar And Associates
Chartered Accountants
ICAI Firm Registration No. : 134427W

Abhishek Pachlangia
Partner
Membership No : 120593

Place : Noida
Date : 8 May 2026

Shridhar & Associates Mumbai

For and on behalf of the Board of Directors of
Roha Housing Finance Private Limited

Mahesh Ramakant Tibrewala
Chairman
DIN: 01342061

Place : Noida
Date : 8 May 2026

Sunil Kapoor
Managing Director &
Chief Executive Officer
DIN: 01436404

Place : Noida
Date : 8 May 2026

Pankaj Rawat
Company Secretary
Membership No : A45360

Place : Noida
Date : 8 May 2026

Roha Housing Finance Private Limited

Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Statement of changes in equity for the year ended 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

Equity share capital

Particulars	No of shares	Amount
Equity shares of Rs. 10 issued, subscribed and fully paid up		
Balance as at April 01, 2024	168,750,000	16,875.00
Changes in equity share capital during the year	11,750,000	1,175.00
Balance at March 31, 2025	**180,500,000**	**18,050.00**
Changes in equity share capital during the year	-	-
Balance at March 31, 2026	**180,500,000**	**18,050.00**

Other equity

Particulars	Compulsorily convertible preference shares (CCPS)	Reserves and Surplus			OCI reserves	Employee stock option reserve	Total other equity
		Securities premium	Retained earnings	Statutory reserve as per RBI Act			
Balance at April 01, 2024	-	5,775.00	(445.76)	323.87	(7.46)	-	5,645.65
Profit for the year	-	-	710.57	-	-	-	710.57
Other comprehensive income for the year	-	-	-	-	(7.98)	-	(7.98)
Transferred to statutory reserve u/s section 45-IC of RBI Act, 1934	-	-	(92.35)	92.35	-	-	-
Securities premium	-	3,525.00	-	-	-	-	3,525.00
Balance at March 31, 2025	-	**9,300.00**	**172.46**	**416.22**	**(15.44)**	-	**9,873.24**
Profit for the year	-	-	2,255.73	-	-	-	**2,255.73**
Other comprehensive Income for the year	-	-	-	-	(1.69)	-	**(1.69)**
Transferred to statutory reserve u/s section 45-IC of RBI Act, 1934	-	-	(451.15)	451.15	-	-	-
Employee stock option reserve during the year	-	-	-	-	-	79.12	**79.12**
Issue of Compulsorily convertible preference shares (CCPS)	1,584.28	8,415.72	-	-	-	-	**10,000.00**
Expenditure incurred on issue of preference shares	-	(151.83)	-	-	-	-	**(151.83)**
Balance at March 31, 2026	**1,584.28**	**17,563.89**	**1,977.04**	**867.37**	**(17.13)**	**79.12**	**22,054.57**

The accompanying notes and material accounting policies are an integral part of the financials statements (Note 1 to Note 59)
As per our report of even date attached

For Shridhar And Associates
Chartered Accountants
ICAI Firm Registration No. : 134427W

Abhishek Pachlangia
Partner
Membership No : 120593

Place : Noida
Date : 8 May 2026

Shridhar & Associates Mumbai

For and on behalf of the Board of Directors of
Roha Housing Finance Private Limited

Mahesh Ramakant Tibrewala
Chairman
DIN: 01342061

Place : Noida
Date : 8 May 2026

Sunil Kapoor
Managing Director &
Chief Executive Officer
DIN: 01436404

Place : Noida
Date : 8 May 2026

Pankaj Rawat
Company Secretary
Membership No : A45360

Place : Noida
Date : 8 May 2026

Roha Housing Finance Private Limited

Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Notes forming part of financials statements for the year ended 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

1(a) Corporate information

Roha Housing Finance Private Limited (RHFPL) was incorporated on March 31, 2017 in Mumbai and registered with Registrar of Companies, Maharashtra. RHFPL is principally engaged in the business of providing affordable housing finance. RHFPL is registered with National Housing Bank (NHB) and NHB has granted RHFPL a certificate of registration on December 12, 2017 vide Certificate No.12.0165.17. to commence the business of a housing finance institution without accepting public deposits. The presented accounts are for the period 1st April 2025 to 31st March 2026.

1(b) Basis of preparation of financial statements

Statement of compliance

The Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash Flows (the "financial statements") have been prepared under historical cost convention on an accrual basis in accordance with the Indian Accounting Standards ("Ind AS") and the relevant provisions of the Companies Act, 2013 (the "Act") (to the extent notified) and the guidelines issued by the National Housing Bank ("NHB") and the Reserve Bank of India ("RBI") to the extent applicable. The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time. Material accounting policy information has been consistently applied except where a newly issued Ind AS is initially adopted or a revision to an existing Ind AS required a change in the material accounting policy information hitherto in use.

Presentation of financial statements

The Balance Sheet, the Statement of Profit and Loss and the Statement of Changes in Equity are prepared and presented in the format prescribed in the Division III of Schedule III to the Act. The Statement of Cash flows has been prepared and presented as per the requirements of Ind AS 7 'Statement of Cash Flows'. As required by Division III of Schedule III of the Act, the Company has presented the assets and liabilities in the balance sheet in the order of liquidity. The financial statements are prepared and presented on going concern basis.

The financial statement up to year ended March 31, 2025 were prepared in accordance with Generally Accepted Accounting Principles (GAAP) in India and complied with the applicable accounting standards prescribed in the Companies (Accounting Standards) Rules, 2014 issued by the Central Government and as per relevant provisions of the Companies Act, 2013 read together with rule 7 of The Companies (Accounts) Rules, 2014.

The financial statements for the year ended March 31, 2026 are the first financial statements of the Company prepared under Ind AS. The financial statements for the year ended March 31, 2025 and the opening Balance Sheet as at April 1, 2024 have been restated in accordance with Ind AS for comparative information. Reconciliations and explanations of the effect of the transition from Previous GAAP to Ind AS on the Company's Other Equity and Statement of Profit and Loss are provided in note 48.

Functional and presentation currency

Amounts in the financial statements are presented in Indian Rupees in lakhs, which is also the Company's functional currency and all amounts have been rounded off to the nearest lakhs to two decimal places, unless otherwise indicated. Per share data is presented in Indian Rupee rounded off to two decimal places.

Basis of measurement

The financial statements have been prepared on historical cost basis except for certain financial instruments that are measured at fair values, refer note 38 for disclosure of financial instruments measured at fair values.

A historical cost is a measure of value used for accounting in which the price of an asset on the balance sheet is based on its historical cost, it is generally fair value of consideration given in exchange for goods and services at the time of transaction or original cost when acquired by the Company.

Fair value is the price that is likely to be received on sale of an asset or paid to transfer a liability in an orderly transaction between market participants on the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. The measurement and/ or disclosure in these financial statements has been accordingly determined except for share based payment transactions, leasing transactions and certain other transactions that are required to be valued in accordance with Ind AS 102, Ind AS 116 and Ind AS 36, respectively.

2 Use of estimates

The preparation of the financial statements in accordance with Ind AS requires the management to make judgements, estimates and assumptions that affect the reported amounts of income and expenses during the years presented, and the reported amounts of assets and liabilities, the disclosure of contingent liabilities, and application of accounting policies at the presented reporting dates. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. Actual results could differ from these estimates. Any revisions to accounting estimates are recognised in the period in which such revisions are made.

This note provides an overview of the material accounting estimates and judgements that are used in various line items in the financial statements.

i) Business model assessment

The Company determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective.

The Company considers the frequency, volume and timing of sale of portfolios in prior period, the reason for such sale of portfolios, and its expectations about future sales activity. However, information about sale of portfolios activity is not considered in isolation, but as part of a holistic assessment of how Company's stated objective for managing the financial assets is achieved and how cash flows are realised. Therefore, the Company considers information about past sale of portfolios in the context of the reasons for that sale of portfolios and the conditions that existed at that time as compared to current conditions.

The Company monitors financial assets measured at amortised cost that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

Shridhar & Associates Mumbai

Roha Housing Finance Pvt. Limited

ii) Lease term

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgement. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and determines the lease term as the non-cancellable period of a lease, together with the periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

iii) Impairment of financial assets

The measurement of impairment losses on across all categories of financial assets requires judgement, in estimating the amount and timing of future cash flows and recoverability of collateral values while determining the impairment losses and assessing significant increase in credit risk. The Company's Expected Credit Loss (ECL) calculation is the output of a complex model with a number of underlying assumptions regarding the choice of variable inputs and their interdependencies. Elements of the ECL model that are considered accounting judgements and estimates include:

- The Company's criteria for assessing if there has been a significant increase in credit risk.
- The segmentation of financial assets when their ECL is assessed on a collective basis.
- Development of ECL model, including the calculation of Probability of Defaults (PDs), Loss Given Default (LGD).
- Assessment of qualitative factors having an impact on the credit risk.
- Selection of forward-looking macroeconomic scenarios and their probability weightings.

The measurement of all expected credit losses for financial assets held at the reporting date is based on historical experience, current conditions and reasonable and supportable forecasts. The measurement of ECL involves increased complexity and judgement, including estimation of Probability of Defaults (PDs), Loss Given Default (LGD), a range of unbiased future economic scenarios, estimation of expected lives and estimation of EAD and assessing significant increases in credit risk. For certain specific cases, the Company does an individual borrower level analysis in respect of cashflows and expected losses and determines the appropriate level of impairment losses.

It has been the Company's policy to regularly review its model in the context of actual loss experience and adjust when necessary.

iv) Share-based payments

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them.

v) Taxes

Income tax expense represents the sum of the tax currently payable and deferred tax. Income tax expense comprises current and deferred taxes. Income tax expense is recognised in the statement of profit and loss except when they relate to items that are recognised outside profit or loss (whether in other comprehensive income or directly in equity), in which case tax is also recognised outside profit or loss.

Current tax

The tax currently payable is based on the estimated taxable profit for the year for the Company and is calculated using applicable tax rates and tax laws that have been enacted or substantively enacted. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The current tax is calculated using applicable tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax assets and liabilities are recognised for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases, and unutilised business loss and depreciation carry-forwards and tax credits. Such deferred tax assets and liabilities are computed separately for each taxable entity. Deferred tax assets are recognised to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carry-forwards and unused tax credits could be utilised.

Deferred tax assets and liabilities are measured based on the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

3 Material accounting policies

3.1 Financial instruments

Recognition of financial instruments

Financial instruments comprise of financial assets and financial liabilities. Financial assets and financial liabilities are recognised in the Company's balance sheet when the Company becomes a party to the contractual provisions of the instrument. Financial assets primarily comprise of loans and advances, deposits, trade receivables and cash and cash equivalents. Financial liabilities primarily comprise of deposits, borrowings (other than debt securities), debt securities, subordinate liabilities and trade payables.

Initial measurement of financial instruments

Recognised financial assets and financial liabilities are initially measured at fair value except trade receivables which is recorded at transaction price. Transaction costs and revenues that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at FVTPL) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs and revenues directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognised immediately in the statement of profit and loss.

If the transaction price differs from fair value at initial recognition, the Company will account for such difference as follows:

• if fair value is evidenced by a quoted price in an active market for an identical asset or liability or based on a valuation technique that uses only data from observable markets, then the difference is recognised in the statement of profit and loss on initial recognition (i.e. day 1 profit or loss);
• in all other cases, the fair value will be adjusted to bring it in line with the transaction price (i.e. day 1 profit or loss will be deferred by including it in the initial carrying amount of the asset or liability).

i) Financial assets
Classification

On initial recognition, depending on the Company's business model for managing the financial assets and its contractual cash flow characteristics, a financial asset is classified as measured at:

· amortised cost;
· fair value through other comprehensive income (FVTOCI); or
· fair value through profit and loss (FVTPL).

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets. A financial asset is measured at amortised cost using Effective Interest Rate (EIR) method if it meets both of the following conditions and is not recognised as at FVTPL:

· The asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and

· The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may make the following irrevocable election/designation at initial recognition of a financial asset on an asset-by-asset basis:

• the Company may irrevocably elect to present subsequent changes in fair value of an equity investment that is neither held for trading nor contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 – Business Combination applies, in OCI; and

• the Company may irrevocably designate a debt instrument that meets the amortised cost or FVTOCI criteria as measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch (referred to as the fair value option).

A financial asset is held for trading if:
• it has been acquired principally for the purpose of selling it in the near term; or
• on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
• it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee

Investment in equity instruments at fair value through other comprehensive income (FVTOCI)

The Company subsequently measures all equity investments at fair value through profit or loss, unless the Company's management has elected to classify irrevocably some of its equity investments as equity instruments at FVTOCI.

The Company has not elected to classify any equity investment at FVTOCI.





Debt instruments at amortised cost or at FVTOCI

The Company assesses the classification and measurement of a financial asset based on the contractual cash flow characteristics of the asset individually and the Company's business model for managing the asset. For an asset to be classified and measured at amortised cost, its contractual terms should give rise to cash flows that are meeting SPPI test.

For the purpose of SPPI test, principal is the fair value of the financial asset at initial recognition. That principal amount may change over the life of the financial asset (e.g. if there are repayments of principal). Interest consists of consideration for the time value of money, for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs, as well as a profit margin.

Contractual cash flows that are SPPI are consistent with a basic lending arrangement. Contractual terms that introduce exposure to risks or volatility in the contractual cash flows that are unrelated to a basic lending arrangement, such as exposure to changes in equity prices or commodity prices, do not give rise to contractual cash flows that are SPPI. An originated or an acquired financial asset can be a basic lending arrangement irrespective of whether it is a loan in its legal form.

An assessment of business models for managing financial assets is fundamental to the classification of a financial asset. The Company determines the business models at a level that reflects how financial assets are managed individually and together to achieve a particular business objective. For an asset to be classified and measured at FVTOCI, its contractual terms should give rise to cash flows that are meeting SPPI test and the intention is to collect the contraction cash flows till maturity or dispose off the asset before maturity.

When a debt instrument measured at FVTOCI is derecognised, the cumulative gain/loss previously recognised in OCI is reclassified from equity to profit or loss. In contrast, for an equity investment designated as measured at FVTOCI, the cumulative gain/loss previously recognised in OCI is not subsequently reclassified to profit or loss but transferred within equity.

Debt instruments that are subsequently measured at amortised cost or at FVTOCI are subject to impairment.

Financial assets at fair value through profit or loss (FVTPL)

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in statement of profit or loss.

Subsequent measurement

Assessment whether contractual cash flows are solely payments of principal and interest
For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. That principal amount may change over the life of the financial assets (e.g. if there are payments of principal). Amount of 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin. In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- Contingent events that would change the amount or timing of cash flows;
- Terms that may adjust the contractual coupon rate, including variable interest rate features;
- Prepayment and extension features; and
- Terms that limit the Company's claim to cash flows from specified assets.

Contractual cash flows that are SPPI are consistent with a basic lending arrangement. Contractual terms that introduce exposure to risks or volatility in the contractual cash flows that are unrelated to a basic lending arrangement, such as exposure to changes in equity prices or commodity prices, do not give rise to contractual cash flows that are SPPI. A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Reclassifications within classes of financial assets
If the business model under which the Company holds financial assets changes, the financial assets affected are reclassified. The classification and measurement requirements related to the new category apply prospectively from the first day of the first reporting period following the change in business model that result in reclassifying the Company's financial assets. During the current financial year and previous financial year there was no change in the business model under which the Company holds financial assets and therefore no reclassifications were made.

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

Impairment of financial assets

The measurement of impairment losses across all categories of financial assets requires judgement, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes which can result in different levels of allowances.

The Company's ECL calculations are outputs of complex models with a number of underlying assumptions regarding the choice of variable inputs and their interdependencies.
The measurement of ECL is calculated using three main components:
(i) probability of default (PD);
(ii) loss given default (LGD); and
(iii) the exposure at default (EAD).
Probability of Default (PD) is the probability of whether borrowers will default on their obligations which are calculated based on historical default rate summary of past years using vintage analysis.

Loss Given Default (LGD) is an estimate of the loss from a financial asset given that a default occurs. The LGD is computed using the Company's own loss and recovery experience. It is usually expressed as a percentage of the EAD.

Exposure at Default (EAD) is an estimate of the exposure at a future default date, taking into account expected changes in the exposure after the reporting date, including repayments of principal and interest, whether scheduled by contract or otherwise, expected drawdowns on committed facilities, and accrued interest from

The 12-month ECL is calculated by multiplying the 12-month PD, LGD and EAD. The 12 months and lifetime PDs represent the PD occurring over the next 12 months and the remaining maturity of the instruments respectively. The EAD represents the expected balance at default, taking into account the repayment of principal and interest from the balance sheet date to the default event together with any expected drawdowns of committed facilities. The LGD represents expected losses on the EAD given the event of default, taking into account, among other attributes, the mitigating effect of collateral value at the time it is expected to be realised and the time value of money. For certain specific cases, the Company does an individual borrower level analysis in respect of cashflows and expected losses and determines the appropriate level of impairment losses.

The Company applies a three-stage approach to measure ECL on financial assets accounted for at amortised cost and FVOCI. Assets migrate through the following three stages based on the change in credit quality since initial recognition.

Stage 1: 12-months ECL
For exposures where there has not been a significant increase in credit risk since initial recognition and that are not credit impaired upon origination, the portion of the lifetime ECL associated with the probability of default events occurring within the next 12 months is recognised. Exposures with days past due (DPD) less than or equal to 30 days are classified as Stage 1. The Company has provided ECL on the undisbursed loan commitments classified under Stage 1.

Stage 2: Lifetime ECL – not credit impaired
For credit exposures where there has been a significant increase in credit risk since initial recognition but that are not credit impaired, a lifetime ECL is recognised. Exposures with DPD equal to 31 days but less than or equal to 90 days are classified as Stage 2. At each reporting date, the Company assesses whether there has been a significant increase in credit risk for the financial asset since initial recognition by comparing the risk of a default occurring over the expected life between the reporting date and the date of initial recognition. The Company has identified cases with DPD equal to or more than 31 days and less than or equal to 60 days and cases with DPD equal to or more than 61 days and less than or equal to 90 days as two separate buckets.

Stage 3: Lifetime ECL – credit impaired
A financial asset is assessed as credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that asset have occurred. For a financial asset that has become credit impaired, a lifetime ECL is recognised on principal outstanding as at the year end. Exposures with DPD more than 90 days are classified as Stage 3.

Exposures are considered to have resulted in a significant increase in credit risk and are moved to Stage 2 when the accounts are overdue for more than 30 days. Accounts that are overdue for more than 90 days are moved to Stage 3.

Inputs, assumptions and estimation techniques used for estimating ECL: Refer note 39(B)(a)

Derecognition of financial assets
A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised only when
– the contractual rights to the cash flows from the financial asset expire, or
– retains the contractual rights to receive the cash flows of the financial asset but assumes a contractual obligation to pay the cash flows to one or more recipients, or
– the Company has transferred its rights to receive cash flows from the asset and substantially all the risks and rewards of ownership of the asset, or the Company has neither transferred nor retained substantially all the risks and rewards of ownership of the asset, but has transferred control of the asset.

If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial assets. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial

The Company transfers loans through assignment transactions. In accordance with the Ind AS 109, on derecognition of a financial asset under assignment transactions, the difference between the carrying amount and the consideration received shall be recognised in statement of profit and loss.

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

Definition of default

The definition of default is used in measuring the amount of ECL and in the determination of whether the loss allowance is based on 12-months or lifetime ECL.

The Company considers the following as constituting an event of default:

- the borrower is past due more than 90 days + cases identified by the Company as Stage 3 as per regulatory guidelines + Objective evidence for impairment (Qualitative overlay); or
- the borrower is unlikely to pay its credit obligations to the Company.

When assessing if the borrower is unlikely to pay its credit obligation, the Company considers both qualitative and quantitative indicators.

Write-offs

Loans and investment in debt securities are written off when the Company has no reasonable expectations of recovering the financial asset (either in its entirety or a portion of it). This is the case when the Company determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the writeoff. A write-off constitutes a derecognition event. The Company may apply enforcement activities to financia assets written off. Recoveries resulting from the Company's enforcement activities shall be recognised in statement of profit and loss.

Collateral valuation and repossession

The Company provides fully secured loans to individuals to mitigate the credit risk on financial assets, the Company seeks to use collateral, where possible as per the powers conferred on the Housing Finance Companies under the Securitisation and Reconstruction of Financial Assets and Enforcement of Securities Interest Act, 2002 ("SARFAESI"). In its regular course of business, the Company generally engages external and internal agents to respossess properties or other assets in its portfolio and recover funds, generally at auction, to settle outstanding debts. Any surplus funds are returned to the customers/obligors. The residential properties under legal repossession processes are treated as assets held for sale at (i) Fair value less cost to sell or (ii) Principal oustanding, whichever is less, at the repossession date.

Modification of financial assets

A modification of a financial asset occurs when the contractual terms governing the cash flows of a financial asset are renegotiated or otherwise modified between the initial recognition and maturity of the financial asset. A modification affects the amount and/or timing of the contractual cash flows either immediately or at a future

The Company renegotiates loans to customers in financial difficulty to maximise collection and minimise the risk of default. Loan forbearance is granted in cases where although the borrower made all reasonable efforts to pay under the original contractual terms, there is a high risk of default or default has already happened and the borrower is expected to be able to meet the revised terms. The revised terms in most of the cases include an extension of the maturity of the loan, changes to the timing of the cash flows of the loan (principal and interest repayment), reduction in the amount of cash flows due (principal and interest forgiveness).

When a financial asset is modified the Company assesses whether this modification results in derecognition. In accordance with the Company's policy, a modification results in derecognition when it gives rise to substantially different terms. To determine if the modified terms are substantially different from the original contractual terms the Company considers the following:

Qualitative factors, such as contractual cash flows after modification are no longer SPPI, change of counterparty, the extent of change in interest rates, maturity, if these do not clearly indicate a substantial modification, then; a quantitative assessment is performed to compare the present value of the remaining contractual cash flows under the original terms with the contractual cash flows under the revised terms, both amounts discounted at the original EIR.

If there is a significant difference in present value, the Company deems the arrangement substantially different, leading to derecognition.

When the contractual terms of a financial asset are modified and the modification does not result in derecognition, the Company determines if the financial asset's credit risk has increased significantly since initial recognition by comparing:

. The remaining lifetime PD estimated based on data at initial recognition and the original contractual terms;

. The remaining lifetime PD at the reporting date based on the modified terms.

For financial assets modified, where modification does not result in derecognition, the estimate of PD reflects the Company's ability to collect the modified cash flows taking into account the Company's previous experience of similar forbearance action, as well as various behavioural indicators, including the borrower's payment performance against the modified contractual terms. If the credit risk remains significantly higher than what was expected at initial recognition, the loss allowance is continued to be measured at an amount equal to lifetime ECL. The loss allowance on loans is generally measured based on 12-month ECL when there is evidence of the borrower's improved repayment behaviour following modification leading to a reversal of the previous significant increase in credit risk.

Where a modification does not lead to derecognition, the Company calculates the modification gain/loss comparing the gross carrying amount before and after the modification (excluding the ECL allowance). Then the Company measures ECL for the modified asset, where the expected cash flows arising from the modified financial asset are included in calculating the expected cash shortfalls from the original asset.

Direct Assignment

The Company transfers loans through direct assignment transactions. The transferred loans are derecognised and gains/losses are accounted for, only if the Company transfers substantially all risks and rewards specified in the underlying assigned loan contract. In accordance with the Ind AS 109 'Financial instruments', on derecognition of a financial asset under assigned transactions, the difference between the carrying amount and the consideration received are recognised in the statement of profit and loss.





Co-lending

The Company originates certain loans specifically for co-lending arrangements with banks. Recognition and derecognition principles of loans, impairment as stated above and revenue recognition policies on the retained portion of the loan are similar to those stated in para 3.3 below.

ii) Financial liability and Equity

Debt and equity instruments that are issued are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement. An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

a. Financial liability

A financial liability is a contractual obligation to deliver cash or another financial asset or to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavourable to the Company or a contract that will or may be settled in the Company's equity instruments and is a non-derivative contract for which the Company is or may be obliged to deliver a variable number of its equity instruments, or a derivative contract over own equity that will or may be settled other than by the exchange of a fixed amount of cash (or another financial asset) for a fixed number of the Company's equity instruments.

Classification as debt or equity

Debt and equity instruments issued by a Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Initial recognition and measurement

A financial liability is recognised initially at cost of acquisition net of transaction costs and incomes that are attributable to the acquisition of the financial liability. Cost equates the fair value on the acquisition.

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL. However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies.

Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:
- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost.

Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' in the statement of profit and loss.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the statement of profit and loss.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

b. Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain/loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.





3.2 Property, plant and equipment, other intangible assets

Property, plant and equipment and other intangible assets are stated at acquisition cost less accumulated depreciation, amortisation and impairment losses, if any. Estimated cost of dismantling and removing the item and restoring the site on which its located does not arise for owned assets, for leased assets the same are borne by the lessee as per the lease agreement. The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. The acquisition cost includes any cost attributable to bringing the asset to the location and condition such that the asset is capable of operating in the manner of its intended use, net of tax/ duty credits availed.

Subsequent expenditure related to property, plant and equipment is capitalised only when it is probable that future economic benefits associated with these will flow to the Company and the cost of item can be measured reliably. Other repairs and maintenance costs are expensed off as and when incurred. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on disposal of an item of property, plant and equipment is recognised in the statement of profit and loss.

Property, plant and equipment not ready for the intended use on the date of the Balance Sheet are disclosed as "capital work-in-progress" and carried at cost, comprising direct cost, related incidental expenses and attributable interest.

Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the asset will flow to the Company and the cost of the asset can be measured reliably. Intangible assets are stated at original cost net of tax/ duty credits availed, if any, less accumulated amortisation and cumulative impairment. Administrative and other general overhead expenses that are specifically attributable to the acquisition of intangible assets are allocated and capitalised as a part of the cost of the intangible assets. Expenses on software support and maintenance are charged to the statement of profit and loss during the year in which such costs are incurred.

Depreciation and amortisation

Based on management's evaluation, useful life prescribed in Schedule II to the Companies Act, 2013 represent actual useful life of Property, plant and equipment and Intangible assets. The Company uses Straight Line method and has used following useful lives to provide depreciation of different class of its Property, plant and equipment and amortisation Intangible assets.

Particulars	Estimated useful life of in years
IT equipment's	6 years
Leasehold Improvements	Lower of lease period or life of assets
Office Equipment's	5 years
Laptops, Desktops	3 years
Furniture & Fixtures	10 years
Computer Software	5 years

Depreciation on addition to tangible Property, plant and equipment is provided from the start of the month in which the assets are ready for intended use. Depreciation on sale/discard from tangible Property, plant and equipment is provided for up to the date of sale, deduction or discard of Property, Plant and Equipment as the case may be.

Life of Leasehold improvement is taken lower of lease period or life of assets, which is considered 5 years

Derecognition of property, plant and equipment and intangible asset

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the statement of profit and loss. An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in the statement of profit and loss.

3.3 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured and there exists reasonable certainty of its recovery. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation.

i) **Interest income**

The main source of revenue for the Company is Income from Housing and Other loans. Repayment of housing and other loans is by way of Equated Monthly Instalments (EMIs) comprising of principal and interest. EMIs generally commence once the loan is disbursed. Pending commencement of EMIs, pre-EMI interest is payable every month on the loan that has been disbursed. Interest is calculated either on annual rest or on monthly rest basis in terms of the financing scheme opted by the borrower.

Interest income on housing and other loans and other financial instruments carried at amortised cost is recognised on a time proportion basis taking into account the amount outstanding and the effective interest rate ("EIR") applicable.

The EIR considers all fees, charges, transaction costs, and other premiums or discounts that are incremental and directly attributable to the specific financial instrument at the time of its origination. The financial assets that are classified at fair value through statement of profit and loss ("FVTPL"), transaction costs are recognised in statement of profit and loss at initial recognition.

The interest income on non-credit impaired financial assets is calculated by applying the EIR to the gross carrying amount (i.e. at the amortised cost of the financial asset before adjusting for any expected credit loss allowance).

Interest income on financial instruments is recognised on a time proportion basis taking into account the amount outstanding and the effective interest rate ("EIR") applicable.





Effective interest rate ("EIR")

EIR is the rate that exactly discounts the estimated future cash flows over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. The calculation considers all contractual terms of the financial instrument (for example, prepayment options) and includes any fees or incremental costs that are directly attributable and are an integral part of the EIR, but not future credit losses. The Company calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets. When a financial asset becomes credit-impaired, the Company calculates interest income by applying the effective interest rate to the net amortised cost of the financial asset (Gross value less ECL provision). The Company assesses the collectability of the interest on credit impaired assets at each reporting date. Based on the outcome of such assessment, the interest income accrued on credit impaired financial assets are either accounted for as income or written off as per the write off policy of the Company. If the financial assets cures and are no longer credit-impaired, the Company reverts to calculating interest income on a gross basis.

ii) Fees, commission and other operating income

Fees and commission income includes fees such as login fees, insurance commission income, other charges, other than those that are an integral part of EIR. The Company recognises such fees income and commission income in accordance with the terms of relevant contracts/ agreements with the customers and when it is probable that the Company will collect the consideration.

iii) Other income

Other Income represents income earned from the activities incidental to the business and is recognised when the right to receive the income is established as per the terms of the contract.

3.4 Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate.

The right-of-use assets are subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability.

The right-of-use assets are depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of use asset. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company recognises the amount of the remeasurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right of use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the remeasurement in statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

3.5 Impairment of non-financial assets

The carrying amount of the non-financial assets are reviewed at each balance sheet date if there is any indication of impairment based on internal and external factors. An impairment loss is recognised whenever the carrying amount of an asset or a cash generating unit exceeds its recoverable amount.

The recoverable amount of the assets (or where applicable, that of the cash-generating unit to which the asset belongs) is estimated as the higher of its fair value less costs of disposal and its value in use. The impairment loss is recognised in the statement of profit and loss.

After impairment, depreciation/ amortisation is provided on the revised carrying amount of the asset over its remaining useful life.

A previously recognised impairment loss is increased or reversed depending on changes in circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation/amortisation if there were no impairment.

3.6 Cash and cash equivalents

Cash and cash equivalents includes cash on hand, balance in current account and Balances with banks in deposits accounts with original maturity of less than 3 months. Short term and liquid investments being subject to more than insignificant risk of change in value, are not included as part of cash and cash equivalents.

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

3.7 Provisions, contingent liabilities and contingent

- Provisions are recognised only when an entity has a present obligation (legal or constructive) as a result of a past event; and
- it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- a reliable estimate can be made of the amount of the obligation

Provision is measured using the cash flows estimated to settle the present obligation and when the effect of time value of money is material, the carrying amount of the provision is the present value of those cash flows. Reimbursement expected in respect of expenditure required to settle a provision is recognised only when it is virtually certain that the reimbursement will be received.

Contingent liability is disclosed in case of:

- a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation; and
- a present obligation arising from past events, when no reliable estimate is possible.

Where the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under such contract, the present obligation under the contract is recognised and measured as a provision.

Contingent assets:

Contingent assets are not recognised. A contingent asset is disclosed, as required by Ind AS 37, where an inflow of economic benefits is probable.

Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

3.8 Commitments

Commitments are future contractual liabilities, classified and disclosed as follows:

a. The estimated amount of contracts remaining to be executed on capital account and not provided for;
b. Uncalled liability on shares;
c. Undisbursed commitment relating to loans; and
d. Other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of management.

3.9 Employee benefits

i) Post-employment benefits

Defined contribution plan

The Company's contributions to provident fund are considered as defined contribution plan and are charged as an expense as they fall due based on the amount of contribution required to be made and when the services are rendered by the employees.

The Company contributes 10% of the basic salary for certain employees to National Pension Scheme (NPS), a defined contribution plan, which is managed and administered by pension management companies. The Company also gives an option to its employees to receive the amount in lieu of such contribution along with the monthly salary during their employment.

Defined benefit plan

Gratuity

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ("the asset ceiling"). In order to calculate the present value of economic benefits, consideration is given to any minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses and the effect of the asset ceiling (if any, excluding interest), are recognised in OCI. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in statement of profit and loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ("past service cost" or "past service gain") or the gain or loss on curtailment is recognised immediately in statement of profit and loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

ii) Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include salaries, wages, performance incentive and expected cost of bonus which are expected to occur within twelve months after the end of the year in which the employee renders the related service.

iii) Share based payment arrangements

The Employee stock options granted to employees pursuant to the Company's RHP Employee Stock Options Plan 2025 policy (ESOPs 2025) are measured at the fair value of the rights at the grant date. The fair value of the options is treated as discount and accounted as employee compensation cost over the vesting period on a straight line basis. The amount recognised as expense in each year is based on the number of grants expected to vest. If a grant lapses after the vesting period, the cumulative discount recognised as expense in respect of such grant is transferred to the general reserve within other equity.





3.10 Dividend on equity shares

The Company recognises a liability for distribution of dividend to the equity shareholders when the dividend is authorised and the distribution is no longer at the discretion of the Company. Interim dividend is authorised when it is approved by the Board of Directors and final dividend is authorised when it is approved by the shareholders.

3.11 Share-based payments

Estimating fair value for share-based payment transactions requires use of an appropriate valuation model. The Company measures the cost of equity-settled transactions with Option holders using Black-Scholes Model to determine the fair value of the options on the grant date. Inputs into the valuation model, includes assumption such as the expected life of the share option, volatility and dividend yield. The stock options granted to employees pursuant to the Company's Stock Options Schemes, are measured at the fair value of the options at the grant date using Black Scholes Model. Details regarding the determination of the fair value of equity-settled share-based payments transactions are set out in note 46.

The fair value of the options determined at grant date is accounted as employee compensation cost over the vesting period on a straight-line basis over the period of option, based on the number of grants expected to vest, with corresponding increase in equity. On cancellation or lapse of option granted to employees, the compensation cost charged to statement of profit and loss is credited with corresponding decrease in equity.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

3.12 Earnings per share

The Company reports basic and diluted earnings per equity share in accordance with Ind AS 33 'Earnings Per Share'.

Basic earnings per share has been computed by dividing net income by the weighted average number of shares outstanding during the year. Partly paid up shares are included as fully paid equivalents according to the fraction paid up. The weighted average number of equity shares outstanding is adjusted for events such as bonus issue, bonus element in a right issue, shares split and reverse share splits (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted earnings per share has been computed by dividing net income by the weighted average number of shares and dilutive potential shares, except where the result would be anti-dilutive.

3.13 Share issue expense

Share issue expenses are adjusted from the securities premium account in terms of section 52 of the Companies Act, 2013.

3.14 Finance costs

Finance costs include interest expense calculated using the EIR on respective financial instruments and borrowings including foreign currency borrowings measured at amortised cost, finance charges in respect of assets acquired on finance lease and exchange differences arising from foreign currency borrowings, to the extent they are regarded as an adjustment to interest costs. All other borrowing costs are recognised in the statement of profit and loss in the period in which they are incurred.

3.15 Securities premium

Securities premium is credited when shares are issued at premium. It can be used to issue bonus shares, to provide for premium on redemption of shares and issue expenses of securities which qualify as equity instruments as per section 52 of the Act.

Statutory reserve

The Company creates statutory reserve every year out of its profits in terms of section 29C of the National Housing Bank Act, 1987 read with section 36(1)(viii) of the Income Tax Act, 1961.

3.16 Goods and services input tax credit

Goods and services tax input credit is recognised for in the books in the period in which the supply of goods or service received is recognised and when there is no uncertainty in availing/utilising the credits.

3.17 Statement of cash flows

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, financing and investing activities of the Company are segregated. Cash and cash equivalents (including bank balances) shown in the Statement of cash flows exclude items which are not available for general use as on the date of Balance Sheet.

STANDARD ISSUED BUT NOT YET EFFECTIVE

The Ministry of Corporate Affairs ("MCA"), through notifications, introduces new standards or notifies amendments to the existing standards under the Companies (Indian Accounting Standards) Rules, 2015, from time to time. The Company has evaluated all amendments to standards effective for annual periods beginning on or after 1 April 2025 and concluded that the same do not have a material impact on the Company's financial statements.

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

4 **Cash and cash equivalents**

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Cash on hand	65.31	83.86	15.79
Cheques on hand	-	14.93	-
Balances with banks			
- in current accounts	34.52	214.89	208.87
Total	**99.83**	**313.68**	**224.66**

5 **Bank balances other than cash and cash equivalents**

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
In Fixed deposits with original maturity of more than 3 months but remaining maturity less than 12 months*	715.84	638.79	132.24
In Fixed deposit with maturity of more than 12 months*	565.24	565.34	1,093.85
	1,281.08	**1,204.13**	**1,226.09**

* Consists of fixed deposits of Rs. 924.96 Lakhs (March 31, 2025: Rs. 1,084.44 Lakhs, April 01, 2024: Rs. 1,101.11 Lakhs) on which lien created with the banks as per the sanction terms against credit facility availed.

i) Bank balances includes deposits of Rs. 255.65 Lakhs for March 31, 2026 which are under lien including lien towards unutilized bank overdraft. (March 31, 2025: Rs. 118.22 Lakhs, April 01, 2024: 113.45 Lakhs).

ii) Fixed deposit and other balances with banks earns interest at fixed rate.

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Notes forming part of the financial statements for the year ended 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

6 Trade receivables

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Receivables considered good (unsecured)	409.96	175.28	416.33
Receivables considered doubtful (unsecured)	-	-	-
Total - gross	**409.96**	**175.28**	**416.33**
Less: Allowance for bad and doubtful debts	(1.64)	(0.70)	(1.67)
Total - net	**408.32**	**174.58**	**414.66**

(i) Trade receivables includes amounts due from the related parties amounting to Rs. Nil (March 31, 2025: Nil and April 01, 2024: Nil).
(ii) Trade receivables are non-interest bearing and are generally on terms of 30 to 90 days.
(iii) Ageing:

Particulars	As at 31 March 2026					
	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables – considered good	409.96	-	-	-	-	409.96
(ii) Undisputed trade receivables – considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables considered good	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-
Total	**409.96**	-	-	-	-	**409.96**
Less: Allowance for bad and doubtful debts	(1.64)	-	-	-	-	**(1.64)**
Total - net	**408.32**	-	-	-	-	**408.32**

Particulars	As at 31 March 2025					
	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables – considered good	175.28	-	-	-	-	175.28
(ii) Undisputed trade receivables – considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables considered good	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-
Total	**175.28**	-	-	-	-	**175.28**
Less: Allowance for bad and doubtful debts	(0.70)	-	-	-	-	**(0.70)**
Total - net	**174.58**	-	-	-	-	**174.58**

Particulars	As at 01 April 2024					
	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed trade receivables – considered good	416.33	-	-	-	-	416.33
(ii) Undisputed trade receivables – considered doubtful	-	-	-	-	-	-
(iii) Disputed trade receivables considered good	-	-	-	-	-	-
(iv) Disputed trade receivables considered doubtful	-	-	-	-	-	-
Total	**416.33**	-	-	-	-	**416.33**
Less: Allowance for bad and doubtful debts	(1.67)	-	-	-	-	**(1.67)**
Total - net	**414.66**	-	-	-	-	**414.66**

7 Housing and other loans

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
(a) Housing loan	75,856.02	52,525.16	43,246.94
(b) Loan against property	45,922.16	31,152.47	25,201.98
Total (A)	**121,778.18**	**83,677.63**	**68,448.92**
Less: Impairment loss allowance	(729.19)	(527.19)	(389.53)
Total - net	**121,048.99**	**83,150.44**	**68,059.39**

Note :

i) All housing and other loans are originated in India.

ii) The Company has assigned and colent pool of certain housing and property loans and managed servicing of such loan accounts. The balance outstanding in the pool, as at the reporting date aggregates Rs. 19,708.06 Lakhs (March 31, 2025: Rs. 12,844.38 Lakhs and April 1, 2024: Rs. 7,688.88 Lakhs). The carrying value of these assets have been de-recognised in the books of the Company (refer note 49.27).

iii) The Company has not granted any loans or advances in the nature of loans to promoters, directors, KMPs and related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person that are (a) repayable on demand or (b) without specifying any terms or period of repayment.

8 Other financial assets (Unsecured, considered good)

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Receivable from assigned and colent portfolio (refer note 49)	5,205.39	2,725.26	1,467.91
Less: Impairment allowance on receivable from assigned and colent portfolio	(31.23)	(10.90)	(5.87)
Interest accrued on loans	1,452.29	1,012.93	781.39
Security deposits	64.48	57.61	63.12
Others (financial assets)	10.05	6.57	12.25
Interest accrued but not due on deposits placed with banks	40.75	34.69	6.66
Less: Provision on other financial assets*	(0.30)	(0.67)	(0.47)
Total	**6,741.43**	**3,825.49**	**2,324.99**

*Provision on other standard assets is created at 0.40% prescribed under Master Directions - Non-Banking Finance Company - Housing Finance Company (Reserve Bank) Directions, 2021

9 Current tax assets (net)

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Current tax assets (net)			
Income tax paid in advance (net of provisions of Rs. 172.11 lakhs of FY 2025-26, Rs.200.76 of FY 2024-25 and Rs.210.18 of FY 2023-24)	143.12	54.32	19.55
Total	**143.12**	**54.32**	**19.55**

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

10 Deferred tax asset (net)

(A) Deferred tax relates to the following:

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Deferred tax assets			
- Impairment loss allowance	221.69	159.27	121.24
- Disallowance under Section 40A(7) of the Income-tax Act, 1961	50.23	37.34	28.70
- Disallowance under Section 43B of the Income-tax Act, 1961	0.21	0.93	0.21
- Leases	5.19	5.30	5.65
- Difference between tax depreciation and depreciation and amortisation charged for the financial reporting	(0.27)	10.23	7.56
- Loans and advances (EIR)	87.84	105.87	79.92
- Repossessed assets written-off	428.57	353.49	135.33
	793.46	**672.43**	**378.61**
Deferred tax liability on account of:			
- EIS receivables	(1,310.09)	(685.89)	(369.44)
- Borrowings (EIR)	(51.92)	(39.86)	(41.20)
- Interest income recognised on NPAs	(41.29)	(30.33)	(14.16)
Remeasurement gain / (losses) on defined benefit plans	0.57	2.68	2.51
	(1,402.73)	**(753.40)**	**(422.29)**
Deferred tax asset/(liability) (net)	**(609.27)**	**(80.97)**	**(43.68)**

(B) The movement in deferred tax assets and liabilities during the year:

Particulars	Amount
Deferred tax assets	
As at 01 April 2024	**(43.68)**
- Impairment loss allowance	38.03
- Disallowance under Section 40A(7) of the Income-tax Act, 1961	8.64
- Disallowance under Section 43B of the Income-tax Act, 1961	0.72
- Leases	(0.35)
- Difference between tax depreciation and depreciation and amortisation charged for the financial reporting	2.67
- Loans and advances (EIR)	25.95
- Repossessed assets written-off	218.16
- EIS receivables	(316.45)
- Borrowings (EIR)	1.34
- Interest income recognised on NPAs	(16.17)
Remeasurement gain / (losses) on defined benefit plans	0.17
As at 31 March 2025	**(80.97)**
- Impairment loss allowance	62.42
- Disallowance under Section 40A(7) of the Income-tax Act, 1961	12.89
- Disallowance under Section 43B of the Income-tax Act, 1961	(0.72)
- Leases	(0.11)
- Difference between tax depreciation and depreciation and amortisation charged for the financial reporting	(10.50)
- Loans and advances (EIR)	(18.03)
- Repossessed assets written-off	75.08
- EIS receivables	(624.20)
- Borrowings (EIR)	(12.06)
- Interest income recognised on NPAs	(10.96)
Remeasurement gain / (losses) on defined benefit plans	(2.11)
As at 31 March 2026	**(609.27)**

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

(C) Income tax expense

Particulars	As at 31 March 2026	As at 31 March 2025
Current taxes	172.11	200.76
Tax adjustment of previous year	-	(1.37)
Deferred tax charge / (income)	528.87	39.97
Total	**700.98**	**239.36**

(D) Income tax recognised in other comprehensive income

Particulars	As at 31 March 2026	As at 31 March 2025
Deferred tax asset related to items recognised in Other Comprehensive income during the year:		
- income tax relating to items that will not reclassified to profit or loss	0.57	2.68
Total	**0.57**	**2.68**

(E) Reconciliation of tax expense and the accounting profit multiplied by tax rate

Particulars	As at 31 March 2026	As at 31 March 2025
Enacted income tax rate in India	25.17%	25.17%
Profit before tax	2,956.71	949.93
Tax amount at the enacted income tax rate	744.14	239.08
Tax effect on:		
- Tax adjustment of earlier year	-	(1.37)
- Permanent difference	(3.33)	-
- Capital issuance cost (considered as equity)	(38.21)	-
- Others temporary differences	(1.62)	1.65
Income tax expense charged to the statement of profit and loss	**700.98**	**239.36**

Note : No assets have been revalued during the financial year/ previous year

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Notes forming part of the financial statements for the year ended 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

11 Property, plant and equipment (Current year)

Particulars	Gross block				Accumulated depreciation				Net block
	As at 1 April 2025	Additions	Disposals/ adjustment	As at 31 March 2026	As at 1 April 2025	Additions	Deletion	As at 31 March 2026	As at 31 March 2026
Leasehold improvements	55.78	0.65	-	56.43	53.16	0.71	-	53.87	2.56
Furniture & fixture	38.60	0.83	0.81	38.62	19.40	3.91	0.51	22.80	15.82
Computer and laptops	213.10	101.02	38.70	275.42	155.72	52.68	35.44	172.97	102.45
IT equipments	12.69	3.13	-	15.82	9.12	1.12	-	10.24	5.58
Office equipment	24.78	15.57	0.53	39.82	16.33	5.01	0.44	20.90	18.92
Electrical installations	18.35	0.33	-	18.68	10.05	1.85	-	11.90	6.78
Total	**363.30**	**121.53**	**40.04**	**444.79**	**263.78**	**65.28**	**36.39**	**292.68**	**152.11**

Property, plant and equipment (Previous year)

Particulars	Gross block				Accumulated depreciation				Net block
	As at 1 April 2024	Additions	Disposals/ adjustment	As at 31 March 2025	As at 1 April 2024	Additions	Deletion	As at 31 March 2025	As at 31 March 2025
Leasehold improvements	53.05	2.73	-	55.78	52.81	0.35	-	53.16	2.62
Furniture & fixture	36.71	1.89	-	38.60	15.60	3.80	-	19.40	19.20
Computer and laptops	187.82	25.28	-	213.10	116.78	38.94	-	155.72	57.38
IT equipments	8.62	4.07	-	12.69	8.54	0.58	-	9.12	3.57
Office equipment	18.49	6.41	0.12	24.78	14.06	2.29	0.02	16.33	8.45
Electrical installations	16.30	2.05	-	18.35	8.21	1.84	-	10.05	8.30
Total	**320.99**	**42.43**	**0.12**	**363.30**	**216.00**	**47.80**	**0.02**	**263.78**	**99.52**

Note : No assets have been revalued during the current year/ previous year

12 Intangible assets (Current year)

Particulars	Gross block				Accumulated amortisation				Net block
	As at 1 April 2025	Additions	Disposals/ adjustment	As at 31 March 2026	As at 1 April 2025	Additions	Deletion	As at 31 March 2026	As at 31 March 2026
Software	22.96	0.00	-	22.96	10.16	4.41		14.57	8.39
Total	**22.96**	**0.00**	**-**	**22.96**	**10.16**	**4.41**	**-**	**14.57**	**8.39**

Intangible assets (Previous year)

Particulars	As at 1 April 2024	Additions	Disposals/ adjustment	As at 31 March 2025	As at 1 April 2024	Additions	Deletion	As at 31 March 2025	As at 31 March 2025
Software	12.92	10.04	-	22.96	6.90	3.26		10.16	12.80
Total	**12.92**	**10.04**	**-**	**22.96**	**6.90**	**3.26**	**-**	**10.16**	**12.80**

Note : Intangible assets have not been revalued during the financial year ended 31 March 2026.

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

13 Right of use assets

Particulars	Amount
Gross carrying amount	
As at 1 April 2024	349.00
Additions	121.52
Deductions	-
Adjustment due to lease modification	-
As at 31 March 2025	**470.52**
Additions	304.78
Deductions	-
Adjustment due to lease modification	-
As at 31 March 2026	**775.30**
Accumulated amortisation	
As at 1 April 2024	83.86
For the year April 2023 to March 2024	135.86
Disposals	-
As at 31 March 2025	**219.72**
For the year April 2025 to March 2026	180.34
Disposals	-
As at 31 March 2026	**400.06**
Net block	
As at 31 March 2026	**375.24**
As at 31 March 2025	**250.80**

The following is the break-up of current and non-current lease liabilities for year ended 31 March 2026

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Non-current lease liabilities	220.46	138.84	143.56
Current lease liabilities	173.99	125.42	125.98
Total	**394.45**	**264.26**	**269.54**

The following is the movement in lease liabilities for year ended 31 March 2026

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Balance at the beginning of the year	264.26	269.54	248.88
Additions	304.78	121.81	93.38
Finance cost accrued during the year	32.66	27.11	21.04
Payment of lease liabilities	(207.25)	(154.20)	(93.76)
Total	**394.45**	**264.26**	**269.54**

The table below provides details regarding the contractual payments of lease liabilities

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Less than one year	203.60	207.25	154.20
One to five years	243.96	447.56	641.11
More than five years	-	-	13.70
Total	**447.56**	**654.81**	**809.01**

The company has not revalued any of right of use assets during the financial year ended 31 March 2026 or during the financial year ended 31 March 2025.

The following are the amounts recognised in profit or loss:

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Amortisation expense of right-of-use assets	180.34	135.86	-
Interest expense on lease liabilities	32.66	27.11	21.04
Profit on derecognition of lease liability *	-	-	-
Total	**213.00**	**162.97**	**21.04**

*** Profit on derecognition of lease liability and Right to use arise due to discontinuation of lease agreement of Silvassa in previous year amounting to Rs.Nil.**

Lease contracts entered by the Company majorly pertains for office taken on lease to conduct its business in the ordinary course. The company does not have any lease restrictions and commitment towards variable rent as per the contract.

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

14 Other non financial assets

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Asset held for sale (refer note 14.1)	1,257.87	426.71	815.03
Less: Provision for diminution in the value of asset held for sale	(168.01)	(135.33)	(127.66)
	1,089.86	**291.38**	**687.37**
Indirect tax credits available for utilisation	-	-	9.05
Prepaid expenses	62.97	103.81	33.30
Advances to vendors	56.00	91.61	-
Other advances	71.64	2.78	35.38
Total	**1,280.47**	**489.58**	**765.10**

14.1 In order to recover from defaulting borrowers, the company has repossessed the collaterals held as security against the loans and advances as per SARFAESI Act 2002. The purpose of holding the assets is to realise collateral on a timely basis. The Company does not use non-cash collateral for its operations.

14.2 The Company obtained the following assets by taking possession of collateral held as security against loans and advances and held at the year end. The Company's policy is to realise collateral on a timely basis. The Company does not use non-cash collateral for its operations.

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Residential properties	1,222.54	426.23	798.79
Non-residential properties	35.33	0.48	16.24
Total assets obtained by taking possession of collateral	**1,257.87**	**426.71**	**815.03**

14.3 Includes immovable properties amounting to Rs. 83.79 Lakhs as on March 31, 2026 (March 31, 2025: Rs. 83.79 Lakhs and April 01, 2024: 83.79 Lakhs) acquired against satisfaction of debt from various borrowers who have defaulted in repayment of principal and interest and all these properties are in the name of the Company.

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

15 Trade payables

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Trade payables			
Total outstanding dues of micro enterprises and small enterprises	88.41	44.29	25.83
Total outstanding dues of creditors other than micro enterprises and small enterprises	162.07	58.47	100.18
Total	**250.48**	**102.76**	**126.01**

15.1 Dues to micro and small enterprises

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 01, 2024
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each	88.52	44.45	25.87
Principal amount payable to micro and small enterprises	88.41	44.29	25.83
Interest due on above	0.11	0.16	0.04
The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of	-	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but	-	-	0.15
The amount of interest accrued and remaining unpaid at the end of each accounting year to suppliers	0.11	0.16	0.07
The amount of further interest remaining due and payable even in the succeeding years, until such date when the	-	-	-

*** Details of dues to Micro, Small and Medium Enterprises as defined under the MSMED Act, 2006**

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2nd October 2006, certain disclosure are required to be made relating to Micro, Small and Medium Enterprises. On the basis of the information and records available with the management, the following dues are outstanding to MSMEs.

Particulars	Not due	Trade payables ageing schedule (For financial year 25-26) Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	88.41	-	-	-	88.41
(ii) Others	-	162.07	-	-	-	162.07
(iii) Disputed dues -MSME	-	-	-	-	-	-
(iv) Disputed dues -others	-	-	-	-	-	-

Particulars	Not due	Trade payables ageing schedule (For financial year 24-25) Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	44.29	-	-	-	44.29
(ii) Others	-	58.47	-	-	-	58.47
(iii) Disputed dues -MSME	-	-	-	-	-	-
(iv) Disputed dues -others	-	-	-	-	-	-

Particulars	Not due	Trade payables ageing schedule (For financial year 23-24) Outstanding for following periods from due date of payment				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	25.83	-	-	-	25.83
(ii) Others	-	100.18	-	-	-	100.18
(iii) Disputed dues -MSME	-	-	-	-	-	-
(iv) Disputed dues -others	-	-	-	-	-	-

16 Debt securities

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Compulsorily convertible debentures	14,882.08	-	-
Total	**14,882.08**	**-**	**-**

16.1 Terms of fully paid up compulsorily convertible debentures:

2,37,44,259 unsecured, subordinated, fully paid-up 12% p.a. compulsorily convertible debentures having a face value of Rs. 63.12/- aggregate value of Rs. 1,49,99,99,965.96/- for a tenor of 15 years. The debentureholders can voluntarily convert such debentures at any time before the date of compulsory conversion.

16.2 These debentures are not guaranteed by directors and/or others.

16.3 During the years presented there were no defaults in the repayment of principal and/or interest.

17 Borrowings (Other than debt securities)

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Borrowings measured at amortised cost			
Secured			
Term loans			
- from banks (Term loans - secured)	43,732.69	29,538.49	27,720.01
- from other than banks (Term loans - secured)	27,783.97	29,780.26	22,088.44
Cash credit-(refer note 17.3)	709.80	-	8.90
Total	**72,226.46**	**59,318.75**	**49,817.35**
Borrowings in India	72,226.46	59,318.75	49,817.35
Total borrowings	**72,226.46**	**59,318.75**	**49,817.35**

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

17.1 General terms applicable to all borrowings:

Term of repayment of borrowings (For Financial Year 25-26)

Rate of Interest (%)	0-3 Years	3-5 Years	> 5 Years	Total
4.90% to 10.55%	49,895.90	17,511.65	4,818.91	72,226.46

Term of repayment of borrowings (For Financial Year 24-25)

Rate of Interest (%)	0-3 Years	3-5 Years	> 5 Years	Total
4.90% to 10.70%	38,692.04	13,261.66	7,365.05	59,318.75

17.2 Details of guarantee provided by promoters and group companies

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
(i) Guaranteed by promoters			
Term Loans (including current maturities)			
-From National Housing Bank	3,955.38	4,851.07	5,937.71
-From banks	42,839.47	26,306.47	21,377.07
-From Financial institutions	13,037.11	12,866.53	7,420.98
	59,831.96	**44,024.07**	**34,735.76**
(ii) Guaranteed by group companies			
Term Loans (including current maturities)			
-From National Housing Bank			
-From banks	-	76.54	1,350.07
	-	**76.54**	**1,350.07**
(iii) Guaranteed by promoters and group companies			
Term loans (including current maturities)			
-From National Housing Bank	140.78	261.22	791.67
-From banks	-	1,030.53	1,933.26
	140.78	**1,291.75**	**2,724.93**

17.3 All secured term loans (including current maturities of long-term debt) from NHB are secured by way of hypothecation of the loans given by the company as per sanction terms and carries rate of interest in the range of 4.90% to 8.60% p.a. (previous year 4.90% to 8.70% p.a.) and having tenure of 7 to 10 years (previous year 7 to 10 years) from the date of disbursement and are repayable in monthly or quarterly instalments. Future loan receivables of the Borrower is secured with a minimum asset cover of 1.25x.

All secured term loans (including current maturities of long-term debt) from Banks are secured by way of hypothecation of the loans given by the company as per sanction terms and carries rate of interest in the range of 7.75% to 9.90 % p.a. (previous year 8.91% to 10.70% p.a.) and having tenure of 5 to 7 years (previous year 5 to 7 years) from the date of disbursement and are repayable in monthly or quarterly instalments.Future loan receivables of the Borrower is secured with a minimum asset cover of 1.1x.

All secured term loans (including current maturities of long-term debt) from financial institutions are secured by way of hypothecation of the loans given by the company as per sanction terms and carries rate of interest in the range of 8.90% to 10.00% p.a. (previous year 9.50% to 10.65% p.a.) and having tenure of 5 to 7 years (previous year 4.5 to 7 years) from the date of disbursement and are repayable in monthly or quarterly instalments.Future loan receivables of the Borrower is secured with a minimum asset cover of 1.1x.

Loan from includes cash credit, overdraft facility and are secured against hypothecation of loans given by the company and/or fixed deposit and are repayable on demand and carry interest rate range from 7.80% to 10.25% p.a. (previous year from 7.80% to 10.55% p.a.)

18 Lease liabilities

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Lease liabilities (refer note 13)	394.45	264.26	269.54
Total	**394.45**	**264.26**	**269.54**

19 Other financial liabilities

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Interest accrued but not due on borrowings	160.63	56.18	64.22
Advance EMI's received	-	0.72	38.87
Advance from customers	162.11	350.36	90.45
Payable to employees	53.65	68.92	65.84
Loan liability	1,840.07	1,049.39	-
Other payable	565.81	231.35	188.23
Total	**2,782.27**	**1,756.92**	**447.61**

20 Provisions

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Provision for gratuity benefits (refer note 35)	44.04	27.28	35.51
Total	**44.04**	**27.28**	**35.51**

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

21 **Other non financial liabilities**

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Statutory dues	245.36	101.16	150.23
Total	**245.36**	**101.16**	**150.23**

22 **Share capital**

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Authorized shares			
18,39,00,000 No. of Equity shares of Rs. 10/- each (31 March 2025: 18,39,00,000 Equity shares of Rs. 10/- each and 1 April 2024: 17,25,00,000 Equity shares of Rs. 10/- each)	18,390.00	18,390.00	17,250.00
3,16,85,700 No. of Compulsorily Convertible Preference shares of Rs. 10/- each (31 March 2025: Nil shares of Rs. 10/- each and 1 April 2024: Nil shares of Rs. 10/- each)	3,168.57	-	-
	21,558.57	**18,390.00**	**17,250.00**

(a) **Equity share capital**

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Issued, subscribed and fully paid-up equity shares			
18,05,00,000 No. of Equity shares of Rs. 10/- each , (31 March 2025: 18,05,00,000 Equity shares of Rs. 10/- each and 1 April 2024: 16,87,50,000 Equity shares of Rs. 10/- each)	18,050.00	18,050.00	16,875.00
	18,050.00	**18,050.00**	**16,875.00**

(b) **Instruments entirely equity in nature**

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Issued, subscribed and fully paid-up 0.01% non-cumulative compulsorily convertible preference shares			
1,58,42,838 No. of Compulsorily Convertible Preference Shares of Rs. 10/- each , (31 March 2025: Nil and 1 April 2024: Nil)	1,584.28	-	-
	1,584.28	**-**	**-**

22.1 **Reconciliation of number of shares outstanding**

(a) **Reconciliation of equity shares outstanding at the beginning and at the end of the year:**

Equity shares	As at 31 March 2026		As at 31 March 2025		As at 01 April 2024	
	No. of share	Amount	No. of share	Amount	No. of share	Amount
Outstanding at the beginning of the year	180,500,000	18,050.00	168,750,000	16,875.00	161,500,000	16,150.00
Add: Issued during the year	-	-	11,750,000	1,175.00	7,250,000	725.00
Outstanding at the end of the year	**180,500,000**	**18,050.00**	**180,500,000**	**18,050.00**	**168,750,000**	**16,875.00**

(b) **Reconciliation of preference shares outstanding at the beginning and at the end of the year:**

Compulsorily convertible preference shares	As at 31 March 2026		As at 31 March 2025		As at 01 April 2024	
	No. of share	Amount	No. of share	Amount	No. of share	Amount
Outstanding at the beginning of the year	-	-	-	-	-	-
Add: Issued during the year	15,842,838	1,584.28	-	-	-	-
Outstanding at the end of the year	**15,842,838**	**1,584.28**	**-**	**-**	**-**	**-**

22.2 **Rights, preferences and restrictions attached to shares**

(a) The Company has one class of equity shares having a par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share held. The dividend proposed if any by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of Company, the equity shareholders are eligible to receive the remaining assets of the Company after distributions of all preferential amounts, in proportion to their shareholding.

22.3 **Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company:**

(a)

Name of shareholders	As at 31 March 2026		As at 31 March 2025		As at 01 April 2024	
	No. of share	% of holding	No. of share	% of holding	No. of share	% of holding
(i) JJT Trust - Trustee Sh. Ramakant J. Tibrewala	138,990,279	77.00%	138,990,279	77.00%	127,240,279	75.40%
(ii) Roha Inkjet Private Limited	35,529,721	19.69%	35,529,721	19.69%	35,529,721	21.06%
	174,520,000	**96.69%**	**174,520,000**	**96.69%**	**162,770,000**	**96.46%**

(b)

Name of preference shareholders	As at 31 March 2026		As at 31 March 2025		As at 01 April 2024	
	No. of Share	% of holding	No. of Share	% of holding	No. of Share	% of holding
(i) Roha Wealth Managers Pvt. Ltd.	15,842,838	100.00%	-	-	-	-
	15,842,838	**100.00%**	**-**	**-**	**-**	**-**





22.4 No class of shares have been issued as bonus shares or for consideration other than cash by the Company during the period of five years immediately preceding the current year end.

22.5 No class of shares have been bought back by the Company during the period of five years immediately preceding the current year end.

22.6 **Shares held by promoters at the end of the year 31 March 2026**

Name of shareholders	As at 31 March 2026		As at 31 March 2025		% Change during the year
	No. of share	% of holding	No. of share	% of holding	
(i) JJT Trust - Trustee Sh. Ramakant J. Tibrewala	138,990,279	77.00%	138,990,279	77.00%	0.00%
(ii) Shrikant Tibrewala	2,750,000	1.52%	2,750,000	1.52%	0.00%
(iii) Roha Inkjet Private Limited	35,529,721	19.69%	35,529,721	19.69%	0.00%
	177,270,000	98.21%	177,270,000	98.21%	

Shares held by promoters at the end of the year 31 March 2025

Name of shareholders	As at 31 March 2025		As at 01 April 2024		% Change during the year
	No. of share	% of holding	No. of share	% of holding	
(i) JJT Trust - Trustee Sh. Ramakant J. Tibrewala	138,990,279	77.00%	127,240,279	75.40%	1.60%
(ii) Shrikant Tibrewala	2,750,000	1.52%	2,750,000	1.63%	-0.11%
(iii) Roha Inkjet Private Limited	35,529,721	19.69%	35,529,721	21.06%	-1.37%
	177,270,000	98.21%	165,520,000	98.09%	

Shares held by promoters at the end of the year 01 April 2024

Name of shareholders	As at 01 April 2024		As at 31 March 2023		% Change during the year
	No. of share	% of holding	No. of share	% of holding	
(i) JJT Trust - Trustee Sh. Ramakant J. Tibrewala	127,240,279	75.40%	119,990,279	74.30%	1.10%
(ii) Shrikant Tibrewala	2,750,000	1.63%	2,750,000	1.70%	-0.07%
(iii) Roha Inkjet Private Limited	35,529,721	21.06%	38,759,721	24.00%	-2.94%
	165,520,000	98.09%	161,500,000	100.00%	

23 **Other equity**

	Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
(a)	**Securities premium**			
	Balance at the beginning of the year	9,300.00	5,775.00	3,600.00
	Add: Premium on issue of equity shares	-	3,525.00	2,175.00
	Add: Premium on issue of preference shares	8,415.72	-	-
	(Less): Expenses on issue of shares	(151.83)	-	-
	Balance at the end of the year	**17,563.89**	**9,300.00**	**5,775.00**
(b)	**Surplus in the statement of profit and loss**			
	Balance at the beginning of the year	172.46	(445.76)	(1,393.21)
	Add: Profit for the year	2,255.73	710.57	1,050.10
	Less : Transferred to statutory reserve u/s section 45-IC of Reserve Bank of India Act, 1934	(451.15)	(92.35)	(102.65)
	Balance at the end of the year	**1,977.04**	**172.46**	**(445.76)**
(c)	**Employee stock option reserve**			
	Balance at the beginning of the year	-	-	-
	Add: Addition/(deletion) during the year	79.12		
	Balance at the end of the year	**79.12**	**-**	**-**
(d)	**Other comprehensive income**			
	Balance at the beginning of the year	(15.44)	(7.46)	-
	- Remeasurement gains / (losses) on defined benefit plan (net of tax)	(1.69)	(7.98)	(7.46)
	Balance at the end of the year	**(17.13)**	**(15.44)**	**(7.46)**
(e)	**Statutory reserve u/s section 29C of the National Housing Bank Act, 1987**			
	Balance at the beginning of the year	416.22	323.87	221.22
	Add : Amount transferred during the year	451.15	92.35	102.65
	Balance at the end of the year	**867.37**	**416.22**	**323.87**
	Total of other equity	**20,470.29**	**9,873.24**	**5,645.65**

Nature and purpose of reserves

(A) **Retained earnings**
Retained earnings are the profits that the Company has earned till date. It also includes remeasurement gains and losses on defined benefit plans recognised in other comprehensive income (net

(B) **Securities premium**
Securities premium is used to record the premium realised on issue of shares & other Instrument . It can be used in accordance with the provisions of Companies Act 2013. It includes the fair value of stock options which are treated as expenses, if any in respect of shares allotted pursuant to stock option scheme. The issue expenses of securities which qualify instruments are written off against securities premium.

(C) **Statutory reserve u/s section 29C of the National Housing Bank Act, 1987**
Section 29C of the National Housing Bank Act, 1987 requires housing finance companies to create a reserve fund and transfer at least of their yearly net profit, as disclosed in the P&L account, before declaring any dividend. This mandatory reserve ensures financial stability, and any withdrawal must be reported to the National Housing Bank and the Reserve Bank of India within 21 days.

(D) **Employee stock option reserve**

This reserve represents stock options granted to employees under the Company's various ESOP schemes. This reserve is transferred to Securities Premium Account on exercise of vested options.

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

24 Interest income

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
On financial assets measured at amortised cost		
Interest income from loans	13,493.63	10,648.73
Interest on deposits with banks	185.02	463.41
Total	**13,678.65**	**11,112.14**

The Company recognises interest income using effective interest rate (EIR) on all financial assets subsequently measured under amortised cost or fair value through other comprehensive income (FVOCI). EIR is calculated by considering all costs and incomes attributable to acquisition of a financial asset or assumption of a financial liability and it represents a rate that discounts estimated future cash payments/receipts through the expected life of the financial asset/financial liability to the gross carrying amount of a financial asset or to the amortised cost of a financial liability.

The Company calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets. In case of credit-impaired financial assets [as set out in note no. 39.B (a) regarded as stage 3], the Company recognises interest income on the amortised cost net of impairment loss of the financial asset at EIR. If the financial asset is no longer credit-impaired, the Company reverts to calculating interest income on a gross basis.

25 Fee and commission income

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Processing fees and other related income	1,138.73	955.32
Insurance commission	840.79	275.53
Total	**1,979.52**	**1,230.85**

Prepayments charges are collected from loan customers for early payment/closure of loans, in terms of the sanction condition and are recognised on realisation.

26 Net gain on fair value changes

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Gain on assignment of loans	2,935.41	1,517.90
Total	**2,935.41**	**1,517.90**

* Fair value changes in this schedule are other than those arising on account of interest income/expense.

The Company designates certain financial assets for subsequent measurement at fair value through profit or loss (FVTPL) or fair value through other comprehensive income (FVOCI). The company has recognised all financial assets as on date on FVTPL basis.

27 Other income

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Advertisement income	-	210.33
Profit on sale of assets	4.98	-
Miscellaneous income	0.35	0.66
Total	**5.33**	**210.99**

28 Finance costs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
On Financial liabilities measured at amortised cost		
Interest on borrowings		
- Interest on term loan	6,568.58	5,345.95
- Interest on bank overdraft/Cash Credit	26.78	252.17
Interest expense on lease liability	32.66	27.11
Interest on MSME	0.11	0.16
Interest expense on customer advances	11.43	-
Other borrowing costs	13.11	21.44
Interest on CCDs	226.85	-
Total	**6,879.52**	**5,646.83**

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

29 Impairment on financial instruments at amortised cost

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Impairment on financial instruments at amortised cost		
Impairment allowance on loans	173.29	149.59
Impairment allowance on other financial assets	82.30	-
Impairment / derecognition of assets acquired under SARFAESI	224.81	875.81
Loan and advances written off	51.50	-
Total	**531.90**	**1,025.40**

30 Employee benefit expenses

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Salaries and wages (refer note 35 (B))	5,827.84	4,525.39
Contribution to provident fund and other fund (refer note 35 (A))	291.32	281.54
Incentive	249.75	130.39
Staff welfare expenses	188.21	149.99
Total	**6,557.12**	**5,087.31**

31 Depreciation and amortisation expenses

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Depreciation and amortisation expenses	250.03	186.91
Total	**250.03**	**186.91**

32 Other expenses

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Other expenses		
Rent	75.10	80.11
Rates and taxes	18.50	16.46
Travelling	265.75	192.97
Printing and stationery	45.72	42.27
Bank charges	39.41	13.75
Legal and professional	459.71	334.60
Office maintenance	90.17	72.44
Communication, postage and courier	48.18	37.87
Software license fee	202.88	161.82
Computer expenses	41.05	42.49
Electricity	30.20	31.07
Commission and brokerage	14.76	75.66
Membership & subscription	47.69	14.33
Business promotion expense	7.27	31.80
Auditor remuneration (refer note 32.1)	18.90	15.43
Loss on sale of assets	3.66	0.06
Corporate social responsibility expenses (refer note 36)	12.27	10.75
Miscellaneous expenses	2.41	1.62
Total	**1,423.63**	**1,175.50**

32.1 Auditor's remuneration

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Audit fee	15.00	12.55
Tax audit fee	2.00	1.36
Certification services	1.20	1.20
For other matter	0.70	0.32
Total	**18.90**	**15.43**

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

33 Earnings per share

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit attributable to all equity shareholders	2,255.73	710.57
Weighted average number of equity shares outstanding at the end of year for basic earnings per share	180,500,000	1,735
Effect of Dilution:		
-Employee Stock Option (No.s)	109,347.28	-
-Compulsorily convertible preference shares (No.s)	2,310,414.00	-
Weighted average equity shares for diluted earnings per share (No.s)		1,734.62
Basic earnings/(loss) per share (Rs.) (FV of Rs. 10 each)	1.25	0.41
Diluted earnings/(loss) per share (Rs.) (FV of Rs. 10 each)*	1.23	0.41

* Impact of Compulsorily Convertible Debentures has not been considered in computation of dilutive EPS, as the same is anti dilutive for the year ended March 31, 2026

34 Contingent liabilities and commitments
There are no contingent liabilities at each reporting date.
Capital commitments

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Undisbursed loans - Housing	10,038.17	9,614.15
Undisbursed loans - Non Housing	1,283.23	1,416.68
Total	**11,321.40**	**11,030.83**

35 Employee benefits

(A) Defined Contribution Plans
During the year, the Company has recognized the following amounts in the Statement of Profit and Loss

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Employers' contribution to provident fund and other funds	291.32	281.54

(B) Defined benefit plans
Gratuity payable to employees (unfunded)

i The Company's liabilities under the Payment of Gratuity Act,1972 are determined on the basis of actuarial valuation made at the end of each reporting period using the projected unit credit

ii The gratuity benefit is provided through unfunded plan and annual contributions are charged to the statement of profit and loss. Under the scheme, the settlement obligation remains with the Company. Company accounts for the liability for future gratuity benefits based on an actuarial valuation. The net present value of the Company's obligation towards the same is actuarially determined based on the projected unit credit method as at the Balance Sheet date.

iii **Discount rate**
Discount rate is based on 5 years Government bond yield as at March 31, 2026 and as at March 31, 2025.

iv **Mortality/ disability**
If the actual mortality rate in the future turns out to be more or less than expected then it may result in increase / decrease in the liability.

v **Employee turnover/withdrawal rate**

If the actual turnover rate in the future turns out to be more or less than expected then it may result in increase / decrease in the liability.

vi **Salary escalation rate**
More or less than expected increase in the future salary levels may result in increase / decrease in the liability.

(i) Principle assumptions used for the purposes of the actuarial valuations

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Economic Assumptions		
Discount rate	6.80%	6.55%
Salary escalation rate:	2%	2%
Demographic Assumptions		
- Mortality rate	100% of IALM 2012-14	100% of IALM 2012-14
- Attrition rate	25%	25%
- Vesting Period	5 Years	5 Years
Retirement age	60	60
Average future Service (in years)	27.63	28.4

(ii) Amount recognised in Balance sheet

Particulars	Year ended 31 March 2026	Year ended 31 March 2025	As at 01 April 2024
Current benefit obligation	-	-	-
Non-current obligation	44.04	27.28	35.51
Net liability recognised in Balance Sheet	**44.04**	**27.28**	**35.51**

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

(iii) Changes in the present value of defined benefit obligation (DBO)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Present value of obligation at the beginning of the year	158.95	123.87
Interest cost on DBO	10.41	8.89
Current service cost	48.88	37.27
Benefits paid	(19.92)	(22.10)
- Effect of change in Financial Assumptions	(1.24)	2.44
- Experience (gains)/losses	4.74	8.58
Present value of obligation at the end of the year	**201.82**	**158.95**

The weighted average duration of defined benefit obligation is 8 years as at 31 March 2025 (31 March 2024: 11 years).

(iv) Changes in the present value of planned assets

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Plan Assets at the beginning of the year	131.68	88.36
Expected return on Plan Assets	9.87	6.70
Actuarial gain/(loss) on plan assets	36.15	58.72
Employer contribution	(19.92)	(22.10)
Plan Assets at the end of the year	**157.78**	**131.68**

(v) Expense recognised in the Statement of Profit and Loss

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Service cost	48.88	37.27
Net Interest cost	1.78	2.55
Total expenses recognised in the Statement Profit and Loss	**50.66**	**39.82**

(vi) Expense recognised in Other comprehensive income

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Remeasurements due to-	-	-
- Effect of change in financial assumptions	(1.24)	2.44
- Effect of change in demographic assumptions	-	-
- Effect of experience adjustments	4.74	8.58
Net actuarial losses recognised in OCI	**3.50**	**11.02**

(vii) Quantitative sensitivity analysis

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Impact on defined benefit obligation		
Discount rate		
0.5% increase	(2.42)	(1.94)
0.5% decrease	2.49	2.00
Salary escalation rate		
1% increase	5.26	4.22
1% decrease	(5.03)	(4.04)
Withdrawal rate		
5% increase	(5.53)	(3.64)
5% decrease	4.98	3.20

(viii) Maturity profile of defined benefit obligation

Years	Year ended 31 March 2026	Year ended 31 March 2025
Within next 12 months	51.96	42.25
Between 2 and 5 years	131.66	105.83
Beyond 5 years	60.55	43.17
Total expected payments	**244.17**	**191.25**

36 CSR Expense

As per provisions of section 135 of Companies Act 2013, the Company was required to spend Rs. 12.27 lakhs (31 March 2025: Rs. 10.75 lakhs) being 2% of average net profits made during the three immediately preceding financial years, in pursuance of its Corporate Social Responsibility Policy on the activities specified in Schedule VII of the Act.

(A)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Gross amount required to be spent as per Section 135 of the Act	12.27	10.75
Add: Amount unspent from previous years	-	-
Total Gross amount required to be spent during the year	**12.27**	**10.75**

(B)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Amount approved by the Board to be spent during the year	12.27	10.75

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

(C) **Amount spent during the year on**

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
(i) Construction/acquisition of an asset	-	-
(ii) On purposes other than (i) above	12.27	10.75
Total amount spent during the year	**12.27**	**10.75**

(D) **Accrual towards unspent obligations in relation to**

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
(i) Ongoing projects	-	-
(ii) Other than Ongoing projects	-	-
Total accrual towards unspent obligations in relation to	**-**	**-**

(E) **Details ongoing CSR projects**

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Balance unspent at the beginning of the year*	-	-
Amount required to be spent during the year	-	-
Amount spent during the year	-	-
Balance unspent as at end of the year	**-**	**-**

*** Details of Unspent amount as at Year end**

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
With the Company's Account	-	-
In Separate CSR Unspent Account	-	-
Total	**-**	**-**

(F) **Details of CSR expenditure in respect of other than ongoing projects**

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Balance unspent at the beginning of the year	-	-
Amount deposited in Specified Fund of Schedule VII of the Act within 6 months	-	-
Amount required to be spent during the year	12.27	10.75
Amount spent during the year	12.27	10.75
Balance unspent as at end of the year	**-**	**-**

(G) **Disclosures on Shortfall/(excess)**

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Amount Required to be spent by the Company during the year	12.27	10.75
Actual Amount Spent by the Company during the year	12.27	10.75
PY Excess adjusted during the CY	-	-
Shortfall/(Excess) at the end of the year	-	-
Total of shortfall/(excess)	**-**	**-**

(H) **Reason for shortfall - NA**

(I) **Details of related parted transactions in relation to CSR expenditure**

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Related parted transactions in relation to CSR expenditure	12.27	10.75

(J) **Composition of CSR Committee: Not Applicable**

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

37 Related Party Disclosures:

(A) Names of related parties and description of relationship as identified and certified by the Company:

(a) Person having control

JJT Trust

(b) Key Management Personnel

Sunil Kapoor, Managing Director & CEO
Pankaj Rawat, Company Secretary (from 1 April 2025 to 11 July 2025 ; from 1 November to 31 March 2026)
Simarjeet Singh, Company Secretary (from 14 July 2025 to 31 October 2025)

(c) Person having significant influence

Roha Inkjet Private Limited
Roha Dyechem Private Limited
Roha Wealth Managers Pvt Ltd
Jagdishprasad Tibrewala Parmarth Kosh

(B) Details of transactions with related party in the ordinary course of business for the year ended:

Name	Nature of transaction	Year ended 31 March 2026	Year ended 31 March 2025
Sunil Kapoor	Remuneration paid#	277.65	271.92
Sunil Kapoor	Re-imbursement	7.78	2.70
Pankaj Rawat	Remuneration paid#	9.23	12.12
Simarjeet Singh	Remuneration paid#	4.77	-
JJT Trust	Share Issued	-	4,700.00
Roha Dyechem Private Limited	Guaranteed by group companies**	-	1,107.07
Roha Inkjet Private Limited	Guaranteed by group companies***	140.78	1,291.75
Jagdishprasad Tibrewala Parmarth Kosh	Donation for CSR	12.27	10.75
Roha Wealth Managers Pvt Ltd	Compulsorily convertible preference shares issued	10,000.00	-
Roha Wealth Managers Pvt Ltd	Compulsorily convertible debentures shares issued	15,000.00	-

Excludes gratuity which are actuarially valued at company level and where separate amounts are not identifiable.

** The amount of guarantee of Rs. Nil (previous year Rs. 1,107.07 Lakhs) represents guarantee jointly and severally given by the group company and promoters of the Company.

*** The amount of guarantee of Rs. 140.78 Lakhs (previous year Rs. 1,291.75 Lakhs) represents guarantee jointly and severally given by the group company and promoters of the Company.

(C) Amount due to/ (receivable from) related party as on:

Name	Nature of transaction	Year ended 31 March 2026	Year ended 31 March 2025
Sunil Kapoor	Remuneration payable	-	-

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

38 Fair value measurement

A Financial instruments by category :

The following table shows the carrying amounts of Financial Assets and Financial Liabilities which are classified as Fair value through Profit and Loss (FVTPL), Fair value through other comprehensive income (FVOCI) and Amortised Cost.

Particulars	FVOCI	FVTPL	Amortised Cost
As at 31 March 2026			
Financial Assets			
Cash and cash equivalents	-	-	99.83
Bank Balance other than cash and cash equivalent	-	-	1,281.08
Trade Receivables	-	-	408.32
Housing and other loans	-	-	121,048.99
Other Financial assets	-	-	6,741.43
Total Financial Assets	-	-	**129,579.65**
Financial Liabilities			
Trade payables	-	-	250.48
Debt securities	-	-	14,882.08
Borrowings- (other than Debt securities)	-	-	72,226.46
Lease liabilities			394.45
Other financial liabilities	-	-	2,782.27
Total Financial liabilities	-	-	**90,535.74**
As at 31 March 2025			
Financial Assets			
Cash and cash equivalents	-	-	313.68
Bank Balance other than cash and cash equivalent	-	-	1,204.13
Trade Receivables			174.58
Housing and other loans	-	-	83,150.44
Other Financial assets	-	-	3,825.49
Total Financial Assets	-	-	**88,668.32**
Financial Liabilities			
Trade payables	-	-	102.76
Borrowings- (other than Debt securities)	-	-	59,318.75
Lease liabilities	-	-	264.26
Other financial liabilities	-	-	1,756.92
Total Financial liabilities	-	-	**61,442.69**
As at 01 April 2024			
Financial Assets			
Cash and cash equivalents	-	-	224.66
Bank Balance other than cash and cash equivalent	-	-	1,226.09
Trade Receivables	-	-	414.66
Loans	-	-	68,059.39
Other Financial assets	-	-	2,324.99
Total Financial Assets	-	-	**72,249.79**
Financial Liabilities			
Trade payables	-	-	126.01
Borrowings- (other than Debt securities)	-	-	49,817.35
Lease liabilities	-	-	269.54
Other financial liabilities	-	-	447.61
Total Financial liabilities	-	-	**50,660.51**

B Fair Value hierarchy

The following is the hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2 - Valuation techniques for which lowest level input that is significant to the fair value measurement is directly & indirectly observable.
Level 3 - Valuation techniques for which lowest level input that is significant to the fair value measurement is directly & indirectly unobservable.





39 Financial risk management objectives and policies

The Company is exposed to various financial risks. These risks are categorized into market risk, credit risk, liquidity risk and operational risk. The Company's risk management is supervised by the Risk management committee, Asset liabilities company (ALCO) and focuses on securing long term and short term cash flows. The Company does not engage in trading of financial assets for speculative purposes.

(A) **Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises following types of risk: interest rate risk and currency risk. Financial instruments affected by market risk include borrowings.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company has exposure to floating interest rate borrowings, which are closely monitored. The Company endeavours to reprice its financial assets to cover any exposure to interest rate fluctuations, subject to market feedback.

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a different currency from the Company's functional currency). As at each reporting date, the Company does not have exposure in foreign currency, therefore it is not exposed to currency risk.

(B) **Credit risk**

Credit risk is the risk that the Company will incur a loss because its customers or counterparties fail to discharge their contractual obligation. The Company manages and controls credit risk by setting limits on the amount of risk it is willing to accept for individual counterparties, and by monitoring exposures in relations to such limits.

The maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented in the financial statements. The Company's major classes of financial assets are cash and cash equivalents, loans, term deposits.

Cash and cash equivalents, term deposits with banks are considered to have negligible risk or nil risk, as they are maintained with high rated banks / financial institutions as approved by the Investment Policy. The management has established Credit policy under which customer accounts are regularly monitored. The Company has a dedicated risk management team, which monitors the positions, exposures and margins on a continuous basis.

a) **Expected credit loss**

The maximum exposure to credit risk at the reporting date is primarily from Company's loans.

Following provides exposure to credit risk for loans:

Particulars	As at 31 March 2026	As at 31 March 2025	As at 01 April 2024
Housing loan	502.30	364.62	210.31
Loan against property	226.89	162.57	179.22
Total	**729.19**	**527.19**	**389.53**

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

Loans :

In accordance with Ind AS 109, the Company applies expected credit loss model (ECL) for measurement and recognition of impairment loss. The expected credit loss is a product of exposure at default (EAD), probability of default (PD) and Loss given default (LGD). The financial assets have been segmented into three stages based on the risk profiles, primarily based on past due.

Company has large number of customer base with shared credit risk characteristics.

For the computation of ECL, the loan are classified into three stages as follows:

Staging as per Ind AS 109	Basis for recognising expectedcredit losses (ECL)
Stage 1	12-month ECL
Stage 2	Lifetime ECL
Stage 3	Lifetime ECL - credit-impaired

ECL is computed as follows assuming that these loans are fully recalled by the Company at each reporting period:

EAD is considered as loan receivable including interest (net of write off). PD is considered at 100% for all loans receivables being the likelihood that the borrower would not be able to repay in the very short payment period. LGD is determined based on fair value of collateral held as at the reporting period. Unsecured portion is considered as LGD. Since, Interest on Stage 3 assets is recognised based on net carrying amount of financial assets. PD and LGD of 100% is applied on interest recognised on Stage 3 assets.

Default:

A default on a financial asset is when the counterparty fails to make the contractual payments within 90 days of when they fall due. Accordingly, the financial assets shall be classified as Stage 3, if on the reporting date, it has been more than 90 days past due.

Write-off policy:

The Company writes off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include (i) ceasing enforcement activity and (ii) whether the Company's recovery method is foreclosing on collateral and the value of the collaterals is such that there is no reasonable expectation of recovering in full.

The Company may write-off financial assets that are still subject to enforcement activity.

Following table provides information about exposure to credit risk and ECL on Loan:

Stages	No. of Loans	Year ended 31 March 2026	No. of Loans	As at 31 March 2025	No. of Loans	As at 01 April 2024
Stage 1	15,613	115,668.72	12,411	79,433.81	10,116	66,282.27
Stage 2	699	4,935.02	458	3,480.85	222	1,784.68
Stage 3	148	1,174.44	95	762.97	42	381.97
Less : Impairment loss allowance	-	(729.19)	-	(527.19)	-	(389.53)
Carrying value	**16,460**	**121,048.99**	**12,964**	**83,150.44**	**10,380**	**68,059.39**

Collaterals

The Company holds collateral and other credit enhancements against certain of its credit exposures. The following table sets out the principal types of collateral held against different types of financial assets.

Instrument type	Percentage of exposure that is subject to collateral		Principal type of collateral held
	No of Loans	Year ended 31 March 2026	
(a) Housing Loan	9,717	100.00%	Mortgage property
(b) Loan against property	6,743	100.00%	Mortgage property

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Notes forming part of the financial statements for the year ended 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

Comparison between the provisions required under the IRACP and the impairment allowance computed as per Ind AS 109:

As at March 31, 2026

Assets classification as per RBI norms	Asset classification as per Ind AS	Gross carrying amount as per Ind AS	Loss allowance (Provision as per Ind AS)	Net carrying amount as per Ind AS	Provision required as per IRACP	Difference between provision as per Ind AS 109 and IRACP
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7)=(4)-(6)
Performing Assets (PA)						
Standard	Stage 1	115,668.72	34.90	115,633.82	394.08	(359.18)
	Stage 2	4,935.02	460.66	4,474.36	31.29	429.37
Subtotal for PA		**120,603.74**	**495.56**	**120,108.18**	**425.37**	**70.19**
Non-performing Assets (NPA)						
Substandard	Stage 3	1,010.51	197.13	813.38	153.18	43.95
Doubtful-upto 1 year	Stage 3	139.93	30.61	109.32	35.35	(4.74)
Doubtful-upto 1 to 3 years	Stage 3	24.00	5.89	18.11	9.81	(3.92)
Doubtful-More than 3 years	Stage 3	-	-	-	-	-
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA		**1,174.44**	**233.63**	**940.81**	**198.34**	**35.29**
Other items such as guarantees, loan, commitments,etc which are in the scope of Ind AS 109 but not covered under current IRACP	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal		-	-	-	-	-
Total	Stage 1	115,668.72	34.90	115,633.83	394.08	(359.18)
	Stage 2	4,935.02	460.66	4,474.36	31.29	429.37
	Stage 3	1,174.44	233.63	940.81	198.34	35.29
	Total	**121,778.18**	**729.19**	**121,048.99**	**623.71**	**105.48**

As at March 31, 2025

Assets classification as per RBI norms	Asset classification as per Ind AS	Gross carrying amount as per Ind AS	Loss allowance (Provision as per Ind AS)	Net carrying amount as per Ind AS	Provision required as per IRACP	Difference between provision as per Ind AS 109 and IRACP
(1)	(2)	(3)	(4)	(5)=(3)-(4)	(6)	(7)=(4)-(6)
Performing Assets (PA)						
Standard	Stage 1	79,433.81	96.32	79,337.49	284.27	(187.95)
	Stage 2	3,480.85	268.63	3,212.22	25.98	242.65
Subtotal for PA		**82,914.66**	**364.95**	**82,549.71**	**310.25**	**54.70**
Non-performing Assets (NPA)						
Substandard	Stage 3	604.75	125.68	479.07	92.31	33.37
Doubtful-upto 1 year	Stage 3	107.75	23.91	83.84	27.41	(3.50)
Doubtful-upto 1 to 3 years	Stage 3	50.47	12.65	37.82	20.54	(7.89)
Doubtful-More than 3 years	Stage 3	-	-	-	-	-
Loss	Stage 3	-	-	-	-	-
Subtotal for NPA		**762.97**	**162.24**	**600.73**	**140.26**	**21.98**
Other items such as guarantees, loan, commitments,etc which are in the scope of Ind AS 109 but not covered under current IRACP	Stage 1	-	-	-	-	-
	Stage 2	-	-	-	-	-
	Stage 3	-	-	-	-	-
Subtotal		-	-	-	-	-
Total	Stage 1	79,433.81	96.32	79,337.49	284.27	(187.95)
	Stage 2	3,480.85	268.63	3,212.22	25.98	242.65
	Stage 3	762.97	162.24	600.73	140.26	21.98
	Total	**83,677.63**	**527.19**	**83,150.44**	**450.51**	**76.68**

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

(C) **Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due. Borrowings consist of term loans, working capital demand loans(WCDL)/CC limits/other demand loans from NBFC. The WCDL limits are replenished after particular tranches of WCDL are repaid.

The table below summarizes the maturity profile of the Company's financial liabilities:

Particulars	0 - 1 year	1-2 year	2-3 year	3-4 year	Beyond 4 years	Total
As on March 31, 2026						
Trade payables	250.48	-	-	-	-	250.48
Debt securities	-	-	-	-	14,882.08	14,882.08
Borrowings	19,003.55	16,353.70	14,549.62	10,765.71	11,553.88	72,226.46
Lease liabilities	173.99	126.56	55.96	24.82	13.12	394.45
Other financial liabilities	2,782.27	-	-	-	-	2,782.27
Total	**22,210.29**	**16,480.26**	**14,605.58**	**10,790.53**	**26,449.08**	**90,535.74**
As on March 31, 2025						
Trade payables	102.76	-	-	-	-	102.76
Debt securities	-	-	-	-	-	-
Borrowings	13,674.69	13,661.66	11,377.38	8,594.81	12,010.21	59,318.75
Lease liabilities	125.42	93.35	31.15	9.43	4.91	264.26
Other financial liabilities	1,756.92	-	-	-	-	1,756.92
Total	**15,659.79**	**13,755.01**	**11,408.53**	**8,604.24**	**12,015.12**	**61,442.69**

The gross outflows shown in the above table represent the contractual undiscounted cash flows.

(D) **Operational risk**

Operational risk is the risk of loss arising from systems failure, human error, fraud or from external events.

The operational risks of the Company are managed through comprehensive internal control systems and procedures and key back up processes. This enables the management to evaluate key areas of operational risks and the process to adequately mitigate them on an ongoing basis. The Company also undertakes Risk based audits on a regular basis across all business units /functions. While examining the effectiveness of control framework through self-assessment, the risk-based audit would assure effective implementation of self-certification and Internal financial controls, thereby, reducing enterprise exposure.

The Company has put in place a robust Disaster Recovery (DR) plan, which is periodically tested. Business Continuity Plan (BCP) is further put in place to ensure seamless continuity of operations Including services to customers, when confronted with adverse events such as natural disasters, technological failures, human errors, terrorism, etc. Periodic testing is carried out to address gaps in the framework, if any. DR and BCP audits are conducted on a periodical basis to provide assurance regarding the effectiveness of the Company's readiness.





40 Maturity analysis of assets and liabilities

The below table shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

Particulars	As at 31 March 2026		
	Within 12 Months	After 12 Months	Total
Assets			
Financial Assets			
Cash and cash equivalents	99.83	-	99.83
Bank balances other than cash and cash equivalents	715.84	565.24	1,281.08
Housing and other loans	18,401.58	102,647.41	121,048.99
Trade receivable	408.32	-	408.32
Other financial assets	2,286.27	4,455.16	6,741.43
Non-Financial Assets			
Property, Plant and Equipment	-	152.11	152.11
Right of use assets	-	375.24	375.24
Other Intangible assets	-	8.39	8.39
Other non-financial assets	1,257.52	22.95	1,280.47
Income tax recievable	143.12	-	143.12
Total Assets	**23,312.48**	**108,226.50**	**131,538.98**
Liabilities			
Financial Liabilities			
Trade Payables	250.48	-	250.48
Debt securities	-	14,882.08	14,882.08
Borrowings	19,003.55	68,104.99	87,108.54
Lease liabilities	173.99	220.46	394.45
Other financial liabilities	2,782.27	-	2,782.27
Non-Financial Liabilities			
Current tax liabilities (net)	-	-	-
Provisions	44.04	-	44.04
Deferred tax liabilities (net)	-	609.27	609.27
Other non-financial liabilities	245.36	-	245.36
Total Liabilities	**22,499.69**	**83,816.80**	**106,316.49**

Particulars	As at 31 March 2025		
	Within 12 Months	After 12 Months	Total
Assets			
Financial Assets			
Cash and cash equivalents	313.68	-	313.68
Bank balances other than cash and cash equivalents	638.79	565.34	1,204.13
Housing and other loans	13,075.20	70,075.24	83,150.44
Other financial assets	1,469.16	2,356.33	3,825.49
Trade receivable	174.58	-	174.58
Non-Financial Assets			
Income tax receivable (net)	54.32	-	54.32
Deferred tax assets (net)	-	-	-
Property, Plant and Equipment	-	99.52	99.52
Right of use asset	-	250.80	250.80
Other Intangible assets	-	12.80	12.80
Other non-financial assets	489.58	-	489.58
Total Assets	**16,215.31**	**73,360.03**	**89,575.34**
Liabilities			
Financial Liabilities			
Trade Payables	102.76	-	102.76
Debt securities	-	-	-
Borrowings	13,674.69	45,644.06	59,318.75
Lease liabilities	138.84	125.42	264.26
Other financial liabilities	1,756.92	-	1,756.92
Non-Financial Liabilities			
Current tax liabilities (net)	-	-	-
Provisions	27.28	-	27.28
Deferred tax liabilities (net)	-	80.97	80.97
Other non-financial liabilities	101.16	-	101.16
Total Liabilities	**15,801.65**	**45,850.45**	**61,652.10**

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

Particulars	As at 01 April 2024		
	Within 12 Months	After 12 Months	Total
Assets			
Financial Assets			
Cash and cash equivalents	224.66	-	224.66
Bank balances other than cash and cash equivalents	132.24	1,093.85	1,226.09
Housing and other loans	1,813.15	66,246.24	68,059.39
Investments	-	-	-
Other financial assets	1,015.67	1,309.32	2,324.99
Trade receivable	414.66	-	414.66
Non-Financial Assets			
Income tax receivable (net)	19.55	-	19.55
Deferred tax assets (net)	-	-	-
Property, Plant and Equipment	-	104.98	104.98
Right of use asset	-	265.14	265.14
Capital work in Progress	-	-	-
Other Intangible assets	-	6.02	6.02
Other non-financial assets	765.10	-	765.10
Total Assets	**4,385.03**	**69,025.55**	**73,410.58**
Liabilities			
Financial Liabilities			
Trade Payables	126.01	-	126.01
Borrowings	11,518.67	38,298.68	49,817.35
Lease liabilities	125.98	143.56	269.54
Other financial liabilities	447.61	-	447.61
Non-Financial Liabilities			
Current tax liabilities (net)	-	-	-
Provisions	35.51	-	35.51
Deferred tax liabilities (net)	-	43.68	43.68
Other non-financial liabilities	150.23	-	150.23
Total Liabilities	**12,404.01**	**38,485.92**	**50,889.93**

41 Capital management

Risk Management

The Company's objective for capital management is to maximise shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through equity, operating cash flows generated, borrowings from banks/NBFC. The Company is not subject to any regulatory capital requirements, other than having to maintain Net owned funds of Rs. 35,046.91 Lakhs (31 March 2025: Rs.27,953.22 Lakhs) and to maintain leverage below 7,in terms of RBI guidelines.





42 Other Statutory Information

(i) The Company does not have any benami property and no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(iii) The Company has not traded or invested in crypto currency or virtual currency during the financial year.

(iv) The Company has not advanced or loaned or invested funds to any other person or entity, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(v) The Company has not received any fund from any person or entity, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

(vi) The Company did not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(vii) The Company does not have any transactions with companies struck off under Companies Act, 2013 or Companies Act, 1956.

(viii) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(ix) The Company periodically files returns/statements with banks and financial institution as per the agreed terms and they are in agreement with books of accounts of the Company. This information has been relied upon by the auditors.

(x) Money raised by way of debt instruments and the term loans have been applied by the Company for the purposes for which they were raised, other than temporary deployment pending application of proceeds.

(xi) **Daily back up:** Proper books of account as required by law have been kept by the Company. Back-up of the books of account and papers maintained in electronic mode is maintained on servers physically located in India on a daily basis, except in case of two applications (used for payroll processing and record maintenance) which are operated by third party service providers, the management is not in possession of an appropriate Service Organisation Controls report to determine whether the back-up of books was maintained on servers physically located in India on a daily basis.

Audit trail: The Company uses accounting software SAP (General Ledger), Finnone (Loan origination), Finnone (Loan management), SGC HRIMS (HRMS) and SGC HRIMS (Payroll) for maintaining its books of account which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software.

Additionally, the Company has preserved audit trail in respect of the financial years ended March 31, 2025 and March 31, 2026 to the extent it was enabled and recorded in respect of those years.

(xii) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(xiii) There have been no instances of breach of covenants of loan availed or debt securities issued during the year ended March 31, 2026 and March 31, 2025.

(xiv) The Company has complied with the number of layers prescribed under clause 87 of section 2 of the Act read with Companies (Restriction on number of layers) Rules, 2017. No scheme of arrangement has been approved by the competent authority in terms of section 230 to 237 of Companies Act,2017

43 Registration obtained from other financial sector regulators

The Company has not obtained registration from any other financial sector regulators other than NHB.

44 Changes in Liabilities arising from financing activities

Particulars	As on 1 April 2025	Inflows	Outflows	Exchange Difference	Ind AS Adjustments	As at 31 March 2026
Debt securities	-	15,000	-	-	(117.92)	14,882.08
Borrowings other than debt securities	59,318.74	33,900.00	(20,786.00)	-	(206.29)	72,226.46
Lease liabilities	264.26	337.44	(207.25)	-	-	394.45

Particulars	As on 1 April 2024	Inflows	Outflows	Exchange Difference	Ind AS Adjustments	As at 31 March 2025
Debt securities	-	-	-	-	-	-
Borrowings other than debt securities	49,981.06	23,700.00	(14,203.93)	-	(158.39)	59,318.74
Lease liabilities	269.54	148.92	(154.20)	-	-	264.26

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

45 Disclosures pursuant to RBI Notification RBI/2020-21/16

DOR.No.BP.BC/3/21.04.048/2020-21 date August 6, 2020 and - RBI/2021-22/31 DOR.STR.REC.11/21.04.048/2021-22 dated May 05, 2021 (Resolution Framework – 2.0: Resolution of Covid-19 related stress of Individuals and Small Businesses)

Type of Borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at September 30, 2025 Resolution plan, if any) (A)	Of (A), aggregate debt that slipped into NPA during the Half year ended March 31, 2026	Amount written off during the Half year	Of (A) amount paid by the borrowers during the half year.	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at this half year March 31, 2026
Personal Loans (refer note below)	456.05	-	-	28.61	427.44
Corporate persons*	-	-	-	-	-
MSMEs	-	-	-	-	-
Others	-	-	-	-	-
Total	**456.05**	**-**	**-**	**28.61**	**427.44**

*As defined in Section 3(7) of the Insolvency and Bankruptcy Code, 2016

46 Employee Stock Option Plan

(i) RHP Employee Stock Option Plan 2025– Equity Settled

The Company implemented "RHP Employee Stock Option Plan 2025" (ESOP 2025), as approved by the Shareholders and the Board of Directors (Board) of the Company of 33,75,000 equity shares to eligible employees.

The Board determines the employees eligible to receive options, the number of options to be granted, the vesting period and the exercise period. The options are granted at an exercise price, which is in accordance with the relevant guidelines in force, at the time of such grants. The options issued under the above schemes vest within 5 years from the date of grant subject to minimum vesting period of one year from the date of grant. The vested options can be exercised by the employees within a period of six month from every liquidity event.

(I) Share options outstanding at the end of the year have the following expiry dates and exercise prices :

Particulars	ESOP 2025
Options	850,000
Vesting Plan	As per the term of the scheme
Exercise Period	refer below table
Grant Date	02-May-25
Exercise Price (in Rs.)	55
Fair Value on the date of Grant of Option (Rs. per share)	22.28
Method of Settlement	Equity

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

Exercise period:

Date of vesting	No/ of shares to be Vested (optional)
2nd May 2026	170,000
2nd May 2027	170,000
2nd May 2028	170,000
2nd May 2029	170,000
2nd May 2030	170,000
Total	**850,000**

(II) Set out below is a summary of options granted and vested during the year under the plan:

Summary of Stock Options	ESOP 2025	
	Number of Stock Options	Weighted average exercise price per share option
Option outstanding as at 1 April 2025	-	-
Add: Options granted during the year	850,000	55
Less : Options lapsed during the year	-	-
Less : Options exercised during the year	-	-
Option outstanding as at 31 March 2026	**850,000**	**-**

(III) The Model inputs for options granted (ESOP 2025)

Particulars	31-Mar-26
Expected Price volatility of the company's share	24.19%
Expected Dividend Yield	0.00%
Share price at the grant date	₹ 55
Risk free interest rate	6.85%

Shares of the Company are not Listed on any stock exchange, therefore the Company estimated the volatility of the shares in respect to the year of expiration of options based on the public listed companies in the housing finance-based sector whose shares are traded on the stock exchanges.

(IV) Expense arising from shared based payment transactions

Particulars	31-Mar-26
ESOP 2025	79.12
Total expense recognised in the statement of profit and loss account as a part of employee benefit expense	79.12

47 Disclosure of Liquidity Risk

i. Funding Concentration based on significant counterparty (both deposits and borrowings)

Number of Significant parties	Amount	% of total deposits	% of total liabilities
19	87,432.76	-	95.62%

ii. Top 20 large deposits

Particulars	As at March 31, 2026
Total Deposits of twenty largest depositors	NA
Percentage of Deposits of twenty largest deposits to Total Deposits of the HFC	NA





iii. Top 10 borrowings

Particulars	As at March 31, 2026
Top 10 Borrowings	68,413.15
Percentage of Borrowings of Ten largest Borrowings to Total Borrowing of the	78.25%

iv. Funding Concentration based on significant instrument/product

Name of Instrument	As at March 31, 2026	% of Total Borrowings
Debt Securities	15,000.00	17.16%
Term Loan	60,200.98	68.85%
NHB	11,521.97	13.18%
Working Capital	709.80	0.81%

v. Concentration of credit impaired loans

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Total Exposure of top four credit impaired accounts	95.10	76.04

vi. Stock Ratios:

a) Commercial papers as a % of total public funds, total liabilities and total assets
Nil

b) Non-convertible debentures (original maturity of less than one year) as a % of total public funds, total liabilities and total assets
Nil

c) Other short-term liabilities, if any as a % of total public funds, total liabilities and total assets

Particulars	As at March 31, 2026
Total Liabilities of less than 12 months	22,499.69
% of total public funds	-
% of total liabilities	25%
% of total assets	17%

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

48 First-Time Adoption of Indian Accounting Standards (Ind AS)

These financial statements of the Company for the year ended 31 March 2026 are the first set of financial statements prepared in accordance with the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended), read with Section 133 of the Companies Act, 2013. For all periods up to and including the year ended 31 March 2025, the Company prepared its financial statements in accordance with the Accounting Standards notified under the Companies (Accounts) Rules, 2020 (as amended) (hereinafter referred to as 'Previous GAAP').

The Company has prepared the opening Ind AS Balance Sheet as at 1 April 2024, the date of transition to Ind AS. This is the starting point for its accounting in accordance with Ind AS. In accordance with Ind AS 101, First-time Adoption of Indian Accounting Standards, the Company presents a reconciliation from Previous GAAP to Ind AS of its equity as at 1 April 2024 (date of transition to Ind AS) and 31 March 2025 (end of the latest period presented under Previous GAAP), and a reconciliation of its profit & loss for the year ended 31 March 2025.

The transition to Ind AS has affected the previously reported financial position, financial performance, and cash flows of the Company. Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from Previous GAAP to Ind AS, along with the required reconciliations.

A. Optional Exemptions Availed

Ind AS 101 allows first-time adopters certain exemptions from retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

i) Deemed Cost for Property, Plant and Equipment (PPE), Investment Property, and Intangible Assets (Ind AS 101 Paragraph D7AA):
The Company has elected to continue with the carrying value for all of its PPE and intangible assets as recognized in the financial statements as at the date of transition to Ind AS, measured as per Previous GAAP, as deemed cost at the date of transition. Accordingly, the Company has not restated comparative information in respect of PPE and intangible assets.

B. Mandatory Exceptions Applied

The following mandatory exceptions from retrospective application have been applied in accordance with Ind AS 101:

i) Derecognition of Financial Assets and Financial Liabilities (Ind AS 101 Paragraph B2):

ii) Estimates (Ind AS 101 Paragraph B7):
Estimates in accordance with Ind AS at the date of transition to Ind AS have been made to reflect conditions at the date of transition. Estimates under Previous GAAP have not been adjusted except where necessary to reflect any difference in accounting policies or where there is objective evidence that those estimates were in error.

iii) Classification of Financial Instruments (Ind AS 101 Paragraph B8):
The Company has assessed the classification of financial instruments as at the date of transition to Ind AS based on the facts and circumstances that existed at that date.





Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Notes forming part of the financial statements for the year ended 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

Part A : First Time IND AS Adoption Reconciliation

The date of transition to Ind AS is April 1, 2024. For the purpose of preparing the IND AS financial statements for the FY 25-26, the Guidance Note on Reports in Company Prospectuses [2019] issued by ICAI requires suitable restatement adjustments (both re-measurements and reclassifications) to be made in accounting heads from their values as on the date of transition (i.e. April 1, 2024) following accounting policies consistent with that used at the date of transition to Ind AS. This note explains the principal adjustments made by the Company in conversion of its Indian GAAP financial statements, including the balance sheet as at 1 April 2024 and the restated financial statements as at and for the year ended 31 March 2025.

Movement of Financial Statements Line Items due to Restatement adjustments and/or reclassification/reCompanying:

As at March 31, 2025:
Balance Sheet:

Particulars	Note	As at 31 March 2025 (As per the signed Financial Statements)	Ind AS Adjustments	As at 31 March 2025 (Post IND AS impact)
Assets				
Financial assets				
Cash and cash equivalents		313.68	-	313.68
Bank balances other than cash and cash equivalents		1,204.13	-	1,204.13
Trade Receivables		175.28	(0.70)	174.58
Loans	ii and iii	84,656.37	(1,505.93)	83,150.44
Other financial assets	iv and v	985.76	2,839.73	3,825.49
		87,335.22	**1,333.10**	**88,668.32**
Non-financial assets				
Current tax assets (Net)		54.32	-	54.32
Property, plant and equipment		99.52	-	99.52
Intangible assets		12.80	-	12.80
Right-of-use assets	vii	-	250.80	250.80
Other non-financial assets	iii and vi	2,029.45	(1,539.87)	489.58
		2,196.09	**(1,289.07)**	**907.02**
Total assets		**89,531.31**	**44.03**	**89,575.34**
Liabilities and Equity				
Liabilities				
Financial liabilities				
Trade payables		102.76	-	102.76
Borrowings	i	59,477.13	(158.38)	59,318.75
Lease liabilities	vii	21.06	243.20	264.26
Other financial liabilities		1,756.92	-	1,756.92
		61,357.87	**84.82**	**61,442.69**
Non Financial liabilities				
Deferred tax liabilities (Net)	ix	(178.10)	259.07	80.97
Provisions		27.28	-	27.28
Other non-financial liabilities		101.16	-	101.16
		(49.66)	**259.07**	**209.41**
Equity				
Equity share capital		18,050.00	-	18,050.00
Other equity		10,173.10	(299.86)	9,873.24
		28,223.10	**(299.86)**	**27,923.24**
Total liabilities and equity		**89,531.31**	**44.03**	**89,575.34**





Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Notes forming part of the financial statements for the year ended 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

Statement of Profit & Loss:

Particulars	Note	For the year ended 31 March 2025 (As per the signed Financial Statements)	Ind AS Adjustments	For the year ended 31 March 2025 (Post Ind AS impact)
Revenue from operations				
Other equity	ii, iv(b) and (v	11,202.52	(90.38)	11,112.14
Fee and commission income	ii	1,961.86	(731.01)	1,230.85
Gain/(Loss) on assignment of loans	iv(a)	-	1,517.90	1,517.90
Total Revenue from operations		**13,164.38**	**696.51**	**13,860.89**
Other Income		210.99	-	210.99
Total income		**13,375.37**	**696.51**	**14,071.88**
Expenses				
Finance Costs		5,614.40	32.43	5,646.83
Impairment of financial instruments	iii and vi	143.69	881.71	1,025.40
Employee Benefit expenses	ii and viii	5,246.66	(159.35)	5,087.31
Depreciation and amortisation expenses	vii	51.05	135.86	186.91
Other Expenses	ii	1,702.19	(526.69)	1,175.50
Total Expenses		**12,757.99**	**363.96**	**13,121.95**
Profit Before Tax and exceptional items		**617.38**	**332.55**	**949.93**
Exceptional Items		-	-	-
Profit before Tax		**617.38**	**332.55**	**949.93**
Tax Expense :				
- Current tax		200.76	-	200.76
- Deferred tax (income) / expense	ix	(43.74)	83.71	39.97
- Adjustment for previous years		(1.37)	-	(1.37)
		155.65	**83.71**	**239.36**
Profit after tax		**461.73**	**248.84**	**710.57**
Other comprehensive income				
(a) Items that will not be reclassified to profit or loss				
- Remeasurement gain / (losses) on defined benefit plans		-	(10.66)	(10.66)
Tax impact on above		-	2.68	2.68
Other comprehensive income, net of tax		-	**(7.98)**	**(7.98)**
Total Comprehensive Income		**461.73**	**240.86**	**702.59**
Earning per equity share:				
Basic		0.27	0.12	0.39
Diluted		0.27	0.12	0.39





Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Notes forming part of the financial statements for the year ended 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

As at April 01, 2024:

Particulars	Note	As at 31 March 2024 (As per the Signed Financial Statements)	Ind AS Adjustments	As at 01 April 2024 (Post IND AS impact)
Assets				
Financial assets				
Cash and cash equivalents		224.66	-	224.66
Bank balances other than cash and cash equivalents		1,226.09	-	1,226.09
Trade Receivables		416.33	(1.67)	414.66
Housing and other loans	ii and iii	69,457.45	(1,398.06)	68,059.39
Other financial assets	iv and v	804.34	1,520.65	2,324.99
		72,128.87	**120.92**	**72,249.79**
Non-financial assets				
Current tax assets (Net)		19.55	-	19.55
Property, plant and equipment		104.98	-	104.98
Intangible assets		6.02	-	6.02
Right-of-use assets	vii	-	265.14	265.14
Other non-financial assets	iii and vi	1,430.44	(665.35)	765.10
		1,560.99	**(400.21)**	**1,160.79**
Total assets		**73,689.86**	**(279.29)**	**73,410.58**
Liabilities and Equity				
Liabilities				
Financial liabilities				
Trade payables		126.01	-	126.01
Borrowings	i	49,981.06	(163.71)	49,817.35
Lease liabilities	vii	22.44	247.10	269.54
Other financial liabilities		447.61	-	447.61
		50,577.12	**83.39**	**50,660.51**
Non Financial liabilities				
Provisions		35.51	-	35.51
Deferred tax liabilities (net)	ix	(134.36)	178.04	43.68
Other non-financial liabilities		150.23	-	150.23
		51.37	**178.04**	**229.42**
Equity				
Equity share capital		16,875.00	-	16,875.00
Other equity		6,186.37	(540.72)	5,645.65
		23,061.37	**(540.72)**	**22,520.65**
Total liabilities and equity		**73,689.86**	**(279.29)**	**73,410.58**

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Notes forming part of the financial statements for the year ended 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

Statement of adjustments to audited financial statements

Reconciliation between equity as per audited financial statements and equity as per restated financial information:

Particulars	Note	As at March 31, 2025	As at April 01, 2024
Total other equity as per audited financial statements		**10,173.10**	**6,186.37**
Adjustments related to:			
EIR on Borrowings	i	158.39	163.71
EIR on Loans & Advances	ii	(1,490.80)	(1,387.68)
Expected Credit Loss	iii	(150.47)	(135.60)
Gain on EIS Receivables	iv (a)	3,140.99	1,562.82
Unwinding of Interest on Loans & Advances	iv (b)	(333.34)	(72.80)
Interest on NPA Loans	v	120.53	56.27
Loss on modification	iv (c)	(82.39)	(22.12)
Impairment / derecognition of assets acquired under SARFAESI	vi	(1,404.54)	(537.70)
Lease Accounting	vii	0.84	10.42
Employee Benefit Expenses	viii	20.63	9.97
Deferred Tax	ix	(259.07)	(178.04)
Others	x	(20.63)	(9.97)
Total other equity as per restated financial information		**9,873.24**	**5,645.65**

Reconciliation between audited profit and restated profit:

Particulars	Note	For the year ended March 31, 2025
Profit after tax as per audited financial statements		**461.73**
Restated adjustments related to:		
EIR on Borrowings	i	(5.32)
EIR on Loans & Advances	ii	(103.12)
Expected Credit Loss	iii	(14.87)
Gain of EIS Receivables	iv (a)	1,578.17
Unwinding of Interest on Loans & Advances	iv (b)	(260.54)
Interest on NPA Loans	v	64.26
Loss on modification	iv (c)	(60.27)
Impairment / derecognition of assets acquired under SARFAESI	vi	(866.84)
Lease Accounting	vii	(9.58)
Employee Benefit Expense	viii	10.66
Deferred Tax	ix	(83.71)
Profit after tax as per restated financial information		**710.57**





Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Notes forming part of the financial statements for the year ended 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

Notes:

i As per Ind AS 109, the processing fees and other fees incurred on financing the borrowings have been adjusted with the proceeds on borrowings, resulting into a corresponding impact by reduction in the Borrowings amount and the amount of processing fees charges (other borrowing costs).

ii As per Ind AS 109, the processing fees income and other service related income charged from the customers and the corresponding expenses to earn the income are amortized over the tenure of the loans and advances rather than charging off immediately to the statement of Profit & Loss.

iii As per Ind AS 109, the Company is required to formulate an impairment framework for recognizing credit losses on financial assets based on forward-looking expected losses, rather than waiting for an actual default event.

iv (a) The Company enters into Direct Assignment and Co-lending arrangements with Banks and other Financial Institutions. In case of Direct Assignment arrangements, a certain proportion of the loan amount in the loan portfolio is assigned to a Banking Company or a Financial Institution, in such cases, the Company derecognizes the Financial Asset (Interest receivable on the portfolio assigned), and recognizes a Fair Value Gain on derecognition of Financial Asset which is received from the assignee. Any loss on modification of the financial asset is charged off to the Statement of Profit and Loss. The Financial asset is amortized over the tenure of loan and recorded through the Statement of Profit and Loss.

As at April 01, 2024, Fair Value Gain on Direct Assignment is recorded at Rs. 1,562.82 lakhs and a corresponding asset of Rs. 1,467.90 lakhs has been recorded.

During the FY 24-25, further Fair Value Gain on Direct Assignment is Rs. 1,578.17 lakhs resulting into a cumulative impact of Rs. 3,140.98 lakhs.

iv (b) The amortized portion of Excess Interest Spread receivable is unwind over the tenure of the loan. As at April 01, 2024, EIS amounting to Rs. 72.80 lakhs have been unwound and during the FY 24-25, an amount of Rs. 260.54 lakhs have been unwound.

iv (c) In the course of direct assignment transactions, resulting into modification of financial asset has impacted the Statement of Profit and loss by Rs. 22.12 lakhs as at April 01, 2024 and Rs. 60.27 lakhs during the FY 24-25.

v Interest on loans that are classified as NPA are recorded in the Financial Statements prepared under IND AS, the same was not being recorded as per the previous GAAP Financial Statements.

vi The Company has provided for assets repossessed on account of default in loan.

As at April 01, 2024, the company has provided for Rs. 537.70 lakhs, during the FY 24-25, the company has further provided for Rs. 587.04 lakhs.

vii During FY 2024-25, it was identified that certain lease arrangements were previously accounted for as lease rental expenses in the Statement of Profit and Loss under previous GAAP. Upon first-time adoption of Ind AS, these contracts have been evaluated in accordance with the requirements of Ind AS 116 – Leases.

viii IND AS 19 "Employee Benefits" requires an entity to record a defined benefit plan which promises a future payment based on a formula and the use of actuarial techniques to account for the long-term obligation.

ix As per IND AS 12 "Income Taxes", Deferred Tax Assets/ (Liabilities) are created on account of tax charge/(credit) on items with temporary differences between the carrying amounts in the Books of Accounts and the Tax bases. The Company is required to compute Deferred Tax using 'Balance Sheet' approach whereas under Indian GAAP, the Company had computed Deferred Tax using 'Profit and Loss' approach.

x The other adjustments reflect the Company's commitment to maintaining robust accounting practices and enhancing transparency and compliance, these adjustments are immaterial in nature. The Board of Directors has reviewed and approved the restatement of comparative figures, and has concluded that the same is in accordance with Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors.





Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Notes forming part of the financial statements for the year ended 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

49 Disclosure of details required as per Master Direction - Non-Banking Financial Company - Housing Finance Company (Reserve Bank) Directions, 2021 dated February 17, 2021 - RBI/2020-21/73 DOR.FIN.HFC.CC.No.120/03.10.136/2020-21 and Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 dated October 19, 2023 - RBI/DoR/2023-24/106 DoR.FIN.REC.No.45/03.10.119/2023-24:

49.1 Disclosure as per Annexure III of the Circular

Particulars	As at 31 March 2026		As at 31 March 2025	
Liabilities side	Amount outstanding	Amount overdue	Amount outstandi	Amount overdue
(1) Loans and advances availed by the HFC inclusive of interest accrued thereon but not paid				
(a) Debentures: Secured	14,882.08	-	-	-
Unsecured	-	-	-	-
(other than falling within the meaning of public deposits)	-	-	-	-
(b) Deferred Credits	-	-	-	-
(c) Term Loans	71,516.66	-	59,318.75	-
(d) Inter-corporate loans and borrowing	-	-	-	-
(e) Commercial Paper	-	-	-	-
(f) Public Deposits 77	-	-	-	-
(g) Working Capital Loan	709.80	-	-	-
(2) Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued there on but not paid)	-	-	-	-
(a) In the form of Unsecured debentures	-	-	-	-
(b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	-	-	-	-
(c) Other public deposits 77	-	-	-	-

Particulars	As at 31 March 2026	As at 31 March 2025
Assets side	Amount outstanding	Amount outstanding
(3) Break-up of Loans and Advances including bills receivables [other than those included in (4) Below:		
(a) Secured	121,778.18	83,677.63
(b) Unsecured -	-	-
(4) Break up of Leased Assets and stock on hire and other assets counting towards asset financing activities	-	-
(i) Lease assets including lease rentals under sundry debtors	-	-
(a) Financial lease -	-	-
(b) Operating lease -	-	-
(ii) Stock on hire including hire charges under sundry debtors	-	-
(a) Assets on hire -	-	-
(b) Repossessed Assets -	-	-
(iii) Other loans counting towards asset financing activities -	-	-
(a) Loans where assets have been repossessed -	1,257.87	426.71
(b) Loans other than (a) above -	-	-
(5) Break-up of Investments	-	-
Current Investments	-	-
1. Quoted	-	-
(i) Shares	-	-
(a) Equity	-	-
b) Preference	-	-
(ii) Debentures and Bonds	-	-
(iii) Units of mutual funds	-	-
(iv) Government Securities	-	-
(v) Others (please specify)	-	-
2. Unquoted	-	-
(i) Shares	-	-
(a) Equity	-	-
b) Preference	-	-
(ii) Debentures and Bonds	-	-
(iii) Units of mutual funds	-	-
(iv) Government Securities	-	-
(v) Others (please specify)	-	-
Long Term Investments	-	-
1. Quoted	-	-
(i) Shares	-	-
(a) Equity	-	-
b) Preference	-	-
(ii) Debentures and Bonds	-	-
(iii) Units of mutual funds	-	-
(iv) Government Securities	-	-
(v) Others (please specify)	-	-
2. Unquoted	-	-
(i) Shares	-	-
(a) Equity	-	-
b) Preference	-	-
(ii) Debentures and Bonds	-	-
(iii) Units of mutual funds	-	-
(iv) Government Securities	-	-
(v) Others (please specify)	-	-

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Notes forming part of the financial statements for the year ended 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

(6) Borrower group-wise classification of assets financed as in (3) and (4) above:

Category	Amount net of provisions March 31, 2026			Amount net of provisions March 31, 2025		
	Secured	Unsecured	Total	Secured	Unsecured	Total
1. Related Parties	-	-	-	-	-	-
(a) Subsidiaries	-	-	-	-	-	-
(b) Companies in the same group	-	-	-	-	-	-
(c) Other related parties	-	-	-	-	-	-
2. Other than related parties	121,048.99	-	121,048.99	83,150.44	-	83,150.44
Total	121,048.99	-	121,048.99	83,150.44	-	83,150.44

(7) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted)

Category	Market Value/Break up or fair value or NAV	Book Value (Net of Provisions)
1. Related Parties	-	-
(a) Subsidiaries	-	-
(b) Companies in the same group	-	-
(c) Other related parties	-	-
2. Other than related parties	-	-
Total	-	-

As per notified Indian Accounting Standard

(8) Other information

Particulars	As at 31 March 2026	As at 31 March 2025
(i) Gross Non-Performing Assets	1,174.44	762.97
(a) Related parties		
(b) Other than related parties	1,174.44	762.97
(ii) Net Non-Performing Assets	940.81	600.73
(a) Related parties		
(b) Other than related parties	1,045.35	658.42
(iii) Assets acquired in satisfaction of debt	1,257.87	426.71

49.2 Summary of Material accounting policy information The accounting policies are disclosed as note 3 of the Standalone Financial Statement for the year ended March 31, 2026

49.3 Capital to Risk Asset Ratio (CRAR)

Particulars	As at 31 March 2026	As at 31 March 2025
CRAR	62.58%	46.62%
CRAR-Tier I Capital	43.42%	46.02%
CRAR- Tier II Capital	19.16%	0.60%
Amount of subordinated debt raised as Tier-II Capital (`in Lakhs)	14,882.08	-

49.4 Reserve Fund u/s 29C of NHB Act, 1987
Statement for Reserve Fund is disclosed in Note No. 23 of the Standalone Financial Statement for the year ended March 31, 2026.

49.5 Investments

Particulars	As at 31 March 2026	As at 31 March 2025
1. Value of Investments		
(i) Gross value of investments		
(a) In India	-	-
(b) Outside India	-	-
(ii) Provisions for Depreciation		
(a) In India	-	-
(b) Outside India	-	-
(iii) Net value of investments		
(a) In India	-	-
(b) Outside India	-	-
2. Movement of provisions held towards depreciation on investments		
(i) Opening balance	-	-
(ii) Add: Provisions made during the year	-	-
(iii) Less: Write-off/ Written-back of excess provisions during the year	-	-
(iv) Closing balance	-	-

49.6 Derivatives
i. Forward Rate Agreement (FRA)/ Interest Rate Swap

Particulars	As at 31 March 2026	As at 31 March 2025
(i) The notional principal of swap agreements	-	-
(ii) Losses which would be incurred if counterparties failed to fulfil their obligations under the agreements	-	-
(iii) Collateral required by the HFC upon entering into swaps	-	-
(iv) Concentration of credit risk arising from the swaps	-	-
(v) The fair value of the swap book	-	-

Qualitative Disclosure
Details for qualitative disclosure are part of accounting policy as per financial statements.
Quantitative Disclosure

Particulars	As at 31 March 2026	As at 31 March 2025
(i) Derivative (notional principal amount) for hedging*	-	-
(ii) Mark to Market positions	-	-
a) Asset	-	-
b) Liability	-	-
(iii) Credit exposure	-	-
(iv) Unhedged exposure	-	-

*The Company has hedged its foreign currency borrowings through CCIRS and foreign currency forwards

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Notes forming part of the financial statements for the year ended 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

49.7 Disclosures pursuant to RBI Notification-RBI/DOR/2021-22/86 DOR.STR.REC.51/21.04.048/2021-22 dated September 24, 2021.

Transfer of Loan Exposure

(a) During the year ended March 31, 2026, the Company has assigned loan and advances under Co-lending Model II. Under the arrangement, the significant risk and rewards associated with the assets has been transferred to the buyer, these assets have been derecognised on the Company's balance sheet.

Details of loans not in default transferred

Particulars	Assignment through Colending	
	As at 31 March 2026	As at 31 March 2025
Total amount of loans transferred through colending	-	177.27
Weighted average residual maturity (in months)	-	198
Weighted average holding period (in months)	-	24
Retention of beneficial economic interest	-	20%
Coverage of tangible security coverage	-	100%
Rating-wise distribution of rated loans	-	unrated

(b) As at 31 March 2026, the Company has sold loan and advances under the assignment deals as a source of finance. Under the terms of these assignments, as the significant risk and rewards associated with these assets were assigned to the buyer, these assets were derecognised on the Company's balance sheet.

Details of loans not in default transferred

Particulars	Assignment through Direct Assignment	
	As at 31 March 2026	As at 31 March 2025
Total amount of loans transferred through Direct Assignment	9,819.38	14,336.29
Weighted average residual maturity (in months)	143	163
Weighted average holding period (in months)	16	9
Retention of beneficial economic interest	10%	10%
Coverage of tangible security coverage	100%	100%
Rating-wise distribution of rated loans	unrated	unrated

49.8 Maturity pattern of certain items of assets and liabilities as per Asset Liability Management system of the Company is as under:

31-Mar-26

Particulars	1 to 7 Days	8 to 14 Days	15 to 30/31 Days	Over 1 month upto 2 month	Over 2 month upto 3 month	Over 3 month upto 6 month	Over 6 month upto 1 Year	Over 1 Year to 3 Years	Over 3 to 5 Years	Over 5 Years	Total
Liabilities											
Deposits	-	-	-	-	-	-	-	-	-	-	-
Debt securities	-	-	-	-	-	-	-	-	-	14,882.08	14,882.08
Borrowings from banks	973.84	-	502.38	836.50	1,390.46	3,112.47	6,027.37	20,273.63	10,119.91	1,205.93	44,442.49
Market Borrowings	152.89	-	53.99	304.81	304.27	1,392.13	3,947.98	10,623.18	7,391.74	3,612.98	27,783.97
Assets											
Loans and advances	490.86	490.86	490.86	1,472.57	1,472.57	4,202.20	9,781.66	37,423.46	22,138.92	43,814.22	121,778.18

31-Mar-25

Particulars	1 to 7 Days	8 to 14 Days	15 to 30/31 Days	Over 1 month upto 2 month	Over 2 month upto 3 month	Over 3 month upto 6 month	Over 6 month upto 1 Year	Over 1 Year to 3 Years	Over 3 to 5 Years	Over 5 Years	Total
Liabilities											
Deposits	-	-	-	-	-	-	-	-	-	-	-
Debt securities	-	-	-	-	-	-	-	-	-	-	-
Borrowings from banks	128.83	-	479.40	608.23	931.50	2,197.68	4,329.08	14,654.88	5,356.00	852.88	29,538.48
Market Borrowings	86.20	-	129.32	323.81	322.68	1,363.62	2,764.37	10,372.44	7,905.66	6,512.17	29,780.27
Assets											
Loans and advances	294.23	260.06	520.10	1,040.22	1,040.22	2,963.97	6,956.40	26,897.45	13,177.70	30,527.28	83,677.63

Note:

1. The maturity analysis is prepared considering the prepayments on housing and other loans in line with historical trend. Classification of assets and liabilities under the different maturity buckets is based on the same estimates and assumptions as used by the Company for compiling the return submitted to the RBI/NHB, which has been relied upon by the auditors.
2. The above-mentioned amount of Advances excludes interest accrued on loans, fair value of loans, ECL provision on stage 3 loans and EIR.





49.9 Exposure to Real Estate Sector

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
A. DIRECT EXPOSURE		
(i) Residential Mortgages –	118,024.94	81,379.54
Lending fully secured by mortgages on residential property that is	-	-
or will be occupied by the borrower or that is rented.	-	-
(ii) Commercial Real Estate	-	-
Lending secured by mortgages on commercial real estates (office buildings, retail space, multi-purpose commercial premises, multifamily residential buildings, multi-tenanted commercial premises,industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure shall also include non-fund based	3,753.24	2,298.09
(iii) Investments in Mortgage Backed Securities (MBS) and other securitized exposures	-	-
. Residential	-	-
. Commercial Real Estate	-	-
B. INDIRECT EXPOSURE		
Fund based and non-fund based exposures on National Housing Bank (NHB) and Housing Finance Companies (HFCs)	-	-
Total Exposure to Real Estate Sector	-	-

Note:
1. Amount disclosed under Commercial Real Estate includes non-housing loan which are provided against residential property.
2. The amount mentioned above for Total Exposure excludes EIR.

49.10 Exposure to Capital Market

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
(i) Direct investment in equity shares, convertible bonds, convertible debentures and units of equity-oriented mutual funds the corpus of which is not exclusively invested in corporate debt	-	-
(ii) Advances against shares/bonds/debentures or other securities or on clean basis to individuals for investment in shares (including IPOs/ESOPs), convertible bonds, convertible debentures, and units of equity-oriented mutual funds	-	-
(iii) Advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security	-	-
(iv) Advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares/convertible bonds/convertible debentures/units of equity oriented mutual funds 'does not fully cover the advances	-	-
(v) Secured and unsecured advances to stock brokers and guarantees issued on behalf of stockbrokers and market	-	-
(vi) Loans sanctioned to corporates against the security of shares/bonds/debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources	-	-
(vii) Bridge loans to companies against expected equity flows/issues	-	-
(viii) Underwriting commitments taken up by the NBFCs in respect of primary issue of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds.	-	-
(ix) Financing to stockbrokers for margin trading	-	-
(x) All exposures to Alternative Investment Funds:	-	-
(a) Category I	-	-
(b) Category II	-	-
(c) Category III	-	-
Total Exposure to Capital Market	-	-

Note: As mentioned in para 23.2.2 of RBI master direction –NBFC –HFC dated 17.02.2021 the computation of exposure to capital markets has been done considering cost price of the investment.

49.11 Details of financing parent company products
There has been no product of the parent company financed by the Company during the currentyear and previous year.

49.12 Details of Single Borrower Limit (SGL)/ Group Borrower Limit (GBL) exceeded by the HFC
There has been no breach of Single Borrower Limit (SGL) / Group Borrower Limit (GBL) duringthe current year and previous year.

49.13 Unsecured Advances
The company has not financed any unsecured advances during the current year and previous year.

49.14 Advances against Intangible Collateral
The company has not given any advances against intangible collateral during the current year and previous year.

49.15 Exposure to group companies engaged in real estate business
The Exposure to a single borrower and group of borrower does not exceed the limit stipulated by the NHB prudential norms applicable to Housing Finance Companies

49.16 There were no loans given against the collateral of gold jewellery

49.17 Registration obtained from other financial sector regulators

Regulator	Registration Number
IRDA Registration as Corporate Agent (Composite)	CA0946
LEI	33580099LGEV7DRO7P22
SEBI BSE Company Code	NA
RBI	NA
NHB	12.0165.17

Shridhar & Associates Mumbai

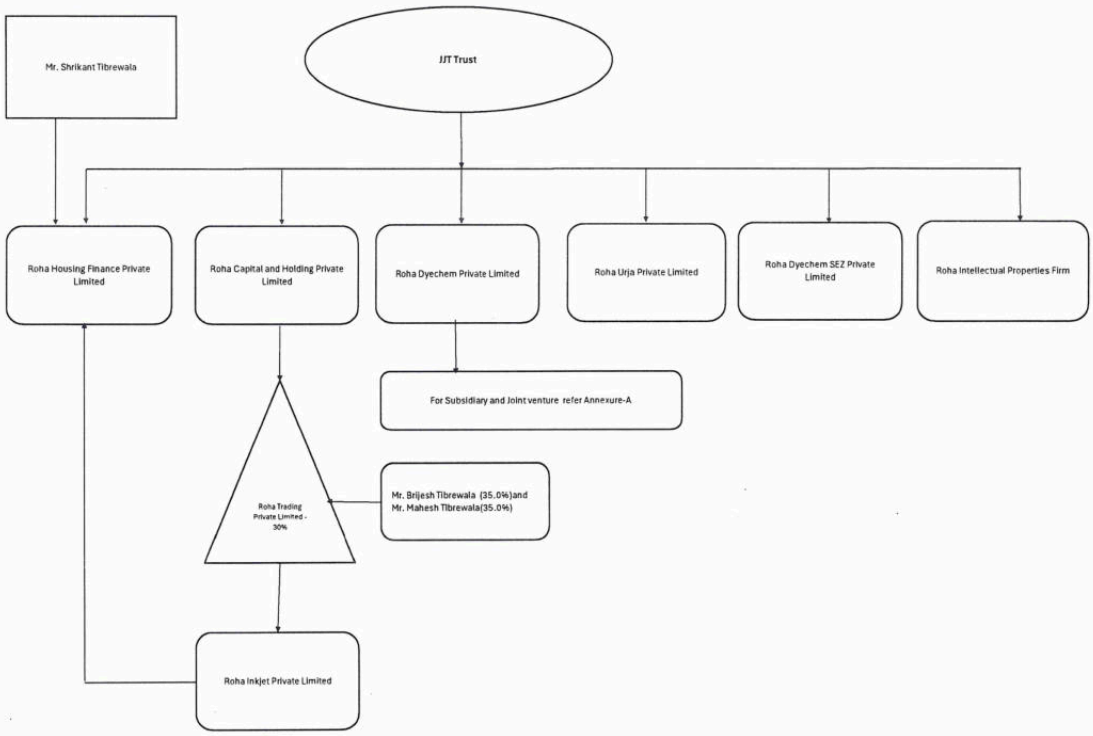
Roha Housing Finance Private Limited

49.18 Disclosure of penalties imposed by RBI, NHB and other regulators
Nil during the year ended March 31, 2026(March 31, 2025: Nil)

49.19 Disclosure pursuant to NHB supervisory inspection observations in terms of Para 16.1 of NBC-HFC (Reserve Bank) Direction, 2021:
During the supervisory inspection of the company with respect to its position as on 31-03-2023 and 31-03-2024, it was observed that the company had not complied with RBI's clarification on Fair Practices Code for Lenders - Charging of Interest dated April 29, 2024. The company had subsequently cancelled 387 loans amounting to INR 28.41 crore and had also reversed interest income charged to the customer based on observations made by NHB during the supervisory inspection of the company with respect to its position as on 31-03-2024.

49.20 Related party Transactions
Details of all material transactions with related parties are disclosed in note 37.

49.21 Group Structure



Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Notes forming part of the financial statements for the year ended 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

Annexure-A

Wholly owned subsidiary, step down subsidiary and joint venture of M/s. Roha Dyechem Private Limited is mentined as under:

S.No.	Name of the entity	Place of business/ country of	Nature	% of holding
1	Roha USA LLC	USA	WOS	100
2	Simpsons (UK) Limited	UK	WOS	100
3	Roha Europe S.L.U	Spain	WOS	100
4	Roha Dyechem Thailand Limited	Thailand	WOS	100
5	Pt Roha Lautan Pewarna	Indonesia	WOS	100
6	Roha Dyechem Vietnam Limited	Vietnam	WOS	100
7	Roha Dyechem (Hong Kong) Limited	Hongkong	WOS	100
8	Roha (Australia) Pty Limited	Australia	WOS	100
9	Roha Sciences Mexico, S.A DE C.V.	Mexico	WOS	100
10	Roha Dyechem (Shanghai) Limited	Shanghai	WOS	100
11	Roha Dyechem LLC, Russia	Russia	WOS	100
12	Roha Dyechem Egypt LLC	Egypt	WOS	100
13	Roha (Shanghai) Food Additives Co.	Shanghai	WOS	100
14	Roha Argentina S.R.L.	Argentina	WOS	100
15	Roha Asia Pacific (Thailand) Limited	Thailand	WOS	100
16	Roha Middle East FZC	Dubai	WOS	100
17	Roha Japan Limited	Japan	WOS	100
18	Roha Gida Katki Maddeleri Ticaret	Turkey	WOS	100
19	Roha Dried Ingredients Limited	India	WOS	100
20	Roha Italy SPA	Italy	WOS	100
21	Roha Sa Ingredients Pty Ltd	South Africa	WOS	100
22	Roha Specialties Phillipines Inc.	Philipines	Joint Venture	48.75
23	Essential SRL	Italy	Step down- subsidiary	100
24	Roha Ingedients Malayasia	Malaysia	Step down- subsidiary	100
25	Roha Canada Ltd.	Canada	Step down- subsidiary	100
26	Roha Polska sp. z o.o.	Poland	Step down- subsidiary	100
27	Tebracc Tecnica Brasileira De Corantes	Poland	Step down- subsidiary	100

49.22 Rating assigned by Credit Rating Agencies and migration of rating during the year:

Name of Rating Agency	Type	Rating as at 31 March 2026	Rating as at 31 March 2025
CARE Rating ltd.	Loan Term Bank Facility	CARE A- , Stable	CARE A- , Stable

49.23 Remuneration of Non-Executive Directors for the year ended March 31, 2026:

Name of Director	Sitting Fee	Commission	Total
N.A	Nil	Nil	Nil

49.24 Net profit or Loss for the year, prior period items and changes in accounting policies
The financial statements have been prepared under historical cost convention on an accrual basis in accordance with the Indian Accounting Standards ("Ind AS") and the relevant provisions of the Companies Act, 2013 (the "Act") (to the extent notified). Same accounting policies have been followed for all period presented in these financial statements.

49.25 Revenue Recognition
There have been no instances in which revenue recognition has been postponed pending the resolution of significant uncertainties.

49.26 Consolidated Financial Statements (CFS)
Not applicable

49.27 Disclosure as per Loan Portfolio

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Secured		
Housing loans		
Standard loans	75,289.04	52,196.56
Sub-Standard loans	510.41	276.03
Doubtful loans	56.57	52.57
Loss assets	-	-
Total Housing Loans	**75,856.02**	**52,525.16**
Other property loans		
Standard loans	45,314.70	30,718.10
Sub-Standard loans	500.10	328.71
Doubtful loans	107.36	105.66
Loss assets	-	-
Total Other Property Loans	**45,922.16**	**31,152.47**
Total Own Loan Book	**121,778.18**	**83,677.63**
Assigned Book	19,708.06	12,844.38
Total Asset Under Management	**141,486.24**	**96,522.01**

49.28 Insurance portion of Housing Loan is excluded from Housing Loan and regrouped in Loan against Property (Refer Note 49.9,49.26, 49.32, 49.38). The Insurance portion amounting to 3,425.16 lakhs (March 31, 2025: 2,655.15 lakhs) helps in mitigating the risk and secures the Company's Loan portfolio against any eventuality.

49.29 The Company has prepared the financial statements taking into consideration the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS"), and other accounting principles generally accepted in India including the prevailing RBI/NHB regulations.

The Company has complied with the extant provisions of the applicable Ind AS for the purpose of asset classification based on credit risks and provisioning as per expected credit loss requirements during the financial year ended March 31, 2026. In respect of asset classification and provisioning requirements, the Company has complied with RBI Circulars dated March 13, 2020 on implementation of Indian Accounting Standards and have considered the impact of the RBI circulars during the year.

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

49.30 The Company has complied and is meeting principal business criteria as laid down under paragraph 4.51.17 of the RBI circular dated February 17, 2021 RBI/2020-21/73 DOR.FIN.HFC.CC.No.120/03.10.136/2020-251.

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Total Assets	131,538.98	89,575.34
Less: intangible assets	5,245.52	2,837.42
Net total assets	**126,293.46**	**86,737.92**
Housing Finance	76,682.53	53,123.37
Housing Finance for Individuals	76,682.53	53,123.37
Percentage of housing finance to total assets (netted off intangible assets)	60.72%	61.25%
Percentage of individual housing finance to total assets (netted off intangible assets)	60.72%	61.25%
Percentage of individual housing finance to housing finance	100.00%	100.00%

49.31 The Company operates in 11 States and Union Territories in India. The Company does not have any branch/offices outside India.

49.32 Provisions and Contingencies
Break up of provisions and contingencies shown under the head Expenditure in Profit and Loss Account

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
1. Provision made towards Income Tax	172.11	200.76
2. Provision towards NPA	233.63	162.24
3. Provision for Standard Assets	495.56	364.95
4. Other Provision (Expenses) and Contingencies		
(a) Provision for Expenses	44.04	27.28
(b) Provision for asset held for sale	168.01	135.33

49.33 Break up of Loan and Advances and Provisions thereon

Particulars	Housing	Non-Housing	Housing	Non-Housing
	For the year ended 31 March 2026	For the year ended 31 March 2026	For the year ended 31 March 2025	For the year ended
Standard Assets				
a) Total Outstanding Amount	75,289.04	45,314.70	52,196.56	30,718.10
b) Provisions made	373.21	122.34	278.41	86.54
Sub-Standard Assets				
a) Total Outstanding Amount	510.41	500.10	276.03	328.71
b) Provisions made	113.75	83.38	71.94	53.75
Doubtful Assets - Category - I				
a) Total Outstanding Amount	46.92	93.01	50.29	57.47
b) Provisions made	12.32	18.29	13.41	10.50
Doubtful Assets - Category - II				
a) Total Outstanding Amount	9.65	14.35	2.28	48.19
b) Provisions made	3.02	2.88	0.86	11.78
Doubtful Assets - Category - III				
a) Total Outstanding Amount	-	-	-	-
b) Provisions made	-	-	-	-
Loss Assets				
a) Total Outstanding Amount	-	-	-	-
b) Provisions made	-	-	-	-
TOTAL				
a) Total Outstanding Amount	75,856.02	45,922.16	52,525.16	31,152.47
b) Provisions made	502.30	226.89	364.62	162.57

49.34 Draw Down from Reserves
The Company has not drawn down any reserves during the current year and previous year.

49.35 Concentration of Public Deposits

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Total Deposits of twenty largest depositors	NA	NA
Percentage of Deposits of twenty largest deposits to Total Deposits of the HFC	NA	NA

49.36 Concentration of Loans and Advances

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Total Loans and Advances to twenty largest borrowers	998.94	1099.49
Percentage of Loans and Advances to twenty largest borrowers to Total Advances of the HFC	0.82%	1.31%

49.37 Concentration of all Exposure (including off-balance sheet exposure)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Total Loans and Advances to twenty largest borrowers	998.94	981.20
Percentage of Loans and Advances to twenty largest borrowers/customers to	0.71%	1.02%
Total exposure of the HFC on borrowers/customers.	141,486.24	96,522.01

49.38 Concentration of NPAs

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Total Exposure to top ten NPA accounts	217.12	185.61

49.39 Sector-wise NPAs

Particulars	Percentage of NPAs to Total Advances in that sector
A. Housing Loan:	
1. Individuals	0.75%
2. Builders/Project Loans	-
3. Corporate -	-
4. Others	-
B. Non Housing Loans:	
1. Individuals	1.32%
2. Builders/Project Loans	-
3. Corporate	-
4. Others	-

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

Roha Housing Finance Private Limited
CIN:U65999MH2017PTC293277
Notes forming part of the financial statements for the year ended 31 March 2026
(Amount in Rs. Lakhs, unless otherwise stated)

49.40 Movement of NPAs

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
i) Net NPAs to Net Advances (%)	0.77%	0.72%
ii) Movement of NPAs (Gross)		
a) Opening Balance	762.97	387.57
b) Additions during the year	985.86	580.06
c) Reductions during the year	574.38	204.66
d) Closing Balance	1,174.44	762.97
iii) Movement of Net NPAs		
a) Opening Balance	600.73	284.21
b) Additions during the year	789.74	456.72
c) Reductions during the year	449.65	140.20
d) Closing Balance	940.81	600.73
iv) Movement of provisions for NPAs (excluding provision on standard assets)		
a) Opening Balance	162.24	103.36
b) Additions during the year	196.12	123.35
c) Reductions during the year	124.73	64.47
d) Closing Balance	233.63	162.24

49.41 Overseas Assets
The Company does not hold any overseas assets during the current year and previous year.

49.42 Off- Balance Sheet SPVs sponsored (which are required to be consolidated as per accounting norms)
The Company does not have off-balance sheet SPVs (domestic or overseas) sponsored.

49.43 Loan accounts which became doubtful due to fraudulent misrepresentation by the borrowers and has been written off during the year.
Nil

49.44 Disclosure of Complaints
i. Summary information on complaints received by the Company from customers and from the Offices of Ombudsman

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
1) No. of complaints pending at the beginning of the year	1	0
2) No. of complaints received during the year	25	46
3) No. of complaints redressed/disposed during the year	24	45
4) No. of complaints pending at the end of the year	2	1

Top five grounds of complaints received by the HFC from customers:

FY 2025-26						
S. No.	Grounds of Complaints	No. of Complaints Pending at Beginning of Year	No. of Complaints received during the Year	% Increase/Decrease vs Previous Year	Pending at End of Year	Out of (5), Pending > 30 Days
1	Closure / Foreclosure / Foreclosure charges related	-	4	0%	-	-
2	EMI related / ROI related	-	3	-50%	-	-
3	Loan Cancellation / Loan rejection related	-	6	0%	-	-
4	Loan disbursement related / Loan processing related	-	4	-60%	-	-
5	Loan recovery related - Delinquent Customer	1	3	200%	2	-
6	Others	-	5	-74%	-	-
			25			

FY 2024-25						
1	Closure / Foreclosure / Foreclosure charges related	-	4	33%	-	-
2	EMI related / ROI related	-	6	100%	-	-
3	Loan Cancellation / Loan rejection related	-	6	100%	-	-
4	Loan disbursement related / Loan processing related	-	10	25%	-	-
5	Loan recovery related - Delinquent Customer	-	1	100%	1	-
6	Others	-	19	375%	-	-
			46			

49.45 Intra- group Exposure
The Company does not have any intra group exposure during the year ended March 31, 2026, and the year ended March 31, 2025.

49.46 Unhedged foreign currency exposures
The Company doe not have any unhedged foreign currency exposure during the year ended March 31, 2026, and the year ended March 31, 2025.

49.47 Sectoral Exposure

Sectors	As at March 31, 2026		As at March 31, 2025	
	Total Exposure (including off balance sheet exposure)	Gross NPA	Total Exposure (including off balance sheet exposure)	Gross NPA
1. Agriculture and Allied Activities	-	-	-	-
2. Industry				
i. Housing and Other property related loans	121,778.18	729.19	83,677.63	527.19
ii. Others	-	-	-	-
3 Services	-	-	-	-
4 Personal Loan	-	-	-	-
5 Other, if Any	-	-	-	-

49.48 Loans to Directors, Senior Officers and Relatives of Directors

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Directors and their relatives	Nil	Nil
Entities associated with directors and their relatives	Nil	Nil
Senior Officers (KMPs other than directors) and their relatives	Nil	Nil

Shridhar & Associates Mumbai

Roha Housing Finance Private Limited

50 Events after reporting date

Subsequent events are tracked and evaluated by the Company. There are no events after the reporting date which has impact on the financials statements of the company.

51 Penalties imposed by RBI and other regulators

No penalties have been imposed by RBI and other regulators during current financial year (Previous Year - Nil).

52 Disclosure on frauds pursuant to RBI Master Directons

No frauds has been detected in the current year (Previous Year - Nil).

53 Details of financing of parent Company products

There is no financing during the current year (Previous Year - Nil).

54 Details of Single Borrower Limits (SBL) / Group borrower limits (GBL) as exceeded

The Company has not exceeded the SBL / GBL as set up by the Reserve Bank of India.

55 Advances against intangible securities

The Company has not given any loans against intangible securities.

56 Overseas assets

There are no overseas assets owned by the Company.

57 Draw down from reserves

The Company has made no drawdown from existing reserves.

58 Off Balance Sheet SPVs sponsored

The company has not securitised any assets and does not have any SPV's, as originator, which are required to be consolidated.

59 Previous year figures have been regrouped / reclassified wherever necessary.

The accompanying notes and material accounting policies are an integral part of the financials statements (Note 1 to Note 59)

For Shridhar And Associates
Chartered Accountants
ICAI Firm Registration No. : 134427W

Abhishek Pachlangia
Partner
Membership No : 120593

Place : Noida
Date : 8 May 2026

Shridhar & Associates Mumbai

For and on behalf of the Board of Directors of
Roha Housing Finance Private Limited

Mahesh Ramakant Tibrewala
Chairman
DIN: 01342061

Place : Noida
Date : 8 May 2026

Sunil Kapoor
Managing Director &
Chief Executive Officer
DIN: 01436404

Place : Noida
Date : 8 May 2026

Pankaj Rawat
Company Secretary
Membership No : A45360

Place : Noida
Date : 8 May 2026

Roha Housing Finance Private Limited