

INDEPENDENT AUDITOR'S REPORT

To
The Members of
JUSTO REALFINTECH PRIVATE LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone financial statements of JUSTO REALFINTECH PRIVATE LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss and the statement of cash flows for the year that ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, its profit 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 Standalone Financial Statements section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India, together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder. We have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Other Information

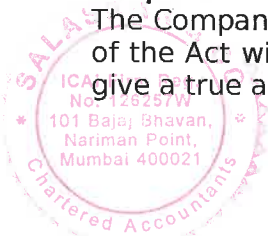
The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board Report including Annexures to the Board Report, Business Responsibility Report, Corporate Governance and Shareholder's information, but does not include standalone financial statements and our auditor's report thereon.

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

In connection with our audit of standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of



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

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

Those boards of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements 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 does not guarantee that an audit conducted following 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 based on these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has an adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate,

to modify our opinion. Our conclusions are based on the audit evidence obtained up to our auditor's report date.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the current period's financial statements and are, therefore, key audit matters.

We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "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 that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report agree with the books of account.
 - d) Based on the written representations received from the directors as of 31 March 2024, taken on record by the Board of Directors, none of the directors is disqualified as of 31 March 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
 - e) As required by the Companies (Auditor's Report) Order, 2020, issued by the Central Government in terms of Section 143(11) of the Act, we give in "**Annexure B**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
 - f) Regarding the other matters to be included in the Auditor's Report, the requirements of section 197(16) of the Act, as amended, we report that section 197 is not applicable on private companies. Hence reporting as per section 197(16) is not required.

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 has disclosed that there is no pending litigations which has any impact on its financial position in its financial statements (till the date of signing of the balance sheet.
- ii. The Company did not have any long-term contracts, including derivative contracts, for which there were any material foreseeable losses.
- iii. The provisions relating to the Investor Education and Protection Fund do not apply to the Company as the company is less than seven years old.
- iv. The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- v. The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- vi. The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.



PRASAD G SALASKAR
M No. 118203
Proprietor
For and on behalf of
Salaskar & Co
Chartered Accountants
Firm Reg. 126257W

Place: Mumbai

Date: 02 AUG 2024

UDIN: 24118203BKB NKY9074

"ANNEXURE A" TO THE AUDITORS' REPORT

[Referred to in paragraph 'Report on Other Legal and Regulatory Requirements' of our report to the member of JUSTO REALFINTECH PRIVATE LIMITED on the accounts for the year ended 31st March 2024]

- i.
 - a) In respect to its fixed assets:
 - A. The Company has maintained proper records showing full particulars, including quantitative details and the situation of property, plant and equipment.
 - B. The Company has maintained proper records showing the full particulars of its intangible assets.
 - C. The title deed for immovable properties in the company's name does not apply to the company as it does not hold any immovable properties.
 - b) All property, Plant and equipment have been physically verified by management annually, which is reasonable, considering the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
 - c) The Company has no immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee). Accordingly, clause 3(i)(c) of the order does not apply to the Company.
 - d) The Company did not revalue its property, plant, equipment (including the right-of-use assets) or intangible assets during the year ended March 31, 2024.
 - e) No proceedings have been initiated during the year or are pending against the Company as of March 31, 2024 for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016), and the rules made thereunder.
- ii. The Company has no inventory and no working capital limits in excess of five crore rupees (at any point during the year), in aggregate, from banks or financial institutions based on the security of current assets. Accordingly, the provisions of clause 3(ii) of the Order are not applicable.
- iii. Based on our examination of records and according to the information and explanations given to us, the Company has made an Immovable property and Land during the year and has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
 - a. The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a), 3(iii)(b), 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order is not applicable.
 - b. The investments in Land and immovable property have been made following AS13 – Accounting for Investment. In our opinion, the investments made during the year are, prima facie, not prejudicial to the Company's interest.
- iv. The company has complied with the provisions of sections 185 and 186 of the Companies Act, 2013, with respect to loans granted, investments made, and guarantees or securities provided as applicable.

- v. The company has not accepted any deposits or amounts that are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
- vi. The Central Government has not specified the maintenance of cost records for the company's activities u/s 148(1) of the Companies Act, 2013. Hence, reporting under clause 3(vi) of the Order is not applicable.
- vii.
 - a) Undisputed statutory dues, including goods and services tax, provident fund, employees' state insurance, income- tax, and other statutory dues applicable to it, have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding as of March 31, 2024, for a period of more than six months from the date they became payable.
 - b) There are no statutory dues referred in preceding paragraph vii) a), which have not been deposited on account of any dispute.
- viii. No transactions relating to previously unrecorded income were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year. Hence, clause 3(viii) of the Order does not apply to the company.
- ix.
 - a) The company has taken unsecured loans from its Directors and Promoters, and no contract of terms has been made for repayment of loans and borrowings and for payment of interest. Hence, the reporting under clause 3 (ix) a) is not applicable to the company.
 - b) The company has taken unsecured loans from its Directors and Promoters and not from any bank or financial institution. . hence the reporting under clause 3(ix) b) is not applicable to the company.
 - c) The Company has not taken any term loans during the year, and there are no unutilised term loans at the beginning of the year hence the reporting under clause 3(ix) c) is not applicable to the company.
 - d) According to the information and explanations given to us and the procedures performed by us, and on an overall examination of the financial statements of the company, we report that no funds raised on a short-term basis have been used for long-term purposes by the company.
 - e) The company does not hold any investment in any subsidiary, associates or joint venture (as defined under the Companies Act 2013) during the year ended March 31, 2024. Hence, clause 3(ix) (e) of the Order is not applicable.
 - f) The company does not hold any investment in any subsidiary, associates or joint venture (as defined under the Companies Act 2013) during the year ended March 31, 2024. Hence, clause 3(ix) (f) of the Order is not applicable.
- x.
 - a) Being the private limited company, it cannot raise money by way of initial public offer or further public offer (including debt instruments) hence, the clause 3(x)(a) of the Order is not applicable.

- b) The Company has not made preferential allotments or private placements of shares or convertible debentures (fully, partially, or optionally convertible) during the year.
- xi.
- a) No fraud by the company or no fraud on the Company has been noticed or reported during the year.
- b) During the year, no report under sub-section (12) of section 143 of the Act has been filed by the secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- c) Establishing a whistle-blower mechanism does not apply to the company; hence, reporting under clause 3(xi)(c) does not apply.
- xii. The Company is not a Nidhi Company as per the provisions of the Act. Accordingly, the requirement to report on clause 3(xii) of the Order does not apply to the Company.
- xiii. All transactions with the related parties comply with sections 177 and 188 of the Companies Act, where applicable. The details have been disclosed in the Financial Statements, etc., as required by the relevant accounting standards.
- xiv.
- a) In our opinion and based on our examination, the company does not require internal audit system as per the provisions of section 138 of the Companies Act, 2013 commensurate with the turnover of 200 Crores rupees or more or outstanding loans or borrowings from banks or public financial institutions exceeding one hundred crore rupees or more at any point of time during the preceding financial year.
- b) Since the company is not required to have an internal audit system, clause 3(xiv)(b) does not apply to it.
- xv. In our opinion, and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors, and hence, the provisions of Section 192 of the Companies Act, 2013, are not applicable to the Company.
- xvi.
- a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause 3 (xvi)(b) of the Order does not apply to the Company.
- c) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause 3 (xvi)(c) of the Order does not apply to the Company.
- d) There is no group company /Core Investment Company. Accordingly, the requirement to report on clause 3(xvi) of the Order does not apply to the Company.

- xvii. The Company has not incurred cash losses in the current year and the preceding financial year.
- xviii. There has been no resignation of the statutory auditors during the year, and accordingly, the requirement to report on Clause 3(xviii) of the Order does not apply to the Company.
- xix. Based on the financial ratios disclosed in notes to the Standalone Financial Statements, ageing and expected dates of realisation of financial assets and payment of financial liabilities, and other information accompanying Financial Statements, our knowledge of the Board of Directors and management's 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 Company is not capable of meeting its liabilities existing at the date of the balance sheet as and when they fall due within a period of one year from the balance sheet date. We further state that our reporting is based on the facts up to the date of the audit report, and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the Company as and when they fall due.
- xx. The provisions of Section 135 of the Companies Act 2013 concerning corporate social responsibility apply to the company.

Audited Financial Year	Applicable Financial Year as per Section 135	CSR spending obligation as per u/s 135(5) of the Companies Act, 2013	Amount Transferred to Special CSR bank account in the next Financial year	Amount spend towards CSR as per Sch. VII	Unspent amount to be spent over the next three (3) financial years
A	B	C	D	E	F
2021-2022	2022-2023	2,85,904	2,90,000	2,90,000	-
2022-2023	2023-2024	18,37,487	18,37,487	-	18,37,487



PRASAD G SALASKAR
M No. 118203
Proprietor
For and on behalf of
Salaskar & Co
Chartered Accountants
Firm Reg. 126257W

Place: Mumbai
Date: 02-08-2024
UDIN: 24118203BKBNKY9074

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2(e) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

We have audited the **Internal Financial Controls** over the financial reporting of JUSTO REALFINTECH PRIVATE LIMITED (the "Company") as of **31st March 2024** in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing 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 adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' 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 system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the

transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at **31st March, 2024**, based on the criteria for internal financial control over financial reporting established by the Company considering the essential components of internal control stated in the Guidance Note on this subject issued by the Institute of Chartered accountants of India.

PRASAD G SALASKAR

M No. 118203

Proprietor

For and on behalf of

Salaskar & Co

Chartered Accountants

Firm Reg. 126257W



Place: Mumbai

Date: **02 AUG 2024**

UDIN: **24118203BICBNK79074**