



"To be a credible destination of repute for effective financial solutions."

Chairman's Speech

Dear Shareholders,

It is my privilege to present the 18th Annual Report of Onelife Capital Advisors Ltd (OCAL) for the financial year 2024-25. I trust this message finds you and your families in good health and high spirits.

The global environment continues to evolve rapidly — marked by economic uncertainties, shifting consumer behavior, and accelerating digital transformation. While these dynamics bring their share of challenges, they also open up unprecedented opportunities for enterprises that can combine resilience with innovation.

Our enterprise, supported by group companies across financial services, healthcare, e-commerce, real estate, travel & vacation, and more such business verticals are guided by three key enablers — **technology, funding, and management oversight**. These pillars form the foundation of our strategy, enabling us to create value today while preparing for the opportunities of tomorrow.

Technology remains at the core of our vision. Over the past year, we have advanced our IT capabilities, strengthening digital platforms that power, financial services, healthcare, and consumer businesses. We have also begun the careful integration of artificial intelligence, focusing on predictive healthcare insights, smarter financial solutions, and enhanced digital engagement. Though still at an early stage, we see AI as a transformative force, and our aspiration is to scale its use responsibly and sustainably across all verticals.

Funding has been equally vital. By ensuring disciplined capital allocation and structured financial support, we have enabled our group companies to pursue growth with confidence while maintaining financial stability.

Strong management oversight continues to provide direction and alignment. Through governance, strategic guidance, and operational discipline, we are ensuring that each business grows with purpose, while also contributing to the strength of the group as a whole.

During the year, financial services continued to demonstrate strong momentum, supported by digital innovation and prudent capital allocation. Our other platform such as healthcare, e-commerce, real estate, travel and vacation, etc. are progressing steadily with a digital-first approach and more strengthened operations strategies.

As we look ahead, our focus will remain on strengthening our role as the technology, funding, and management backbone of the group — deepening digital capabilities, responsibly advancing AI integration, and reinforcing management excellence. These enablers will allow us to remain agile, capture new opportunities, and create enduring value for our shareholders and stakeholders.

On behalf of the Board, I extend my gratitude for your trust and confidence as we continue our journey toward building a resilient, innovative, and future-ready enterprise.

Best Regards

Chairman

CORPORATE INFORMATION

BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL:

Mr. Prabhakara Naig	Chairman and Whole-time Director
Mr. Pandoo Naig	Executive Director and Chief Financial Officer
Mr. Dhananjay Parikh	Director (Non – Executive Independent Director)
Mr. Nitesh Shrinath singh	Director (Non – Executive Independent Director)
Mr. Ranu Jain	Director (Non – Executive Independent Director)
Mr. Abhay Kumar Sethia	Director (Non – Executive Independent Director)
Mrs. Shalini Shivcharan Patidar	Director (Non – Executive non Independent Director)
Mrs. Kajal Shethia	Company Secretary & Compliance Officer (Resigned with effect from 24.06.2025)
Mr. Rohit Gupta	Company Secretary & Compliance Officer (Appointed with effect from 07.08.2025)

BOARD COMMITTEES:
AUDIT COMMITTEE

Mr. Dhananjay Parikh	Chairman
Mr. Abhay Kumar Sethia	Member
Mr. Nitesh Singh	Member
Mr. Pandoo Naig	Member

STAKEHOLDER RELATIONS COMMITTEE

Mrs. Ranu Jain	Chairperson
Mr. Dhananjay Parikh	Member
Ms. Shalini Patidar	Member

NOMINATION AND REMUNERATION COMMITTEE

Mr. Dhananjay Parikh	Chairman
Mrs. Ranu Jain	Member
Ms. Shalini Patidar	Member

RISK MANAGEMENT COMMITTEE

Mr. Abhay Kumar Sethia	Chairman
Mr. Nitesh Singh	Member
Mr. Dhananjay Parikh	Member
Mr. Pandoo Naig	Member

CHIEF FINANCIAL OFFICER:

Mr. Pandoo Naig

STATUTORY AUDITORS:

M/s. Rafik & Associates
Chartered Accountants

SECRETARIAL AUDITORS

M/s. Ajay Kumar & Co.
Practicing Company Secretaries

INTERNAL AUDITORS:

G.S. Toshniwal & Associates
Chartered Accountants

REGISTERED OFFICE:

Onelife Capital Advisors Limited

CIN No: L74140MH2007PLC173660

Registered Address: Plot No. A356, Road No. 26, Wagle Industrial Estate,
MIDC, Thane (West) - 400604, Maharashtra.

Tel no.: 022-26210036 /022-25833206

Email Id: cs@onelifecapital.in

Website: www.onelifecapital.in

BANKERS:

Indian Bank
Axis Bank
HDFC Bank Limited

REGISTRAR & SHARE TRANSFER AGENT:

KFin Technologies Limited

(Formally Known as KFin Technologies Private Limited)

Selenium Building, Tower-B, Plot No 31 & 32,
Financial District, Nanakramguda, Serilingampally,
Hyderabad, Rangareddy, Telangana India - 500032.

Contact Details: 91-40- 6716 2222, 7961-1000

E-mail: complianie.corp@kfintech.com/einward.ris@karvy.com

Website: www.kfintech.com

SHARES LISTED AT:

BSE Limited (Scrip code: 533632)

National Stock Exchange of India Limited (Symbol: ONELIFECAP)

DEPOSITORIES:

National Securities Depository Limited
Central Depository Services (India) Limited

NOTICE OF THE 18TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 18th ANNUAL GENERAL MEETING OF THE MEMBERS OF ONELIFE CAPITAL ADVISORS LIMITED WILL BE HELD ON TUESDAY, 30TH SEPTEMBER 2025 AT 3:00 P.M. THROUGH VIDEO CONFERENCING ("VC") OR OTHER AUDIOVISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESSES:**1. ADOPTION OF FINANCIAL STATEMENTS:**

To receive, consider and adopt:

- i) The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2025 and the Reports of the Board of Directors and the Auditors thereon; and
- ii) The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2025 and the Report of the Auditors thereon.

2. APPOINTMENT OF A DIRECTOR:

To appoint a Director in place of Mr. Prabhakara Naig (DIN: 00716975), who retires by rotation and being eligible, offers himself for re-appointment.

3. APPOINTMENT OF STATUTORY AUDITOR:

To Appoint M/s Rafik & Associates, Chartered Accountants (FRN: W100608) as Statutory Auditors of the Company.

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

RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification, amendment or enactment thereof, for the time being in force), and pursuant to the recommendation of the Audit Committee of the Board, M/s Rafik & Associates, Chartered Accountants (FRN: W100608), be and are hereby appointed as the Statutory Auditor of the Company, for a term of five consecutive years to hold the office from the conclusion of this 18th Annual General Meeting till the conclusion of the 23rd Annual General Meeting of the Company to be held in 2030 at such remuneration as may be mutually decided in addition to out of pocket expenses as may be incurred by them during the course of audit.

RESOLVED FURTHER THAT any of the Director, be and is hereby authorized to do all such acts, deeds, things and matters to give effect to the above said resolution and to sign, execute and authenticate, submit and file all such forms, papers, documents, agreements and/ or things."

SPECIAL BUSINESSES:**4. TO RE-APPOINT MR. DHANANJAY PARIKH (DIN: 02934120) AS A NON-EXECUTIVE INDEPENDENT**

DIRECTOR OF THE COMPANY:

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV of the Act and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, Mr. DHANANJAY PARIKH (DIN: 02934120), who was appointed as an Independent Director at the 13th Annual General Meeting of the Company and who holds office up to the conclusion of the ensuing Annual General Meeting and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five years effective from this Annual General Meeting till the conclusion of the Annual General Meeting to be held in the year 2030.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

5. TO APPOINT M/S. AJAY KUMAR & CO., PRACTICING COMPANY SECRETARIES (FIRM REGISTRATION NO. S1998MH023900), AS THE SECRETARIAL AUDITORS OF THE COMPANY

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

RESOLVED that pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relevant circulars issued by SEBI (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other applicable laws, if any, approval of the members of the Company be and is hereby accorded for the appointment of M/s. Ajay Kumar & Co., Practicing Company Secretaries (Firm Registration No. S1998MH023900), as the Secretarial Auditors of the Company, for a term of five consecutive years, to hold office from the conclusion of this Annual General Meeting till the conclusion of 23rd Annual General Meeting to be held in the year 2030, covering the period from the financial year ending 31st March 2026 till the financial year ending 31st March 2030, at such remuneration as may be determined by the management of the Company (including its Committees thereof), from time to time, in consultation with the Secretarial Auditors

6. APPROVAL OF THE RELATED PARTY TRANSACTIONS PROPOSED TO BE ENTERED BETWEEN SUBSIDIARIES OF THE COMPANY DURING THE FINANCIAL YEAR 2025-26

To consider and if thought fit, to pass, the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“Listing Regulations”), other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on

18th Annual Report 2024-25

Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the subsidiaries and associates (as defined under the Companies Act, 2013) of the Company, to enter into and / or continue to enter into Material Related Party Transaction(s)/ Contract(s)/ Arrangement(s)/ Agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) specified under Regulation 2(1)(zc) of the Listing Regulation with related parties falling within the definition of 'Related Party' under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, as more specifically set out in the explanatory statement to this resolution on the respective material terms & conditions set out in explanatory statement;

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as 'Board' which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company/ subsidiaries in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects."

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) and/or any Key Managerial Personnel be and are hereby authorized to do all such acts, deeds, matters and things, to execute all such agreements, contracts, documents and writings, and to make such filings as may be necessary or expedient in order to give effect to this resolution."

7. ADOPTION OF MEMORANDUM OF ASSOCIATION AS PER PROVISIONS OF THE COMPANIES ACT, 2013;

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

"RESOLVED THAT pursuant to the provisions of Section 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or reenactment thereof, for the time being in force), approval of the Members be and is hereby accorded for the following:

- (i) The Nomenclature of Clause III [A] "MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:" of existing Memorandum of Association of the Company be replaced with "The Objects to be pursued by the Company on its Incorporation are:"
- (ii) The Nomenclature of Clause III [B] "OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF MAIN OBJECTS ARE" of existing Memorandum of Association of the Company be replaced with "Matters which are necessary for furtherance of the Objects specified are:"
- (iii) For Replace of the words "Section 58A of the Companies Act, 1956" from the existing Clause III (B) and substituting in its place "Section 73 to 76 of the Companies Act, 2013".

- (iv) For Replace of the words “the Companies Act, 1956” from the existing Clause III (B) and substituting in its place “the Companies Act, 2013”.
- (v) For delete clause No. III (B) all clauses be renumbered accordingly.
- (vi) The Clause IV “The liabilities of the members is limited” of existing Memorandum of Association of the Company be replaced with: “The liability of the member(s) is limited and this liability is limited to the amount unpaid, if any, on the shares held by them”.

The existing ‘Clause V’ be and is hereby stands deleted and replaced by:

- V. The Authorised Share Capital of the Company is Rs. 72,22,00,000/- (Rupees Seventy Two Crore Twenty Two Lakhs only) divided into 7,22,20,000 (Seven Crore Twenty Two Lakhs only Twenty two Thousand) Equity Shares of Rs. 10/- (Rupees Ten) each. The Company has power from time to time to increase, or reduce its capital and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or other special rights, privileges, conditions or restrictions as may be determined by or in accordance with the Articles of ‘Association of the Company and to vary, modify or abrogate any such rights, privileges or conditions or restrictions in such manner as may for the time being to permitted by the Articles of Association of the Company or the legislative provision for the time being, in force in that behalf.

“RESOLVED FURTHER THAT the existing clause III (C) – Other objects of the Memorandum of Association of the Company be and is hereby deleted in its entirety. Accordingly, Memorandum of Association will no longer carry ‘OTHER OBJECTS’.

“RESOLVED FURTHER THAT any of the Directors of the Company and/or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

8. ADOPTION OF ARTICLES OF ASSOCIATION AS PER THE PROVISIONS OF THE COMPANIES ACT, 2013

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

“RESOLVED THAT pursuant to the provisions of Sections 5, 14 and other applicable provisions, if any, of Companies Act, 2013, (“the Act”) read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or reenactment thereof, for the time being in force), the draft regulations contained in the Articles of Association submitted to this Meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company”.

“RESOLVED FURTHER THAT any of the Directors of the Company and/or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions,

18th Annual Report 2024-25

difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

Registered Office:
Regd. Off: Plot No. A356, Road No. 26,
Wagle Industrial Estate, MIDC,
Thane (West) - 400604, Maharashtra

CIN: L74140MH2007PLC173660
E-mail: cs@onelifecapital.in
Website: www.onelifecapital.in
Tel no.: 022-26210036 /022-25833206

Place: Thane
Date: 5th September 2025

For and on behalf of the Board
ONELIFE CAPITAL ADVISORS LIMITED

Sd/-
Prabhakara Naig
Executive Chairman
DIN: 00716975

onelife

NOTES

1. The Ministry of Corporate Affairs (MCA) vide its General Circular No. 09/2024 dated 19.09.2024, General Circular No. 09/2023 dated 25.09.2023, General Circular No. 10/2022 dated December 28, 2022 read with its General Circular No. 14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular no. 02/2021 dated January 13, 2021, General Circular no. 19/2021 dated December 08, 2021, General Circular no. 21/2021 dated December 14, 2021 followed by Circular No. 02/2022 dated 5th May, 2022 (collectively "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its Circular dated 03rd October, 2024, circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 read with its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 followed by SEBI circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 (collectively "SEBI Circulars"), have permitted companies to conduct AGM through Video Conferencing (VC) or other audio-visual means (OAVM), subject to compliance of various conditions mentioned therein. The forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at cs@onelifecapital.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.

7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January 13, 2021.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- 1) **Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- 2) **Step 2:** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.
 - (i) The voting period begins on 27th September, 2025 (09.00 A.M. IST) and ends on 29th September, 2025 (05.00 P.M. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Friday, 23rd September, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
 - (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat

mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e- Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your

18th Annual Report 2024-25

	<p>vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <ol style="list-style-type: none"> If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1. The shareholders should log on to the e-voting website www.evotingindia.com.
2. Click on “Shareholders” module.
3. Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6. If you are a first time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

7. After entering these details appropriately, click on “SUBMIT” tab.
8. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’

18th Annual Report 2024-25

menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

9. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
10. Click on the EVSN for the relevant Onelife Capital Advisors Limited on which you choose to vote.
11. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
12. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
13. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
14. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
15. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
16. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
17. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address

viz; cs@onelifecapital.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

18th Annual Report 2024-25

2. For Demat shareholders - Please update your email id & mobile no. with your respective **Depository Participant (DP)**

3. **For Individual Demat shareholders** – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e- Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no.- 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 22 55 33.


onelife

ANNEXURE A:

Details of the Directors seeking appointment / re-appointment at the Annual General Meeting scheduled to be held on 30th September, 2025 Pursuant to Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

(I)

Name of the Directors	Mr. Prabhakara Naig (DIN: 00716975)
Date of Birth	20/01/1949
Date of Appointment	02nd December, 2010
Brief Resume	<p>Mr. Prabhakara Naig has rich and extensive experience in management of the overall affairs of corporate bodies. He holds a bachelor's degree in Commerce from Madras University and has more than 32 years of rich experience in the field of Capital Market and Investment Banking activities.</p> <p>He previously held the position of President and Managing Director of Ind bank Merchant Banking Services Ltd. (A subsidiary of Indian Bank Ltd.) during the year 1997 to 1999. Prior to that from 1981 to 1988, he was the Chief Manager, Merchant Banking Division of Indian Bank. During his stint with Ind bank, he assisted companies like Indian Railway Finance Corporation, Punjab Alkalies and Chemical Ltd, Lakshmi Electrical and Control Systems Ltd etc. in raising capital through Public Issues, Rights Issue and Private Placement of Equity. He also represented Ind bank on the Board of Offshore Funds set up by FIIs like Scrodders London, Invesco London and Martin Currie Edinburgh. In the year 2000, he became the Deputy Country Head and later Country Head and Vice President of Union Bank of California, N.A.</p>
Relationship with the Directors and Key Managerial Personnel	Father Of Mr. Pandoo Naig – A Promoter
Expertise in specific Functional Area	Capital Market and Investment Banking & Finance
Qualification	B. Com from Madras University
Board Membership of other Listed Companies as on 31 st March, 2025	Nil
Chairman /Member of the Committee of the Board of Directors of other listed companies as on 31 st March, 2025	
a) Audit Committee	Nil
b) Nomination And Remuneration Committee	Nil
c) Stakeholder's Relationship Committee	Nil
d) Risk Management Committee	Nil
Number of shares held in Company as on 31 st March, 2025	6905000

Note:

- The Directorship, Committee membership and Chairmanship do not include positions in Foreign Companies, Unlisted Companies and Private Companies, as an advisory Board Member and position in

18th Annual Report 2024-25

Companies under Section 8 of the Companies Act, 2013. The information pertaining to remuneration paid to the Directors who are being appointed /re-appointed and number of Board Meeting attended during the year 2024-25 are provided in the Corporate Governance Report.

- The proposal of appointment /re-appointment has been approved by the Board and recommended by the Nomination and Remuneration Committee considering their skills, experience and knowledge.



onelife

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**ITEM NO. 4 APPOINTMENT OF MR DHANANJAY CHANDRAKANT PARIKH (DIN: 02934120) AS A DIRECTOR AND HIS RE-APPOINTMENT AS AN INDEPENDENT DIRECTOR FOR THE SECOND TERM**

Mr. Dhananjay Chandrakant Parikh (DIN: **02934120**) was appointed as a Non- Executive Independent Director of the Company for a term of five years, i.e., from September 15, 2020 to September 14, 2025; (both days inclusive). Pursuant to the performance evaluation of Mr. Dhananjay Chandrakant Parikh and considering that his continued association as a Member of the Board would be beneficial to the Company, based on recommendation of the NRC, the Board appointed Mr. Dhananjay Chandrakant Parikh as an Additional Director of the Company and subject to approval of the Members, re-appointed him as a Non-Executive Independent Director, not liable to retire by rotation, for the second consecutive term, i.e., from September 15, 2025 to September 14, 2030 (both days inclusive).

Pursuant to the provisions of Section 161(1) of the Act and Article 132 of the Articles of Association of the Company, Mr Dhananjay Chandrakant Parikh shall hold office up to the date of this AGM. The Company has, in terms of Section 160(1) of the Act, received in writing a notice from Member, proposing his candidature for the office of Director.

Mr Dhananjay Chandrakant Parikh has given his declaration to the Board, inter alia, that (i) he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, (ii) is not restrained from acting as a Director by virtue of any Order passed by SEBI or any such authority and (iii) is eligible to be appointed as a Director in terms of Section 164 of the Act. He has also given his consent to act as a Director.

In the opinion of the Board, Mr Dhananjay Chandrakant Parikh is a person of integrity, possesses relevant expertise / experience and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director and he is independent of the management.

Given his experience, the Board considers it desirable and in the interest of the Company to continue Mr Dhananjay Chandrakant Parikh on the Board of the Company and accordingly the Board recommends the re-appointment of Mr Dhananjay Chandrakant Parikh as an Independent Director as proposed in the Resolution set out at Item No. 4 for approval by the Members.

Name of the Director	Mr. Dhananjay Parikh
Director Identification Number	02934120
Date of Birth (Age)	31/10/1956
Nationality	Indian
Date of first appointment as Independent Director / Director under the Companies Act, 2013 and SEBI LODR Regulations	15 th September 2020
Relationships with other Directors inter-se & KMPs	-

18th Annual Report 2024-25

Experience (including expertise in specific functional areas) as required for the role and being held by the Director	Mr. Dhananjay Parikh is the founder and Chairman of D. C. Parikh & Co., Chartered Accountants. He is a Fellow Member of the Institute of Chartered Accountants of India. He is in-charge of the Finance, Audit & Project work division & has gained wide experience in the fields of Audit of large companies. He is in practice since 1985. He is widely traveled in India, and has also visited U.S.A., Italy for tax and Finance work. He has to his credit very rich experience in the field of Audit & Taxation of Public Limited Companies, Stock Exchange, Internal Audit, Investigation Audit, Broker Audit and Bank Audit
Qualification(s)	<ul style="list-style-type: none"> Chartered Accountant
Skills	<ul style="list-style-type: none"> Audit of large companies Audit & Taxation of public limited companies Stock exchange audit Internal audit Investigation audit Broker audit Bank audit
Directorships held in other companies (excluding foreign companies)	2
Listed entities from which the Director has resigned in the past three years	-
Chairmanships/Memberships of the Committees of other public listed companies	1. Family Care Hospitals Limited Risk Management Committee- Chairman Audit committee-Chairman Stakeholders Relationship Committee – Member Nomination and Remuneration Committee- Member
No. of shares held in the Company either by self or as a beneficial owned	-

ITEM 5: TO APPOINTMENT M/S. AJAY KUMAR & CO., PRACTICING COMPANY SECRETARIES (FIRM REGISTRATION NO. S1998MH023900), AS THE SECRETARIAL AUDITORS OF THE COMPANY

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, ("the Act") and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), M/s AJAY KUMAR & CO., Practicing Company Secretaries (Firm Registration Number - S1998MH023900) has served as Secretarial Auditors of the Company for the financial year 2024-25. Regulation 24A of the Listing Regulations, inter alia, provides that with effect from 1st April 2025, the Company is required to appoint a Practicing Company Secretary for not more than one term of five consecutive years or a firm of Practicing Company Secretaries as Secretarial Auditors for not more than two terms of five consecutive years, at its Annual General Meeting ("AGM") and subject to the approval by the members, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.

and such Secretarial Auditors(s) must be a peer reviewed company secretary and should not have incurred any of the disqualifications as specified under the Listing Regulations. Further, as per the said Regulation, any association of the individual or the firm as the Secretarial Auditor(s) of the Company before 31st March 2025 shall not be considered for the purpose of calculating the tenure of the Secretarial Auditor(s).

M/s AJAY KUMAR & CO. is a reputed Practicing Company Secretary firm Mr. AJAY KUMAR, a Fellow Member of the Institute of Company Secretaries of India ("ICSI"), has a team of experienced and qualified company secretaries .

Taking into account the above requirements, along with an evaluation of proposals received by the Company and the consideration of factors such as technical skills, independence, industry experience, expertise, audit team, quality of audit practices, and past association with the Company, the Board of Directors, on the recommendation of the Audit Committee, has approved the appointment of M/s. AJAY KUMAR & CO, Practicing Company Secretaries (Firm Registration Number - S1998MH023900) as Secretarial Auditors of the Company for a term of five consecutive years, to hold office from the conclusion of this AGM till the conclusion of 23rd AGM of the Company to be held in the Year 2030, covering the period from the financial year ending on 31st March 2026 till financial year ending 31st March 2030, subject to the approval of the members of the Company.

The Company has received written consent from Mr. AJAY KUMAR confirming their eligibility and willingness to be appointed as the Secretarial Auditors of the Company. They have also confirmed that they meet the requirements to be appointed as Secretarial Auditors in accordance with the provisions of the Act and Listing Regulations, and they hold a valid certificate issued by the Peer Review Board of ICSI and that they have not incurred any of the disqualifications as specified by the SEBI. The partners of SNACO, who are Peer Reviewed Company Secretaries, are authorized to act and sign on behalf of the firm. The appointment, if made, complies with the applicable provisions of the Act and Listing Regulations.

The Board of Directors in consultation with the Audit Committee and AJAY KUMAR, may alter or vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the accompanying Notice of the 18st AGM. Accordingly, the Board of Directors recommends aforesaid appointment to the members for their approval by way of an Ordinary Resolution as set out at Item No. 5 of the accompanying Notice of the 18th AGM.

ITEM 6: APPROVAL OF RELATED PARTY TRANSACTIONS BETWEEN SUBSIDIARIES OF THE COMPANY

The Company, being a listed entity, is required to comply with the provisions of Section 188 of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR").

Since these entities fall within the definition of "Related Parties" under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), all such transactions require prior approval of the members if the value of such transactions, individually or taken together, exceeds the thresholds prescribed under Section 188 of the Act or Regulation 23 of SEBI LODR.

Further, Securities and Exchange Board of India ("SEBI") vide its circular No. SEBI/HO/CFD/CFDPoD-2/P/CIR/2025/18 dated February 14, 2025 has introduced the Industry Standards on "Minimum information to be provided for review of the audit committee and shareholders for approval of a related party transaction" ("Industry Standards") to facilitate uniform approach and assist listed companies in complying with the provisions of Regulation 23 of the Listing Regulations read with the SEBI Master Circular no. SEBI/HO/CFD/PoD2/ CIR/P/0155 dated November 11, 2024 ("SEBI Circular"). The Industry Standards inter-alia requires listed entity to provide minimum information, in specified format, relating to the proposed RPTs, to the Audit Committee and to the shareholders, while seeking approval

The Audit Committee and the Board of Directors of the Company, after due deliberations, have approved the said transactions, subject to the approval of the members of the Company, as required under Regulation 23 of the LODR Regulations.

Accordingly, the Board of Directors recommends seeking approval of the members of the Company by way of an ordinary resolution, for entering into related party transactions through Dealmoney Commodities Private Limited with other subsidiaries of the Company, up to an aggregate annual limit of ₹ 170 Crores (Rupees One Hundred and Seventy Crores only) for each financial year, on such terms and conditions as may be mutually agreed between the concerned parties.

Accordingly, the approval of the Members of the Company is sought for entering into material related party transactions between the Deal Money Commodities Private Limited (Subsidiary) of the Company and Related party during the financial year 2025-26, up to the limits as detailed below:

Transactions of Deal Money Commodities Private Limited (Subsidiary of Onelife Capital Advisors Limited) of the Company with following subsidiary of Onelife Capital Advisors Limited

Sr. No.	Particulars of the information	Information by the Management				
A. Details of the related party and transactions with the related party						
A (1). Basic details of the related party						
1)	Name of the related party	Sarsan Securities Private Limited	Dealmoney Distribution And	Continent al Control	Dealmon ey Real Estate	Dealmoney Distribution & E-

		(Wholly Owned Subsidiary)	Advisory Services Private Limited (Wholly Owned Subsidiary)	Limited (Associate)	Private Limited (Subsidiary w.e.f 31.03.2025)	marketing Private Limited (Subsidiary w.e.f 31.03.2025)
2)	Country of incorporation of the related party	India	India	India	India	India
3)	Nature of business of the related party	Non Banking Finance Company and other permitted financial activities	Financial Advisory, brokerage and Consultancy Services	engaged in the business of manufacturing of Thermal Overload Protector	Real estate activities	Distribution, sales and marketing activities, Travel agency and tour operators
A(2). Relationship and ownership of the related party						
4)	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party.	Group Company	Group Company	Group Company	Group Company	Group Company
5)	Shareholding or contribution % or profit & loss sharing % of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. <i>Explanation:</i> Indirect shareholding shall mean shareholding held through any person, over which the listed entity or subsidiary has Control	100%	100%	24.56%	100%	100%
6)	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). <i>Explanation:</i> Indirect shareholding shall mean shareholding held through any person, over which the related party has control. While calculating indirect shareholding, shareholding	NIL	NIL	NIL	NIL	NIL

18th Annual Report 2024-25

	held by relatives shall also be considered.					
A(3). Financial performance of the related party (` in Lakhs)						
7)	Standalone turnover of the related party for each of the last three financial years: FY 2024-25 FY 2023-24 FY 2022-23					
		341.99	NIL	NIL	NIL	598.06
		281.11	NIL	NIL	NIL	1676.15
		120.45	NIL	597.22	8.11	469.08
8)	Standalone net worth of the related party for each of the last three financial years: FY 2024-25 FY 2023-24 FY 2022-23					
		856.01	(256.44)	212.95	(309.02)	(1993.39)
		683.65	(227.49)	206.06	(107.15)	(1199.26)
		623.69	(182.14)	236.91	(66.56)	(1053.42)
9)	Standalone net profits of the related party for each of the last three financial years: FY 2024-25 FY 2023-24 FY 2022-23					
		172.37	(28.96)	6.89	(201.88)	(794.12)
		60.26	(44.91)	(30.85)	(40.59)	(145.84)
		6.09	(43.95)	(173.25)	1.97	(2101.10)
A(4). Details of previous transactions with the related party						
10	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during each of the last three financial years. Note: Details need to be disclosed separately for listed entity and its subsidiary.	FY 2024-25	FY 2024-25	FY 2024-25	FY 2024-25	FY 2024-25
		295.01	44.05	NIL	820.00	962.45
		FY 2023-24	FY 2023-24	FY 2023-24	FY 2023-24	FY 2023-24
		284.27	1.02	NIL	NIL	NIL
		FY 2022-23	FY 2022-23	FY 2022-23	FY 2022-23	FY 2022-23
		5.88	NIL	NIL	NIL	NIL
11	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the current financial year (till the date of approval of the Audit Committee / shareholders).	1.56	10.19	NIL	16.53	48.26
12	Whether prior approval of Audit Committee has been taken for the above	YES	YES	YES	YES	YES

	mentioned transactions?					
13	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last three financial years.	NO	NO	NO	NO	NO
A(5). Amount of the proposed transactions (All types of transactions taken together)						
14	Total amount of all the proposed transactions being placed for approval in the current meeting.	upto 4000 Lakh	Upto 1000 Lakh	Upto 4000 Lakh	Upto 4000 Lakh	Upto 4000 Lakh
15	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year is material RPT in terms of Para 1(1) of these Standards?	YES	YES	YES	YES	YES
16	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	NA	NA	NA	NA	NA
17	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction)	1485.12 %	371.28 %	1485.12 %	1485.12 %	1485.12
18)	Value of the proposed transactions as a percentage of the related party's annual standalone turnover for the immediately preceding financial year.	1169.63%	NA	NA	NA	668.83%
B. Details for specific transactions						
B(1). Basic details of the proposed transaction (In case of multiple types of proposed transactions, details to be provided separately for each type of the proposed transaction – for example, (i) sale of goods and purchase of goods to be treated as separate transactions; (ii) sale of goods and sale of services to be treated as separate transactions; (iii) giving of loans and giving of guarantee to be treated as separate transactions)						

18th Annual Report 2024-25

1	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Any	Any	Any	Any	Any
2	Details of the proposed transaction	The transaction between the related parties will be in the nature of any of purchase/sale of services or giving of loans /guarantee	The transaction between the related parties will be in the nature of any of purchase/sale of services or giving of loans /guarantee	The transaction between the related parties will be in the nature of any of purchase/sale of services or giving of loans /guarantee	The transaction between the related parties will be in the nature of any of purchase/sale of services or giving of loans /guarantee	The transaction between the related parties will be in the nature of any of purchase/sale of services or giving of loans /guarantee
3	Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY 2025-26	FY 2025-26	FY 2025-26	FY 2025-26	FY 2025-26
4	Indicative date / timeline for undertaking the transaction	FY 2025-26	FY 2025-26	FY 2025-26	FY 2025-26	FY 2025-26
5	Whether omnibus approval is being sought?	YES	YES	YES	YES	YES
6	Value of the proposed transaction during a financial year. In case approval of the Audit Committee is sought for multi-year contracts, also provide the aggregate value of transactions during the tenure of the contract. If omnibus approval is being sought, the maximum value of a single transaction during a financial year.	upto 4000 Lakh The maximum value of single transaction during shall not exceed 1 Crore.	Upto 1000 Lakh The maximum value of single transaction during shall not exceed ` 1 Crore.	Upto 4000 Lakh The maximum value of single transaction during shall not exceed ` 1 Crore	Upto 4000 Lakh The maximum value of single transaction during shall not exceed ` 1 Crore	Upto 4000 Lakh The maximum value of single transaction during shall not exceed ` 1 Crore
7	Whether the RPTs proposed to be entered into are: (i) not prejudicial to the interest of public shareholders, and (ii) going to be carried out on the same terms and conditions as would be applicable to any party who	The proposed related party transaction/(s) are not prejudicial to the interest of public shareholders/stakeholders and are going to be carried out on the same terms and conditions as would be applicable to any party who is not a related party on arm's length basis for business operation and expansion purpose				

	is not a related party	
8	Provide a clear justification for entering into the RPT, demonstrating how the proposed RPT serves the best interests of the listed entity and its public shareholders.	<p>All transactions will be carried out as part of ordinary course of business and at arm's length basis, ensuring fairness and transparency. The pricing and terms of these transactions are benchmarked against prevailing market conditions, ensuring they are competitive and reflect standard industry practices. This arrangement promotes operational synergy, enabling seamless collaboration and enhancing the ease of doing business. Moreover, these transactions are subject to appropriate internal controls, approval processes, and governance mechanisms, including review and oversight by the Audit Committee, ensuring compliance with regulatory requirements and safeguarding the interests of the entities.</p> <p>As part of the group's integrated operations, the companies within the group will engage in intercompany transactions to optimize efficiency and leverage shared resources. These transactions will be structured in line with globally accepted transfer pricing principles to ensure fairness, transparency, and regulatory compliance.</p> <ul style="list-style-type: none"> • Scope of Intercompany Transactions • Shared services (finance, HR, IT support, payroll processing). • Centralized procurement and distribution of raw materials. • Sale/purchase of semi-finished or finished goods. • Licensing of intellectual property, trademarks, and technology. • Intragroup financing support where required. • Pricing Philosophy • All transactions will be carried out on an arm's length basis, as if they were conducted between independent enterprises. • Appropriate allocation keys (e.g., headcount, turnover, usage) will be applied for cost-sharing arrangements Or as per agreed terms between the entities as the case may be. • Margins will be determined using benchmark studies to align with industry practices Or as per agreed terms between the entities as the case may be • Strategic Benefits for the Group • Streamlined operations through specialization of functions across entities. • Cost optimization by avoiding duplication of efforts. • Transparent pricing to minimize tax risks and ensure smooth

18th Annual Report 2024-25

		<p>statutory compliance across jurisdictions.</p> <ul style="list-style-type: none"> • Clear basis for planning, budgeting, and performance monitoring within the group. • Documentation & Review Detailed documentation will be prepared to support the arm's length nature of all transactions. • Periodic reviews will be conducted to ensure consistency with market standards and evolving regulations. 				
9	<p>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.</p> <p>The details shall be provided, where the shareholding or contribution or % sharing ratio of the promoter(s) or director(s) or KMP in the related party is more than 2%.</p> <p>Explanation: Indirect interest shall mean interest held through any person over which an individual has control including interest held through relatives.</p> <p>a. Name of the director / KMP</p> <p>b. Shareholding of the director / KMP, whether direct or indirect, in the related party</p>	Mr Prabhakar Naig who Holds directly or Indirectly 51.68%	Mr Prabhakar Naig who Holds directly or Indirectly 51.68%	Mr Prabhakar Naig who Holds directly or Indirectly 51.68%	Mr Prabhakar Naig who Holds directly or Indirectly 51.68%	Mr Prabhakar Naig who Holds directly or Indirectly 51.68%
10	<p>Details of shareholding (more than 2%) of the director(s) / key managerial personnel/ partner(s) of the related party, directly or indirectly, in the listed entity.</p> <p>Explanation: Indirect shareholding shall mean shareholding held through any person over which an</p>					

	individual has control including shareholding held through relatives.					
11	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	NA	NA	NA	NA	NA
12	Other information relevant for decision making.	-	-	-	-	-
B(2). Additional details for proposed transactions relating to sale, purchase or supply of goods or services or any other similar business transaction						
13	Number of bidders / suppliers / vendors / traders / distributors / service providers from whom bids / quotations were received with respect to the proposed transaction along with details of process followed to obtain bids.	<p>The proposed RPTs are being conducted in the ordinary course of business and on an arm's length basis. In accordance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), such transactions do not mandate a competitive bidding process if they are demonstrably fair and at market terms.</p> <p>Conducting an external bidding process would involve substantial time and administrative costs without adding proportional value, especially when the transactions terms are already demonstrably competitive and in line with industry standards. The proposed transactions have been reviewed and approved by the Audit Committee, which comprises a majority of independent directors. Their evaluation has ensured that the proposed transactions are in the best interests of the Company and its public shareholders, with no conflict of interest influencing the decision making process. As per SEBI regulations, the requirement to seek competitive bids is not mandatory when transactions are in the ordinary course of business and at arm's length pricing. Hence, there is no regulatory obligation to invite external bids in this instance. Hence, the management of the Company believes that it is neither necessary nor value-accretive to seek bids from unrelated external parties. The proposed RPTs meet all statutory and governance requirements and serves the best interests of the Company and its stakeholders</p>				
14	Best bid / quotation received. If comparable bids are available, disclose the price and terms offered					
15	Additional cost / potential loss to the listed entity or the subsidiary in transacting with the related party compared to the best bid / quotation received.					
16	Where bids were not invited, the fact shall be disclosed along with the justification for the same.					
17	Wherever comparable bids are not available, state what is basis to recommend to the Audit Committee that the terms of proposed RPT are beneficial to the shareholders.					
B(3). Additional details for proposed transactions relating to any loans, inter-corporate deposits or advances given by the listed entity or its subsidiary						
18	Source of funds in connection with the proposed transaction. Explanation: This shall not be applicable to listed banks/ NBFCs.	Internal Fund	Internal Fund	Internal Fund	Internal Fund	Internal Fund
19	Where any financial indebtedness is incurred to	NO	NO	NO	NO	NO

18th Annual Report 2024-25

	give loan, inter-corporate deposit or advance, specify the following: Explanation: This shall not be applicable to listed banks/ NBFCs.					
	a. Nature of indebtedness	NA	NA	NA	NA	NA
	b. Total cost of borrowing	NA	NA	NA	NA	NA
	c. Tenure	NA	NA	NA	NA	NA
	d. Other details	NA	NA	NA	NA	NA
20	Material covenants of the proposed transaction	NA	NA	NA	NA	NA
21	Interest rate charged on loans / inter-corporate deposits / advances by the listed entity (or its subsidiary, in case of transaction involving the subsidiary) in the last three financial years: • To any party (other than related party): • To related party. Explanations: Comparable rates shall be provided for similar nature of transaction, for e.g., long term vis-a-vis long term etc.	NA	NA	NA	NA	NA
22	Rate of interest at which the related party is borrowing from its bankers or the rate at which the related party may be able to borrow given its credit rating or credit score and its standing and financial position	NA	NA	NA	NA	NA
23	Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers or the rate at which the listed entity may be able to borrow given its credit rating or credit score and its standing and financial position	NA	NA	NA	NA	NA
24	Proposed interest rate to be charged by listed entity or its subsidiary from the related	NA	NA	NA	NA	NA

	party.					
25	Maturity / due date	NA	NA	NA	NA	NA
26	Repayment schedule & terms	NA	NA	NA	NA	NA
27	Whether secured or unsecured?	Unsecured	Unsecured	Unsecured	Unsecured	Unsecured
28	If secured, the nature of security & security coverage ratio	NA	NA	NA	NA	NA
29	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction.	All transactions will be carried out as part of ordinary course of business and at arm's length basis, ensuring fairness and transparency	All transactions will be carried out as part of ordinary course of business and at arm's length basis, ensuring fairness and transparency	All transactions will be carried out as part of ordinary course of business and at arm's length basis, ensuring fairness and transparency	All transactions will be carried out as part of ordinary course of business and at arm's length basis, ensuring fairness and transparency	All transactions will be carried out as part of ordinary course of business and at arm's length basis, ensuring fairness and transparency
30	Latest credit rating of the related party (other than structured obligation rating (SO rating) and credit enhancement rating (CE rating))	NA	NA	NA	NA	NA

None of the Directors, Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding in the Company, if any.

Item No. 7: Adoption of Memorandum of Association as per provisions of the Companies Act, 2013:

On advent of Companies Act, 2013 and provisions of Section 4 & 13 and other applicable provision of the Companies Act, 2013, if any, the Company is required to amend MOA of the Company as per the Provisions. The proposed amendment in MOA of the Company requires the approvals of the members of the Company by way of a Special Resolution.

None of the Directors and KMP are interested in the aforesaid resolution.

Accordingly, the Board recommends the Special Resolution set forth in Item No. 5 of the Notice for approval of the Members.

Item No. 8: Adoption of Articles of Association as per the provisions of the Companies Act, 2013:

18th Annual Report 2024-25

The existing Articles of Association (AOA) are based on the Companies Act, 1956 and some regulations in the existing AOA contain references to specific sections of the Companies Act, 1956 and some regulations in the existing AOA are no longer in conformity with the Act. Substantive sections of the Act which deal with the general working of companies stand notified.

With the coming into force of the Act, several regulations of the existing AOA of the Company require alteration or deletions in several articles. Considering this position, it is decided to replace wholly the existing AOA by a new set of Articles.

The new AOA to be substituted in place of the existing AOA are based on Table 'F' of the Act which sets out the model articles of association for a company limited by shares.

Pursuant to Section 14 of the Act, the consent of the Members by way of Special Resolution is required for alteration of AOA of the Company.

A copy of the proposed set of new AOA of the Company would be available for inspection for the Members at the Registered Office/Corporate Office of the Company during the office hours on any working day, except Saturdays, Sundays and public holidays, between 11.00 a.m. to 5.00 p.m. till the date of AGM. The aforesaid documents are also available for inspection at the AGM.

None of the Directors, Key Managerial Personnel of Company and their relatives are concerned or interested, financially or otherwise in the said resolution.

The Board recommends the Special Resolution set forth in Item No. 6 of the Notice for approval of the Members.



onelife

BOARD'S REPORT

Dear Members,

Your Directors are pleased to present the 18th Annual Report together with the Audited Financial Statements of your Company for the year ended 31st March, 2025.

1. FINANCIAL PERFORMANCE:

The Financial performance of the Company for the year ended 31st March, 2025 is summarized below:

(Rs. In Lakhs)

Particulars	Standalone		Consolidated	
	Current Year	Previous year	Current Year	Previous year
	2024-25	2023-24	2024-25	2023-24
Revenue from Operations	-	348.80	1,128.31	3699.91
Other Income	571.77	274.10	2,050.10	317.15
Total	571.77	622.90	3,178.42	4017.06
Expenditure				
Purchase of stock in trade	-	-		3562.80
Changes in Inventories of Finished Goods, Work –in – Progress & Stock in Trade	-	-	2,938.80	(2262.80)
Employee Benefit Expenses	178.80	106.68	437.11	403.94
Depreciation & Amortization expenses	0.14	0.53	193.21	53.44
Finance costs	0.26	24.07	61.55	178.19
Other Expenses	318.64	493.80	1,545.01	1440.38
Total	497.84	625.08	5,175.69	3375.95
Profit / (Loss) from ordinary activities before exceptional items	73.94	(2.18)	(1,997.27)	641.11
Exceptional items	-	-	(1,742.57)	-
Profit / (Loss) from ordinary activities before tax	73.94	(2.18)	(254.70)	641.11
Tax Expense				
Current Year Tax	20.51	-	183.91	250.08
Deferred Tax Credit	2.50	2.64	49.20	329.18
Earlier year		(1.44)	-	(1.44)
Profit after Tax	50.93	(3.38)	(487.81)	63.29
Other Comprehensive income for the year	(0.22)	1.20	(0.22)	(0.50)
Total Comprehensive income for the year	50.71	(2.18)	(488.03)	62.79
Basic and Diluted Earnings per equity share (Rs.)	0.38	(0.03)	(3.65)	0.47

COMPANY'S PERFORMANCE:

Standalone

18th Annual Report 2024-25

The standalone revenue from operations in FY 2024-25 stood at Rs. 571.77 Lakhs. Total expenses for the year stood at Rs. 497.84 Lakhs. The profit stood at Rs. 73.94 Lakhs and net profit after tax for the year came in at Rs. 50.93 Lakhs.

Consolidated

The consolidated revenue for the year stood at Rs. 3,178.42 Lakhs. Total expenses for the year stood at Rs. 5,175.69 Lakhs. The profit before taxation (PBT) stood at Rs. (254.70) Lakhs.

There has been no change in the nature of business of the Company during the year under review. A detailed note on the Company's operational and financial performance is given in Management Discussion and Analysis (MDA) Report which is annexed to the Director's Report. The MDA report has been prepared in compliance with the terms of Regulation 34(2) (e) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

FINANCIAL STATEMENTS:

This Statement of Standalone and Consolidated Financial Results have been prepared in accordance with Indian Accounting standards (Ind AS) prescribed under Section 133 of the Companies Act 2013, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, Companies (Indian Accounting standards) (Amendment) Rules, 2016 and other accounting principles generally accepted in India.

2. SHARE CAPITAL

The paid up equity share capital as on 31st March, 2025 was Rs. 1336 Lakhs. There was no public issue, rights issue, bonus issue or preferential issue, etc. during the year. The Company has not issued shares with differential voting rights, sweat equity shares, nor has it granted any stock options.

3. DIVIDEND:

Considering the prevailing economic conditions and the requirement of cash the Board of Directors does not recommend any dividend for the financial year ended 31st March, 2025.

4. TRANSFER TO RESERVES:

Your Company does not propose to transfer any amount to the General Reserve.

5. PUBLIC DEPOSITS:

During the financial year 2024-2025, your Company has not accepted any deposit within the meaning of Sections 73 of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014.

6. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Detailed information on the operations of the Company and details on the state of affairs of the Company are covered in the Management Discussion and Analysis Report. The Management Discussion and Analysis forms an integral part of this Report.

7. CORPORATE GOVERNANCE REPORT:

Pursuant to Regulation 34(3) read with Para C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), the Management Discussion and Analysis, Report on Corporate Governance and a Certificate by the Chairman & Chief Financial Officer (CFO) confirming compliance by all the Board Members and Senior Management Personnel with Company's Code of Conduct are made a part of the Annual Report.

8. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**BOARD'S COMPOSITION AND INDEPENDENCE**

As on date, the Board is comprised of Two Executive Directors, one Non-Executive Non-Independent Directors and Four Non-Executive Independent Directors.

DECLARATION OF INDEPENDENCE

The Company has received necessary declarations from the Independent Directors stating that they meet the prescribed criteria for independence.

NUMBER OF MEETINGS OF THE BOARD

During the year under review, 8 (Eight) Board meetings were held. Detailed information is given in the Corporate Governance Report.

RETIREMENT BY ROTATION

Mr. Prabhakara Naig (DIN: 00716975), Executive Director, retires by rotation at the ensuing Annual General Meeting, and being eligible offers himself for re-appointment.

APPOINTMENT & RESIGNATION DURING THE YEAR

- i. Mr. Manoj Malpani (DIN:05174775) resigned from the post of Director of the Company with effect from 1st April 2024.
- ii. Mr. Aneish Kumaran Kumar (DIN:08766256) resigned from the post of Non-Executive Independent Director of the Company with effect from 1st December, 2024
- iii. Ms. Sonam Satish Kumar Jain (DIN:06848245) resigned from the post of Non-Executive Independent Director of the Company with effect from 31st March, 2025

18th Annual Report 2024-25

- iv. Ms. Shalini Patidar (DIN:06521823) who was appointed as an Additional Director (Non-Executive & Non Independent) with effect from 14th November 2024 was regularized on 13th February, 2025 by postal ballot
- v. Mr. Abhay Kumar Sethia (DIN:09721583) who was appointed as an Additional Director (Non-Executive & Independent) with effect from 13th January 2025 was regularized on 13th February, 2025 by postal ballot
- vi. Mr. Nitesh Singh (DIN:08707310) who was appointed as an Additional Director (Non-Executive & Independent) with effect from 29th March 2025 was regularized in the Extra-ordinary General Meeting held on 24th June 2025.
- vii. Ms. Ranu Jain (DIN:11012104) who was appointed as an Additional Director (Non-Executive & Independent) with effect from 29th March 2025 was regularized in the Extra-ordinary General Meeting held on 24th June 2025.
- viii. Mr. Manoj Malpani resigned from the post of CFO & Directorship on 01st April, 2024.
- ix. Mr. Pandoo Naig was appointed as the Interim CFO of the Company on 03rd June 2024.
- x. Ms. Divya Modi resigned as Company Secretary and Compliance Officer of the Company on 13th April, 2024
- xi. Mrs. Kajal Shethia was appointed as the Company Secretary & Compliance Officer of the Company on 03rd June 2024

(Note:

- A. Mrs. Kajal Shethia resigned from Company Secretary and Compliance Officer of the Company w.e.f 24th June, 2025
- B. Mr. Rohit Gupta was appointed as the Company Secretary & Compliance Officer of the Company on 07th August, 2025

COMMITTEES OF THE BOARD

The Company's Board has the following committees:

- 1. Audit Committee
- 2. Nomination and Remuneration Committee
- 3. Stakeholders' Relationship Committee
- 4. Risk Management Committee
- 5. POSH & ESG Committee

Details of Committee membership, terms of reference of the Committees and attendance at meetings of the Committees are provided in the Corporate Governance report.

9. ANNUAL EVALUATION OF THE PERFORMANCE OF BOARD, ITS COMMITTEES AND DIRECTORS:

Information on the manner in which formal annual evaluation has been made by the Board of its own performance and that of its Committees and individual directors is given in the Corporate Governance Report.

10. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134(3) (c) of the Companies Act, 2013, your Directors confirm:

- e) that the applicable accounting standards have been followed in the preparation of the annual accounts and that there are no material departures;
- f) that such accounting policies have been selected and applied consistently and judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at March 31, 2025 and of the profit/loss of the Company for the year ended on that date;
- g) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act to safeguard the assets of the Company and to prevent and detect fraud and other irregularities;
- h) that the directors had prepared the annual accounts on a going concern basis; and
- i) that they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- j) that proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

11. SECRETARIAL STANDARDS

The Company complies with all applicable secretarial standards.

12. SUBSIDIARIES & Associate and Joint Venture Companies:

As on 31st March, 2025, the Company had Eight Subsidiaries and one Associate namely:

1. Eyelid Infrastructure Private Limited (Wholly Owned Subsidiary)
2. Dealmoney Insurance Broking Private Limited (Wholly Owned Subsidiary)
3. Sarsan Securities Private Limited (Wholly Owned Subsidiary)
4. Dealmoney Distribution And Advisory Services Private Limited (Wholly Owned Subsidiary)
5. Dealmoney Commodities Private Limited (Subsidiary)
6. Dealmoney Financial Services Private Limited (Subsidiary)
7. Continental Control Limited (Associate)
8. Dealmoney Real Estate Private Limited (Subsidiary w.e.f 31.03.2025)
9. Dealmoney Distribution & E-marketing Private Limited (Subsidiary w.e.f 31.03.2025)

NAME OF THE COMPANIES WHICH HAVE BECAME / CEASED TO BE SUBSIDIARIES / ASSOCIATES OR JOINT VENTURES DURING THE YEAR

18th Annual Report 2024-25

During the financial year 2024-25, the following changes took place in the Company's group structure in accordance with the provisions of Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014:

1. Companies which became Subsidiaries / Associates / Joint Ventures

Continental Controls Limited has become an Associate Company of Onelife Capital Advisors Limited due to the Share Purchase Agreement entered by Onelife Capital Advisors Limited for purchase of 24.56% of voting & Equity Capital during the year. And

Dealmoney Real Estate Private Limited and **Dealmoney Distribution & E-marketing Private Limited**, which were earlier step-down subsidiaries of the Company through **Dealmoney Commodities Private Limited** (a subsidiary of the Company), have become direct subsidiaries of Onelife Capital Advisors Limited with effect from **31st March, 2025**.

Apart from the above, no other company has become or ceased to be a subsidiary, associate, or joint venture of the Company during the year under review.

The summary of the key financials of the Company's subsidiaries in **Form AOC-1** is included in this Annual Report as **Annexure- [1]** to the board's report. Salient features of financial statements of all subsidiaries of your Company is attached to the Accounts which forms part of Consolidated Financial Statements in compliance with Section 129 and other applicable provisions, if any, of the Companies Act, 2013.

Any member desirous of obtaining a soft copy of the aforesaid financial statements may write to the Company Secretary at cs@onelifecapital.in. The financial statements including the Consolidated Financial Statements, financial statements of each Subsidiary have been uploaded on the website of the Company i.e. www.onelifecapital.in.

13. STATUTORY DISCLOSURES:

The financial statements of each subsidiary companies is kept for inspection by any member of the Company at its Registered Office during business hours on all days except Saturdays, Sundays and public holidays up to the date of the Annual General Meeting (AGM) as required under Section 136 of the Companies Act, 2013. You may write to the Company Secretary on cs@onelifecapital.in and also the same are placed on the Company's website www.onelifecapital.in.

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

There have been no other material changes and commitments 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 this report.

After the close of the financial year, the Company filed an appeal before the Hon'ble SAT against the SEBI order dated 28th March, 2025. Vide order dated 2nd May, 2025, SAT directed that the Company's "fit and proper" status shall remain unchanged until further orders, while also restraining Mr. Pandoo Naig and Mr. Prabhakara Naig from accessing the securities market for one year from 21st October, 2024. Further, the recovery of penalty imposed under the SEBI order has been stayed subject to deposit of 50% of the amount, i.e. Rs. 25 Lakhs by the Company and Rs. 25 Lakhs by Mr. Pandoo Naig. The Company has complied with the said directions.

The said order has been challenged in the the Hon. Securities Appellate Tribunal (SAT) and the final outcome is awaited. The said order will affect the operational, reputational and financial position of the Company. As per the recent order of SAT, the debarment of the two Directors, namely Mr. Pandoo Naig and Mr. Prabhakara Naig, as well as restrictions applicable to Onelife Capital Advisors Limited (OCAL), continue to remain in force.

15. DISCLOSURE RELATING TO REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND PARTICULARS OF EMPLOYEES:

The information required under Section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Directors/ employees of your Company is set out in "Annexure [2]" to this Report and is available on the website of your Company i.e. www.onelifecapital.in. A physical copy of the same will be made available to any shareholder on request.

The salient aspects covered in the Nomination and Remuneration Policy, covering the policy on appointment and remuneration of Directors and other matters have been outlined in the Corporate Governance Report which forms part of this Report.

16. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

During the year under review, there were no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

17. LISTING OF EQUITY SHARES:

Pursuant to the provisions of Listing Agreement with the Stock Exchanges, the Company declares that the Equity Shares of the Company are listed at the BSE Limited and NSE Limited.

The Company confirms that it has paid Annual Listing Fees due to stock exchanges up to the Financial Year – 2024-25.

18. AUDITORS AND AUDITORS' REPORT:

iii) STATUTORY AUDITORS

M/s. Rafik & Associates, Chartered Accountants (Firm Registration No: W100608), were appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. N R

18th Annual Report 2024-25

Tibrewala & Co. LLP, Chartered Accountants (Firm Registration No: W100608), as approved by the members through postal ballot dated on January 13, 2025.

In accordance with the provisions of Section 139 of the Companies Act, 2013 and the rules made thereunder, the Board, on the recommendation of the Audit Committee, has proposed the appointment of **M/s. Rafik & Associates, Chartered Accountants (FRN 146573W)** to hold office as Statutory Auditors from the conclusion of ensuing AGM till the conclusion of the AGM to be held in **2030**, subject to approval of the Shareholders of the Company at the ensuing AGM.

The Auditors' Report does not contain any qualification. The Notes to Financial Statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

iv) COST AUDITORS

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 to the Company for the FY 2024-25.

v) SECRETARIAL AUDIT:

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and amended Regulation 24A of the SEBI Listing Regulations, the Board has based on the recommendation of Audit Committee approved appointment of M/s. Ajay Kumar & Co., Practicing Company Secretary (Membership No. 3399 & Certificate of Practice No. 2944), a peer reviewed firm of Company Secretaries in Practice (Peer Review Certificate No. 1119/20) as Secretarial Auditors of the Company for a period of five years, i.e., from FY 2025- 26 to FY 2029-30, subject to approval of the Shareholders of the Company at the ensuing AGM.

The listed entity and its unlisted material subsidiaries shall provide Secretarial Audit Report in Form No. MR-3 as required under Companies Act, 2013 and the rules made thereunder for the purpose of compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Hence, pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company has appointed M/s. Ajay Kumar & Co., Practicing Company Secretary (Membership No. 3399 & Certificate of Practice No. 2944) to conduct the Secretarial Audits of your Company. The Secretarial Audit Report of the Company is annexed herewith as **"Annexure - [3]"** to this Report, and the Secretarial Audit Report of unlisted Material Subsidiary i.e Dealmoney Commodities Private Limited is annexed herewith as **"Annexure-[4]"**

19. EXTRACT OF ANNUAL RETURN:

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, the Annual Return as on March 31, 2025 is available on the Company's website at www.onelifecapital.in.

20. RELATED PARTY TRANSACTIONS:

All Related Party Transactions that were entered during the financial year were on an arm's length basis and in the ordinary course of business and is in compliance with the applicable provisions of the Act and the Listing Regulations. There were no materially significant Related Party Transactions made by the Company during the year that required shareholders' approval under Regulation 23 of the Listing Regulations.

Details with respect to transactions with related parties entered into by the Company during the year under review are disclosed in the accompanying financial results and the details pursuant to clause (h) of Section 134(3) of act and Rule 8(2) of the Companies (Accounts) Rules, 2014 are given in "Annexure - [5]" in the form AOC-2.

Further, details of related party transactions are presented in Note No. 39 of notes to consolidated financial statements of the Company.

21. PARTICULARS OF LOANS, GUARANTEE OR INVESTMENTS:

Information regarding loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 are mentioned in detail in the Financial Statements.

22. RISK MANAGEMENT POLICY:

Information on the development and implementation of a Risk Management Policy of the Company including identification therein of elements of risk which in the opinion of the Board may threaten the existence of the Company, is given in the Corporate Governance Report.

There are no risks which in the opinion of the Board threaten the existence of your Company. However, some of the risks which may pose challenges are set out in the Management Discussion and Analysis which forms part of this Report.

23. VIGIL MECHANISM POLICY:

Your Company is committed to highest standards of ethical, moral and legal business conduct. Accordingly, the Board of Directors has formulated a Whistle Blower Policy & Vigil Mechanism which is in compliance with the provisions of Section 177 (10) of the Companies Act, 2013 and Regulation 22 of the Listing Regulation, 2015. The policy provides for a framework and process whereby concerns can be raised by its directors and employees against any kind of discrimination, harassment, victimization or any other unfair practice being adopted against them. More details on the Whistle Blower Policy & Vigil Mechanism of your Company have been outlined in the Corporate Governance Report which forms part of this report.

24. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE:

18th Annual Report 2024-25

The Company has zero tolerance for sexual harassment at the work place and has adopted a policy on prevention, prohibition and redressal of sexual harassment in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder for prevention and redressal of complaints of sexual harassment at workplace.

Summary of sexual harassment issues raised attended and dispensed during financial year 2025:

- 9. No. of complaints received: Nil
- 10. No. of complaints disposed off: Nil
- 11. No. of cases pending for more than 90 days: Nil

25. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The Company being engaged in the Advisory Services does not have any energy utilization or technology absorption.

During the year under review, there are no foreign exchange earnings and outgo.

26. INTERNAL CONTROL SYSTEM:

The Board ensures the effectiveness of the Company's system of internal controls including financial, operational and compliance control and risk management controls and the same is subject to review periodically by the Board of Directors and M/s. G.S. Toshniwal & Associates, Chartered accountants for its effectiveness. The control measures adopted by the company have been found to be effective and adequate to the Company's requirement.

27. CORPORATE SOCIAL RESPONSIBILITY:

The provisions of Corporate Social Responsibility are not applicable to the Company.

28. CAUTIONARY STATEMENT:

Certain statements in the Directors' Report describing the Company's objectives, projections, estimates, expectations or predictions may be forward-looking statements within the meaning of applicable securities laws and regulations. Actual results could differ from those expressed or implied. Important factors that could make a difference to the Company's operations include labour and material availability, and prices, cyclical demand and pricing in the Company's principal markets, changes in government regulations, tax regimes, economic development within India and other incidental factors.

29. ACKNOWLEDGEMENT:

Your Directors wish to convey their gratitude and place on record their appreciation for all the employees at all levels for their hard work, solidarity, cooperation and dedication during the year. Your Directors sincerely

convey their appreciation to customers, shareholders, vendors, bankers, business associates, regulatory and government authorities for their continued support.

Registered Office:

Regd. Off: Plot No. A356, Road No. 26,
Wagle Industrial Estate, MIDC,
Thane (West) - 400604, Maharashtra

CIN: L74140MH2007PLC173660

E-mail: cs@onelifecapital.in

Website: www.onelifecapital.in

Tel no.: 022-25833206

Place: Thane

Date: 05 September 2025

For and on behalf of the Board
ONELIFE CAPITAL ADVISORS LIMITED

Sd/-

Prabhakara Naig
Whole Time Director
DIN: 00716975



onelife
one solution

Annexure [1] to Board's Report

FORM AOC – 1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Financial Information on Subsidiary Companies for the year ended March 31, 2025
(Amount in Rs.)

Particulars	1	2	3	4
	Eyelid Infrastructure Private Limited	Dealmoney Insurance Broking Private Limited	Dealmoney Distribution and Advisory Services Private Limited	Dealmoney Commodities Private Limited
Capital	10.00	100,00,000.00	2,40,00,000	18,28,70,060
Other Equity	(138.67)	(64,36,620)	(4,96,44,235)	19,07,56,307
Total Assets	244.03	36,16,949	6,77,19,828	58,05,21,501
Total Liabilities	372.70	53,570	9,33,64,063	20,68,95,134
Investments	210.31	-	6,32,00,000	1,50,000
Total Income	-	-	-	13,32,76,494
Profit/(Loss) Before Taxation	(0.16)	(17,13,872)	(28,95,728)	1,92,98,277
Provision for Taxation	-	-	-	-
Profit/(Loss) After Taxation	(0.16)	(17,13,872)	(28,95,728)	1,43,92,340
Proposed Dividend	-	-	-	-

(Amount in Rs.)

Particulars	5	6	7	8
	Dealmoney Financial Services Private Limited	Sarsan Securities Private Limited	Dealmoney Real Estate Private Limited	Dealmoney Distribution And E-Marketing Private Limited
Capital	10,00,000	1,36,34,350	10,00,000	4,75,00,000
Other Equity	(1,65,012)	7,19,67,013	(3,19,02,092)	(24,68,38,557)
Total Assets	8,54,988	31,80,66,298	21,90,03,069	40,05,62,209
Total Liabilities	20,000	23,24,64,935	24,99,05,161	59,99,00,766
Investments	-	385	-	12,65,00,000
Total Income	-	3,43,78,241	-	6,00,92,718

Profit/(Loss) Before Taxation	(30,708)	2,28,24,300	(2,01,87,571)	(7,94,12,461)
Provision for Taxation	-	(55,87,754)	-	-
Profit/(Loss) After Taxation	(30,708)	1,72,36,546	(2,01,87,571)	(7,94,12,461)
Proposed Dividend	-	-		

Registered Office:

Regd. Off: Plot No. A356, Road No. 26,
Wagle Industrial Estate, MIDC,
Thane (West) - 400604, Maharashtra

For and on behalf of the Board
ONELIFE CAPITAL ADVISORS LIMITED

CIN: L74140MH2007PLC173660

E-mail: cs@onelifecapital.in

Website: www.onelifecapital.in

Tel no.: 022-25833206

Sd/-

Prabhakara Naig

Whole Time Director

DIN: 00716975

Place: Thane

Date: 05 September 2025

onelife
one solution

Annexure [2] to Board's Report

STATEMENT OF DISCLOSURE OF REMUNERATION UNDER SECTION 197 OF COMPANIES ACT, 2013 AND RULE 5(1) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

- i. Ratio of the remuneration of each Executive Director to the median remuneration of the Employees of the Company for the financial year 2024-2025, the percentage increase in remuneration of Chief Executive Officer, Chief Financial Officer and other Executive Director and Company Secretary during the financial year 2024-25:

Sr. No.	Name of Director/KMP	Designation	Ratio of remuneration of each Director to median remuneration of Employees	Percentage increase in Remuneration
1	Mr. Prabhakara Naig	Chairman and Whole Time Director	4.70	Nil
2	Mr. Pandoo Naig	Executive Director	4.70	Nil
3	Ms. Kajal Sethia	Company Secretary	1.88	Nil

Notes:

- The aforesaid details are calculated on the basis of remuneration for the financial year 2024-25.
 - Median remuneration of the Company for all its employees is Rs. 319086/- for the financial year 2024-25.
 - The Non-Executive Directors of the Company are entitled to sitting fee. The details of sitting fees of Non-Executive Directors are provided in the Corporate Governance Report. The ratio of remuneration and percentage increase for Non-Executive Directors Remuneration is therefore not considered for the purpose above.
- ii. The percentage not increase in the median remuneration of Employees for the financial year 2024-2025
- iii. The Company has 32 permanent Employees on the rolls of Company as on 31st March, 2025.
- iv. There was no increase in the Average percentage made in the salaries of Employees and the managerial personnel in the financial year.
- v. The key parameters for any variable component of remuneration: Not applicable.
- vi. It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.

- vii. Particulars of employees in accordance with Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014: Nil

Registered Office:

Regd. Off: Plot No. A356, Road No. 26,
Wagle Industrial Estate, MIDC,
Thane (West) - 400604, Maharashtra

For and on behalf of the Board
ONELIFE CAPITAL ADVISORS LIMITED

CIN: L74140MH2007PLC173660

E-mail: cs@onelifecapital.in

Website: www.onelifecapital.in

Tel no.: 022-25833206

Sd/-

Prabhakara Naig
Whole Time Director
DIN: 00716975

Place: Thane

Date: 05 September 2025



onelifecapital
one solution

Annexure [3] to Board's Report**Form No. MR- 3****SECRETARIAL AUDIT REPORT****FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025**

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members
ONELIFE CAPITAL ADVISORS LIMITED
Plot No. A 356, Road No. 26,
Wagle Industrial Estate,
MIDC, Thane (W) – 400604.

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ONELIFE CAPITAL ADVISORS LIMITED** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me 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 and 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, 2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (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 to the extent of their applicability to the Company;
- (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;

- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (d) The Securities Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable during the Audit period)
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable during the 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;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable during the Audit period) and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable during the Audit period)
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(vi) OTHER LAWS SPECIFICALLY APPLICABLE TO THE COMPANY

No other law is specifically applicable to the Company. The Company has also confirmed the same.

(vii) OTHER LAWS APPLICABLE TO THE COMPANY

The adequate systems and processes are in place to monitor and ensure compliance with general laws like labour laws, environmental laws etc. to the extent of their applicability to the Company.

I have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, except to the extent as mentioned below:

- i. The Financial Statements for the Financial Year ended 31.03.2024 was filed on 04.06.2024 with Bombay Stock Exchange (BSE) and Nation Stock Exchange of India Limited (NSE). Alongwith the financial Statement, the Statement on Impact of Audit Qualifications was also required to be filed. The Statement on Impact of Audit Qualifications (XBRL) was filed with NSE on 13.06.2024 belatedly. There was delay of 8 Days. This is violation of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In this regard, on enquiry the company has stated that the said delay had occurred because of technical problem from NSE side. This matter was pending before and could not be resolved regarding error of time.
- ii. The Financial Statements for the Financial Year ended 31.03.2024 has to be filed within 60 days from the end of the Financial Year. The Financial Statement was filed 04.06.2024 with BSE and

18th Annual Report 2024-25

NSE. There was delay of 5 days. However, company has filed reasons for delay on 15.06.2024. This is violation of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A fine of Rs. 29,500/- was imposed on the Company by BSE and NSE for non-compliance of the said Regulation. The fine was paid by the Company on 01.07.2024 to BSE and NSE.

- iii. The Newspaper Publication for the Quarter ended September, 2024 for Standalone Unaudited Financials Result has to be published in 2 Newspapers within 48 hours of the conclusion of the meeting in which the Standalone Unaudited Financials were approved. Board Meeting was held on 14.11.2024 and the publication was made on 16.11.2024 in "Business Standard" Newspaper and on 19.11.2024 in "Global Times" Marathi Newspaper. There was delay of 3 days in publication in Marathi Newspaper. This is violation of Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- iv. A fine of Rs. 5,36,900/- was imposed on the Company from BSE and NSE for non-compliance of Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended September, 2024. The fine was paid by the Company on 06.12.2024 to BSE and NSE.
- v. A fine of Rs. 2,59,600/- was imposed on the Company from BSE and NSE for non-compliance of Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended December, 2024. The fine was paid by the Company on 02.04.2025 to BSE and on 29.03.2025 to NSE.
- vi. In exercise of the powers conferred under sub-sections (1), (4) and (4A) of section 11, sub-sections (1) and (2) section 11B read with section 19 of the SEBI Act, 1992 and Rule 5 of the SEBI (Procedure for Holding Inquiry and Imposing Penalties) Rules, 1995, hereby the following directions have been issued by SEBI vide order dated 28.03.2025:
 - a) Onelife Capital Advisors Limited, Pandoo Naig and Prabhakara Naig are, hereby, restrained from accessing the securities market and further prohibited from buying, selling or otherwise dealing in securities, directly or indirectly, or being associated with the securities market in any manner, whatsoever, for a period of one year, from the date of interim order cum SCN i.e. October 21, 2024.
 - b) Pandoo Naig and Prabhakara Naig are restrained from being associated with the securities market, in any manner whatsoever, including as a director or Key Managerial Personnel in any listed company, except OCAL, or an intermediary registered with SEBI or a public company which intends to raise money from public in the securities market, for a period of one year, from the date of interim order cum SCN i.e October 21, 2024.
 - c) Noticee Nos. 1 to 9 are hereby imposed with monetary penalties as specified hereunder:

Noticee No.	Name of Noticee	Provisions under which penalty imposed	Penalty Amount (INR)
1.	Onelife Capital Advisors Limited	Section 15HA of the SEBI Act	INR 15,00,000/- (Rupees Fifteen Lakh)

		Section 15HB of the SEBI Act	INR 10,00,000/- (Rupees Ten Lakh)
2.	Pandoo Naig	Section 15HA of the SEBI Act	INR 15,00,000/- (Rupees Fifteen Lakh)
		Section 15HB of the SEBI Act	INR 10,00,000/- (Rupees Ten Lakh)
3.	Prabhakara Naig	Section 15HA of the SEBI Act	INR 15,00,000/- (Rupees Fifteen Lakh)
		Section 15HB of the SEBI Act	INR 10,00,000/- (Rupees Ten Lakh)
4.	Manoj Ramgopal Malpani	Section 15HA of the SEBI Act	INR 7,00,000/- (Rupees Seven Lakh)
		Section 15HB of the SEBI Act	INR 3,00,000/- (Rupees Three Lakh)
5.	Ram Narayan Gupta	Section 15HB of the SEBI Act	5,00,000/- (Rupees Five Lakh)
6.	Amol Shivaji Autade	Section 15HB of the SEBI Act	5,00,000/- (Rupees Five Lakh)
7.	Sonam Satish Kumar Jain	Section 15HB of the SEBI Act	5,00,000/- (Rupees Five Lakhs)
8.	Dhananjay Chandrakant Parikh	Section 15HB of the SEBI Act	3,00,000/- (Rupees Three Lakh)
9.	Gurunath Mudlapur	Section 15HB of the SEBI Act	3,00,000/- (Rupees Three Lakh)

- d) Noticee Nos. 1 to 9 shall pay the respective penalty imposed on them within a period of forty-five (45) days from the date of receipt of this Order. In case of failure to do so, simple interest at the rate of 12% per annum shall be applicable from the expiry of the said 45 days till the date of actual payment;

I further report that:

- i. The Board of Directors of the Company was not duly constituted with proper balance of Executive Director, Non-Executive Directors and Independent Directors as Company failed to comply with Regulation 17(1)(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as the company failed to appoint minimum six Directors.
- ii. 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 except wherever the meeting was held at a shorter notice the provisions of Section 173(3) of Companies Act, 2013 were duly complied with 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.

18th Annual Report 2024-25

- iii. All decisions at Board Meetings & Committee Meetings are carried out at majority as recorded in the minutes of the meetings of the Board of Directors or the Committees of the Board, as the case may be.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period:

- i. Mr. Manoj Ramgopal Malpani has resigned as Chief Financial Officer and Additional Director of the Company w.e.f. 01.04.2024.
- ii. Ms. Divya Modi has resigned as Company Secretary and Compliance Officer of the Company w.e.f. 13.04.2024.
- iii. Mr. Pandoo Naig has been appointed as an Interim Chief Financial Officer of the Company w.e.f. 03.06.2024.
- iv. Mr. Kajal Shethia has been appointed as Company Secretary and Compliance Officer of the Company w.e.f. 03.06.2024.
- v. The Company ratified certain Related Party Transactions (RPTs) for the past 3 financial years (FY 2018-19 to FY 2020-21) in compliance with Section 188 and 186 of the Companies Act, 2013, and Regulation 23 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 by passing Ordinary Resolution at the Annual General Meeting held on 29.09.2024. These transactions, amounting to approximately ₹6,180 Lakhs, were retrospectively approved by the Audit Committee, the Board, and, where required, by shareholders through Ordinary Resolutions. Even though the company has ratified certain related party transactions yet it will not absolve the company from the violation of applicable provisions of Companies Act, 2013 and Securities Exchange Board of India, 2015.
- vi. Mr. Pandoo Naig was re- appointed as Director being eligible for re-appointment upon retirement by rotation by passing Ordinary Resolution at the Annual General Meeting held on 30.09.2024.
- vii. Ms. Shalini Shivcharan Patidar has been appointed as Additional Non-Executive & Non-Independent Director in the Board meeting held on 14.11.2024 and her appointment was regularized as Director by passing Special Resolution through Postal Ballot Notice dated 13.01.2025. The results for the said Notice were declared on 14.02.2025.
- viii. M/s. N R Tibrewala & Co LLP, Chartered Accountants, Chartered Accountant has resigned as Statutory Auditors of the Company w.e.f. 14.11.2024. Form ADT-3 was filed with Registrar of Companies on 01.01.2025 belatedly.
- ix. M/s Rafik & Associates, Chartered Accountants has been appointed as Statutory Auditors of the Company in the Board Meeting held on 23.12.2024 and by passing Ordinary Resolution through Postal Ballot Notice dated 13.01.2025. The results for the said Notice were declared on 14.02.2025.
- x. Mr. Aneish Kumaran Kumar has resigned as Director of the company w.e.f. 01.12.2024.
- xi. Mr. Abhay Kumar Sethia has been appointed as Additional non-executive Independent Director in the Board meeting held on 13.01.2025 and his appointment was regularized as Director by passing

Special Resolution through Postal Ballot Notice dated 13.01.2025. The results for the said Notice were declared on 14.02.2025.

- xii. Dr. Ranu Jain has been appointed as Additional non-executive Independent Director in the Board meeting held on 29.03.2025 who shall hold office till the conclusion of ensuing Annual General Meeting.
- xiii. Mr. Nitesh Singh has been appointed as Additional non-executive Independent Director in the Board meeting held on 29.03.2025 who shall hold office till the conclusion of ensuing Annual General Meeting.
- xiv. Mrs. Sonam Satish Kumar Jain has ceased to be an Independent Director of the company w.e.f. 31.03.2025 as her tenure has been completed.

I further report

Auditor's Responsibility

- (i) The Audit has been conducted as per the applicable Auditing standards issued by ICSI.
- (ii) The Auditor has obtained reasonable assurance about the statements prepared; documents and records maintained by the Company are free from misstatement.
- (iii) The Auditor has responsibility only to express an opinion on the evidences collected, information received and records maintained by the Company and given by the management.
- (iv) The Company has followed applicable laws, act, rules or regulations in maintaining their records, documents, statements while performing any corporate action.
- (v) Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some Misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the Standards.

Sd/-

AJAY KUMAR

Ajay Kumar & Co.

Practising Company Secretary

FCS No. 3399

C.P. No. 2944

UDIN: F003399G000482460

Peer Review Certificate No. 1119/2021

Date: 29/05/2025

Place: Mumbai

Note: This report is to be read with our letter of even date which is annexed as 'Annexure A' and forms an integral part of this report.



onelife

'Annexure A'

To,

The Members

ONELIFE CAPITAL ADVISORS LIMITED

Plot No. A 356, Road No. 26,
Wagle Industrial Estate,
MIDC, Thane (W) – 400604.

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurances 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 processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Sd/-

AJAY KUMAR
Ajay Kumar & Co.
Practising Company Secretary
FCS No. 3399
C.P. No. 2944
UDIN: F003399G000482460
Peer Review Certificate No. 1119/2021

Date: 29/05/2025

Place: Mumbai

Note: This report is to be read with our letter of even date which is annexed as 'Annexure A' and forms an integral part of this report.

Annexure [4] to Board's Report

Form No. MR- 3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members

DEALMONEY COMMODITIES PRIVATE LIMITED

Plot No. A356/357, Road No. 26,
Wagle Industrial Estate,
MIDC, Thane (West)- 400604.

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **DEALMONEY COMMODITIES PRIVATE LIMITED** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me 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 and 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, 2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (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 to the extent of their applicability to the Company; (Not applicable 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 during the Audit period)
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; (Not applicable during the Audit period)
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;(Not applicable during the Audit period)
- (d) The Securities Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable during the Audit period)
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable during the 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; (Not applicable during the Audit period)
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;(Not applicable during the Audit period)and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;(Not applicable during the Audit period)
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015;(Not applicable during the Audit period except Regulation 24(1) and 24A)

(vi) OTHER LAWS SPECIFICALLY APPLICABLE TO THE COMPANY

1. The Securities and Exchange Board of India (Stock Broker) Regulations, 1992
2. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018
3. The Depositories Act, 1996
4. BSE Bye-Laws
5. NSE Bye-Laws
6. CDSL Bye-Laws
7. MCX Bye-Laws

8. NCDEX Bye-Laws**(vii) OTHER LAWS APPLICABLE TO THE COMPANY**

The adequate systems and processes are in place to monitor and ensure compliance with general laws like labour laws, environmental laws etc. to the extent of their applicability to the Company.

I have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

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

I further report that:

- i) The Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Directors. The changes in the composition of the Board of Directors that took place during the period under review has been carried out in compliance with the provisions of the Act.
- ii) 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 except wherever the meeting was held at a shorter notice the provisions of Section 173(3) of Companies Act, 2013 were duly complied with 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.
- iii) All decisions at Board Meetings & Committee Meetings are carried out at majority as recorded in the minutes of the meetings of the Board of Directors or the Committees of the Board, as the case may be.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period:

- (i) Ms. Sheetal Duggar has resigned as a Company Secretary of the Company w.e.f. 30.06.2024.
- (ii) Mr. Pandoo Prabhakar Naig has resigned as Director of the Company w.e.f 27.11.2024. The form DIR 12 for his resignation was filed on 31.12.2024 belatedly.
- (iii) Mr. Dinakara Ananda Devadiga has been appointed as Additional Director in the Board meeting held on 27.12.2024 who shall hold office till the conclusion of ensuing Annual General Meeting.

- (iv) Ms. Manali Arun Naik was appointed as Company Secretary of the Company w.e.f 30.12.2024 in the board meeting held on 30.12.2024.
- (v) The new Auditor M/s Rafik & Associates, Chartered Accountants, have been appointed as Statutory Auditor for a period of 5 years by passing Ordinary Resolution at Annual General Meeting held on 28.09.2024 in violation of Section 139(9) of Companies Act, 2013. Secondly as per Board's Report dated 02.09.2024 it has been mentioned in paragraph 13 under the head "STATUTORY AUDITORS" that existing Auditor M/s Chaturvedi & Chaturvedi, Chartered Accountants have been removed. But it is noticed that the company has not complied with provisions of removal of auditor as specified in Section 140 of Companies Act, 2013. Hence, the existing Auditor has been removed in violation of Section 140 of Companies Act, 2013. The Form ADT-1 for appointment of M/s Rafik & Associates as Statutory Auditor was filed on 17.03.2024 belatedly.
- (vi) Mr. Abhay Kumar Sethia has been appointed as Additional Director in the Board meeting held on 28.03.2025 who shall hold office till the conclusion of ensuing Annual General Meeting.
- (vii) Form AOC 4 XBRL filed with Registrar of Companies on 09.04.2025 belatedly.
- (viii) Form MGT 7 filed with Registrar of Companies on 11.04.2025 belatedly.
- (ix)

I further report

Auditor's Responsibility

- (i) The Audit has been conducted as per the applicable Auditing standards issued by ICSI.
- (ii) The Auditor has obtained reasonable assurance about the statements prepared; documents and records maintained by the Company are free from misstatement.
- (iii) The Auditor has responsibility only to express an opinion on the evidences collected, information received and records maintained by the Company and given by the management.
- (iv) The Company has followed applicable laws, act, rules or regulations in maintaining their records, documents, statements while performing any corporate action.
- (v) Due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some Misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the Standards.

Sd/-
AJAY KUMAR
Ajay Kumar & Co.
Practising Company Secretary
FCS No. 3399
C.P. No. 2944
UDIN: F003399G00048M97

Date: 29/05/2025**Peer Review Certificate No. 1119/2021****Place: Mumbai**

Note: This report is to be read with our letter of even date which is annexed as 'Annexure A' and forms an integral part of this report.



onelife

'Annexure A'

To,

The Members

DEALMONEY COMMODITIES PRIVATE LIMITED

Plot No. A356/357, Road No. 26,

Wagle Industrial Estate,

MIDC, Thane (West)- 400604.

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurances 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 processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Sd/-

AJAY KUMAR

Ajay Kumar & Co.

Practising Company Secretary

FCS No. 3399

C.P. No. 2944

UDIN: F003399G00048M97

Peer Review Certificate No. 1119/2021

Date: 29/05/2025

Place: Mumbai

Annexure [5] to Board's Report

FORM AOC – 2

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

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

4. Details of contracts or arrangements or transactions not at arm's length basis:

Sr. No.	Name(s) of the related parties & Nature of Relationship	Nature of contracts/Arrangement /transactions	Duration of the contracts /arrangements /transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date(s) of approval by the Board, if any	Amount paid as advance, if any: (in Rs.)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188
NA	NA	NA	NA	NA	NA	NA	NA	NA

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

18. **Name(s) of the related parties & Nature of Relationship:** As provided below

19. **Nature of contracts/Arrangement /transactions:** As provided below

20. **Duration of the contracts /arrangements /transactions:** On ongoing basis in ordinary course of business

21. **Salient terms of the contracts or arrangements or transactions including the value, if any:** As agreed between parties

22. **Date(s) of approval by the Board, if any:**

23. **Transactions and amount outstanding with related parties as per Standalone Basis**

₹ In Lakhs					
Sr. No.	Particulars	Subsidiaries	Key Management Personnel	Relative of Key Management Personnel	Companies in which Key Management Personnel / Relative of Key Management Personnel Having Significant Influence
I	Loans Given				
	Vaaman Pesticides Pvt. Ltd	NIL	NIL	NIL	NIL
		(NIL)	(NIL)	(NIL)	(1.20)
	Dealmoney Commodities Private Limited (Formerly known as Dealmoney Securities)	151.00	NIL	NIL	NIL
		(NIL)	(NIL)	(NIL)	(NIL)
	Dealmoney Real Estate Private Ltd	550.00	NIL	NIL	NIL
		(NIL)	(NIL)	(NIL)	(NIL)
	Oodnap Securities (India) Limited	NIL	NIL	NIL	5.00
		(NIL)	(NIL)	(NIL)	(4.20)
	Dealmoney Distribution and Advisory Service Private Limited	NIL	NIL	NIL	NIL
		(17.79)	(NIL)	(NIL)	(NIL)
	Sarsan Securities Private Limited	243.50	NIL	NIL	NIL
II		(466.00)	(NIL)	(NIL)	(NIL)
	Continental Controls Ltd	NIL	NIL	NIL	3.84
		(NIL)	(NIL)	(NIL)	(NIL)
	Family Care Hospitals Ltd.	NIL	NIL	NIL	127.50
		(NIL)	(NIL)	(NIL)	(NIL)
	Pandoo Naig	NIL	5.50	NIL	NIL
		(NIL)	(12.63)	(NIL)	(NIL)
	Loans Taken				
	Family Care Hospitals Ltd.	NIL	NIL	NIL	NIL
		(NIL)	(NIL)	(NIL)	(65.08)
	DP Engineering and Consulting Pvt Ltd.	NIL	NIL	NIL	NIL
		(NIL)	(NIL)	(NIL)	(105.00)
	Dealmoney Commodities Private Limited (Formerly known as Dealmoney Securities)	NIL	NIL	NIL	NIL
		(82.70)	(NIL)	(NIL)	(NIL)
	Pran Fertilisers & Pesticides Pvt. Ltd	NIL	NIL	NIL	NIL
		(NIL)	(NIL)	(NIL)	(200.00)
III	Loans Repaid				
	DP Engineering and Consulting Pvt Ltd.	NIL	NIL	NIL	125.00
		(NIL)	(NIL)	(NIL)	(NIL)
	Dealmoney Commodities Private Limited (Formerly known as Dealmoney Securities)	82.70	NIL	NIL	NIL
		(NIL)	(NIL)	(NIL)	(NIL)
	Family Care Hospitals Ltd.	NIL	NIL	NIL	NIL
		(NIL)	(NIL)	(NIL)	(696.59)
	Sowgau Estates Pvt. Ltd.	NIL	NIL	NIL	92.15
		(NIL)	(NIL)	(NIL)	(NIL)
	Dealmoney Insurance Broking Pvt Ltd	19.64	NIL	NIL	NIL
		(NIL)	(NIL)	(NIL)	(NIL)
	Pran Fertilisers & Pesticides Pvt. Ltd	NIL	NIL	NIL	6.73
IV		(NIL)	(NIL)	(NIL)	(NIL)
	Loans Received Back				
	Oodnap Securities (India) Limited	NIL	NIL	NIL	NIL
		(NIL)	(NIL)	(NIL)	(465.10)
	Dealmoney Commodities Private Limited (Formerly known as Dealmoney Securities)	151.00	NIL	NIL	NIL
		(NIL)	(NIL)	(NIL)	(NIL)
	Dealmoney Real Estate Private Ltd	230.00	NIL	NIL	NIL
		(NIL)	(NIL)	(NIL)	(NIL)
	Sarsan Securities Private Limited	995.73	NIL	NIL	NIL
		(105.50)	(NIL)	(NIL)	(NIL)
	Pran Fertilisers & Pesticides Pvt. Ltd	NIL	NIL	NIL	NIL
		(NIL)	(NIL)	(NIL)	(696.79)
	Family Care Hospitals Ltd.	NIL	NIL	NIL	67.33
		(NIL)	(NIL)	(NIL)	(696.59)
	Pandoo Naig	NIL	18.13	NIL	NIL
		(NIL)	(12.63)	(NIL)	(NIL)

18th Annual Report 2024-25

V	Interest Expenses				
	Family Care Hospitals Ltd.	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (24.07)
VI	Interest Income				
	Family Care Hospitals Ltd.	NIL (NIL)	NIL (NIL)	NIL (NIL)	2.87 (NIL)
	Eyelid Infrastructure Private Limited	NIL (18.29)	NIL (NIL)	NIL (NIL)	NIL (NIL)
	Sarsan Securities Private Limited	NIL (127.34)	NIL (NIL)	NIL (NIL)	NIL (NIL)
	Dealmoney Distribution and Advisory Service Private Limited	NIL (43.23)	NIL (NIL)	NIL (NIL)	NIL (NIL)
VII	Advisory Services Income				
	Dealmoney Distribution and E-Marketing Private Limited	NIL (348.80)	NIL (NIL)	NIL (NIL)	NIL (NIL)
VIII	Rent Paid				
	Eyelid Infrastructure Private Limited	NIL (1.14)	NIL (NIL)	NIL (NIL)	NIL (NIL)
IX	Remuneration to Key Management Personnel				
	T. K. P. Naig	NIL (NIL)	15.00 (15.00)	NIL (NIL)	NIL (NIL)
	Pandoo Naig	NIL (NIL)	15.00 (15.00)	NIL (NIL)	NIL (NIL)
	Manoj Malpani	NIL (NIL)	NIL (17.95)	NIL (NIL)	NIL (NIL)
	Divya Modi	NIL (NIL)	NIL (0.93)	NIL (NIL)	NIL (NIL)
	Kajal Shethia	NIL (NIL)	5.28 (NIL)	NIL (NIL)	NIL (NIL)
X	Profit Sharing				
	Pran Fertilisers & Pesticides Pvt. Ltd	NIL (NIL)	NIL (NIL)	NIL (NIL)	74.13 (NIL)
	DP Engineering and Consulting Pvt Ltd.	NIL (NIL)	NIL (NIL)	NIL (NIL)	72.18 (NIL)
XI	Professional Fees				
	Dealmoney Distribution and E-Marketing Private Limited	NIL (376.15)	NIL (NIL)	NIL (NIL)	NIL (NIL)
XII	Shares of DCPL				
	Gautam Deshpande	NIL (NIL)	NIL (NIL)	NIL (80.37)	NIL (NIL)
	Sowmya Deshpande	NIL (NIL)	NIL (NIL)	NIL (80.37)	NIL (NIL)
	Anandhi Naig	NIL (NIL)	NIL (NIL)	NIL (34.40)	NIL (NIL)
	Dealmoney Commodities Pvt. Ltd.	429.00 (3,606.61)	NIL (NIL)	NIL (NIL)	NIL (NIL)
XIII	Investment				
	Continental Controls Ltd	NIL (NIL)	NIL (NIL)	NIL (NIL)	60.38 (NIL)
	Dealmoney Real Estate Private Ltd	10.00 (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
	Dealmoney Distribution & E-marketing Pvt. Ltd.	2,490.00 (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)

XIV	Outstanding as at March 31, 2025			
	Loan Receivables			
	Eyelid Infrastructure Pvt. Ltd.	NIL	NIL	NIL
		(220.85)	(NIL)	(NIL)
	Sarsan Securities Pvt. Ltd.	872.61	NIL	NIL
		(1,624.84)	(NIL)	(NIL)
	Dealmoney Real Estate Private Ltd	320.00	NIL	NIL
		(NIL)	(NIL)	(NIL)
	Continental Controls Ltd	NIL	NIL	3.84
		(NIL)	(NIL)	(NIL)
	Family Care Hospitals Ltd.	NIL	NIL	62.75
		(NIL)	(NIL)	(NIL)
	Dealmoney Distribution and Advisory Services Private Limited	862.99	NIL	NIL
		(862.99)	(NIL)	(NIL)
	Oodnap Securities (India) Limited	NIL	NIL	386.69
		(NIL)	(NIL)	(381.69)
	Vaaman Pesticides Pvt. Ltd	NIL	NIL	60.15
		(NIL)	(NIL)	(60.15)
	Borrowings			
	Dealmoney Insurance Broking Pvt Ltd	32.91	NIL	NIL
		(52.55)	(NIL)	(NIL)
	Anandhi Naig	NIL	NIL	34.40
		(NIL)	(NIL)	(34.40)
	Gautam Deshpande	NIL	NIL	NIL
		(NIL)	(NIL)	(80.37)
	Sowmya Deshpande	NIL	NIL	NIL
		(NIL)	(NIL)	(80.37)
	DP Engineering and Consulting Pvt Ltd.	NIL	NIL	NIL
		(NIL)	(NIL)	(125.00)
	Pran Fertilisers & Pesticides Pvt. Ltd.	NIL	NIL	119.15
		(NIL)	(NIL)	(200.00)
	Sowgau Estates Pvt. Ltd.	NIL	NIL	NIL
		(NIL)	(NIL)	(92.15)
	Dealmoney Commodities Private Limited (Formerly known as Dealmoney Securities)	NIL	NIL	NIL
		(82.70)	(NIL)	(NIL)
	Trade Receivables			
	Dealmoney Distribution And E-Marketing Pvt Ltd	57.28	NIL	NIL
		(635.87)	(NIL)	(NIL)
	Dealmoney Commodities Private Limited (Formerly known as Dealmoney Securities)	NIL	NIL	NIL
		(109.94)	(NIL)	(NIL)
	Trade Payables			
	Dealmoney Distribution And E-Marketing Pvt Ltd	41.04	NIL	NIL
		(248.54)	(NIL)	(NIL)
	Investment			
	Continental Controls Ltd	NIL	NIL	60.38
		(NIL)	(NIL)	(NIL)
	Eyelid Infrastructure Private Limited	900.00	NIL	NIL
		(900.00)	(NIL)	(NIL)
	Dealmoney Distribution and Advisory Services Private Ltd.	400.00	NIL	NIL
		(400.00)	(NIL)	(NIL)
	Dealmoney Commodities Private Limited	4,367.54	NIL	NIL
		(4,367.54)	(NIL)	(NIL)
	Dealmoney Insurance Broking Private Ltd.	100.00	NIL	NIL
		(100.00)	(NIL)	(NIL)
	Dealmoney Financial Services Pvt Ltd	8.50	NIL	NIL
		(8.50)	(NIL)	(NIL)
	Sarsan Securities Private Limited	1,102.75	NIL	NIL
		(1,102.75)	(NIL)	(NIL)
	Dealmoney Real Estate Private Ltd	10.00	NIL	NIL
		(NIL)	(NIL)	(NIL)
	Dealmoney Distribution & E-marketing Pvt. Ltd.	2,490.00	NIL	NIL
		(NIL)	(NIL)	(NIL)

- Figures in the bracket indicate previous year's figures.

24. Transactions and amount outstanding with related parties as per Consolidated Basis

18th Annual Report 2024-25

Sr. No.	Particulars	Key Management Personnel	Relative of Key Management Personnel	Companies in which Key Management Personnel / Relative of Key Management Personnel Having Significant Influence
I	Loans Given			
	Vaaman Pesticides Pvt. Ltd	NIL (NIL)	NIL (NIL)	NIL (1.20)
	Oodnap Securities (India) Limited	NIL (NIL)	NIL (NIL)	5.00 (4.20)
	Family Care Hospitals Ltd.	NIL (NIL)	NIL (NIL)	127.50 (NIL)
	Continental Controls Ltd	NIL (NIL)	NIL (NIL)	3.84 (NIL)
	Pandoo Naig	5.50 (12.63)	NIL (NIL)	NIL (NIL)
II	Loans Taken			
	Family Care Hospitals Ltd.	NIL (NIL)	NIL (NIL)	NIL (65.08)
	DP Engineering and Consulting Pvt Ltd.	NIL (NIL)	NIL (NIL)	NIL (105.00)
	Pran Fertilisers & Pesticides Pvt. Ltd	NIL (NIL)	NIL (NIL)	NIL (200.00)
III	Loans Repaid			
	DP Engineering and Consulting Pvt Ltd.	NIL (NIL)	NIL (NIL)	125.00 (NIL)
	Family Care Hospitals Ltd.	NIL (NIL)	NIL (NIL)	NIL (696.59)
	Sowgau Estates Pvt. Ltd.	NIL (NIL)	NIL (NIL)	92.15 (NIL)
	Pran Fertilisers & Pesticides Pvt. Ltd	NIL (NIL)	NIL (NIL)	6.73 (NIL)
IV	Loans Received Back			
	Oodnap Securities (India) Limited	NIL (NIL)	NIL (NIL)	NIL (465.10)
	Pran Fertilisers & Pesticides Private Ltd	NIL (NIL)	NIL (NIL)	NIL (696.79)
	Family Care Hospitals Ltd.	NIL (NIL)	NIL (NIL)	67.33 (696.59)
	Pandoo Naig	18.13 (12.63)	NIL (NIL)	NIL (NIL)
V	Remuneration to Key Management Personnel			
	T. K. P. Naig	15.00 (15.00)	NIL (NIL)	NIL (NIL)
	Pandoo Naig	15.00 (15.00)	NIL (NIL)	NIL (NIL)
	Anil Bapardekar	9.64 (8.94)	NIL (NIL)	NIL (NIL)
	Manoj Malpani	NIL (17.95)	NIL (NIL)	NIL (NIL)
	Manali Arun Naik	1.63 (NIL)	NIL (NIL)	NIL (NIL)
	Sheetal Duggar	NIL (0.48)	NIL (NIL)	NIL (NIL)
	Divya Modi	NIL (0.93)	NIL (NIL)	NIL (NIL)
	Dinakar Devadiga	8.00 (NIL)	NIL (NIL)	NIL (NIL)
	Kajal Shethia	5.28 (NIL)	NIL (NIL)	NIL (NIL)

Sr. No.	Particulars	Key Management Personnel	Relative of Key Management Personnel	Companies in which Key Management Personnel / Relative of Key Management Personnel Having Significant Influence
VI	Cost Sharing Expenses			
	Family Care Hospitals Limited	NIL	NIL	74.94
		(NIL)	(NIL)	(81.41)
VII	Coupon			
	Family Care Hospitals Limited	NIL	NIL	-
		(NIL)	(NIL)	(605.00)
VIII	Security Deposit received/repaid			
	Family Care Hospitals Limited	NIL	NIL	700.00
		(NIL)	(NIL)	(700.00)
IX	Profit Sharing			
	Pran Fertilisers & Pesticides Pvt. Ltd	NIL	NIL	74.13
		(NIL)	(NIL)	(NIL)
	DP Engineering and Consulting Pvt Ltd.	NIL	NIL	72.18
		(NIL)	(NIL)	(NIL)
X	Issue of shares of DCPL			
	Gautam Deshpande	NIL	NIL	NIL
		(NIL)	(NIL)	(80.37)
	Sowmya Deshpande	NIL	NIL	NIL
		(NIL)	(NIL)	(80.37)
	Anandhi Naig	NIL	NIL	NIL
		(NIL)	(NIL)	(34.40)
XI	Investment			
	Continental Controls Ltd	NIL	NIL	60.38
		(NIL)	(NIL)	(NIL)
XII	Interest Income			
	Family Care Hospitals Ltd.	NIL	NIL	2.87
		(NIL)	(NIL)	(NIL)
XIII	Interest Expenses			
	Family Care Hospitals Ltd.	NIL	NIL	NIL
		(NIL)	(NIL)	(24.07)
Outstanding as at March 31, 2025				
	Loan Receivables			
	Family Care Hospitals Ltd.	NIL	NIL	2,712.13
		(NIL)	(NIL)	(2,574.45)
	Oodnap Securities (India) Limited	NIL	NIL	386.69
		(NIL)	(NIL)	(381.69)
	Vaaman Pesticides Pvt. Ltd	NIL	NIL	60.15
		(NIL)	(NIL)	(60.15)
	Borrowings			
	Anandhi Naig	NIL	NIL	NIL
		(NIL)	(34.40)	(NIL)
	Gautam Deshpande	NIL	NIL	NIL
		(NIL)	(80.37)	(NIL)
	Sowmya Deshpande	NIL	NIL	NIL
		(NIL)	(80.37)	(NIL)
	DP Engineering and Consulting Pvt Ltd.	NIL	NIL	NIL
		(NIL)	(NIL)	(125.00)
	Pran Fertilisers & Pesticides Pvt. Ltd.	NIL	NIL	119.15
		(NIL)	(NIL)	(200.00)
	Sowgau Estates Pvt. Ltd.	NIL	NIL	NIL
		(NIL)	(NIL)	(92.15)

Registered Office:

Regd. Off: Plot No. A356, Road No. 26,
Wagle Industrial Estate, MIDC,
Thane (West) - 400604, Maharashtra

For and on behalf of the Board
ONELIFE CAPITAL ADVISORS LIMITED

CIN: L74140MH2007PLC173660

E-mail: cs@onelifecapital.in

Website: www.onelifecapital.in

Tel no.: 022-25833206

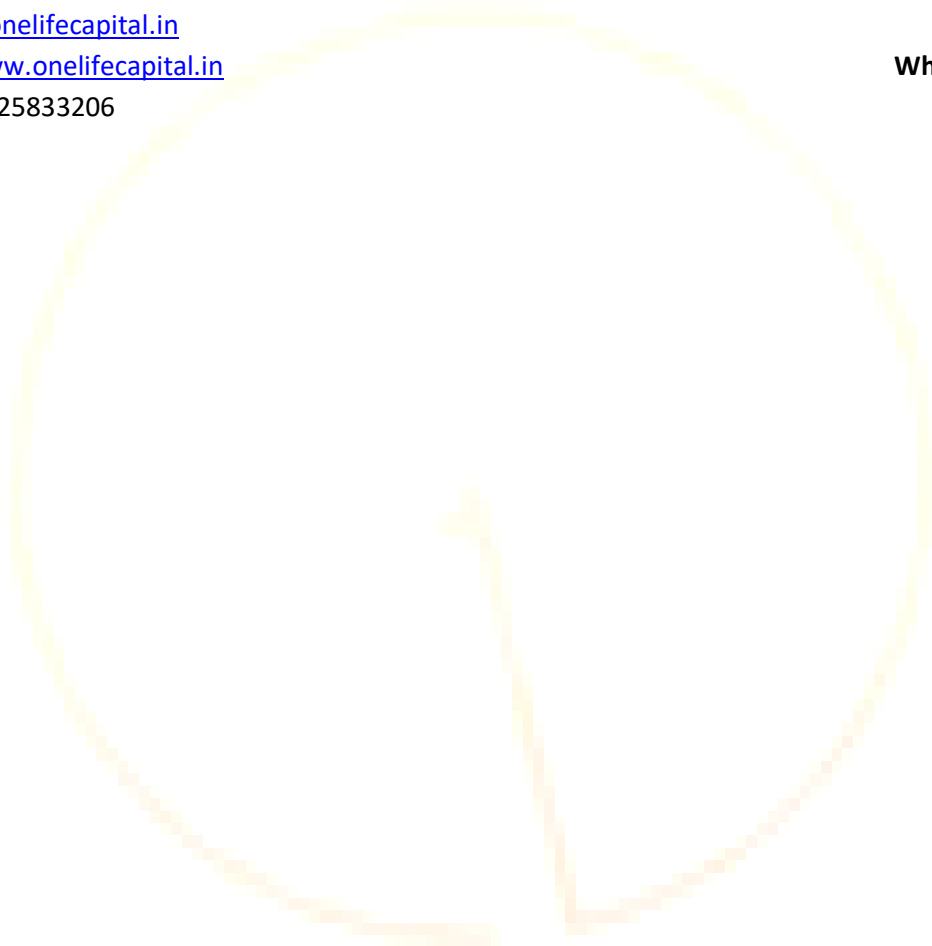
Place: Thane

Sd/-

Prabhakara Naig

Whole Time Director

DIN: 00716975



onelife

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion & Analysis Report
Onelife Capital Advisors Limited

Fiscal Year 2024–25

This Management Discussion & Analysis (MD&A) report provides a detailed overview of the global and Indian economy, industry trends, and the performance of Onelife Capital Advisors Limited (OCAL). It outlines our strategic direction, opportunities, risks, and initiatives to drive long-term value creation for stakeholders. The document has been prepared with a forward-looking perspective, reflecting the Company's vision of becoming a technology-driven, diversified financial services and advisory platform.

GLOBAL ECONOMY OVERVIEW

The global economy in FY 2024–25 navigated through significant changes, shaped by persistent inflationary pressures, geopolitical conflicts, evolving trade dynamics, and the rapid rise of technology-driven solutions. While inflation eased in several advanced economies, central banks maintained relatively high interest rates to stabilize prices, which slowed demand across both developed and developing regions.

World trade remained constrained due to supply chain bottlenecks, regional conflicts, and shifting trade alliances. Energy and commodity prices showed moderate stability, yet risks from climate change, policy shifts, and geopolitical uncertainty kept investors cautious. Against this backdrop, emerging markets—particularly in Asia—demonstrated resilience supported by domestic consumption, reforms, and increased adoption of digital technology.

Sustainability, clean energy investments, and digital transformation emerged as global growth engines. Businesses are increasingly reliant on financial advisors who can not only secure funding but also provide guidance in navigating regulations, competitive pressures, and complex deal structures. For OCAL, this global backdrop reinforces our role as a trusted partner enabling businesses to access capital, pursue acquisitions, and unlock sustainable growth.

INDIAN ECONOMY OVERVIEW

India continued to stand out as one of the fastest-growing economies in FY 2024–25, even as global uncertainties created pressures on growth. The country's GDP expanded by approximately 6.0% in the first half, lower than the RBI's earlier estimates, reflecting slower capital formation and disruptions arising from elections and weather conditions. Despite this moderation, India's medium-term growth outlook remains

robust, underpinned by structural reforms, infrastructure development, digital adoption, and resilient domestic demand.

Growth momentum was supported by strong services exports, resilient agricultural output, and the gradual recovery in manufacturing. Fiscal discipline was maintained, with the deficit contained at 3.1% of GDP in the second quarter, while capital expenditure is expected to pick up in the latter half of the year. India's ability to attract global and domestic capital continues to expand, with rising participation across equity markets, mutual funds, and private investments.

For OCAL, India's dynamic economic environment represents both opportunity and responsibility. We are strategically positioned to guide businesses through capital raising, acquisition financing, and deal structuring, while simultaneously supporting their operational strengthening. Our advisory approach is designed to match India's evolving business needs with customized financial solutions.

INDIAN FINANCIAL INDUSTRY OVERVIEW

The Indian financial services sector continued its expansion, driven by increasing participation of domestic households, institutional investors, and global players. Mutual funds crossed a milestone with assets under management (AUM) at ₹53.40 lakh crore as of March 2024, while systematic investment plans (SIPs) contributed ₹2 lakh crore in inflows over the fiscal year. The number of Ultra High Net Worth Individuals (UHNWIs) in India is projected to rise 63% by 2027, underscoring the growing importance of wealth management and advisory services.

Stock markets scaled new highs, with India's market capitalization crossing US\$ 3 trillion, supported by foreign portfolio investments and domestic investor confidence. The government's reform agenda—simplifying IPO processes, encouraging wider participation, and deepening capital markets—further enhances opportunities for financial intermediaries like OCAL. In this context, our expertise in capital raising, deal structuring, and investment management becomes increasingly relevant.

COMPANY PERFORMANCE AND STRATEGIC DIRECTION

Onelife Capital Advisors Limited (OCAL) has consistently demonstrated agility by diversifying its portfolio and expanding its capabilities. During FY 2024–25, the Company strengthened its presence across Financial Services, IT-enabled solutions, Healthcare, Real Estate, E-Commerce, Travel & Vacation and Automobile technology platforms. Strategic investments in Dealmoney Group companies enhanced our ability to deliver end-to-end advisory and execution services while deepening synergies across subsidiaries.

Our proprietary software platforms, developed under the brand 'Ready', reflect our commitment to leveraging technology for business growth. From healthcare management systems (Ready HMS) to broking and investment solutions, real estate management modules, HR and payroll systems, automobile aggregation, travel & vacation, and ecommerce platforms, OCAL is creating scalable digital solutions aligned with industry-specific needs. This technology-driven approach allows us to improve transparency, customer engagement, and operational efficiency across sectors.

Financially, the Company reported standalone income of ₹571.77 lakhs and consolidated income of ₹3,178.42 lakhs in FY 2024–25, with profit after tax of ₹50.93 lakhs. Despite a moderation in consolidated revenue compared to the previous year, strategic restructuring, direct subsidiary integration, and continued investment in IT and advisory capabilities are expected to support long-term sustainable growth.

VISION, STRENGTHS, AND GROWTH STRATEGY

OCAL's vision is to emerge as a premier integrated financial advisory and technology-driven solutions provider, creating long-term value for clients, employees, and shareholders. We remain committed to aligning our growth with global trends—digital adoption, AI-driven decision-making, sustainable investments, and capital market expansion.

Our key strengths include:

- Focus on Technology and Analytics to provide cutting-edge solutions.
- Differentiated and customized advisory services tailored to client needs.
- Superior customer experience enabled by digital transformation.
- Experienced leadership and professional management driving execution excellence.

To capitalize on market opportunities, our strategies include:

- Enhancing brand recognition through consistent quality and trust.
- Building enduring customer relationships through advisory excellence.
- Promoting a culture of innovation and continuous improvement.
- Expanding technology offerings across Financial Services, Healthcare, and other industries.

BUSINESS VERTICALS AND MARKET POTENTIAL

Onelife Capital Advisors Limited (OCAL) has strategically diversified its portfolio into multiple verticals, each aligned with high-growth opportunities in the Indian economy. Our business plan focuses on leveraging financial advisory, technology platforms, and sector-specific expertise to build scalable and profitable models. The following verticals represent key growth drivers for the Company:

1. Financial Services – Capital raising, advisory, broking, and wealth management. The Indian financial services industry is projected to grow at 9–11% CAGR, supported by rising domestic savings, digital adoption, and regulatory reforms.
2. Healthcare – Through technology platforms such as Ready HMS, OCAL is addressing the rapidly growing healthcare management market in India, projected to reach USD 650 billion by 2025. Digitization and AI adoption will further enhance scalability.
3. Real Estate & Infrastructure – Digital real estate platforms and advisory services are aimed at capturing opportunities in India's US\$ 1 trillion real estate market, driven by urbanization, government reforms, and rising middle-class demand.
4. Automobile & Mobility Solutions – OCAL's automobile aggregation and IT-enabled services cater to India's evolving mobility ecosystem. The Indian auto industry, valued at US\$ 120 billion, is expected to reach US\$ 300 billion by 2030, creating substantial opportunities in sales, financing, and digital platforms.
5. IT & Digital Platforms – Through proprietary solutions like Ready ERP, payroll, and sector-specific modules, OCAL is well-positioned to ride India's US\$ 245 billion IT services industry, which is growing at 8–10%.

annually. These platforms not only generate direct revenues but also enhance customer stickiness across verticals.

Market Size & Potential by Business Verticals (India):

Business Vertical	Market Potential in India (FY2024–25 & Beyond)	Strategic Opportunity for Onelife
Financial Services	Market capitalization expected to reach US\$ 5 trillion by 2025, mutual fund AUM already at ₹53.40 lakh crore	Strong demand for advisory, deal structuring, and capital raising solutions
Healthcare	Healthcare market projected at US\$ 372 billion by 2025, growing at 22% CAGR	Expansion of Ready HMS software and integration with insurance & telemedicine
Real Estate	Expected to touch US\$ 1 trillion by 2030, contributing 13% to GDP	Real estate modules enable transparency and digital transactions
Automobile	Indian auto market valued at US\$ 100 billion, with EV growth at 49% CAGR	Aggregator and dealer-based digital models support sales & service networks
IT & Digital Platforms	India's digital economy to exceed US\$ 1 trillion by 2030	Growth in AI, SaaS, analytics, and "Ready" branded solutions
Travel & Vacation	Travel & tourism to grow at 9% CAGR, contributing ~US\$ 250 billion by 2030	Integration with financial services—travel insurance, forex, lending, and digital booking via super-app
E-commerce	Expected to surpass US\$ 350 billion by 2030	Synergies with payment gateways, BNPL, merchant financing, and digital integration into "Touch" app

Each of these verticals is carefully chosen to align with India's long-term economic growth story. By integrating financial expertise, digital technology, and sector-specific solutions, OCAL aims to capture opportunities that provide both revenue growth and sustainable value creation for stakeholders.

RISKS AND HUMAN CAPITAL

Risk management is central to our operations. OCAL's business model is exposed to market risks, regulatory shifts, and execution challenges. We have developed a robust governance framework, continuously monitored by management and the Audit Committee, ensuring compliance, operational integrity, and adaptability.

Our people remain our strongest asset. We invest in training, mentorship, and professional development to create a progressive and entrepreneurial work culture. By encouraging innovation, collaboration, and integrity, OCAL ensures that employees remain engaged and motivated to deliver value to clients.

INVESTOR RELATIONS

We value transparent and proactive communication with investors, analysts, and stakeholders. As a listed entity, OCAL is committed to maintaining high standards of corporate governance, ensuring timely disclosures, and presenting a clear roadmap of our strategies and performance. Our goal is to position OCAL as a trusted partner for investors seeking long-term growth aligned with emerging opportunities.

In conclusion, FY 2024–25 has been a year of resilience, innovation, and strategic consolidation for Onelife Capital Advisors Limited. As the global and Indian economies continue their transformation, we are poised to leverage our expertise, technology platforms, and financial acumen to create sustainable value across industries. With a clear vision and disciplined execution, OCAL remains well-positioned to capture growth opportunities and reinforce its position as a trusted advisor and partner in progress.

CORPORATE GOVERNANCE REPORT

This Report, states the compliance status as per requirements of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations, 2015”). Given below are the Company’s corporate governance policies and practices for 2024-2025. Onelife Capital Advisors Limited has complied with the statutory and regulatory requirements stipulated in the applicable laws, including Listing Regulations, 2015.

1. OUR CORPORATE GOVERNANCE PHILOSOPHY

Ethical dealings, transparency, fairness, disclosure and accountability are the main thrust to the working of our Company. Transparency and accountability are the two basic principle of Corporate Governance. Responsible corporate conduct is integral to the way we do our Business. Corporate Governance is an ethically driven business process that is committed to values aimed at enhancing an organization’s wealth generating capacity. This is ensured by taking ethical business decisions and conducting business with a firm commitment to values, while meeting stakeholders’ expectations.

The Board of Directors (‘the Board’) is responsible for and committed to sound principles of Corporate Governance in the Company. The Board plays a crucial role in overseeing how the management serves the short and long term interests of shareholders and other stakeholders. This belief is reflected in our governance practices, under which we strive to maintain an effective, informed and independent Board. We keep our governance practices under continuous review and benchmark ourselves to best practices across the globe.

2. BOARD OF DIRECTORS

The Board meets at least once a quarter to review quarterly results and other items on the agenda as well as on the occasion of Annual General Meeting of Shareholders of the Company. Additional Board meetings are convened as and when necessary. In keeping with the commitment of the Management to the principle of integrity and transparency in business operations for good corporate governance, the Company’s policy is to have an appropriate blend of executive and independent Directors to maintain the independence of the Board and to separate the Board functions of governance and management.

3. COMPOSITION AND CATEGORY OF THE BOARD OF DIRECTORS:

As on date, Onelife’s Board consists of 7 members. The Company's policy is to maintain optimum combination of Executive and Non-Executive Directors. The composition of the Board and category of Directors are as follows:

Category	Name of Directors
Executive Directors	Mr. Prabhakara Naig - Chairman and Whole Time Director Mr. Pandoo Naig- Executive Director*
Non Executive	Ms. Shalini Shivcharan patidar

Non Independent Director	Mr. Manoj Malpani*
Non Executive Independent Directors	Mr. Dhananjay Parikh Mr. Nitesh Shrinathsingh Mr. Ranu Jain Mr. Abhay Kumar Sethia Mr. Aneish Kumaran Kumar* Mrs. Sonam Satish Kumar Jain*

*Mr. Manoj Malpani has vide the letter dated 01 April, 2024 informed the Company of his inability to render services as Additional Director & CFO of the Company due to pre-occupations and has resigned.

*Mr. Aneish Kumaran Kumar has resigned as Director of the company w.e.f. 01.12.2024

*Mrs. Sonam Satish Kumar Jain has ceased to be an Independent Director of the company w.e.f. 31.03.2025 as her tenure has been completed

The Board has no institutional nominee director. The Company has an executive Chairman. According to regulation 17(1) (b) of the SEBI Listing Regulations, 2015, where the Chairman is executive or a promoter, at least one half of the Board of the Company should consist of Independent Directors.

The composition of the Board represents an optimal combination of professionalism, knowledge and experience and enables the Board to discharge its responsibilities and provide effective leadership to the business.

The composition of the Board is in accordance with the requirements of the Corporate Governance code of Listing Regulation, 2015 with the Stock Exchanges. The Board is headed by the Executive Chairman. None of the Non-Executive Directors is responsible for day-to-day affairs of the Company.

4. INFORMATION SUPPLIED TO THE BOARD

The Board has complete access to any information's within the Company and to any of our employees. In terms of quality and importance, the information supplied by Management to the Board of the Company is far ahead of the list mandated under regulation 17(7) read with Part A of Schedule II to the SEBI Listing Regulations, 2015. The Independent Directors of the Company at their meeting held on 29th March, 2025 expressed satisfaction on the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

5. MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS:

The materially significant related party transactions, monetary transactions or relationships between the Company and Directors, the Management, subsidiaries or relatives disclosed in the financial statements for the year ended 31st March, 2025.

6. ORDERLY SUCCESSION TO BOARD AND SENIOR MANAGEMENT:

The Board of the Company has satisfied itself that plans are in place for orderly succession for appointments to the Board and to Senior Management.

7. DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE:

The Board of Directors is not related inter-se except Mr. Pandoo Naig, Executive Director of the Company is a relative of Mr. Prabhakara Naig, Whole Time Director of the Company (Son and Father Relationship).

8. CONFIRMATION ON INDEPENDENCE OF THE INDEPENDENT DIRECTORS

The Board of Directors hereby confirms that in their opinion, the Independent Directors fulfill the conditions specified in the SEBI Listing Regulations, 2015 and are Independent of the Management.

9. SKILLS/EXPERTISE/COMPETENCE OF THE BOARD OF DIRECTORS:

The Board is satisfied that the current composition reflects an appropriate mix of knowledge, skills, experience, expertise, diversity and independence. The Board provides leadership, strategic guidance, an objective and independent view to the Company's management while discharging its fiduciary responsibilities, thereby ensuring that the management adheres to high standards of ethics, transparency and disclosure. The Board periodically evaluates the need for change in its composition and size.

The Board has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company which are currently available with the Board and Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, a matrix chart setting out the core skills/expertise/competence of the Board is mentioned below:

Sr. No.	Skills/Expertise/Competence	Mr. Pandoo Naig	Mr. Prabhakar a Naig	Mr. Dhanan jay Parikh	Mr. Nitesh Shrinath singh	Ms. Ranu Jain	Ms. Shalini Shivchar an patidar	Mr. Abhay Kumar Sethia	Mr. Aneish Kumara n Kumar	Ms. Sonam Satish Kumar Jain	Mr. Manoj Malpani
	Business expertise	√	√	√	√	√	√	√	√	√	√
	Strategy & Planning	√	√	√	√	√	√	√	√	√	√
	Leadership	√	√	√	√	√	√	√	√	√	√
	Governance, Risk and Compliance	√	√	√	√	√	√	√	√	√	√
	Accounts, Audit & Finance	√	√	√	√	√	√	√	√	√	√

Global Exposure	√	√	√	√		√	√	√	√	√	√
Stakeholder engagement	√	√	√		√	√	√	√	√	√	√
Government / Regulatory	√	√	√	√	√	√	√	√	√	√	√

10. DIRECTORSHIP IN OTHER LISTED ENTITIES:

Name of Directors	Name of the Listed Entity	Category Of Directorship
Mr. Pandoo Naig	NIL	NA
Dr. Prabhakara Naig	NIL	NA
Mr. Dhananjay Parikh	Family Care Hospitals Limited	Non Executive-Independent Director
Mr. Nitesh Shrinath singh	NIL	NA
Ms. Ranu Jain	NIL	NA
Mr. Shalini Shivcharan patidar	NIL	NA
Mr. Abhay Kumar Sethia	1.Continental Controls Limited 2. Suumaya Corporation Limited 3. Diva Organic Living Limited	1. Non Executive-Independent Director 2. Non Executive-Independent Director 3. Non Executive-Independent Director

11. PARTICULARS OF SENIOR MANAGEMENT AND THE CHANGES THEREIN

Company Secretary- Ms. Kajal Shethia *

(* Ms. Kajal Shethia resigned from the post of Company Secretary & Compliance Officer on 24th June 2025. Mr. Rohit Gupta filled the vacant spot of Company Secretary & Compliance Officer on 07th August 2025.)

Chief Finance Officer – Pandoo Naig *

*Mr. Pandoo Naig was appointed as an CFO of the company on 03 June 2024

12. CONFIRMATION ABOUT INDEPENDENCE:

The Company has received declarations from the Independent Directors that they meet the criteria of Independence laid down under Section 149 of the Act read with Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulations 16(1)(b) & 25 of the SEBI LODR. The Independent Directors have also confirmed that they have registered themselves with the Independent Directors' Database maintained by the Indian Institute of Corporate Affairs. Further, during the year there has been no change in the circumstances affecting their status as Independent Directors of the Bank. The Board of Directors, based on the declaration(s) received from the Independent Directors, have verified the veracity of such disclosures and confirm that the Independent Directors fulfil the conditions of independence specified in the SEBI LODR and the Act and are independent of the management of the Company

13. POLICY ON APPOINTMENT OF DIRECTORS:

The Company believes in Board Diversity. Company has a detailed process for appointment of Directors including the required skill sets, experience, qualification, etc. as required under the Companies Act, 2013, SEBI LODR. The Nomination & Remuneration Committee after evaluate Fit & Proper Criteria and Succession Planning recommended appointment of Directors.

14. CRITERIA FOR APPOINTMENT OF INDEPENDENT DIRECTORS:

The Nomination & Remuneration Committee while considering the proposal for appointment of Independent Directors considers the criteria of independence as prescribed under the Companies Act, 2013 and SEBI LODR.

15. INFORMATION SUPPLIED / AVAILABLE TO THE BOARD:

The Directors are presented with important/critical information on the operations of the as well as information which requires deliberations at the highest level. The Board has complete access to all the relevant information within the Company and also has access to the Top Management of the Company and any additional information to make informed decision.

16. NUMBERS OF BOARD MEETINGS:

Most Board meetings are held at our Registered Office, dates of which are informed in advance. The Board meets at least once in a quarter to review the quarterly results and other items of the agenda and also on the occasion of the Annual General Meeting of the shareholders. Additional meetings are held as and when necessary. The members of the Boards have access to all information and records of the Company.

The Board met 6 times during the year in review. Details of the Board Meetings and the attendance of the directors are as follows:

Sr. No.	Date of the Board Meeting	Total Number of Directors as on date of the meeting	Number of Directors present (All directors present including Independent Directors)
1	03/06/2024	5	4
2	14/08/2024	5	4
3	06/09/2024	5	4
4	14/11/2024	5	4
5	23/12/2024	5	5

6	13/01/2025	5	5
7	07/02/2025	6	6
8	29/03/2025	6	5

17. ATTENDANCE OF THE DIRECTORS AT THE BOARD MEETINGS, LAST AGM AND NUMBER OF OTHER DIRECTORSHIPS, CHAIRMANSHIPS / MEMBERSHIPS OF THE COMMITTEES OF DIRECTORS IN THE VARIOUS COMPANIES:

Sr. No.	Name of the Directors	Attendance at meetings during 2024-2025			No of Directorship in listed entities including this listed entity	No of post of Membership / Chairperson in the Committees held in this listed entity	
		Board Meetings		Last AGM			
		Meetings held during the tenure	Attended during the tenure			Chairman	Member
	Mr. Prabhakara Naig	08	08	Yes	1	Nil	Nil
	Mr. Pandoo Naig	08	08	Yes	1	Nil	02
	Mr. Dhananjay Parikh	08	07	Yes	2	04	04
	Mr. Nitesh Shrinath singh	08	08	No	1	0	2
	Ms. Ranu Jain	00	00	No	1	1	1
	Mr. Shalini Shivcharan patidar	04	04	No	1	0	1
	Mr. Abhay Kumar Sethia	02	02	No	4	6	2
	Mrs. Sonam Jain*	08	08	Yes	1	0	0
	Mr. Aneish Kumaran Kumar*	04	01	No	3	2	4
	Mr. Manoj Malpani*	0	0	No	NA	NA	NA

* Mrs. Sonam Satish Kumar Jain's tenure as an Independent Director concluded on 31st March 2025 upon completion of her second term. She communicated her decision to step down from the Board vide her letter dated 31st March 2025,

18th Annual Report 2024-25

*Mr. Aneish Kumaran Kumar has vide the letter dated 1st December, 2024 informed the Company of his inability to render services as Director of the Company due to pre-occupations and has resigned

*Mr. Manoj Malpani has vide letter dated 01st April 2024 informed the Company of his inability to render services as Director of the Company

None of the directors holds office as a director, including as alternate director, in more than twenty companies at the same time. None of them has directorships in more than ten public companies. For reckoning the limit of public companies, directorships of private companies that are either holding or subsidiary company of a public company are included.

As per declarations received, none of the directors serves as an independent director in more than seven listed companies. Further, the whole time directors in the Company do not serve as an independent director in more than three listed companies.

None of the directors was a member in more than ten committees or a Chairman in more than five committees across all companies, in which he was a director.

For the purpose of considering the limit of the committees on which a director can serve, all public limited companies, whether listed or not, have been included and all other companies including private limited companies, foreign companies and companies under section 8 of the Companies Act, 2013 have been excluded. The Directors furnish Notice of Disclosure of Interest as specified in Section 184 of the Companies Act, 2013.

18. REVIEW OF LEGAL COMPLIANCE REPORTS:

During the year, the Board periodically reviewed compliance reports with respect to the various laws applicable to the Company, as prepared and placed before it by the Management.

19. BOARD MATERIAL DISTRIBUTED IN ADVANCE:

The agenda and notes on agenda are circulated to the Directors, in advance, in the defined agenda format. All material information is incorporated in the agenda for facilitating meaningful and focused discussions at the meeting. Where it is not practicable to attach any document to the agenda, the same is tabled before the meeting with specific reference to this effect in the agenda. In special and exceptional circumstances, additional or supplementary item(s) on the agenda are permitted.

20. RECORDING MINUTES OF PROCEEDINGS AT BOARD AND COMMITTEE MEETINGS

The Company Secretary records minutes of proceedings of each Board and Committee meeting. Draft minutes are circulated to Board/ Board Committee members for their comments. The minutes are entered in the Minutes Book within 30 days from the conclusion of the meeting.

21. BRIEF PROFILE OF THE DIRECTORS:

- **MR. PRABHAKARA NAIG - WHOLE TIME DIRECTOR AND CHAIRMAN**

Mr. TKP Naig is the Whole Time Director and Chairman of Onelife Capital Advisors Limited. He has rich and extensive experience in management of the overall affairs of corporate bodies. He holds a bachelor degree in Commerce from Madras University and has more than 33 years of rich experience in the field of Capital Market and Investment Banking activities. He previously held the position of President and Managing Director of Ind bank Merchant Banking Services Ltd. (A subsidiary of Indian Bank Ltd.) during the year 1997 to 1999. Prior to that from 1981 to 1988, he was the Chief Manager, Merchant Banking Division of Indian Bank. During his stint with Ind bank, he assisted companies like Indian Railway Finance Corporation, Punjab Alkalies and Chemical Ltd, Lakshmi Electrical and Control Systems Ltd etc. in raising capital through Public Issues, Rights Issue and Private Placement of Equity. He also represented Ind bank on the Board of Offshore Funds set up by FIIs like Scrodders London, Invesco London and Martin Currie Edinburgh. In the year 2000, he became the Deputy Country Head and later Country Head and Vice President of Union Bank of California, N.A.

- **MR. PANDOO NAIG - EXECUTIVE DIRECTOR AND INTERIM CHIEF FINANCIAL OFFICER**

Mr. Pandoo Naig has experience in Capital Market and Investment Banking. Mr. Pandoo Naig, aged 43 is an Executive Director and Interim Chief Financial Officer of our Company. Mr. Naig is a co-founder of our Company and has more than 18 years of experience in capital markets. He has been associated with Onelife Capital Advisors Limited since its inception and has been handling the affairs of Investment Banking where his focus has been on fund raising for emerging companies, advisory and financial services.

- **MS. SONAM SATISH KUMAR JAIN - NON-EXECUTIVE INDEPENDENT DIRECTOR***

Ms. Sonam Satish Kumar Jain is a young and dynamic Company Secretary with approximately six years of professional experience in the areas of Corporate Law, Secretarial Practice, Listing Compliance, and SEBI Regulations. She is an Associate Member of the Institute of Company Secretaries of India (ICSI) and holds a Bachelor's degree in Commerce. She has previously served as the Company Secretary of Thomas Scott (India) Limited and is currently a Partner at Kothari H. & Associates, a firm of Practising Company Secretaries. Ms. Jain was appointed as an Independent Director on the Board of the Company and served for two consecutive terms, making valuable contributions to the Company's governance and compliance framework. Her tenure as an Independent Director concluded on 31st March 2025 upon completion of her second term. She communicated her decision to step down from the Board vide her letter dated 31st March 2025, citing pre-occupations as the reason for her inability to continue rendering services as a Director.

- **MR. D.C. PARIKH - NON-EXECUTIVE INDEPENDENT DIRECTOR**

Mr. D.C. Parikh is the founder of D. C. Parikh & Co., Chartered Accountants. He is a Fellow Member of the Institute of Chartered Accountants of India. He is in-charge of the Firm Audit & Project work division & has gained wide experience in the fields of Audit of large companies. He is in practice since 1985. He is widely traveled in India, and has also visited U.S.A., Italy for tax and finance work. He has to his credit very rich

experience in the field of Audit & Taxation of Public Limited Companies, Stock Exchange, Internal Audit, Investigation Audit, Broker Audit and Bank Audit.

- **MR. MANOJ MALPANI - NON-EXECUTIVE NON INDEPENDENT DIRECTOR ***

Mr. Manoj Malpani, aged 58 was the CFO & Additional Non Executive Non Independent Director of the Company. He was appointed on Board on 5th February 2024. He has completed Graduation in Commerce. He has extensive experience in the fields of finance and management. Mr. Manoj Malpani (DIN: 05174775) resigned from the post of CFO & Non Executive Non Independent Director with effect from 01 July 2024. Mr. Manoj Malpani had vide their letter dated 01 April 2024 informed the Company of their inability to render services as CFO & Non Executive Non Independent Director of the Company due to personal reasons. He further confirmed that there are no material reasons other than the above mentioned reason for his resignation.

- **MR. ANEISH KUMAR – NON-EXECUTIVE INDEPENDENT DIRECTOR**

Mr. Aneish Kumar is a top banking and finance professional having 38 years of experience with expertise in Marketing Trade finance, Corporate Banking, Correspondent Banking, Cash Management, Industrial credit, Loan syndications, Leasing & Hire purchase, Product & Business Development, and in an advisory role for upcoming industries having Record achievements of revenue growth, strategic initiative, developing a profitable product, innovative techniques. He had been the Managing Director & Country Manager in The Bank of New York from 1998 to 2020. Prior to that, he had been holding position of the Senior Vice President – Corporate Finance, Retail Credit, Lease & Hire Purchase in Lloyds Finance Limited from the year 1994 to 1998. Academically, he has done Masters in Business Administration Finance, Master in International Business along with Certification in Leasing, USA. Mr. Aneish Kumar has vide the letter dated 1st December, 2024 informed the Company of his inability to render services as Director of the Company due to pre-occupations and has resigned

- **MR. NITESH SHRINATH SINGH– NON-EXECUTIVE INDEPENDENT DIRECTOR**

Nitesh Singh is a seasoned Chartered Accountant with over 11 years of experience providing financial leadership and strategic insights across diverse industries, including IT, manufacturing, broking services, insurance, healthcare, and automation. His multidisciplinary expertise enables him to drive financial performance, implement effective risk management strategies, and align financial operations with business goals. His in-depth understanding of industry-specific challenges and opportunities has consistently contributed to the success of the organizations he has partnered with.

- **MS. RANU JAIN – NON-EXECUTIVE INDEPENDENT DIRECTOR**

Dr Ranu Jain, with experience of more than 15 years in capital markets, training and academics, is a gold medalist in Masters and holds PhD in capital markets. She is associated with the well-known Sydenham Institute of Management Studies, Mumbai as a Faculty of Finance, since 2015. Dr Jain has been working with SEBI, BSE and IICA in the field of Financial Literacy since 2016 and has educated various sections of society,

both rural and urban. She has been active in research and has various national and international publications to her credit. She has chaired different international conferences based on Finance research. Dr Jain has been active in training young minds in finance, personality and communication.

• **MS. SHALINI SHIVCHARAN PATIDAR – NON-EXECUTIVE NON-INDEPENDENT DIRECTOR**

Ms. Shalini Patidar has diverse experience and expertise into multiple line of business such as Real Estate, Medical Services, Financial Services, Hospitals, Online Health Care Services, etc. She has deep understanding of the all mentioned businesses and its operations where she has spent 15+ years. Ms. Shalini have started her career as entrepreneur by establishing a Real Estate firm "Siddhi-Priya Properties" in 2010 which has marked a significant presence and emerged as renowned name in Real Estate Industry in the Area South Mumbai. Further, in 2017 she has entered into a corporate world and worked with few well established companies on various roles and handled/ administrated many departments into Real Estate, Financial Services, Medical Services, Online Healthcare services, Hospitals etc. Ms. Shalini has achieved many milestones in her corporate journey by transforming multiple business modules and running its end to end operations. Ms. Shalini having diverse experience and expertise into various businesses have always kept her approach customer centric and the same has resulted into successful ventures.

• **MR. ABHAY KUMAR SETHIA - NON-EXECUTIVE INDEPENDENT DIRECTOR**

Mr. Abhay Kumar Sethia is a seasoned Finance & Accounting professional with over 14 years of comprehensive experience. Specializing in Taxation, Internal Control, Corporate Compliance, and Auditing, he has remarkable ability to manage and optimize complex financial systems. With deep expertise in Direct & Indirect Tax Laws and ERP Implementation, Mr. Sethia has excelled in leading initiatives involving GST, TDS, and Income Tax Matters. A proactive planner, Mr. Sethia is known for his outstanding client relationship management, stakeholder engagement, and change management skills. His strong analytical and problem-solving abilities, combined with his excellent time management and leadership skills, have driven results in diverse professional environments

22. CODE OF CONDUCT

Regulation 17(5) of the SEBI Listing Regulations, 2015 requires listed companies to lay down a Code of Conduct for its directors and senior management, incorporating duties of directors as laid down in the Companies Act, 2013. As required under regulation 17(5) of the SEBI Listing Regulations, 2015, the Board of Directors has laid down a Code of Conduct for Board Members and Senior Management Personnel of the Company and the same has been placed on Company's website on i.e. <http://www.onelifecapital.in/investorrelations.html>.

All Directors and Senior Management personnel have affirmed compliance with the Code. A declaration to this effect signed by the Managing Director is given in this Annual Report.

23. POLICY ON PROHIBITION OF INSIDER TRADING

The Company had adopted a comprehensive Code of Conduct for prevention of insider trading for its Directors and designated persons. The Code lays down guidelines, through which it advises the designated

persons or directors on procedures to be followed and disclosures to be made, while dealing with securities of the Company and cautions them of the consequences of violations.

The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (hereinafter referred to as “the Regulations”) replaced the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 w.e.f. 15th May, 2015. The Regulations requires every listed company to formulate and publish on its official website, a code of practices and procedures for fair disclosure of unpublished price sensitive information that it would follow in order to adhere to each of the principles set out in Schedule A to these Regulations.

In Compliance with the said requirements, the Company has introduced a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (“UPSI”) (hereinafter referred to as the “Code”).

24. INDEPENDENT DIRECTORS’ MEETING

(i) MAXIMUM TENURE OF INDEPENDENT DIRECTORS:

The maximum tenure of independent directors is in accordance with the Companies Act, 2013 and regulation 25(2) of the SEBI Listing Regulations, 2015.

In compliance with Schedule IV to the Companies Act, 2013 and regulation 25(3) of the SEBI Listing Regulations, 2015, the Independent Directors held their separate meeting on 29 March, 2025 without the attendance of Non-Independent Directors and members of Management, inter alia, to discuss the following:

- (i) review the performance of non-independent directors and the Board as a whole;
- (ii) review the performance of the Chairperson of the Company, taking into account the views of executive directors and non-executive directors;
- (iii) assess the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The independent directors present elected Mr. D.C. Parikh as Chairman for the meeting. All independent directors were present at the meeting, deliberated on the above and expressed their satisfaction on each of the matters.

(ii) SELECTION OF INDEPENDENT DIRECTORS:

Considering the requirement of skill sets on the Board, eminent people having an independent standing in their respective field/profession, and who can effectively contribute to the Company’s business and policy decisions are considered by the Nomination and Remuneration Committee, for appointment, as Independent Directors on the Board. The Committee, inter alia, considers qualification, positive attributes, area of expertise and number of Directorships and Memberships held in various committees of other

companies by such persons. The Board considers the Committee's recommendation, and takes appropriate decision.

Every Independent Director, at the first meeting of the Board in which he participates as a Director and thereafter at the first meeting of the Board in every financial year, gives a declaration that he meets the criteria of independence as provided under law.

(iii) ROLE OF THE INDEPENDENT DIRECTORS:

The independent Directors play an important role & participate in all the deliberation of the Board and contribute to the decision making process with their rich knowledge and expertise in the areas of Account, Financial, Law, & other professional areas.

(iv) CODE OF CONDUCT FOR INDEPENDENT DIRECTORS:

The Code of Conduct for Independent Directors ('Code') has been adopted by the Company to comply with the Section 149, read with Schedule IV under the Companies Act, 2013 ('Act') and such other rules and regulations as applicable. The Code is a guide to professional conduct for Independent Directors. It is believed that adherence to these standards by Independent Directors and fulfillment of their responsibilities in a professional and faithful manner will promote confidence of the investment community, particularly minority shareholders, regulators in the institution of independent directors. Further pursuant to the provisions of Act and the Listing Agreement, Independent Directors of the Company hold at-least one meeting in a financial year without attendance of Non-Independent Directors and the members of the Management. The said meeting was held on 29th March, 2025.

Company had also issued a formal appointment letters to all the Independent Directors in the manner provided under the Companies Act, 2013 and regulation 46(2) of SEBI Listing Regulations, 2015.

The terms and conditions of appointment and code for Independent Directors is available on the website of the Company and can be accessed through the following link:
<http://www.onelifecapital.in/investorrelations.html>

(v) DETAILED REASONS FOR THE RESIGNATION OF AN INDEPENDENT DIRECTOR:

1. Ms. Sonam Satish Kumar Jain (DIN: 06848245) resigned from the post of Non Executive Independent Director with effect from 31st March, 2025. Ms. Sonam Satish Kumar Jain had vide their letter dated 31st March, 2025 informed the Company of their inability to render services as an Independent Director of the Company due to pre-occupation. He further confirmed that there are no material reasons other than the above mentioned reason for his resignation.

2. Mr. Aneish Kumar (DIN: 08766256) resigned from the post of Non Executive Independent Director with effect from 1st December, 2024. Mr. Aneish Kumar had vide their letter dated 1st December, 2024 informed the Company of their inability to render services as an Independent Director of the Company due to pre-occupation. He further confirmed that there are no material reasons other than the above mentioned reason for his resignation

3.Mr. Manoj Malpani (DIN: 05174775) resigned from the post of Non Executive Independent Director with effect from 1st April, 2024. Mr. Aneish Kumar had vide their letter dated 1st April, 2024 informed the Company of their inability to render services as an Independent Director of the Company due to pre-occupation. He further confirmed that there are no material reasons other than the above mentioned reason for his resignation

25. FAMILIARIZATION PROGRAMME

Company has put in place a structured induction and familiarization programme for all its Directors including the Independent Directors. The Company through such programme familiarizes not only the Independent Directors but any new appointee on the Board, with a brief background of the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model, operations of the Company, etc. They are also informed of the important policies of the Company including the Code of Conduct for Board Members and Senior Management Personnel and the Code of Conduct to Regulate, Monitor and Report Trading by Insiders, etc.

With a view to familiarizing the independent directors with the Company's operations, as required under regulation 25(7) of the SEBI Listing Regulations, 2015, the Company has held various familiarization programmes for the independent directors throughout the year on an ongoing and continuous basis. The details of such familiarization programmes are placed on the website of the company and link given below:

<http://www.onelifecapital.in/pdf/familiarisation-programme.pdf>

26. EVALUATION OF BOARD EFFECTIVENESS

Pursuant to the provisions of the Companies Act, 2013 and SEBI Listing Regulations, 2015, during the year under review, the Board has carried out an annual performance evaluation of its own performance, and that of its Committees and individual directors. Manner in which such formal annual Evaluation was made by the Board is given below:

- A. Performance evaluation criteria for Board, Committees of the Board and Directors were approved by the Board at its meeting and the criteria are placed on the Company's website <http://onelifecapital.in>
- B. Based on the said criteria, rating sheets were filled by each of the directors towards the end of the year with regard to evaluation of performance of the Board, its Committees and Directors (except for the director being evaluated) for the year under review.
- C. Consolidated summary of the ratings given by each of the directors was then prepared, based on which a report of performance evaluation was prepared by the Chairman in respect of the performance of the Board, its Committees and Directors during the year under review.
- D. The report of performance evaluation so arrived at was then noted and discussed by the Nomination and Remuneration Committee and the Board.
- E. Under law, as per the report of performance evaluation, the Board shall determine, inter alia, whether to continue the term of appointment of the independent director. During the year under review, the board decided to take decisions on the re-appointment of Independent Directors for the second term and the board decided on the same.

27. REMUNERATION OF DIRECTORS

- Executive Directors:**

Details of remuneration paid/payable to Executive Directors during 2024-25

(Amount p.a. in Lakhs)

Name of Executive Directors	Remuneration paid
Mr. Prabhakar Naig	15.00
Mr. Pandoo Naig	15.00

- Non Executive Directors:**

(Amount p.a. in Lakhs)

Name of Non Executive Non Independent Directors	Sitting Fees
Mr. Shalini Shivcharan Patidar	0.65

Name of Non Executive Independent Directors	Sitting Fees
Mr. Dhananjay Parikh	1.30
Mr. Abhay Kumar Sethia	0.65
Ms. Ranu Jain	0.20
Mr. Nitesh Singh	0.20
Ms. Sonam Satish Kumar Jain	1.70
Mr. Aneish Kumar	0.40

Note- Other than abovementioned remuneration/sitting fees there is no pecuniary relationship or transactions with the non-executive directors and no other payment like stock option, performance linked incentives, severance fees and any other service contract has been made to executive/non-executive directors.

- EXECUTIVE DIRECTORS AND NON-EXECUTIVE DIRECTORS**

The Company pays remuneration to Executive Directors by way of salary, perquisites, and allowances based on the recommendations of the Nomination & Remuneration Committee, approval of the Board and the shareholders. Non- Executive Directors of the Company are entitled only to sitting fees for the meeting of the Board of Directors and/or Committee meetings attended by them. No other payment is being made to them.

18th Annual Report 2024-25

Detailed information of remuneration paid/payable to Directors during 2024-2025 is provided in the Annual Return (Web link provided in point number 19 of the Board's report i.e., extract of the Annual Return).

• PECUNIARY TRANSACTIONS WITH NON-EXECUTIVE DIRECTORS

During the year under review, there were no pecuniary transactions with any non-executive director of the Company. The register of contracts is maintained by the Company under section 189 of the Companies Act, 2013. The register is signed by all the directors present at the respective Board meetings.

• CRITERIA OF MAKING PAYMENTS TO NON-EXECUTIVE DIRECTORS

Non-Executive Directors of the Company play a crucial role in the independent functioning of the Board. They bring in an external perspective to decision-making, and provide leadership and strategic guidance while maintaining objective judgment. They also oversee corporate governance framework of the Company.

As stated earlier, the Remuneration Policy, inter alia, disclosing criteria of making payments to directors, key managerial personnel and employees is placed on the Company's website www.onelifecapital.in

28. SHAREHOLDING OF DIRECTORS

• Executive Directors

Name of the Director	No. of Shares	% of Shares
Prabhakara Naig	69,05,000	51.68
Pandoo Naig	54,999	0.41
Total	69,59,999	52.10

• Non-Executive Directors

None of the Non- Executive Directors of the company hold shares or convertible instruments of the company

29. STATUTORY AUDITORS:

1. TOTAL FEES FOR ALL SERVICES PAID BY THE LISTED ENTITY AND ITS SUBSIDIARIES, ON A CONSOLIDATED BASIS:

The total fees for all services paid by the listed entity to the Statutory Auditor and all entities in the network firm/network entity of which the statutory auditor is a part is mentioned below:

Particulars	March 31, 2025 (Rs. in Lakhs)	March 31, 2024 (Rs. in Lakhs)
Statutory Audit	12.61	8.46

Tax Audit	0	0
Consolidation of Subsidiaries/Income Tax Matters	0	0
Limited Reviews	0	0
Others	0	2.16
Out of Pocket Expenses	0	0
Total	12.61	10.62

30. COMMITTEES OF THE BOARD

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas/activities which concern the Company. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles which are considered to be performed by members of the Board, as a part of good governance practice. The Board supervises the execution of its responsibilities by the Committees and is responsible for their action. All business transacted by the Board Committees are placed before the Board for noting. Currently the Board has five Committees:

- Audit Committee,
- Nomination and Remuneration Committee,
- Stakeholders Relationship Committee and
- Risk Management Committee.
- POSH & ESG Committee

(viii) AUDIT COMMITTEE:

• CONSTITUTION AND COMPOSITION

The Committee's composition meets with requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI Listing Regulations, 2015. Members of the Audit Committee possess financial / accounting expertise / exposure. Moreover, the Chairman and members of the Audit Committee have 'accounting or related financial management expertise'.

• MEETINGS, ATTENDANCE DETAILS:

During the Financial Year 2024-2025, Audit Committee met Eight times i.e. 6th June, 2024, 14th August, 2025, 6th September, 2024, 14th November, 2024, 23rd December, 2024, 13th January, 2025, 07th February, 2025 and 29th March 2025.

The meetings were scheduled well in advance and not more than one hundred and twenty days elapsed between any two meetings. The necessary quorum was present for all the meetings. The Quorum of the meeting is either two members or one third of the members of the Committee whichever is greater, with minimum of two independent members present.

The term of reference of these committees are very wide and are in line with the regulatory requirement mandated by the act and part C of the Schedule II of the Listing Regulation.

The terms of reference of the audit committee are broadly as under:

- i. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- ii. Recommendation for appointment, re-appointment, Remuneration and term of appointment of auditor of the company.
- iii. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
- iv. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
 - A. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of section 134(3) (c) of the Companies Act, 2013.
 - B. Changes, if any, in accounting policies and practices and reasons for the same.
 - C. Major accounting entries involving estimates based on the exercise of judgment by management.
 - D. Significant adjustments made in the financial statements arising out of audit findings.
 - E. Compliance with listing and other legal requirements relating to financial statements.
 - F. Disclosure of any related party transactions.
 - G. Qualifications in the draft audit report.
- v. Reviewing, with the management, the quarterly financial statements before submission to the board for approval.
- vi. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
- vii. Review and monitor the auditors' independence and performance, and effectiveness of audit process.
- viii. Approval or any subsequent modification of transactions of the company with related parties.
- ix. Scrutiny of inter – corporate loans and investments.
- x. Examination of the financial statement and the auditor report thereon.
- xi. Evaluation of internal controls and risk management systems;
- xii. reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- xiii. Valuation of undertakings or assets of the company, wherever it is necessary

- xiv. Establish a vigil mechanism for directors and employees to report genuine concerns manner as may be prescribed;
- xv. The audit committee may call for the comments of the auditors about internal control systems, the scope of audit, including the observations of the auditors and review of financial statement before their submission to the Board and may also discuss any related issues with the internal and statutory auditors and the management of the Company
- xvi. The audit committee shall review the information required as per SEBI Listing Regulations.
- xvii. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
- xviii. Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.

• **COMPOSITION OF THE AUDIT COMMITTEE AND ATTENDANCE RECORD OF MEMBERS FOR 2024-2025**

Name	Designation	Status	No. of Meetings during the year 2024-2025	
			Held during the tenure	Attended during the tenure
Mrs. Sonam Jain*	Chairperson/ Member	Non Executive Independent Director	8	8
Mr. D.C. Parikh	Member/ Chairperson	Non Executive Independent Director	8	7
Mr. Aneish Kumar*	Member	Non Executive Independent Director	4	1
Mr. Pandoo Naig*	Member	Executive Director	3	3
Mr. Abhay Sethia	Member	Non-executive Independent Director	0	0
Mr. Nitesh Singh	Member	Additional Non- executive Independent Director	0	0

*Mr. Aneish Kumar has vide the letter dated 1st December 2024 informed the Company of his inability to render services as Director of the Company due to pre-occupations and has resigned.

* Audit Committee was reconstituted on 23rd December 2024 and Mr. Pandoo Naig was appointed as the Member of Audit Committee.

* Audit Committee was reconstituted on 29th March 2025 and Mr. Abhay Sethia appointed as the Chairman and Mr. Nitesh Singh was appointed as the Member of Audit Committee while Mrs. Sonam Jain ceased to be a Member of the Audit Committee.

(ix) NOMINATION AND REMUNERATION COMMITTEE:

The Board of Directors has constituted the Nomination and Remuneration Committee pursuant to inter-alia, Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI Listing Regulations, 2015.

- **Terms of reference:**

The Committee has inter-alia the following terms of reference:

1. 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;
2. To carry out evaluation of every Director's performance;
3. 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;
4. To formulate the criteria for evaluation of Independent Directors and the Board;
5. To devise a policy on Board diversity;
6. To review the overall compensation policy for Non- Executive Directors and Independent Directors and make appropriate recommendations to the Board of Directors;
7. To make recommendations to the Board of Directors on the increments in the remuneration of the Directors;
8. To assist the Board in developing and evaluating potential candidates for Senior Executive positions and to oversee the development of executive succession plans;
9. To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria;
10. To formulate the Employee Stock Option Scheme (ESOS), decide the terms and conditions, make appropriate recommendations to the Board of Directors and administer and superintend ESOS;
11. To maintain regular contact with the leadership of the Company, including interaction with the Company's human resources department, review of data from the employee survey and regular review of the results of the annual leadership evaluation process; and
12. 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.

The role of the Nomination and Remuneration Committee shall be as specified as in Part D of the Schedule II of the SEBI Listing Regulation, 2015.

During the year under review, the Committee met Four times i.e. 30th May, 2024, 13th November, 2024, 13th January, 2025 and 29th March, 2025.

- **THE COMPOSITION AND THE DETAILS OF MEETINGS ATTENDED BY THE MEMBERS OF THE NOMINATION AND REMUNERATION COMMITTEE ARE GIVEN BELOW:**

Name	Designation	Status	No. of Meetings during the year 2024-2025	
			Held during the tenure	Attended during the tenure
Mr. D. C. Parikh	Chairman	Independent Director	4	4
Mrs. Sonam Satish Kumar Jain	Member	Independent Director	4	4
Mr. Aneish Kumar*	Member	Independent Director	2	1
Ms. Shalini Patidar*	Member	Non-executive Non-Independent Director	2	1

*Mr. Aneish Kumar has vide the letter dated 1st December 2024 informed the Company of his inability to render services as Director of the Company due to pre-occupations and has resigned

*Nomination & Remuneration Committee was reconstituted on 23rd December 2024 and Ms. Shalini Patidar was appointed as the Member of Nomination & Remuneration Committee

* Nomination & Remuneration Committee was reconstituted on 29th March 2025 and Mrs. Sonam Jain was removed from Nomination & Remuneration Committee and Dr. Ranu Jain was appointed as the Member of Nomination & Remuneration Committee

- **NOMINATION & REMUNERATION POLICY**

The Board on the recommendation of the Nomination and Remuneration Committee has framed a Remuneration Policy, providing (a) criteria for determining qualifications, positive attributes and independence of directors and (b) a policy on remuneration for directors, key managerial personnel and other employees. The detailed Remuneration Policy is placed on <http://www.onelifecapital.in/investorrelations.html>

- **PERFORMANCE EVALUATION CRITERIA FOR INDEPENDENT DIRECTORS:**

The Board of Directors of the Company carried out an Annual Evaluation of its own performance, Performance of its Committees, and Individual Directors pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The performance evaluation was conducted through structured questionnaires which covered various aspects such as the Board / Committee Composition, Structure, Effectiveness and Contribution to Board / Committee processes, adequacy, appropriateness and timeliness of information and the overall functioning of the Board /

18th Annual Report 2024-25

Committees etc. The Individual Director's response to the questionnaire on the performance of the Board, Committee(s), Individual Directors and the Chairman, was analyzed. The Directors were satisfied with the evaluation process.

In compliance with Regulation 19 read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors has formulated criteria for evaluation of the Company's Independent Directors' performance. The performance evaluation of Independent Directors is carried out on the basis of their role and responsibilities, effective participation in the Board and Committee meetings, expertise, skills and exercise of independent judgment in major decisions of the Company.

(x) STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Stakeholders' Relationship Committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations read with section 178 of the Companies Act, 2013.

The role of the Stakeholders Relationship Committee shall be as specified as in Part D of the Schedule II of the SEBI Listing Regulation, 2015. This Committee was constituted to specifically look into the shareholders' and investors' complaints on matters relating to transfer of shares, non-receipt of annual report, non-receipt of dividend, payment of unclaimed dividends, etc.

In addition, the Committee also looked into matters that can facilitate better investor services and relations. The Board was kept apprised of all the major developments on investors' issues through various reports and statements furnished to the Board from time to time throughout the year.

In compliance with the provisions of section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI Listing Regulations, 2015, the terms of reference of said Committee as under:

- i. Resolving the grievances of the security holders including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.;
- ii. Review of status of requests i.e. processing of complaints within statutory timelines;
- iii. Oversee of performance of Registrar and Transfer Agents;
- iv. Review of measures taken for effective exercise of voting rights by shareholders;
- v. Review of adherence of the service standards adopted in respect of various services being rendered by the Registrar and Transfer Agents;
- vi. Review of the various measures and initiatives for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

During the year under review, the Committee met on 30th May, 2024.

- **THE COMPOSITION OF THE STAKEHOLDERS RELATIONSHIP COMMITTEE AND THE DETAILS OF MEETINGS ATTENDED BY THE MEMBERS OF THE STAKEHOLDERS RELATIONSHIP COMMITTEE ARE GIVEN BELOW:**

Name	Designation	Status	No. of Meetings during the year 2024-2025	
			Held during the tenure	Attended during the tenure
Mrs. Sonam Satish Kumar Jain*	Chairman	Independent Director	1	1
Mr. D. C. Parikh	Member	Independent Director	1	1
Mr. Aneish Kumaram Kumar*	Member	Non-Executive Independent Director	1	1
Ms. Shalini Patidar*	Member	Non-executive Non-Independent Director	0	0
Dr. Ranu Jain*	Chairman	Non-executive Independent Director	0	0

*Mr. Aneish Kumar has vide the letter dated 1st December 2024 informed the Company of his inability to render services as Director of the Company due to pre-occupations and has resigned

* Stakeholders' Relationship Committee was reconstituted on 23rd December 2024 and Ms. Shalini Patidar was appointed as the Member of Stakeholders' Relationship Committee

* Stakeholders' Relationship Committee was reconstituted on 29th March 2025 and Mrs. Sonam Jain was removed from Nomination & Remuneration Committee and Dr. Ranu Jain was appointed as the Chairman of Stakeholders' Relationship Committee

- **DURING THE YEAR UNDER REVIEW, THE COMPANY HAS RESOLVED INVESTOR GRIEVANCES EXPEDITIOUSLY. DURING THE YEAR UNDER REVIEW, THE COMPANY/ITS REGISTRAR RECEIVED THE FOLLOWING COMPLAINTS FROM STOCK EXCHANGES & ROC AND QUERIES FROM THE SHAREHOLDERS, WHICH WERE RESOLVED WITHIN THE TIME FRAME LAID DOWN BY SEBI:**

Investor Complaints	No. of complaints Attended/resolved during 2024-2025
Pending at the beginning of the year	0
Received during the year	0
Disposed of during the year	0
Remaining unresolved at the end of the year	0

The Committee ensures cordial investor relations and oversees the mechanism for redressal of investors' grievances. The Committee specifically looks into redressing shareholders'/ investors' complaints/ grievances

18th Annual Report 2024-25

pertaining to share transfers / transmissions, issue of share certificates, non-receipt of annual reports, and other allied complaints. The Committee also monitors the implementation and compliance with the Company's Code of Conduct for prohibition of Insider Trading. As on 31st March, 2025, no complaint was outstanding.

- **Name, Designation and Address of Compliance Officer:**

Mr. Rohit Gupta (Appointed from 07th August, 2025)

Company Secretary & Compliance Officer

Regd. Off: Plot No. A356, Road No. 26, Wagle Industrial Estate, MIDC,
Thane (West) - 400604, Maharashtra

Tel no.: 022-25833206 **Fax:** 022- 41842228

Email id: cs@onelifecapital.in

Website: www.onelifecapital.in

(xi) RISK MANAGEMENT COMMITTEE

Pursuant to SEBI (LODR), Regulations, 2015, constitution of Risk Management Committee is not applicable to the Company but the Board of Directors has constituted Risk Management Committee in order to identify and mitigate risk. The Risk Management Committee meeting was held twice i.e. 30th May 2024 and 23rd December 2024.

The terms of reference of Risk Management Committee ('RMC'), *inter alia*, includes the following:

- To formulate a detailed risk management policy which shall include:
- A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee;
- Measures for risk mitigation including systems and processes for internal control of identified risks.
- Business continuity plan.
- To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;
- To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken.

- **THE COMPOSITION OF THE RISK MANAGEMENT COMMITTEE AND THE DETAILS OF MEETINGS ATTENDED BY THE MEMBERS OF THE RISK MANAGEMENT COMMITTEE ARE GIVEN BELOW:**

Name	Designation	Status	No. of Meetings during the year 2024-2025		
			Held	during the	Attended

			tenure	during the tenure
Mr. D. C. Parikh	Chairman	Independent Director	2	2
Mrs. Sonam Satish Kumar Jain*	Member	Independent Director	2	2
Mr. Aneish Kumar*	Member	Independent Director	1	1
Mr. Pandoo Naig*	Member	Executive Director	1	1
Mr. Abhay Sethia*	Chairman	Independent Director	0	0
Mr. Nitesh Singh*	Member	Independent Director	0	0

*Mr. Aneish Kumar has vide the letter dated 1st December 2024 informed the Company of his inability to render services as Director of the Company due to pre-occupations and has resigned

*Risk Management Committee was reconstituted on 23rd December 2024 and Mr. Pandoo Naig was appointed as the Member of Risk Management Committee

*Risk Management Committee was reconstituted on 29th March 2025 and Mr. Abhay Sethia was appointed as the Chairman of Risk Management Committee and Mr. Nitesh Singh was appointed as the Chairman of Risk Management Committee

The Board of Directors has adopted Risk Management Policy which is posted on the Company's website on <http://www.onelifecapital.in/investorrelations.html>. The roles and responsibilities of the Risk Management Committee shall be such as may be stated in the Risk Management Policy.

31. SUBSIDIARY COMPANIES:

As on 31st March, 2025, the Company has six Subsidiaries namely:

1. Eyelid Infrastructure Private Limited (wholly owned subsidiary)
2. Dealmoney Insurance Broking Private Limited (wholly owned subsidiary)
3. Sarsan Securities Private Limited (wholly owned subsidiary)
4. Dealmoney Distribution And Advisory Services Private Limited (wholly owned subsidiary)
5. Dealmoney Commodities Private Limited (Subsidiary)
6. Dealmoney Financial Services Private Limited (Subsidiary)
7. Dealmoney Real Estate Private Limited (Subsidiary)
8. Dealmoney Distribution & E-marketing Private Limited (Subsidiary)

The Board of Directors of the Company has approved a Policy for determining material subsidiaries which is in line with the Listing Regulations as amended from time to time. The Policy was revised in line with the amendments made to the Listing Regulations. The same is placed on the website of the Company and link of the same given below: <http://www.onelifecapital.in/pdf/materialsubsidiaries.pdf>

During the year under review, the Audit Committee reviewed the financial statements (in particular, the investments made) of each unlisted subsidiary company to the extent applicable. A statement of all significant transactions and arrangements entered into by these subsidiary companies, as applicable, was regularly placed before the Board.

32. SUBSIDIARY COMPANIES' MONITORING FRAMEWORK:

The Company monitors performance of subsidiary companies, inter alia, by the following means; atleast one independent director of the Company is a Director on the Board of each Material Subsidiary of the Company. Financial statements, in particular investments made by unlisted subsidiary companies, are reviewed quarterly by the Company's Audit Committee. Minutes of Board meetings of unlisted subsidiary companies are placed before the Company's Board regularly. A statement containing all significant transactions and arrangements entered into by unlisted subsidiary companies is placed before the Company's Board.

33. RELATED PARTY TRANSACTIONS:

Related party transactions entered into during the financial year were on arm's length basis and were in ordinary course of business. In accordance with the approval obtained from the members, the Company has entered into transactions with the related party as mentioned in Note No. 32 of Notes to financial statements. However, there are no related party transactions made by the Company which may have potential conflict with the interest of the Company. There are no material related party transactions which are not in ordinary course of business or which are not on arm's length basis and hence there is no information to be provided as required under Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014. The Board has approved a policy for related party transactions which has been uploaded on the Company's website. The web-link as required under SEBI Listing Regulations, 2015 is as under: <http://www.onelifecapital.in/pdf/related-party-transaction-policy.pdf>

34. WHISTLE BLOWER POLICY/VIGIL MECHANISM:

Pursuant to section 177(9) of the Companies Act, 2013 and regulation 22 of the SEBI Listing Regulations, 2015 Company is required to formulate the Whistle Blower Policy/Vigil Mechanism. The Whistle Blower Policy/Vigil mechanism provides a mechanism for the director/employee to report violations, without fear of victimization, any unethical behavior, suspected or actual fraud, violation of the Code of Conduct etc. which are detrimental to the organization's interest. The mechanism protects whistle blower from any kind of discrimination, harassment, victimization or any other unfair employment practice. The said Policy is placed on the Company's website at: <http://www.onelifecapital.in/pdf/whistle-blower-policy.pdf>

35. MANAGEMENT DISCUSSION AND ANALYSIS:

Detailed information on the operations of the Company and details on the state of affairs of the Company are covered in the Management Discussion and Analysis Report. The Management Discussion and Analysis forms an integral part of this Report.

36. DISCLOSURE OF MATERIAL TRANSACTIONS:

Under regulation 26(5) of SEBI Listing Regulations, 2015, Senior Management has made periodical disclosures to the Board relating to all material financial and commercial transactions, where they had (or were deemed to have had) personal interest that might have been in potential conflict with the interest of the Company.

37. MEANS OF COMMUNICATION:

Your Company, from time to time and as may be required, communicates with its security-holders and investors through multiple channels of communications such as dissemination of information on the website of the Stock Exchanges, Press Releases, the Annual Reports and uploading relevant information on its website. The Quarterly results of the Company are regularly submitted to the Stock Exchange where the shares of the Company are listed. Subsequently the results are also published in the English Newspaper “Business Standard” and Regional Newspaper “Mumbai Lakshadweep”.

The Company has its own website www.onelifecapital.in which contains all important public domain information. The website contains information as prescribed under the Companies Act, 2013 and SEBI Listing Regulations, 2015, including details of the corporate contact persons and share transfer agent of the Company, shareholding pattern, etc.

The Company publishes financial results and Notice of general meeting in the prescribed format as and when required under SEBI LODR Regulation.

During the year Company not made presentation to institutional investors or to the analysts.

38. GENERAL BODY MEETINGS:

i) ANNUAL GENERAL MEETING (AGM):

The particulars of Annual General Meeting held during the last three years are as follows:

Year	Date	Time	Venue
2023-2024	30 th September 2024	02.00 PM	Through Video Conferencing or other Audio Visual Means and in accordance with the relevant circulars issued by the Ministry Of Corporate Affairs
2022-2023	29 th September 2023	03:00 PM	Through Video Conferencing or other Audio Visual Means and in accordance with the relevant circulars issued by the Ministry Of Corporate Affairs
2021-2022	30 th September 2022	11.00 A.M.	Through Video Conferencing or other Audio Visual Means and in accordance with the relevant circulars issued by the Ministry Of Corporate Affairs

ii) EXTRAORDINARY GENERAL MEETING (EGM):

No Extraordinary General Meeting of the Members was held during the year 2024-2025.

iii) DETAILS OF SPECIAL RESOLUTIONS PASSED IN PREVIOUS THREE ANNUAL GENERAL MEETINGS:

Details of AGM	Date and time of AGM	Details of special resolutions(s) passed at the Annual General Meetings, if any
17th AGM	30 th September 2024 at 02.00 P.M.	To ratify the exceeding amount under Section 186 for the FY 2021-2022 To authorize the Board of Directors to make investments, extend guarantee, provide security, make inter corporate loans upto an amount not exceeding Rs. 100 crores for the FY 2024-2025 To authorize the Board of Directors to borrow money/moneys upto an amount not exceeding Rs. 100 crores for the FY 2024-2025 To sell, lease otherwise dispose of the asset of the Company/Creation of Charge on the assets
16th AGM	29 th September 2023 at 03:00 PM	To increase the overall Managerial Remuneration of the directors of the company
15th AGM	30 th September 2022 at 11.00 A.M.	Approval for making investment, providing loans, guarantee and securities beyond the prescribed limits

iv) DETAILS OF SPECIAL RESOLUTIONS PROPOSED TO BE PASSED THROUGH POSTAL BALLOT:

Date of postal ballot	Details of special resolutions(s) passed
13 th January 2025	Regularization of Appointment of Ms. Shalini Patidar as Non-Executive Non-Independent Director Regularization of Appointment of Mr. Abhay Sethia as Non-Executive Independent Director for a term of one year

v) STOCK EXCHANGE(S) AT WHICH THE ENTITY'S SECURITIES ARE LISTED:

Company is listed with **Bombay Stock Exchange** (Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001) and **National Stock Exchange**(Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051)

As on the date of Report, the Company has paid listing fees at both the exchanges.

39. DISCLOSURES:

(i) DISCLOSURE OF ACCOUNTING TREATMENT IN PREPARATION OF FINANCIAL STATEMENTS:

The Company has followed all relevant Accounting Standards notified by the Companies (Indian Accounting Standards) Rules, 2015 while preparing Financial Statements for 2024-2025.

(ii) DETAILS OF NON-COMPLIANCE BY THE COMPANY, PENALTIES AND STRICTURES IMPOSED ON THE COMPANY BY STOCK EXCHANGES OR SEBI, OR ANY OTHER STATUTORY AUTHORITY, ON ANY MATTER RELATED TO CAPITAL MARKETS DURING LAST THREE YEARS.

vi) The Company had unintentionally delayed the filing of Regulation 23 (9) - disclosure of related party transactions on consolidated basis by one day and the penalty of Rs. 5900 was paid towards the same.

vii) Mr. Himanshu Unadakat was appointed as Company Secretary of the Company on 23.06.2022. He served his first resignation letter on 14.10.2022. As per the general policy of the Company Mr. Himanshu Unadakat did not serve a proper notice period and the same has been communicated to him. Further he happily withdraws his resignation and requested to rejoin the Company. It was a withdrawal of resignation; his final resignation was effective from 10.02.2023.

Further final resignation of Mr. Himanshu, Ms. Ruchika Goyal was appointed on 12.04.2023 looking at the availability of Directors her appointment was decided to be taken in coming Board Meeting. Though, she withdraws her appointment before the Board Meeting. After searching for suitable candidate Ms. Divya Modi was appointed as Company Secretary on 14.08.2023.

The penalty was attracted under Regulation 6(1) of LODR Regulations and the company applied for Waiver. Partial Waiver was granted on 28 December 2023 and penalty of Rs. 5900 was paid towards the same as final amount.

viii) Board in their meeting held on 31/10/2023 approved the proposal for appoint of Mr. Manoj Malpani and for this purpose authorised the Board to make application for allotment of Director Identification Number (DIN). Further after approval of Board, Company made efforts to make application for allotment of DIN but the MCA sites always remains down during working hours. Therefore, it took time to get DIN. After getting DIN of Mr. Manoj Malpani and after considering the availability of Board Mr. Manoj Malpani was appointed as Additional Director in the Board Meeting held on 05/02/2024.

The Company has pleaded for Partial Waiver on the basis that According to the Regulation 17 (1A) of SEBI (LODR) Regulations, 2015 the candidature was approved by the Board was delayed by 10 days only. Hence the company adhered to the Regulation 17 (1A) of SEBI (LODR) Regulations, 2015 there was only slight delay. The applications are under consideration with the exchanges.

18th Annual Report 2024-25

- ix)** The Financial Statements for the Financial Year ended 31.03.2024 has to be filed within 60 days from the end of the Financial Year. The Financial Statement was filed 04.06.2024 with BSE and NSE. There was delay of 5 days. However, company has filed reasons for delay on 15.06.2024. This is violation of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A fine of Rs. 29,500/- was imposed on the Company by BSE and NSE for non-compliance of the said Regulation. The fine was paid by the Company on 01.07.2024 to BSE and NSE.
- x)** The Newspaper Publication for the Quarter ended September, 2024 for Standalone Unaudited Financials Result has to be published in 2 Newspapers within 48 hours of the conclusion of the meeting in which the Standalone Unaudited Financials were approved. Board Meeting was held on 14.11.2024 and the publication was made on 16.11.2024 in "Business Standard" Newspaper and on 19.11.2024 in "Global Times" Marathi Newspaper. There was delay of 3 days in publication in Marathi Newspaper. This is violation of Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- xi)** A fine of Rs. 5,36,900/- was imposed on the Company from BSE and NSE for non-compliance of Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended September, 2024. The fine was paid by the Company on 06.12.2024 to BSE and NSE.
- xii)** A fine of Rs. 2,59,600/- was imposed on the Company from BSE and NSE for non-compliance of Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended December, 2024. The fine was paid by the Company on 02.04.2025 to BSE and on 29.03.2025 to NSE.
- xiii)** In exercise of the powers conferred under sub-sections (1), (4) and (4A) of section 11, sub-sections (1) and (2) section 11B read with section 19 of the SEBI Act, 1992 and Rule 5 of the SEBI (Procedure for Holding Inquiry and Imposing Penalties) Rules, 1995, hereby the following directions have been issued by SEBI vide order dated 28.03.2025:
- (a) Onelife Capital Advisors Limited, Pandoo Naig and Prabhakara Naig are, hereby, restrained from accessing the securities market and further prohibited from buying, selling or otherwise dealing in securities, directly or indirectly, or being associated with the securities market in any manner, whatsoever, for a period of one year, from the date of interim order cum SCN i.e. October 21, 2024.
 - (b) Pandoo Naig and Prabhakara Naig are restrained from being associated with the securities market, in any manner whatsoever, including as a director or Key Managerial Personnel in any listed company, except OCAL, or an intermediary registered with SEBI or a public company which intends to raise money from public in the securities market, for a period of one year, from the date of interim order cum SCN i.e. October 21, 2024.

(c) Noticee Nos. 1 to 9 are hereby imposed with monetary penalties as specified hereunder:

Noticee No.	Name of Noticee	Provisions under which penalty imposed	Penalty Amount (INR)
1.	Onelife Capital Advisors Limited	Section 15HA of the SEBI Act	INR 15,00,000/- (Rupees Fifteen Lakh)
		Section 15HB of the SEBI Act	INR 10,00,000/- (Rupees Ten Lakh)
2.	Pandoo Naig	Section 15HA of the SEBI Act	INR 15,00,000/- (Rupees Fifteen Lakh)
		Section 15HB of the SEBI Act	INR 10,00,000/- (Rupees Ten Lakh)
3.	Prabhakara Naig	Section 15HA of the SEBI Act	INR 15,00,000/- (Rupees Fifteen Lakh)
		Section 15HB of the SEBI Act	INR 10,00,000/- (Rupees Ten Lakh)
4.	Manoj Ramgopal Malpani	Section 15HA of the SEBI Act	INR 7,00,000/- (Rupees Seven Lakh)
		Section 15HB of the SEBI Act	INR 3,00,000/- (Rupees Three Lakh)
5.	Ram Narayan Gupta	Section 15HB of the SEBI Act	5,00,000/- (Rupees Five Lakh)
6.	Amol Shivaji Autade	Section 15HB of the SEBI Act	5,00,000/- (Rupees Five Lakh)
7.	Sonam Satish Kumar Jain	Section 15HB of the SEBI Act	5,00,000/- (Rupees Five Lakhs)
8.	Dhananjay Chandrakant Parikh	Section 15HB of the SEBI Act	3,00,000/- (Rupees Three Lakh)
9.	Gurunath Mudlapur	Section 15HB of the SEBI Act	3,00,000/- (Rupees Three Lakh)

(d) Noticee Nos. 1 to 9 shall pay the respective penalty imposed on them within a period of forty-five (45) days from the date of receipt of this Order. In case of failure to do so, simple interest at the rate of 12% per annum shall be applicable from the expiry of the said 45 days till the date of actual payment;

Except for this, there were no non-compliances by the Company and no instances of penalties and strictures imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on any matter related to the capital market during the last three years.

(iii) COMPLIANCE CERTIFICATE

The Chairman and CFO have certified to the Board with regard to the financial statements and other matters as required under regulation 17(8), read with Part B of Schedule II to the SEBI Listing Regulations, 2015.

(iv) REPORT ON CORPORATE GOVERNANCE

This chapter, read together with the information given in the Directors' Report and the chapters on Management Discussion and Analysis and General Shareholder Information, constitute the compliance report on Corporate Governance during 2024-2025. The Company has been regularly submitting the quarterly compliance report to the Stock Exchanges as required under Regulation 27 of the SEBI Listing Regulations, 2015.

(v) CERTIFICATE ON CORPORATE GOVERNANCE

The Company has obtained the certificate regarding compliance with the provisions relating to Corporate Governance laid down in Part E of Schedule V to the SEBI Listing Regulations, 2015. This certificate is annexed to the Directors' Report and will be sent to the stock exchanges, along with the Annual Report to be filed by the Company.

(vi) CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

The Company has received certificate from Ajay Kumar & Co., Practising Company Secretaries, confirming that none of the Directors of the Company have been debarred or disqualified from being appointed or continuing as director of companies by the SEBI/Ministry of Corporate Affairs or any such authority. The certificate is annexed to the Directors' Report.

(vii) COMPLIANCE OF MANDATORY AND NON-MANDATORY REQUIREMENTS

During the year, the Company has complied with all applicable mandatory corporate governance requirements of the Listing Regulations. Specifically, Company confirms compliance with corporate governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub regulation (2) of Regulation 46 of the Listing Regulations.

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

In compliance of the terms of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("the POSH Act") and Rules made thereunder, the Company has in place a policy to prevent and deal with sexual harassment at workplace.

The Company has not received any complaints under POSH Act during the Financial Year 2024-25.

(ix) DISCLOSURE BY LISTED ENTITY AND ITS SUBSIDIARIES OF LOANS AND ADVANCES IN THE NATURE OF LOANS TO FIRMS / COMPANIES IN WHICH DIRECTORS ARE INTERESTED BY NAME AND AMOUNT.

The Company has granted loans to its Subsidiaries during the year in review. The Company has received back loans/advances granted. Please refer to the Note No. 32 "Disclosure of Related Parties Transactions" of Notes to the Financial Statements for the year ended March 31, 2025.

(x) DETAILS OF MATERIAL SUBSIDIARIES

Name of Material Subsidiary	Incorporation		Statutory Auditor	
	Date	Place	Name	Date of Appointment
Dealmoney Distribution & E-marketing Private Limited	01-11-2018	Mumbai	Rafik Sejam Sheikh, Chartered Accountants	28-09-2024
Dealmoney Commodities Private Limited	29-06-2010	Mumbai	Rafik Sejam Sheikh, Chartered Accountants	28-09-2024
Sarsan Securities Private Limited	28-06-1994	Mumbai	Rafik Sejam Sheikh, Chartered Accountants	28-09-2024

40. GENERAL SHAREHOLDERS' INFORMATION:

(i) DETAILS:

Annual General Meeting	Tuesday, September 30, 2025 at 02.00 P.M.
Financial Year	2024-2025
Venue	Through Video Conferencing ("VC") or other audiovisual means ("OAVM")
Date of Book Closure	From September 24, 2025 to September 30, 2025
Listing on Stock Exchanges (Equity Shares)	BSE Limited (Phiroze Jeejeebhoy Towers, Dalal Street Mumbai- 400001 Phones : 91-22-22721233/4, 91-22-66545695) National Stock Exchange of India Limited (National Stock Exchange of India Ltd.,

18th Annual Report 2024-25

	Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051 Tel. No: 022 2659 8100/ 2659 8114 / 66418100)
Stock Code (Equity)	BSE Scrip Code: 533632 NSE Code: ONELIFECAP
CIN	L74140MH2007PLC173660

(ii) FINANCIAL REPORTING FOR 2024-2025

Results for First Quarter	Within 45 days from end of quarter
Results for Second Quarter	Within 45 days from end of quarter
Results for Third Quarter	Within 45 days from end of quarter
Results for Fourth Quarter and Annual	Within 60 days from end of financial year
Annual General Meeting for the year ended 31 st March 2025	On or before 30 th September, 2025

(iii) DATES OF BOOK CLOSURE

The register of members and share transfer books of the Company will remain closed from September 24, 2025 to September 30, 2025 (both inclusive).

(iv) SHARE TRANSFER AGENT

Registrar and Share Transfer Agent	KFin Technologies Pvt. Ltd. (formerly known as Karvy Fintech Pvt. Ltd.) Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad, Telangana – 500 032 Contact Details: +91 40 67161631 E-mail: dalvianil.shantaram@karvy.com Website: www.karvycomputershare.com
Share Transfer System	Share transfers received by the share transfer agent/Company are registered within 15 days from the date of receipt, provided the documents are complete in all respects.

The Company has appointed KFin Technologies Pvt. Ltd. as its share transfer agent and accordingly, processing of share transfer/dematerialization/dematerialization and allied activities was outsourced to KFin Technologies Pvt. Ltd. Hyderabad (Karvy).

All physical transfers, transmission, transposition, issue of duplicate share certificate(s), issue of demand drafts in lieu of dividend warrants, etc. as well as requests for dematerialization/dematerialization are being Processed in periodical cycles at Karvy. The work related to dematerialization/dematerialization is handled by Karvy through connectivity with NSDL and CDSL.

(v) MARKET INFORMATION:

Market Price Data: High low during each month in last financial year.

BSE					NSE			
HIGH AND LOW PRICE AS ON APRIL 2024 –MARCH 2025					HIGH AND LOW PRICE AS ON APRIL 2024 –MARCH 2025			
MONTH	OPEN	HIGH	LOW	CLOSE	OPEN	HIGH	LOW	CLOSE
Apr 24	32.25	32.82	17.07	18.95	32.40	33.25	16.90	18.65
May 24	19.6	19.7	16.55	17.68	18.65	19.30	16.35	17.65
Jun 24	18.25	20.47	16.2	18	18.40	20.33	15.90	18.30
Jul 24	18.36	18.36	15.64	17.48	18.28	18.28	15.55	17.86
Aug 24	18.18	19	15.51	18.64	17.22	19.00	15.51	18.57
Sep 24	18.9	21.5	17.5	18.3	18.50	21.68	17.50	18.50
Oct 24	17.94	18	15.16	16.9	18.50	18.50	14.71	16.28
Nov 24	16.9	19.97	14.44	15.7	16.61	20.65	14.31	15.63
Dec 24	15.75	20.65	15.12	16.65	15.11	20.96	15.11	16.91
Jan 25	17.2	18.55	15.05	15.5	17.85	17.85	14.08	15.44
Feb 25	15.83	16.95	9.98	10.07	15.98	17.10	9.40	15.56
Mar 25	10.57	11.49	9.39	10.18	9.89	11.13	9.08	9.49

onelife
one solution

(vi) SHARE PERFORMANCE IN COMPARISON TO BSE SENSEX:

(vii) DISTRIBUTION SCHEDULE OF THE SHAREHOLDING AS ON 31ST MARCH 2025:

DESCRIPTION	No. of shareholders	% of shareholders	Amount	%
Upto 1 - 5000	8,751	83.4621	8721620	6.5282
5001 - 10000	811	7.7349	6680070	5.0001
10001 - 20000	459	4.3777	6927410	5.1852
20001 - 30000	176	1.6786	4496030	3.3653
30001 - 40000	66	0.6295	2356010	1.7635
40001 - 50000	57	0.5436	2726740	2.041
50001 - 100000	91	0.8679	6574960	4.9214
100001 - Above	74	0.7058	95117160	71.1955
Total	10,485	100	13,36,00,000	100

(viii) SHAREHOLDING PATTERN AS ON 31ST MARCH 2025:

Category	No. of shares	Shareholding %
(A) Shareholding of Promoter and Promoter Group		
Indian Individuals/Hindu Undivided Family	6959999	52.10
Sub Total (A)	6959999	52.10
(B) Public Shareholding		
(1) Institutions		
Foreign Institutional Investors	0	0
Financial Institutions/Banks	0	0
NBFCs registered with RBI	700	0.01
Sub-Total (B)(1)	700	0.01
(2) Public Shareholding (Non-Institutions)		
Individual shareholders holding nominal share capital up to Rs. 2 lakh	4052466	30.33
Individual shareholders holding nominal share capital in excess of Rs. 2 lakh	1777165	13.30
Non- Resident Indians	36738	0.27
Clearing Member	200	0.00
HUF	201368	1.51
Bodies Corporate	331364	2.48
Sub-Total (B)(2)	6399301	47.90
Total B (B1+B2)	6400001	47.90
TOTAL (A+B)	13360000	100

(ix) DEMATERIALIZATION OF SHARES:

The Equity Shares of the Company are to be traded compulsorily in Dematerialized Form. About 99.99% of paid-up Equity Capital has been dematerialized as on 31st March, 2025 and the rest is in physical form. The Company has entered in to agreements with the National Securities Depository Ltd. (NSDL) and the Central Depository Services (India) Ltd. (CDSL) for this purpose.

ISIN number for NSDL & CDSL: INE912L01015

(x) SHARES HELD IN DEMAT AND PHYSICAL MODE AS AT 31ST MARCH, 2025:

Particulars	No. of Shares	Percentage (%) of Total Shares
Physical Segment	2	0.001
Demat Segment:	13359998	99.99

18th Annual Report 2024-25

Total	13360000	100.00
--------------	-----------------	---------------

Particulars	No. of Shares	Percentage (%) of Total Shares
NSDL	23,11,865	16.70
CDSL	1,10,48,133	83.30
Total	1,33,59,998	100.00

(xi) Dividend: During the year no dividend paid by the Company.

(xii) Address for Correspondence:

Regd. Off: Plot No. A356, Road No. 26, Wagle Industrial Estate, MIDC,
Thane (West) - 400604, Maharashtra

Tel no.: 022-25833206 **Fax:** 022- 41842228

Email id: cs@onelifecapital.in

Website: www.onelifecapital.in

41. SHAREHOLDERS' AND INVESTORS' GRIEVANCES

The Board of Directors of the Company currently has a Stakeholders Relationship Committee to specifically look into and resolve grievances of security-holders on various matters. Routine queries/complaints received from shareholders are promptly attended to and replied. Queries/complaints received during the period under review related to non-receipt of dividend by warrants as well as through electronic clearing service, non-receipt of annual report, non-receipt of transferred shares and change of address and/or bank particulars. As on 31st March 2024, there were no pending issues to be addressed or resolved. Designated email address for the investor complaints is redressal@onelifecapital.in.

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

I, Prabhakara Naig, Chairman and Whole Time Director of Onelife Capital Advisors Limited, hereby declare that all the members of the Board of Directors and the Senior Management Personnel have affirmed compliance with the Code of Conduct of the Company, applicable to them as laid down by the Board of Directors in terms of Schedule V of SEBI (LODR) Regulations, 2015, for the year ended 31st March, 2025.

Registered Office:

Regd. Off: Plot No. A356, Road No. 26,
Wagle Industrial Estate, MIDC,
Thane (West) - 400604, Maharashtra

For and on behalf of the Board
ONELIFE CAPITAL ADVISORS LIMITED

CIN: L74140MH2007PLC173660

E-mail: cs@onelifecapital.in

Website: www.onelifecapital.in

Tel no.: 022-25833206

Sd/-

Prabhakara Naig

Executive Chairman

DIN: 00716975

Place: Thane

Date: 05 September 2025



onelifecapital

one solution

CERTIFICATE OF CORPORATE GOVERNANCE

[Pursuant to Regulation 34(3) read with Schedule V (E) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
The Members of
Onelife Capital Advisors Limited
Plot No. A 356,
Road No. 26, Wagle Industrial Estate,
MIDC, Thane (W) - 400604

We have examined the compliance of conditions of the Corporate Governance by Onelife Capital Advisors Limited (CIN: L74140MH2007PLC173660) (the Company), for the year ended on 31st March 2025, as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and based on the representations made by the Directors and the management we certify that the Company has complied with all the mandatory Requirement of the Corporate Governance as stipulated in the aforesaid Listing Agreement/Listing Regulations, 2015 as applicable.

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

Sd/-

(Ajay Kumar)

Ajay Kumar & Co.

FCS No. 3399

C.P. No. 2944

UDIN: F003399G000482955

Peer Review Certificate No. 1119/2021

Date: 29-05-2025

Place: Mumbai

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members

Onelife Capital Advisors Limited

Plot No. A 356, Road No. 26,

Wagle Industrial Estate,

MIDC, Thane (W) – 400604

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Onelife Capital Advisors Limited having CIN L74140MH2007PLC173660 and having registered office at Plot No. A 356, Road No. 26, Wagle Industrial Estate, MIDC, Thane (W) - 400604 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of appointment in Company	Date of Cessation
1.	*Mr. Pandoo Prabhakar Naig	00158221	23/03/2023	--
2.	*Mr. Prabhakara Naig	00716975	31/08/2007	--
3.	Mr. Dhananjay Chandrakant Parikh	02934120	15/09/2020	--
4.	Mr. Nitesh Shrinath Singh	08707310	29/03/2025	--
5.	Dr. Ranu Jain	11012104	29/03/2025	--

18th Annual Report 2024-25

6.	Ms. Shalini Shivcharan Patidar	06521823	14/11/2024	--
7.	Mr. Abhay Kumar Sethia	09721583	13/01/2025	--
8.	Mr. Manoj Ramgopal Malpani	05174775	05/02/2024	01.04.2024
9.	Mrs. Sonam Satish Kumar Jain	06848245	31/03/2015	31/03/2025
10.	Mr. Aneish Kumaran Kumar	08766256	23/03/2023	01/12/2024

* Vide order dated October 21, 2024 SEBI in exercise of its powers under Sections 11, 11(4) and 11B (1) read with Section 19 of SEBI Act, 1992 by way of interim order has restrained Mr. Pandoo Naig and Mr. Prabhakara Naig from acting as a Director or a key Managerial Personnel of any Listed Company or its subsidiary or any company which intends to raise money from public or any SEBI registered intermediary, until further orders.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This Certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Sd/-
(Ajay Kumar)
Ajay Kumar & Co.
FCS No. 3399
C.P. No. 2944
UDIN: F003399G000482867
Peer Review Certificate No. 1119/2021

Date: 29-05-2025

Place: Mumbai

CERTIFICATION BY THE EXECUTIVE DIRECTOR & CFO OF THE COMPANY

[Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Board of Directors,
Onelife Capital Advisors Limited

We, Prabhakara Naig, Chairman and Whole Time Director and Pandoo Naig, Executive Director and Interim Chief Financial Officer (CFO) of Onelife Capital Advisors Limited hereby certify to the Board that:

- We have reviewed the Financial Statements and the Cash Flow Statements for the year 2024-25 and that to the best of our knowledge and belief :
 - a. These statements do not contain any materially untrue statement or omit any material fact or contains statements that might be misleading.
 - b. These statements together present a true and fair view of Companies affair and are in Compliance with existing Accounting Standards, Applicable Laws and Regulations.
- There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year, 2024-25 which are fraudulent, illegal or violative of the Company's code of conduct.
- We are responsible for establishing and maintaining the internal controls for the Financial Reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting and we have not come across any reportable discrepancies in the design or operation of such internal control.
- We hereby declare that all the members of the Board of Directors and Management Committee have confirmed Compliance with the code of conduct as adopted by the Company.
- We have indicated to the auditors and the Audit committee that there are
 - (i) No significant changes in internal control over financial reporting during the year;
 - (ii) No significant changes in accounting policies during the year;
 - (iii) No instances of significant fraud of which we have become aware.

For Onelife Capital Advisors Limited

Sd/-

Mr. Prabhakara Naig
(Chairman & Whole Time Director)

Sd/-

Mr. Pandoo Naig
(Executive Director & Interim Chief Financial Officer)

Place: Thane

Date: 29.05.2025

Independent Auditor's Report

**To The Members of
Onelife Capital Advisors Limited**

Report on the Audit of Standalone Financial Statements**Opinion**

We have audited the accompanying standalone financial statements of **Onelife Capital Advisors Limited** ("the Company"), which comprises of Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement 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 as "Standalone Financial Statements").

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 Indian accounting standards prescribed under section 133 of the act, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025 and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the act and the rules made 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 obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significant in our audit of the financial statements of the current year. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No	Key Audit Matters	Auditors response
1	Evaluation of Provision and Contingent Liabilities	
	<p>As at the Balance Sheet date, the Company has significant open litigation and other contingent liabilities as disclosed in Note No. 29 to the Standalone Financial Statements. The assessment of the existence of the present legal or constructive obligation, analysis of the probability or possibility of the related payment require the management to make judgement and estimate in relation to the issues of each matter.</p> <p>The management with the help of opinion and advise of its experts have made such judgements and estimates relating to the likelihood of an obligation arising and whether there is a need to recognize a provision or disclose a contingent liability.</p> <p>Due to the level of judgment relating to recognition, valuation and presentation of provision and contingent liabilities, this is considered to be a key audit matter.</p>	<p>We have reviewed and held discussion with the management to understand their processes to identify new possible obligations and changes in existing obligations for compliance with the requirements of Ind AS 37 on Provisions, Contingent Liabilities and Contingent Assets.</p> <p>We have also discussed with the management significant changes from prior periods and obtained a detailed understanding of these items and assumptions applied. We have held meetings with the legal personnel responsible for handling legal matters.</p> <p>In addition, we have reviewed:</p> <ul style="list-style-type: none"> - The details of the proceedings before the relevant authorities including communication from the advocates/ experts; Legal advises/opinions obtained by the management, if any from experts in the field of law on the legal cases; <p>Status of each of the material matters as on the date of the balance sheet.</p> <p>We have assessed the appropriateness of provisioning based on assumptions made by the management and presentation of the significant contingent liabilities in the financial statements.</p>
2	Assessment of carrying value of equity investments in subsidiaries	

onelife

one solution

18th Annual Report 2024-25

	<p>As disclosed in Note No.6 of the standalone financial statements, the Company has investments in various subsidiaries of Rs. 9807.79 lacs. As on reporting date, Rs. 3800.00 of subsidiaries has accumulated losses resulting in erosion of its Net worth (negative Net worth of Rs. 2687.52 Lacs)</p> <p>The Management carried out impairment assessment for each investment by: Comparing the carrying value of each investment with the net worth of each company based on audited financials. Comparing the performance of the investee companies with projections used for valuations and approved business plans.</p> <p>The accounting for investment is a key audit matter as the impairment assessment and determination of the recoverable value involves significant management judgment and assumptions.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> Assessed that the methodology used by management to estimate the recoverable value of each investment in subsidiary is consistent with Ind AS. Compared the carrying values of the Company's investment in subsidiaries with their respective net asset values (based on the respective subsidiaries audited financial statements), realizable value and discussions with management about their performance and future outlook. Evaluating the methodology used by the Company in projections used variations, in particular those relating to the cash flows. We also assessed the historical accuracy of management's estimates and evaluated the business plans incorporated in the projections, if any. We read and assessed the presentation and disclosure in the standalone financial statements.
--	--	--

Information Other than the Standalone Financial Statements and Auditor's report thereon

The Company's Board of Directors is responsible for the preparation of other information. The Other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to the Board report, Business responsibility & Sustainability Report, Corporate Governance report and Shareholder's information, but does not include the consolidated financial statements, 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 form of assurance conclusion thereon.

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Standalone 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 (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 Accounting Standards specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements 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, the Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Director's is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 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 standalone 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 standalone 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 control system with reference to standalone financial statements in place and the operating effectiveness of such controls.

18th Annual Report 2024-25

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the 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 entity'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 standalone 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 entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that individually or in aggregate makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work and (ii) To evaluate the effect of any identified misstatements in the standalone financial statements.

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

Other Matters

- i) The standalone financial statements of the Company for the year ended 31st March, 2024 were audited by the predecessor auditor, N R Tibrewala & Co LLP, who have expressed a qualified opinion on those standalone financial statements vide their audit report dated 3rd June, 2024.
- ii) The company has acquired an investment in an unlisted companies from Related Party, for total consideration of Rs. 2500 lacs against which the payment has been made via cheque dated 31st March 2025. However, as of the date of this report, the cheque has not been deposited or presented for clearing by the counterparty. While the transaction has been recorded in the books of Account, the realization of funds by the subsidiary remain pending.

iii) The Company has acquired a 24.56% shareholding in Continental Controls Limited on 06 March 2024, and the share transfer process was completed on 17 December 2024. The Investment has been classified as an Investment in an Associate, and the Company will assess its financial impact in accordance with Ind AS 28 (Investment in Associates and Joint Ventures).

iv) The Company has an outstanding liability of Rs.25.80 Lakhs payable pertaining to previous years towards Goods and Services Tax as on March 31, 2025 which has been disputed by the Company with GST appellate authority whose decision is awaited. In absence of the outcome of such appeal, we are unable to comment on the consequential impact due to disallowance of unclaimed and/or ineligible Input Tax Credit and levy of applicable interest and penalty, if any, on the financial statements for the year ended March 31, 2025

Report on Other Legal and Regulatory Requirements

1. Pursuant to 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 the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

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

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

(b) In our opinion proper books of accounts as required by law have been kept by the Company so far as it appears from our examination of those books and records.

(c) The Balance sheet, the Statement of Profit & Loss (including other comprehensive income), Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Account) Rules, 2014.

(e) On the basis of the written representation received from the directors as on March 31, 2025 taken on records by the Board of Directors, none of the directors are disqualified as on March 31, 2025 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 Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Standalone Financial Statements.

(g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.

(h) With respect to the matters to be included in the Auditor's report in accordance with the Rule 11 of the Companies (Audit and Auditor) 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 the impact of pending litigations on its financial position in its Standalone Financial Statements. Refer Note 29 to the Standalone Financial Statements.
- ii. The Company has made provision as required under applicable law or accounting standards for material foreseeable losses, if any. The Company did not have any long-term derivative contracts.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv.(a) The management has represented that, to the best of its 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 person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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 the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The Company has not declared or paid any dividend during the year ended March 31, 2025 and hence reporting compliance of Section 123 of the Act is not applicable

vi. Based on our examination, which included test checks, the Company has used accounting software systems for maintaining its books of account for the financial year ended March 31, 2025 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems. Further, during the course of our audit we did not come across any instance 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.

For Rafik And Associates

Chartered Accountants

FRN No 146573W

Sd/-

Rafik Sejam Sheikh

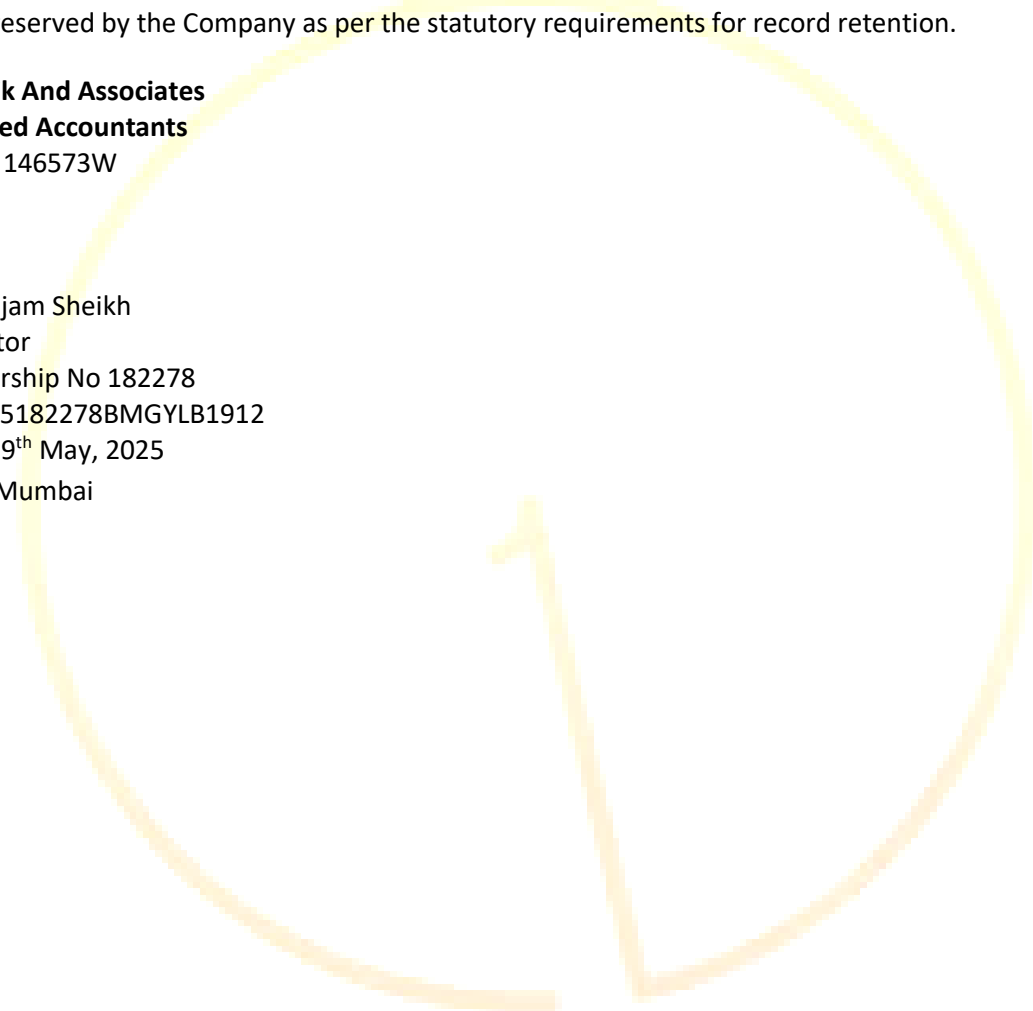
Proprietor

Membership No 182278

UDIN: 25182278BMGYLB1912

Date:- 29th May, 2025

Place:- Mumbai



onelife

one solution

18th Annual Report 2024-25

Annexure "A" referred to in "Report on Other Legal and Regulatory Requirements" section of our report to the members of Onelife Capital Advisors Limited for the year ended March 31, 2025

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i. (a) In respect of the Company's property, plant and equipment, right-of-use assets and intangible assets:
- (A) The Company has maintained proper records, showing full including quantitative details and situation of Property, Plant and Equipment {PPE} and right of use assets.
 - (B) The Company has maintained proper records showing full particulars of intangible assets.
- (b) According Company has a program of physical verification of property, plant and equipment and right-of-use assets so to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain property, plant and equipment and right-of-use assets were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) The Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year and hence reporting under clause 3(i)(d) of the Order is not applicable to the Company.
- (d) In our opinion and according to the information and explanations given to us, No proceedings have been initiated during the year or are pending against the Company as at March 31, 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. (a) The Company does not have any inventory and hence reporting under clause 3(ii)(a) of the Order is not applicable.
- (b) The Company has not been sanctioned working capital limits in excess of ₹5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- iii. According to the information and explanations give to us, during the year, the Company has made investments in and granted loans to Companies and other parties during the year and has not provided guarantee or security and granted advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year:-
- (a) The Company has granted loans to Companies and other parties during the year, as stated below and has not provided guarantee or security and granted advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year.

S. No	Particulars	Amount (In Lacs)
A	Aggregate amount granted / provided during the year:	
	Subsidiaries	944.50
	Others	614.48
B	Balance outstanding as at balance sheet date in respect of above cases:	
	Subsidiaries	2276.45
	Others	1128.53

(b) The terms and conditions of the grant of such loans are not prejudicial to the interest of the Company. However, it is noted that loans granted to certain subsidiaries and other parties are interest-free, with the understanding that such subsidiaries loans will be converted into equity. The conversion process has been decided by the management in April 2024 but has not been completed till the date of our report.

(c) In respect of loans granted, the schedule of repayment of principal and payment of interest, where stipulated, has not been specified in the loan agreements. Accordingly, we are unable to comment on the regularity of repayment of principal and interest.

(d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) Certain loans are overdue for repayment of principal. Based on our examination of records, the following parties have not repaid the amounts due.

Name of Borrower	Outstanding Status
Oodnap Sec(I) Ltd	no repayment received since January 2024.
Parasmal Khanmal Jain	no repayment received since January 2024
Rani Cration Consultant	outstanding since 2023
Vaman Pesticides Pvt Ltd	outstanding since 2023

The company has not taken reasonable steps for recovery of these overdue amounts

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

18th Annual Report 2024-25

iv. According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans and making investments. The Company has not provided any security and stood guarantee as specified under Section 186.

v. The Company has not accepted any deposit or amounts, which are deemed deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

vi. 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 Companies Act, 2013 for the nature of business activity undertaken by the Company. Accordingly, clause 3(vi) of the Order is not applicable to the Company.

vii. (a) According to the information and explanations given to us and on the basis of our examination of the records, the Company is generally regular in depositing undisputed statutory dues including Goods and Services Tax, 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 appropriate authorities. No undisputed amounts payable in respect of the aforesaid statutory dues were outstanding as at the last day of the financial year for a period of more than six months from the date they became payable except the following:

Name of Statute	Nature of dues	Amount (In Lacs)	Period to which the amount relates
CGST Act, 2017	Goods and Service Tax	21.47	FY 2019-20
CGST Act, 2017	Goods and Service Tax	4.33	FY 2020-21

(b) According to the information and explanations given to us, there are no dues as referred in clause vii (a) above which have not been deposited on account of any dispute except the following:

Name of the Statute	Nature the Dues	Amount (In Lacs)	Amount Paid under Protes	Period to Which the Amount relates	Forum where Dispute i pending
Finance Act, 1994 (Service Tax)	Service Tax (Cenvat Cred	163.34	86.25	Financial Year 2011-12	Central Board of Indirect Taxes & Customs Appellate Tribunal (West Zone Branch), Mumbai.
		8.58		Financial Year 2014-15	
	Service Tax (Penalty)	63.34		Financial Year 2011-12	

		0.86		Financial Year 2014-15	
Income Act, 1961 Tax	Income Tax	652.14	-	Assessment Year 2012-13	Commissioner Income (Appeals) of Tax

Interest amount at applicable rate is not quantified and not included above.

viii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) and hence reporting under clause 3(viii) of the Order is not applicable to the Company.

ix. (a) Based on our audit procedures and on the basis of information and explanations given to us, we are of the opinion that the Company has not defaulted in the repayment of loans or other borrowings or in the repayment of interest thereon to the lenders and hence reporting under clause 3(ix) (a) of the Order is not applicable to the Company.

(b) On the basis of information and explanations given to us, the Company has not been declared as wilful defaulter by any bank or financial institution or other lender.

(c) In our opinion and according to the information and explanations given to us, the Company has not raised any money by way of term loans during the year. Accordingly, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us, on an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries and hence reporting under clause 3(ix)(e) of the Order is not applicable to the Company.

(f) Based on our audit procedures and on the basis of information and explanations given to us, during the year the Company has not raised any funds on the pledge of securities held in its subsidiaries and hence reporting under clause 3(ix)(f) of the Order is not applicable to the Company.

x. (a) The Company has not raised any money by way of Initial public offer or further public offer (including debt instrument) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment, private placement of shares or fully or partly convertible debentures during the year or in the recent past and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.

18th Annual Report 2024-25

xi. (a) During our 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 fraud by or on the Company, noticed or reported during the year, nor have we been informed of such case by the management.

(b) During the year, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) Based on our audit procedures performed and according to the information and explanations given to us, no whistle blower complaints have been received during the year by the Company and hence reporting under clause 3 (xi) (c) of the Order is not applicable to the Company.

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and hence reporting under 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, all the transactions with related parties are in compliance with Section 177 and 188 of the Act and all the details have been disclosed in the standalone financial statements as required by the applicable Accounting Standard (Refer Note 32 to the standalone financial statements).

xiv. (a) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has an adequate 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 nature, timing and extent of our audit procedure

xv. Based on the information and explanations given to us, the Company has not entered into any non-cash transactions prescribed under Section 192 of the Act with directors or persons connected with them during the year. Therefore, the provisions of Clause 3(xv) of the Order 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 and hence reporting under clause 3(xvi) (a), (b) and (c) of the Order is not applicable to the Company.

(b) In our opinion, there is no core investment company within the "Companies in the Group" as defined in the Core Investment Companies (Reserve Bank) Directions, 2016 and hence reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.

xvii. The Company has not incurred any cash losses during the financial year covered by our audit and in the immediately preceding financial year.

xviii. There has been a resignation of the statutory auditor during the year. There were no issues, objections or concerns raised by the outgoing auditor.

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 and 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 indicating that 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. In our opinion and according to the information and explanations given to us and the records examined by us, no amount was required to be spent by the Company on the activities of CSR, as per provisions of Companies Act, 2013. Accordingly, reporting under paragraph 3(xx) of the Order are not applicable to the Company

For Rafik And Associates

Chartered Accountants

FRN No 146573W

Rafik Sejam Sheikh

Proprietor

Membership No 182278

UDIN: 25182278BMGYLB1912

Date:- 29th May, 2025

Place:- Mumbai

onelife
one solution

Annexure "B" referred to in "Report on Other Legal and Regulatory Requirements" section of our report to the Members of Onelife Capital Advisors Limited for the year ended March 31, 2025:

Report on the Internal Financial Controls with reference to Standalone Financial Statements under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls with reference to standalone financial statements of **Onelife Capital Advisors Limited** ("the Company") as of March 31, 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to Standalone Financial Statements 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 "ICAI"). 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 with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. 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 with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone 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 judgment, 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 with reference to standalone financial statements.

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 (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the entity are being made only in accordance with authorizations of management; (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the entity's assets that could have a material effect on the financial statements and (iv) also provide us reasonable assurance by the internal auditors through their internal audit reports given to the organization from time to time.

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.

Opinion

In our opinion, the best of our information and according to the explanations given to us, the Company has, broadly in all material respects, an adequate internal financial controls system with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential Component of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For Rafik And Associates

Chartered Accountants

FRN No 146573W

Sd/-

Rafik Sejam Sheikh

Proprietor

Membership No 182278

UDIN: 25182278BMGYLB1912

Date:- 29th May, 2025

Place:- Mumbai

Notes to the Standalone Financial Statements for the year ended March 31, 2025

1 Corporate information

Onelife Capital Advisors Limited (“the Company”) is a listed entity incorporated in India. The Company advises companies on fund raising as well as acquisition financing and structuring the deal to maximize value for all its stake holders. The Company is a public limited company incorporated and domiciled in India. The registered and corporate office of the Company is situated at Plot No. A356, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West), Maharashtra – 400604.

The Board of Directors approved the standalone financial statements for the year ended March 31, 2025 and authorized for issue on May 29, 2025.

2 Significant accounting policies

2.1 Basis of preparation

- i The standalone financial statements are prepared on the accrual basis of accounting and in accordance with the Indian Accounting Standards (hereinafter referred to as “the Ind AS”) as prescribed under section 133 of the Companies Act, 2013 (“the Act”) (as amended) and other relevant provisions of the Act.
- ii The standalone financial statements have been prepared on a going concern basis under the historical cost basis except for the followings:
 - certain financial assets and liabilities are measured at fair value;
 - assets held for sale measured at fair value less cost to sell;
 - defined benefit plans plan assets measured at fair value.
- iii The standalone financial statements are presented in Indian Rupees in Lakhs and all values are rounded to the nearest in two decimal point except where otherwise stated.

The statement of cash flows has been prepared under indirect method, whereby profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expense associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated. The Company considers all highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value to be cash equivalents.

2.2 Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- i. Expected to be realized or intended to be sold or consumed in normal operating cycle
- ii. Held primarily for the purpose of trading,
- iii. Expected to be realized within twelve months after the reporting period, or
- iv. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- i. It is expected to be settled in normal operating cycle
- ii. It is held primarily for the purpose of trading
- iii. It is due to be settled within twelve months after the reporting period, or
- iv. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

2.3 Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

The Company categorizes assets and liabilities measured at fair value into one of three levels as follows:

- **Level 1 — Quoted (unadjusted)**

This hierarchy includes financial instruments measured using quoted prices.

- **Level 2**

Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 2 inputs include the following:

- a) Quoted prices for similar assets or liabilities in active markets.
- b) Quoted prices for identical or similar assets or liabilities in markets that are not active.
- c) Inputs other than quoted prices that are observable for the asset or liability.
- d) Market – corroborated inputs.

- **Level 3**

They are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants. Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

2.4 **Non-current assets held for sale**

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell and are disclosed separately under the head "Other Current Assets". once classified as held for sale are not depreciated or amortised.

2.5 **Property Plant and Equipment**

Property, Plant and Equipment (PPE) and intangible assets are not depreciated or amortized once classified as held for sale.

PPE are stated at actual cost less accumulated depreciation and impairment loss. Actual cost is inclusive of freight, installation cost, duties, taxes and other incidental expenses for bringing the asset to its working conditions for its intended use (net of recoverable taxes) and any cost directly attributable to bring the asset into the location and condition necessary for it to be capable of operating in the manner intended by the Management. It includes professional fees and borrowing costs for qualifying assets.

Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from its previously assessed standard of performance. All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

Borrowing costs directly attributable to acquisition of property, plant and equipment which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

Significant Parts of an item of PPE (including major inspections) having different useful lives and material value or other factors are accounted for as separate components. All other repairs and maintenance costs are recognized in the statement of profit and loss as incurred.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Advances paid towards the acquisition of Property, plant and equipment are disclosed as "Capital advances" under "Other Non - Current Assets" and the cost of assets not ready intended use as at the balance sheet date are disclosed as 'Capital work-in-progress' Capital work- in- progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

Depreciation

Depreciation of these PPE commences when the assets are ready for their intended use.

Depreciation is provided for on straight line method on the basis of useful life. The useful life of property, plant and equipment are as follows: -

Asset Class	Useful Life in years
Vehicles	8
Office Equipment's	5
Computers & Printers	3
Air Conditioners	5
Furniture & Fixtures	10

On assets acquired on lease (including improvements to the leasehold premises), amortization has been provided for on Straight Line Method over the period of lease.

The estimated useful lives and residual values are reviewed on an annual basis and if appropriate, changes in estimates are accounted for prospectively.

Depreciation on subsequent expenditure on PPE arising on account of capital improvement or other factors is provided for prospectively over the remaining useful life.

Derecognition

An item of PPE is de-recognized 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 PPE is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss.

2.6 Intangible Assets

Intangible assets are stated at cost (net of recoverable taxes) less accumulated amortization and impairment loss. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Intangible assets comprising of goodwill and other intangible assets is amortized on a straight line basis over the useful life of three years which is estimated by the management.

Depreciation on subsequent expenditure on intangible assets arising on account of capital improvement or other factors is provided for prospectively over the remaining useful life.

Amortization methods and useful lives are reviewed on an annual basis and if appropriate, changes in estimates are accounted for prospectively.

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognized in the Statement of Profit and Loss when the asset is derecognized.

2.7 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity

2.7.1 Financial assets

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in following categories based on business model of the entity:

- **Financial Assets at amortized cost**

A financial asset is measured at amortized cost if it is held within a business model whose objective is to hold the asset in order 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.

- **Financial Assets at fair value through other comprehensive income (FVTOCI)**

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets 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.

- **Financial Assets and equity instruments at fair value through profit or loss (FVTPL)**

A financial asset which is not classified in any of the above categories are measured at FVTPL.

- **Other Equity Investments**

All other equity investments are measured at fair value, with value changes recognized in Statement of Profit and Loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'. However, dividend on such equity investments are recognised in Statement of Profit and loss when the Company's right to receive payment is established.

- **Cash and Cash equivalents**

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Financial assets are reclassified subsequent to their recognition, if the Company changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

Investments in subsidiaries, Associates and Joint Ventures

The Company has accounted for its subsidiaries, Associates and Joint Ventures at cost less impairment loss (if any). The investments in preference shares with the right of surplus assets which are in nature of equity in accordance with Ind AS 32 are treated as separate category of investment and measured at FVTOCI.

De-recognition

A financial asset is de-recognized only when

- The Company has transferred the rights to receive cash flows from the financial asset 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.

Where the Company has transferred an asset, it evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is de-recognized.

Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is de-recognized if the company has not retained control of the financial asset. Where the company retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL), simplified model approach for measurement and recognition of Impairment loss on Trade receivables or any

contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115.

ECL impairment loss allowance (or reversal) recognized during the year is recognized as income / expense in the statement of Profit and Loss.

2.7.2 Financial liabilities

Classification as debt or equity

Financial liabilities and equity instruments issued by the company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Initial recognition and measurement

Financial liabilities are recognized when the company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortized cost unless at initial recognition, they are classified as fair value through profit and loss.

Subsequent measurement

Financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss is measured at fair value with all changes in fair value recognized in the statement of profit and loss.

- **Trade and other payables**

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting year. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

- **Loans and borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

De-recognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

Offsetting

Financial Assets and Financial Liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Company has a legally enforceable right to set off the amount and it

intends, either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

2.8 Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs of disposal and its value in use.

Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets.

When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations, including impairment on inventories, are recognized in the statement of profit and loss. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

A previously recognized impairment loss (except for goodwill) is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited to the carrying amount of the asset.

2.9 Revenue recognition

Revenue from contracts with customers is recognized when the entity satisfies a performance obligation by transferring a promised service to customer at an amount that reflects the consideration to which the company expects to be entitled in exchange for those services.

- **Sale of Services**

Sale of services are recognized on satisfaction of performance obligation towards rendering of such services

Contract Balances

Trade Receivables

A receivable represents the Company's right to an amount of consideration that is unconditional.

Contract Liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer.

If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognized when the payment is made or the payment is due (whichever is earlier).

Contract liabilities are recognised as revenue when the Company performs under the contract.

- **Interest income**

Interest income from a financial asset is recognized using effective interest rate method.

- Other income is recognized when no significant uncertainty as to its determination or realization exists.

2.10 Leases

As a lessee

The Company assesses whether a contract contains lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- i the contract involves the use of an identified asset
- ii the Company has substantially all of the economic benefits from use of the asset through the period of the lease and
- iii the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset (ROU) and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a lease term of twelve months or less (short-term leases) and low value leases.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. The Company also assesses the right-of-use asset for impairment when such indicators exist.

The lease liability is initially measured at the present value of the fixed lease payments including variable lease payments that depend on an index or a rate. The lease payments are discounted using

the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rate of the Company.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), and payments arising from options reasonably certain to be exercised. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest expenses. It is re-measured to reflect any reassessment or modification.

When the lease liability is re-measured, the corresponding adjustment is reflected in the right-of-use asset or profit and loss account as the case may be.

The Company has elected to account for short-term leases using the exemption given under Ind AS 116 Instead of recognizing a right-of-use asset and lease Liability. It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. The payments in relation to these are recognized as an expense in the statement of profit or loss on a straight-line basis over the lease term or on another systematic basis if that basis is more representative of the pattern of the Company's benefit

As a lessor

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income.

2.11 Foreign currency transactions

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is entity's functional and presentation currency.

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Monetary items denominated in foreign currency at the year end and not covered under forward exchange contracts are translated at the functional currency spot rate of exchange at the reporting date. Foreign exchange gains and losses resulting from the settlement of

such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the consolidated statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses).

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

2.12 Employee Benefits

Short term employee benefits: -

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the year in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting year and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Post-employment obligations

Defined contribution plans

Provident fund benefit is a defined contribution plan under which the Company pays fixed contributions into funds established under the Employee's Provident funds and Miscellaneous Provisions Act, 1952. The Company has no legal or constructive obligations to pay further contributions after payment of the fixed contribution.

The contribution paid / payable under the schemes is recognized during the period in which the employee renders the related service.

Defined benefit plans

Gratuity

The Company provides for gratuity obligations through a defined benefit retirement plan (the 'Gratuity Plan') covering all employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement or termination of employment based on the respective employee salary and years of employment with the Company. The Company provides for the Gratuity Plan based on actuarial valuations in accordance with Indian Accounting Standard 19 (revised), "Employee Benefits". The present value of obligation under gratuity is determined based on actuarial valuation using Project Unit Credit Method, which recognizes each period of service as giving rise to additional

unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Gratuity is recognized based on the present value of defined benefit obligation which is computed using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting year. These are accounted either as current employee cost or included in cost of assets as permitted.

Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income

Leave Encashment

As per the Company's policy, leave earned during the year do not carry forward, they lapse if the current period's entitlement is not used in full and do not entitle employees to a cash payment for unused entitlement during service.

Termination benefits

Termination benefits are payable when employment is terminated by the Company before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits. Termination benefits are recognized as an expense in the year in which they are incurred.

2.13 Borrowing Costs

Borrowing costs that are directly attributable to the acquisition, construction or production of qualifying asset are capitalized as part of cost of such asset. Other borrowing costs are recognized as an expense in the year in which they are incurred.

Borrowing costs consists of interest and other costs that an entity incurs in connection with the borrowing of funds.

2.14 Provisions, Contingent Liabilities and Contingent Assets

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

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting year, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

Contingent assets are disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.

Contingent liabilities are disclosed in the Financial Statements by way of notes to accounts, unless possibility of an outflow of resources embodying economic benefit is remote.

2.15 Cash Flow Statement

Cash flows are reported using the indirect method. The cash flows from operating, investing and financing activities of the Company are segregated.

2.16 Earnings per share

Basic earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

2.17 Income taxes

The income tax expense or credit for the year is the tax payable on the current year's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses, if any. Income Tax expense for the year comprises of current tax and deferred tax. Tax is recognized in Statement of Profit and Loss, except to the extent that it relates to items recognized in the Other Comprehensive Income. In which case, the tax is also recognized in Other Comprehensive Income.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting year. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Financial Statements. However, deferred tax liabilities are not recognized if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting year and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

The carrying amount of deferred tax assets are reviewed at the end of each reporting year and are recognized only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

MAT payable for a year is charged to the statement of profit and loss as current tax. The Company recognizes MAT credit available in the statement of profit and loss as deferred tax with a corresponding asset only to the extent that there is probable certainty that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. The said asset is shown as 'MAT Credit Entitlement' under Deferred Tax. The Company reviews the same at each reporting date and writes down the asset to the extent the Company does not have the probable certainty that it will pay normal tax during the specified period.

2.18 Critical accounting estimates and judgments

The preparation of restated financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. This note provides an overview of the areas that involved a higher degree of judgment or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgments is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgments are:

1. Useful life of tangible asset Note No. 2.5
2. Useful life of intangible asset Note No. 2.6
3. Impairment of financial assets refer Note No. 2.7.1
4. Impairment of non – financial assets refer Note No. 2.8
5. Provisions, Contingent Liabilities and Contingent Assets refer Note No. 2.14

Estimates and judgments are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

2.19 Cash and Cash Equivalents

Cash and cash equivalents comprise of cash on hand, cash at banks, short-term deposits and short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

2.20 Segment Reporting - Identification of Segments

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, whose operating results are regularly reviewed by the Company's chief operating decision maker to make decisions for which discrete financial information is available. Based on the management approach as defined in Ind AS 108, the chief operating decision maker evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by geographic segments.

2.21 Recent pronouncement

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

3 Business Combination

Common control business combination where the Company is transferee is accounted using the pooling of interest method. Assets and liabilities of the combining entities are reflected at their carrying amounts and no new asset or liability is recognized. Identity of reserves of the transferor company is preserved by reflecting them in the same form in the Company's financial statements in which they appeared in the financial statement of the transferor company. The excess between the amount of consideration paid over the share capital of the transferor company is recognized as a negative amount and the same is disclosed as capital reserve on business combination

The information in the financial statements of the prior period is restated from the date of business combination in case the business combination is approved by statutory authority in the subsequent period.

18th Annual Report 2024-25

ONELIFE CAPITAL ADVISORS LIMITED

STANDALONE BALANCE SHEET AS AT MARCH 31, 2025

₹ In Lakhs

PARTICULARS	Note No.	AS AT	
		Mar 31,2025	Mar 31,2024
ASSETS			
Non - Current Assets			
Property, Plant and Equipment	4	0.48	0.73
Other Intangible Assets	5	5.49	5.49
Financial Assets			
Investments	6	9,868.17	7,041.19
Loans	7	590.11	813.86
Income Tax Assets (Net)	8	114.46	116.50
Other Non - Current Assets	9	87.47	87.47
Total Non - Current Assets		10,666.17	8,065.24
Current Assets			
Financial Assets			
Trade Receivables	10	57.28	745.80
Cash and Cash Equivalents	11	8.63	42.36
Loans	12	2,789.88	3,174.67
Other Financial Assets	13	69.20	48.32
Total Current Assets		2,924.99	4,011.16
TOTAL - ASSETS		13,591.16	12,076.40
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	14	1,336.00	1,336.00
Other Equity	15	9,614.83	9,564.12
Equity attributable to the shareholders of the Company		10,950.83	10,900.12
Non Controlling Interest		-	-
Total Equity		10,950.83	10,900.12
LIABILITIES			
Non - Current Liabilities			
Financial Liabilities			
Borrowings	16	-	92.15
Provisions	17	36.59	7.01
Deferred Tax Liabilities (Net)	18	8.33	5.83
Total Non - Current Liabilities		44.92	105.00
Current Liabilities			
Financial Liabilities			
Borrowings	19	186.45	655.38
Trade Payables	20	-	-
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		41.04	248.54
Other Financial Liabilities	21	2,337.23	90.44
Other Current Liabilities	22	27.70	70.14
Provisions	23	2.98	6.77
Total Current Liabilities		2,595.41	1,071.27
TOTAL - EQUITY AND LIABILITIES		13,591.16	12,076.40
Corporate Information	1		
Significant Accounting Policies	2.3		
The accompanying Notes form an integral part of the Standalone Financial Statements	4 to 51		
As per our report of even date			
For Rafik and Associates		For and on behalf of the board of Directors of Onelife Capital Advisors Limited	
Chartered Accountants			
Firm Reg. No. 146573W			
CA Rafik Sejam Sheikh		Prabhakar Naig	
Proprietor		Whole Time Director	
Membership No. 182278		DIN No. 00716975	
		Pandoo Naig	
		Director & CFO	
		DIN No. 00158221	
		Kajal Shethia	
		Company Secretary & Compliance Officer	
Place : Mumbai		Place: - Thane	
Date : 29 May 2025		Date : 29 May 2025	

ONELIFE CAPITAL ADVISORS LIMITED

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON MARCH 31, 2025

₹ In Lakhs

PARTICULARS	Note No.	YEAR ENDED	
		Mar 31,2025	Mar 31,2024
INCOME			
Revenue From Operations	24	-	348.80
Other Income	25	571.77	274.10
TOTAL INCOME		571.77	622.90
EXPENSES			
Employee Benefits Expense	26	178.80	106.68
Finance Costs	27	0.14	24.07
Depreciation and Amortisation Expense	4 & 5	0.26	0.53
Other Expenses	28	318.64	493.80
TOTAL EXPENSES		497.84	625.08
Profit / (Loss) before Exceptional Items		73.94	(2.18)
Exceptional Items		-	-
Prior Period Item		-	-
Profit / (Loss) Before Tax		73.94	(2.18)
TAX EXPENSES			
(a) Current Tax	44	20.51	-
(b) Deferred Tax Credit / (Charge)		2.50	2.64
(c) Short / (Excess) provision of tax relating to earlier years		-	(1.44)
Profit / (Loss) for the year		50.93	(3.38)
Other Comprehensive Income			
(a) (i) Items that will not be reclassified to profit or loss			
Remeasurement of Defined benefit plans		(0.22)	1.20
(ii) Income tax relating to items that will not be reclassified to		-	-
(b) (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to		-	-
Other Comprehensive income for the year		(0.22)	1.20
Total Comprehensive income for the year		50.71	(2.18)
Earnings per equity share			
Basic and Diluted	35	0.38	(0.03)
Corporate Information	1		
Significant Accounting Policies	2,3		
The accompanying Notes form an integral part of the Standalone Financial Statements	4 to 51		
As per our report of even date			
For Rafik and Associates		For and on behalf of the board of Directors of Onelife Capital Advisors Limited	
Chartered Accountants			
Firm Reg. No. 146573W			
CA Rafik Sejam Sheikh		Prabhakar Naig	
Proprietor		Whole Time Director	
Membership No. 182278		DIN No. 00716975	
		Pandoo Naig	
		Director & CFO	
		DIN No. 00158221	
		Kajal Shethia	
		Company Secretary & Compliance Officer	
Place : Mumbai		Place: - Thane	
Date : 29 May 2025		Date : 29 May 2025	

18th Annual Report 2024-25

ONELIFE CAPITAL ADVISORS LIMITED
CIN: L74140MH2007PLC173660

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2025

₹ In Lakhs

	PARTICULARS	AS ON	
		Mar 31,2025	Mar 31,2024
		Audited	Audited
A.	CASH FLOW FROM OPERATING ACTIVITIES:		
	Net Profit/(Loss) before tax and Extraordinary Items	73.94	(2.18)
	Adjustments for:		
	Depreciation and Amortisation Expense	0.26	0.53
	Loss on Sale of Assets	-	1.12
	Interest Paid	0.14	24.07
	Interest Income	(2.87)	(274.10)
	Operating Loss Before Working Capital Changes	71.47	(250.56)
	Adjustments for:		
	(Increase) / Decrease in Trade Receivables	688.53	(188.48)
	(Increase) / Decrease in Other Financials Assets	(20.88)	(4.52)
	(Increase) / Decrease in Other Current Assets	-	-
	Increase / (Decrease) in Other Current Liabilities	(39.94)	(40.83)
	Increase / (Decrease) in Provisions	25.57	1.27
	Increase / (Decrease) in Trade Payables	(207.50)	(231.97)
	Increase / (Decrease) in Other Financial Liabilities	2,246.79	(55.56)
	Cash Generated from Operations	2,764.04	(770.65)
	Direct Taxes paid (net of Refunds Received)	(20.97)	181.48
	Net Cash Flow From Operating Activity [A]	2,743.07	(589.17)
B.	CASH FLOW FROM INVESTING ACTIVITIES:		
	Purchase of PPE & Other Intangible Assets	-	-
	Proceeds from Sale of fixed assets	-	0.08
	Investments	(2,826.98)	(4,004.93)
	Loan Given	608.54	4,112.12
	Interest Received	2.87	274.10
	Net cash used in Investing Activities [B]	(2,215.57)	381.38
C.	CASH FLOW FROM FINANCING ACTIVITIES:		
	Proceeds from Short Term Borrowings	(468.93)	(149.07)
	Proceeds from Long Term Borrowings	(92.15)	92.15
	Interest Paid	(0.14)	(24.07)
	Net cash used in Financing activities [C]	(561.22)	(80.99)
	Net Increase in Cash and Cash Equivalents [A+B+C]	(33.72)	(288.79)
	Cash & Cash Equivalents at the beginning of the year	42.36	331.15
	Cash & Cash Equivalents at th end of the period/year	8.63	42.36
Notes:			
1. Cash flow statement has been prepared under the indirect method as set out in Ind AS - 7 specified under Section 133 of the Companies Act, 2013.			
2. Purchase of Property, Plant and Equipment includes movements of Capital Work-in-Progress during the year.			
Corporate Information 1			
Significant Accounting Policies 2,3			
The accompanying Notes form an integral part of the			
Standalone Financial Statements 4 to 51			
As per our report of even date			
For Rafik and Associates			
Chartered Accountants			
Firm Reg. No. 146573W			
CA Rafik Sejam Sheikh			
Proprietor			
Membership No. 182278			
Prabhakar Naig			
Whole Time Director			
DIN No. 00716975			
Pandoo Naig			
Director & CFO			
DIN No. 00158221			
Kajal Shethia			
Company Secretary & Compliance Officer			
Place: - Thane			
Date : 29 May 2025			
Place : Mumbai			
Date : 29 May 2025			

ONELIFE CAPITAL ADVISORS LIMITED
STANDALONE STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED MARCH 31, 2025

A) Equity Share Capital

₹ in Lakhs

Particulars	Amount
As at March 31, 2023	1,336.00
Changes in Equity Share Capital	-
As at March 31, 2024	1,336.00
Changes in Equity Share Capital	-
As at March 31, 2025	1,336.00

B) Other Equity

₹ in Lakhs

Particulars	Reserve and Surplus			Total
	Common Control	Securities Premium	Retained Earnings	
As at March 31, 2023	643.33	9,078.06	(155.10)	9,566.29
Profit for the year	-	-	(3.38)	(3.38)
Other comprehensive income for the year - Re-measurement of defined benefit plans	-	-	1.20	1.20
As at March 31, 2024	643.33	9,078.06	(157.28)	9,564.12
Profit for the year	-	-	50.93	50.93
Other comprehensive income for the year - Re-measurement of defined benefit plans	-	-	(0.22)	(0.22)
As at March 31, 2025	643.33	9,078.06	(106.57)	9,614.83

The Description of the nature and purpose of each reserve within equity is as follows:

a) Common Control Transactions Capital Reserve:

It arises on transfer of business between entities under common control. It represents the difference, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor.

b) Securities Premium:

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issue of bonus shares, writing off the preliminary expenses in accordance of the provisions of the Companies Act, 2013.

c) Retained earnings:

Retained earnings are the profits/losses that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. It also includes actuarial gains and losses on defined benefit plans recognised in other comprehensive income (net of taxes).

Corporate Information

1

Significant Accounting Policies

2,3

The accompanying Notes form an integral part of the Standalone Financial Statements

4 to 51

As per our report of even date

For Rafik and Associates

Chartered Accountants

Firm Reg. No. 146573W

CA Rafik Sejam Sheikh

Proprietor

Membership No. 182278

**For and on behalf of the board of Directors
of Onelife Capital Advisors Limited**

Prabhakar Naig

Whole Time Director

DIN No. 00716975

Pandoo Naig

Director & CFO

DIN No. 00158221

Kajal Shethia

Company Secretary & Compliance Officer

Place: - Thane

Date : 29 May 2025

Place: - Mumbai

Date : 29 May 2025

Notes to Standalone Financial Statements for the year ended March 31, 2025

NON - CURRENT ASSETS
4 Property, Plant and Equipment

₹ in Lakhs

Particulars	Leasehold Improvements	Furniture & Fixtures	Office Equipments	Computers & Printers	Air Conditioners	Total
Gross carrying value as at March 31, 2023	343.48	4.71	2.56	9.96	3.10	363.82
Additions	-	-	-	-	-	-
Deletions	-	4.24	2.08	9.02	2.60	17.94
Gross carrying value as at March 31, 2024	343.48	0.47	0.48	0.94	0.50	345.87
Additions	-	-	-	-	-	-
Deletions	-	-	-	-	-	-
Gross carrying value as at March 31, 2025	343.48	0.47	0.48	0.94	0.50	345.87

Accumulated depreciation as at March 31, 2023	343.48	4.30	2.27	8.84	2.47	361.35
Depreciation for the year	-	0.05	0.09	0.30	0.09	0.53
Accumulated depreciation on deletion	-	4.03	1.93	8.35	2.45	16.76
Accumulated depreciation as at March 31, 2024	343.48	0.32	0.44	0.79	0.11	345.13
Depreciation for the year	-	0.05	0.02	0.10	0.09	0.26
Accumulated depreciation on deletion	-	-	-	-	-	-
Accumulated depreciation as at March 31, 2025	343.48	0.37	0.45	0.89	0.21	345.39

Carrying value as at March 31, 2023	-	0.41	0.29	1.12	0.63	2.47
Carrying value as at March 31, 2024	-	0.15	0.04	0.15	0.39	0.73
Carrying value as at March 31, 2025	-	0.10	0.03	0.05	0.29	0.48

NON - CURRENT ASSETS
5 Other Intangible assets

₹ in Lakhs

Particulars	Computer Software	Trademark
Gross carrying value as at March 31, 2023	75.37	1.82
Additions	-	-
Deletions	-	-
Gross carrying value as at March 31, 2024	75.37	1.82
Additions	-	-
Deletions	-	-
Gross carrying value as at March 31, 2025	75.37	1.82

Accumulated depreciation as at March 31, 2023	71.70	-
Depreciation for the year	-	-
Accumulated depreciation on deletion	-	-
Accumulated depreciation as at March 31, 2024	71.70	-
Depreciation for the year	-	-
Accumulated depreciation on deletion	-	-
Accumulated depreciation as at March 31, 2025	71.70	-

Carrying value as at March 31, 2023	3.67	1.82
Carrying value as at March 31, 2024	3.67	1.82
Carrying value as at March 31, 2025	3.67	1.82

ONELIFE CAPITAL ADVISORS LIMITED

Notes to Standalone Financial Statements for the year ended March 31, 2025

6 NON - CURRENT INVESTMENTS

₹ in Lakhs

Particulars	Face Value	As at Mar 31, 2025		As at Mar 31, 2024	
		Numbers	Amount	Numbers	Amount
QUOTED					
In Equity Instruments (Fully Paid-up)					
Khazanchi Jewellers Ltd.	10		-	1,16,000	162.40
CONTINENTAL CONTROLS LIMITED	10	15,09,604	60.38		
UNQUOTED					
In Equity Instruments (Fully Paid-up)					
Wholly owned Subsidiary Companies (at cost)					
Eyelid Infrastructure Private Limited	10	1,00,000	900.00	1,00,000	900.00
Dealmoney Distribution and Advisory Services Private Ltd.	10	24,00,000	400.00	24,00,000	400.00
Dealmoney Commodities Private Limited	10	1,68,27,719	4,796.54	1,65,27,719	4,367.54
Dealmoney Insurance Broking Private Ltd.	10	10,00,000	100.00	10,00,000	100.00
Dealmoney Financial Services Pvt Ltd	10	85,000	8.50	85,000	8.50
Dealmoney Real Estate Private Ltd	10	1,00,000	10.00		
Dealmoney Distribution & E-marketing Pvt. Ltd.	10	47,50,000	2,490.00		
Sarsan Securities Private Limited	10	13,63,434	1,102.75	13,63,434	1,102.75
Others (at fair value through Other Comprehensive Income (FVTOCI))					
			-		-
Total Non Current Investments			9,868.17		7,041.19
Aggregate Amount of Quoted Investments at cost			-		162.40
Aggregate Amount of Quoted Investments at market value			353.92		353.92
Aggregate Amount of Unquoted Investments			9,807.79		6,878.79
Aggregate amount of impairment in value of investments			-		-



18th Annual Report 2024-25

ONELIFE CAPITAL ADVISORS LIMITED

Notes to Standalone Financial Statements for the year ended March 31, 2025

₹ in Lakhs

PARTICULARS	STANDALONE AS ON	
	Mar 31, 2025	Mar 31, 2024
7 NON - CURRENT LOANS		
Unsecured, Considered Good		
Adv. Recoverable in Cash	590.11	813.86
Total	590.11	813.86
8 Income Tax Assets (Net)		
Balance with statutory / government authorities	35.84	38.39
Advance Tax including TDS (net off provision for Tax)	78.62	78.11
Total	114.46	116.50
9 OTHER NON - CURRENT ASSETS		
Deposits	1.12	1.12
Advance Service Tax	86.35	86.35
Total	87.47	87.47
10 TRADE RECEIVABLES		
(Unsecured)		
Considered Good	57.28	745.80
Less : Expected credit losses/Credit Impaired	-	-
	57.28	745.80
Less : Provision for doubtful debts		
Considered Good	-	-
Credit Impaired	-	-
Total	57.28	745.80
Trade receivables ageing schedule		
Outstanding for the following period from due date of payments	-	-
Not Due	-	-
Less than 6 months	-	370.69
6 months-1 years	-	186.84
1-2 years	57.28	188.27
2-3 years	-	-
More than 3 years	-	-
Total	57.28	745.80
Above includes dues from Company in which director is a		
Dealmoney Securities Private Limited	-	109.94
11 CASH AND CASH EQUIVALANTS		
Balances with Banks		
In Current Accounts	0.20	41.92
Cash on hand	8.43	0.44
Total	8.63	42.36
12 CURRENT LOANS		
Unsecured, Considered Good		
Loan and Advances to Related Parties		
a. Subsidiary Companies		
Eyelid Infrastructure Pvt. Ltd.	220.85	220.85
Sarsan Securities Pvt. Ltd.	872.61	1,624.84
Dealmoney Distribution and Advisory Services Private Limited	862.99	862.99
b. Others		
Family Care Hospitals Limited (Scandent)	62.75	-
Dealmoney Real Estate Pvt Ltd	320.00	-
Oodnap Securities (India) Limited	386.69	381.69
Vaaman Pesticides P. Ltd	60.15	60.15
Continental Controls Ltd (CCI)	3.84	-
All the above loans and advances have been given for business		
Advance recoverable in Cash	-	24.15
Total	2,789.88	3,174.67
13 OTHER FINANCIAL ASSETS		
Others Receivables	69.20	48.32
Total	69.20	48.32

ONELIFE CAPITAL ADVISORS LIMITED

Notes to Standalone Financial Statements for the year ended March 31, 2025

₹ in Lakhs

14	EQUITY SHARE CAPITAL	As at Mar 31, 2025		As at Mar 31, 2024	
		2025		2024	
	Authorised				
	7,22,20,000 (Previous Year - 1,50,10,000) Equity Shares of ₹ 10/- each	7,222.00		7,222.00	
	Total	7,222.00		7,222.00	
	Issued, Subscribed and Paid-up Equity Shares				
	13,360,000 (Previous Year - 13,360,000) Equity Shares of ₹ 10/- each fully	1,336.00		1,336.00	
	Total	1,336.00		1,336.00	
14.1	Reconciliation of Shares	As at Mar 31, 2025		As at Mar 31, 2024	
		Numbers	₹	Numbers	₹
	At the beginning of the year	1,33,60,000	1,336	1,33,60,000	1,336
	Issued during the year	-	-	-	-
	Outstanding at the end of the year	1,33,60,000	1,336	1,33,60,000	1,336
14.2	Details of Shareholders holding more than 5% shares in the Company	As at Mar 31, 2025		As at Mar 31, 2024	
		Numbers	%	Numbers	%
a.	Prabhakar Naig	69,05,000	51.68%	69,05,000	51.68%
14.3	Details of shareholdings by the Promoter/ Promoter Group	As at Mar 31, 2025		As at Mar 31, 2024	
		Numbers	%	Numbers	%
a.	Prabhakar Naig	69,05,000	51.68%	69,05,000	51.68%
b.	Pandoo Naig	54,999	0.41%	54,999	0.41%
14.4	Rights, Preferences and Restrictions attaching to each class of shares				
	Equity Shares having a face value of ₹ 10				
a	As to Dividend: - The Shareholders are entitled to receive dividend in proportion to the amount of paid up equity shares held by them. The Company has not declared any dividend during the year.				
b	As to Repayment of capital: - In the event of liquidation of the Company, the holders of equity shares are entitled to receive the remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion of the number of shares held by the shareholders.				
c	As to Voting: - The Company has only one class of shares referred to as equity shares having a face value of ₹ 10. Each holder of the equity share is entitled to one vote per share.				

one solution

18th Annual Report 2024-25

ONELIFE CAPITAL ADVISORS LIMITED

Notes to Standalone Financial Statements for the year ended March 31, 2025

₹ in Lakhs

PARTICULARS	STANDALONE AS ON	
	Mar 31, 2025	Mar 31, 2024
15 OTHER EQUITY		
Securities Premium	9,078.06	9,078.06
Special Reserve	643.33	643.33
Retained Earnings	(106.57)	(157.28)
Total	9,614.83	9,564.12
(i) Securities Premium Reserve		
Opening balance	9,078.06	9,078.06
Increase/(decrease) during the year	-	-
Closing balance	9,078.06	9,078.06
(ii) Retained earnings		
Opening balance	(157.28)	(155.10)
Net profit/(loss) for the year	50.93	(3.38)
Items of other comprehensive income recognised directly in retained earnings		
Remeasurement of Defined benefit plans	(0.22)	1.20
Transfer to Special Reserve	-	-
Closing balance	(106.57)	(157.28)
16 NON - CURRENT BORROWINGS		
Unsecured		
Sowgau Estates Pvt. Ltd.	-	92.15
Total	-	92.15
17 NON - CURRENT PROVISIONS		
Provision for Gratuity	16.08	7.01
Provision for Income Tax (Net of TDS)	20.51	-
Total	36.59	7.01
18 DEFERRED TAX LIABILITIES (NET)		
Deferred Tax Liabilities	8.33	5.83
Total	8.33	5.83
19 CURRENT BORROWINGS		
Unsecured		
Dealmoney Insurance Broking Pvt Ltd	32.91	52.55
DP Engineering and Consulting Pvt Ltd.	-	125.00
Pran Fertilisers & Pesticides P. Ltd	119.15	200.00
From Related Parties/Director	34.40	195.13
Dealmoney Securities Private Limited.	-	82.70
Total	186.45	655.38
20 TRADE PAYABLES		
Due to Micro, Small and Medium Enterprises	-	-
Due to creditors other than Micro Enterprises and Small	41.04	248.54
Total	41.04	248.54
Trade payables ageing schedule		
Outstanding for the following period from due date of payments		
Dues to MSME		
Not Due	-	-
Less than 1 year	-	-
1-2 years	-	-
2-3 years	-	-
More than 3 years	-	-
Total	-	-
Others		
Not Due	-	-
Less than 1 year	-	248.54
1-2 years	41.04	-
2-3 years	-	-
More than 3 years	-	-
Total	41.04	248.54
21 OTHER FINANCIAL LIABILITIES		
Payable to Others	2,249.53	-
Salary Payable	12.04	6.47
Creditors for Expenses	75.67	83.98
Total	2,337.23	90.44
22 OTHER CURRENT LIABILITIES		
Statutory Dues	27.70	70.14
Total	27.70	70.14
23 CURRENT PROVISIONS		
Provision for Gratuity	2.98	6.77
Total	2.98	6.77

ONELIFE CAPITAL ADVISORS LIMITED

Notes to Standalone Financial Statements for the year ended March 31, 2025

₹ in Lakhs

PARTICULARS	STANDALONE AS ON	
	Mar 31, 2025	Mar 31, 2025
24 REVENUE FROM OPERATIONS		
Advisory Services	-	348.80
Total	-	348.80
25 OTHER INCOME		
Interest income on financial asset measured at amortised		
Interest on Loan	2.87	274.10
Interest on Fixed Deposits	2.28	-
Other Income	566.63	-
Total	571.77	274.10
26 EMPLOYEE BENEFITS EXPENSE		
Salary, Wages and Other Benefits	170.89	102.81
Gratuity	5.07	2.71
Contribution to Provident Fund and Other Funds	2.84	1.15
Total	178.80	106.68
27 FINANCE COSTS		
Interest Expenses	-	24.07
Bank Charges	0.14	-
Total	0.14	24.07
28 OTHER EXPENSES		
Power & Fuel	4.87	6.10
Rent	-	1.14
Repairs to Others	0.03	3.88
Rates and Taxes	0.43	0.59
Advertisement	2.94	2.23
Business Development Expenses	4.06	0.83
Communication Expenses	1.06	1.09
Professional Fees	46.63	439.96
Bad Debts Written Off	223.75	-
Remuneration to Auditors (Refer Note 37)	3.00	3.00
Penalty Expenses	14.25	0.60
Travelling and Conveyance	2.86	10.65
Directors Sitting Fees	5.10	2.40
Loss on Sale of Assets	-	1.12
Miscellaneous Expenses	8.31	14.35
Membership And Subscription	1.36	5.86
Total	318.64	493.80

29.

Contingent Liabilities

- (i) The Company has received order dated January 31, 2018 passed by The Commissioner GST & CX (Appeals) - III, Mumbai, confirming the demand of inadmissible Cenvat Credit of Rs. 171.92 Lakhs, recovery of interest at applicable rate on the amount of demand confirmed and imposing the penalty of Rs.164.20 Lakhs. The Company had filed the appeal against this order with Central

18th Annual Report 2024-25

Board of Indirect Taxes & Customs Appellate Tribunal (West Zone Branch), Mumbai. As per the legal advice received by the Company, the Company has good case and no provision is required for Cenvat Credit, interest and penalty on availment of Cenvat Credit on the basis of invoices of Fincare Financial and Consultancy Services Private Limited and Precise Consulting & Engineering Private Limited. The Company has paid Rs. 86.25 Lakhs under protest and is disclosed as "Advance Service Tax" under the head "Other non-current assets".

- (ii) The Company has received Income Tax demand for the AY 2012-13 of Rs.652.14 Lakhs. The Company has filed Appeal against the said demand on January 30, 2019. The management is of the opinion that there will be good chance to win the Appeal and hence no provision for income tax has made in the accounts.
- (iii) The Company has received order from GST department for the FY 2017-18 and 2018-19 raising demand of Rs. 15.54 lakhs and Rs. 34.60 lakhs respectively. The Company has filed the appeal against these order to Appeal to Appellate Authority. The management is of the opinion that there will be good chance to win the Appeal and hence no provision for GST demand has made in the appeals.
- (iv) The Company has received a SEBI Order Notice dated March 28, 2025, issued under Section 15-I of the SEBI Act, 1992 read with Rule 5 of the SEBI (Procedure for Holding Inquiry and Imposing Penalties) Rules, 1995, proposing a penalty of ₹106 lakhs under Sections 15HA and 15HB of the SEBI Act for alleged non-compliances with the provisions of the SEBI Act, the SEBI (Prohibition of Fraudulent and Unfair Trade Practices Relating to Securities Market) Regulations, 2003, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has preferred an appeal against the said order.

30. Disclosure pursuant to Indian Accounting Standard (Ind AS) 19 "Employee Benefits"

a) Defined Contribution Plan

During the year, ₹1.90 Lakhs (Previous Year ₹0.90 Lakhs) in respect of the Company's contribution to Provident Fund and contribution to Employees' State Insurance Corporation ₹0.93 Lakhs (Previous Year ₹0.25 Lakhs) deposited with the government authorities, have been recognized as expense and included under "Employee Benefits Expenses" in the Statement of Profit and Loss.

b) Gratuity

Defined benefit plans:- The Company provides for gratuity benefit under a defined benefit retirement scheme (the "Gratuity Scheme") as laid out by the Payment of Gratuity Act, 1972 of

India covering eligible employees. Liabilities with regard to the Gratuity Scheme are determined by actuarial valuation carried out using the Projected

Unit Credit Method by an independent actuary in accordance with Indian Accounting Standard - 19, 'Employee Benefits'. The Gratuity Scheme is a non-funded scheme and the Company intends to discharge this liability through its internal resources.

The following table sets out the status of the gratuity plan and the amount recognized in the financial statements as at March 31, 2025.

₹ In Lakhs

Particulars	As at	As at
	31-Mar-25	31-Mar-24
Change in Present Value of Obligations		
Obligations at Beginning of the year	13.78	12.27
Interest Cost	0.99	0.92
Service Cost	1.49	1.80
Past Service Cost (Non – Vested Benefits)	-	-
Past Service Cost (Vested Benefits)	-	-
Liability Transferred In/ Acquisitions	3.02	-
Benefits Paid	-	-
Actuarial (Gains) / Losses on obligations due to change in Demographic Assumptions	-	-
Actuarial (Gains) / Losses on obligations due to change in financial assumptions	0.40	0.27
Actuarial (Gains)/Losses on obligations due to experience	(0.62)	(1.47)
Obligations at the end of the year	19.07	13.78
Change in the fair value of plan assets		
Fair value of Plan Assets at the beginning of the year	-	-
Interest Income	-	-
Contributions by the Employer	-	-
Expected contributions by the Employees	-	-
Return on plan assets, Excluding Interest Income	-	-
Fair value of plan assets at the end of the year	-	-

18th Annual Report 2024-25

Amount recognized in the Balance Sheet		
Present Value Obligation at the end of the period	(19.07)	(13.78)
Fair Value of Plan Assets at the end of the period	-	-
Funded Status – (Surplus / (Deficit))	(19.07)	(13.78)
Net (Liability) / Asset recognized in the Balance Sheet	(19.07)	(13.78)

Net Interest Cost for the Current Year		
Present value benefit obligation at the beginning of the year	13.78	12.27
Fair value of plan assets at the beginning of the year	-	-
Net Liability / (Asset) at the beginning	13.78	12.27
Interest Cost	0.99	0.92
Interest Income	-	-
Interest Cost for the Current Year	0.99	0.92

Expenses recognized in the Statement of Profit or Loss for the Current Year		
Current Service Cost	1.49	1.80
Net Interest Cost	0.99	0.92
Past Service Cost	-	-
Expected Contributions by the Employees	-	-
(Gains)/Losses on Curtailments And Settlements	-	-
Net Effect of Changes in Foreign Exchange Rates	-	-
Expenses Recognized	2.49	2.71

Expenses recognized in the other comprehensive income (OCI) for current year		
Actuarial (Gains) / Losses on obligation for the year	(0.22)	(1.20)
Return on plan Assets, excluding Interest Income	-	-
Change in Asset Ceiling	-	-
Net (Income) / Expense for the year recognized in OCI	(0.22)	(1.20)

Balance Sheet Reconciliation		
Opening Net Liability	13.78	12.27
Expenses Recognized in the Statement of Profit or Loss	2.49	2.71
Expenses Recognized in OCI	(0.22)	(1.20)
Net Liability/(Asset) Transfer In	3.02	-
Benefits paid directly by Employer	-	-
Net Liability / (Asset) recognized in the Balance Sheet	19.07	13.78

Net Interest Cost for Next Year		
Present Value of Benefit Obligation at the End of the Period	19.07	13.78
(Fair Value of Plan Assets at the End of the Period)	-	-
Net Liability/(Asset) at the End of the Period	19.07	13.78
Interest Cost	1.16	0.99
(Interest Income)	-	-
Net Interest Cost for Next Year	1.16	0.99
Expenses Recognized in the Statement of Profit or Loss for Next Year		
Current Service Cost	3.20	1.49
Net Interest Cost	1.16	0.99
(Expected Contributions by the Employees)	-	-
Expenses Recognized	4.36	2.49

Maturity analysis of the benefit payments from the fund
Projected benefits payable in future years from the date of reporting – NIL

Maturity analysis of the benefit payments from the employer

Projected benefits payable in future years from the date of reporting

1st following year	2.98	6.77
2nd following year	0.52	0.15
3rd following year	5.52	0.16
4th following year	0.28	0.18
5th following year	0.31	0.20
Sum of years of 6 to 10	2.52	1.38
Sum of years of 11 and above	35.19	20.83

Sensitivity Analysis

Projected Benefit Obligation on Current Assumptions	19.07	13.78
Delta Effect of +1% Change in Rate of Discounting	(1.61)	(0.89)
Delta Effect of -1% Change in Rate of Discounting	1.95	1.07
Delta Effect of +1% Change in Rate of Salary Increase	1.93	1.06
Delta Effect of -1% Change in Rate of Salary Increase	(1.62)	(0.90)
Delta Effect of +1% Change in Rate of Employee Turnover	(0.08)	(0.02)
Delta Effect of -1% Change in Rate of Employee Turnover	0.09	0.02

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognized in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

Assumptions

Mortality Rate During Employment	Indian Assured Lives	
	Mortality (2012 – 14) Ultimate	Mortality (2012 – 14) Ultimate
Rate of Discounting	7.21%	7.49%
Rate of Salary Increase	7.00%	7.00%
Rate of Employee Turnover	2.00%	2.00%
Expected Return on Plan Assets	N. A.	N. A.

31. Disclosures pursuant to Indian Accounting Standard 108 “Operating Segments”

The Company operates in a single business segment viz. Advisory Services; accordingly there is no reportable business or geographical segments as prescribed under Indian Accounting Standard 108 “Operating Segments”.

In accordance with Ind AS 108 “Operating Segments”, segment information has been given in the consolidated financial statements of the Company.

32. Disclosure of related parties/related party transactions pursuant to Indian Accounting Standard 24 “Related Party Disclosures”
(I) List of Related Parties

List of Related Parties where control exists - Shareholders in the Company	Mr. Pandoo Naig, Mr. T. P. K. Naig and their relatives together hold 52.10 % share capital of the Company
Subsidiaries	Eyelid Infrastructure Private Limited
	Dealmoney Distribution and Advisory Services Private Limited
	Dealmoney Commodities Private Limited (Dealmoney Securities Pvt. Ltd. merged with Dealmoney Commodities Pvt. Ltd.)
	Dealmoney Insurance Broking Private Limited
	Dealmoney Financial Services Private Limited
	Sarsan Securities Private Limited
Step Down Subsidiary	Dealmoney Real Estate Private Limited
	Dealmoney Distribution & E-marketing Private Limited
Key Management Personnel	Mr. T. K. P Naig - Whole Time Director
	Mr. Pandoo Naig - Executive Director & CFO (Appointed w.e.f June 03, 2024)
	Mr. Manoj Malpani - Executive Director (Appointed w.e.f Feb 05, 2024 & Resigned on April 01, 2024)
	Mr. Manoj Malpani - Chief Financial Officer (Resigned on April 01, 2024)
	Mrs. Divya Modi - Company Secretary & Compliance Officer (Resigned on April 13, 2024)
	Mrs. Kajal Shethia - Company Secretary & Compliance Officer (Appointed w.e.f June 03, 2024 & Resigned on June 24, 2025)
	Mr. Rohit Gupta - Company Secretary & Compliance Officer (Appointed w.e.f Aug 07, 2025)
Relative of Key Management Personnel	Mrs. Sowmya Deshpande (Daughter of TKP Naig-Whole Time Director and Sister of Pandoo Naig-Executive Director & CFO)
	Mr. Gautam Deshpande (Husband of Sowmya Deshpande & Son in law of TKP Naig-Whole Time Director and Brother in law of Pandoo Naig-Executive Director & CFO)
	Mrs. Anandhi Naig (Wife of TKP Naig-Whole Time Director & Mother of Pandoo Naig-Executive Director & CFO)
Companies in which Key Management Personnel / Relative of Key Management Personnel having significant influence	Oodnap Securities (India) Limited
	Family Care Hospitals Limited
	Continental Controls Ltd
	Vaaman Pesticides Pvt. Ltd
	Oodnap Securities (India) Limited
	DP Engineering and Consulting Pvt Ltd.
	Sowgau Estates Pvt. Ltd.
	Pran Fertilisers & Pesticides Pvt. Ltd

(II) Transactions and amount outstanding with related parties

₹ In Lakhs					
Sr. No.	Particulars	Subsidiaries	Key Management Personnel	Relative of Key Management Personnel	Companies in which Key Management Personnel / Relative of Key Management Personnel Having Significant Influence
I	Loans Given				
	Vaaman Pesticides Pvt. Ltd	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (1.20)
	Dealmoney Commodities Private Limited	151.00 (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
	Dealmoney Real Estate Private Ltd	550.00 (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
	Oodnap Securities (India) Limited	NIL (NIL)	NIL (NIL)	NIL (NIL)	5.00 (4.20)
	Dealmoney Distribution and Advisory Service Private Limited	NIL (17.79)	NIL (NIL)	NIL (NIL)	NIL (NIL)
	Sarsan Securities Private Limited	243.50 (466.00)	NIL (NIL)	NIL (NIL)	NIL (NIL)
	Continental Controls Ltd	NIL (NIL)	NIL (NIL)	NIL (NIL)	3.84 (NIL)
	Family Care Hospitals Ltd.	NIL (NIL)	NIL (NIL)	NIL (NIL)	127.50 (NIL)
	Pandoo Naig	NIL (NIL)	5.50 (12.63)	NIL (NIL)	NIL (NIL)
II	Loans Taken				
	Family Care Hospitals Ltd.	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (65.08)
	DP Engineering and Consulting Pvt Ltd.	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (105.00)
	Dealmoney Commodities Private Limited	NIL (82.70)	NIL (NIL)	NIL (NIL)	NIL (NIL)
	Pran Fertilisers & Pesticides Pvt. Ltd	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (200.00)
III	Loans Repaid				
	DP Engineering and Consulting Pvt Ltd.	NIL (NIL)	NIL (NIL)	NIL (NIL)	125.00 (NIL)
	Dealmoney Commodities Private Limited	82.70 (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
	Family Care Hospitals Ltd.	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (696.59)
	Sowgau Estates Pvt. Ltd.	NIL (NIL)	NIL (NIL)	NIL (NIL)	92.15 (NIL)
	Dealmoney Insurance Broking Pvt Ltd	19.64 (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
	Pran Fertilisers & Pesticides Pvt. Ltd	NIL (NIL)	NIL (NIL)	NIL (NIL)	6.73 (NIL)
IV	Loans Received Back				
	Oodnap Securities (India) Limited	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (465.10)
	Dealmoney Commodities Private Limited	151.00 (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
	Dealmoney Real Estate Private Ltd	230.00 (NIL)	NIL (NIL)	NIL (NIL)	NIL (NIL)
	Sarsan Securities Private Limited	995.73 (105.50)	NIL (NIL)	NIL (NIL)	NIL (NIL)
	Pran Fertilisers & Pesticides Pvt. Ltd	NIL (NIL)	NIL (NIL)	NIL (NIL)	NIL (696.79)
	Family Care Hospitals Ltd.	NIL (NIL)	NIL (NIL)	NIL (NIL)	67.33 (696.59)
	Pandoo Naig	NIL (NIL)	18.13 (12.63)	NIL (NIL)	NIL (NIL)

18th Annual Report 2024-25

V	Interest Expenses				
	Family Care Hospitals Ltd.	NIL	NIL	NIL	NIL
		(NIL)	(NIL)	(NIL)	(24.07)
VI	Interest Income				
	Family Care Hospitals Ltd.	NIL	NIL	NIL	2.87
		(NIL)	(NIL)	(NIL)	(NIL)
	Eyelid Infrastructure Private Limited	NIL	NIL	NIL	NIL
		(18.29)	(NIL)	(NIL)	(NIL)
	Sarsan Securities Private Limited	NIL	NIL	NIL	NIL
		(127.34)	(NIL)	(NIL)	(NIL)
	Dealmoney Distribution and Advisory Service Private Limited	NIL	NIL	NIL	NIL
		(43.23)	(NIL)	(NIL)	(NIL)
VII	Advisory Services Income				
	Dealmoney Distribution and E-Marketing Private Limited	NIL	NIL	NIL	NIL
		(348.80)	(NIL)	(NIL)	(NIL)
VIII	Rent Paid				
	Eyelid Infrastructure Private Limited	NIL	NIL	NIL	NIL
		(1.14)	(NIL)	(NIL)	(NIL)
IX	Remuneration to Key Management Personnel				
	T. K. P. Naig	NIL	15.00	NIL	NIL
		(NIL)	(15.00)	(NIL)	(NIL)
	Pandoo Naig	NIL	15.00	NIL	NIL
		(NIL)	(15.00)	(NIL)	(NIL)
	Manoj Malpani	NIL	NIL	NIL	NIL
		(NIL)	(17.95)	(NIL)	(NIL)
	Divya Modi	NIL	NIL	NIL	NIL
		(NIL)	(0.93)	(NIL)	(NIL)
	Kajal Shethia	NIL	5.28	NIL	NIL
		(NIL)	(NIL)	(NIL)	(NIL)
X	Profit Sharing				
	Pran Fertilisers & Pesticides Pvt. Ltd	NIL	NIL	NIL	74.13
		(NIL)	(NIL)	(NIL)	(NIL)
	DP Engineering and Consulting Pvt Ltd.	NIL	NIL	NIL	72.18
		(NIL)	(NIL)	(NIL)	(NIL)
XI	Professional Fees				
	Dealmoney Distribution and E-Marketing Private Limited	NIL	NIL	NIL	NIL
		(376.15)	(NIL)	(NIL)	(NIL)
XII	Shares of DCPL				
	Gautam Deshpande	NIL	NIL	NIL	NIL
		(NIL)	(NIL)	(80.37)	(NIL)
	Sowmya Deshpande	NIL	NIL	NIL	NIL
		(NIL)	(NIL)	(80.37)	(NIL)
	Anandhi Naig	NIL	NIL	NIL	NIL
		(NIL)	(NIL)	(34.40)	(NIL)
	Dealmoney Commodities Private Limited	429.00	NIL	NIL	NIL
		(3,606.61)	(NIL)	(NIL)	(NIL)
XIII	Investment				
	Continental Controls Ltd	NIL	NIL	NIL	60.38
		(NIL)	(NIL)	(NIL)	(NIL)
	Dealmoney Real Estate Private Ltd	10.00	NIL	NIL	NIL
		(NIL)	(NIL)	(NIL)	(NIL)
	Dealmoney Distribution & E-marketing Pvt. Ltd.	2,490.00	NIL	NIL	NIL
		(NIL)	(NIL)	(NIL)	(NIL)

XIV	Outstanding as at March 31, 2025			
	Loan Receivables			
	Eyelid Infrastructure Pvt. Ltd.	NIL	NIL	NIL
		(220.85)	(NIL)	(NIL)
	Sarsan Securities Pvt. Ltd.	872.61	NIL	NIL
		(1,624.84)	(NIL)	(NIL)
	Dealmoney Real Estate Private Ltd	320.00	NIL	NIL
		(NIL)	(NIL)	(NIL)
	Continental Controls Ltd	NIL	NIL	3.84
		(NIL)	(NIL)	(NIL)
	Family Care Hospitals Ltd.	NIL	NIL	62.75
		(NIL)	(NIL)	(NIL)
	Dealmoney Distribution and Advisory Services Private Limited	862.99	NIL	NIL
		(862.99)	(NIL)	(NIL)
	Oodnap Securities (India) Limited	NIL	NIL	386.69
		(NIL)	(NIL)	(381.69)
	Vaaman Pesticides Pvt. Ltd	NIL	NIL	60.15
		(NIL)	(NIL)	(60.15)
	Borrowings			
	Dealmoney Insurance Broking Pvt Ltd	32.91	NIL	NIL
		(52.55)	(NIL)	(NIL)
	Anandhi Naig	NIL	NIL	34.40
		(NIL)	(NIL)	(34.40)
	Gautam Deshpande	NIL	NIL	NIL
		(NIL)	(NIL)	(80.37)
	Sowmya Deshpande	NIL	NIL	NIL
		(NIL)	(NIL)	(80.37)
	DP Engineering and Consulting Pvt Ltd.	NIL	NIL	NIL
		(NIL)	(NIL)	(125.00)
	Pran Fertilisers & Pesticides Pvt. Ltd.	NIL	NIL	119.15
		(NIL)	(NIL)	(200.00)
	Sowgau Estates Pvt. Ltd.	NIL	NIL	NIL
		(NIL)	(NIL)	(92.15)
	Dealmoney Commodities Private Limited	NIL	NIL	NIL
		(82.70)	(NIL)	(NIL)
	Trade Receivables			
	Dealmoney Distribution And E-Marketing Pvt Ltd	57.28	NIL	NIL
		(635.87)	(NIL)	(NIL)
	Dealmoney Commodities Private Limited	NIL	NIL	NIL
		(109.94)	(NIL)	(NIL)
	Trade Payables			
	Dealmoney Distribution And E-Marketing Pvt Ltd	41.04	NIL	NIL
		(248.54)	(NIL)	(NIL)
	Investment			
	Continental Controls Ltd	NIL	NIL	60.38
		(NIL)	(NIL)	(NIL)
	Eyelid Infrastructure Private Limited	900.00	NIL	NIL
		(900.00)	(NIL)	(NIL)
	Dealmoney Distribution and Advisory Services Private Ltd.	400.00	NIL	NIL
		(400.00)	(NIL)	(NIL)
	Dealmoney Commodities Private Limited	4,367.54	NIL	NIL
		(4,367.54)	(NIL)	(NIL)
	Dealmoney Insurance Broking Private Ltd.	100.00	NIL	NIL
		(100.00)	(NIL)	(NIL)
	Dealmoney Financial Services Pvt Ltd	8.50	NIL	NIL
		(8.50)	(NIL)	(NIL)
	Sarsan Securities Private Limited	1,102.75	NIL	NIL
		(1,102.75)	(NIL)	(NIL)
	*Dealmoney Real Estate Private Ltd	10.00	NIL	NIL
		(NIL)	(NIL)	(NIL)
	*Dealmoney Distribution & E-marketing Pvt. Ltd.	2,490.00	NIL	NIL
		(NIL)	(NIL)	(NIL)

- Figures in the bracket indicate previous year's figures.

18th Annual Report 2024-25

*The Company has acquired an investment from a related party (a subsidiary) for a total consideration of Rs. 25 crore, against which the payment has been made via cheque dated March 31, 2025. As of the date of this report, the cheque has not been deposited or presented by the counterparty. While the transaction has been recorded in the books of account, the realization of funds by the subsidiary remains pending.

33. List of Non-Executive Directors

Non-Executive - Independent Director	Mr. Aneish Kumaran Kumar (Resigned on Dec 12, 2024)
	Ms. Sonam Satishkumar Jain (Resigned on Mar 31, 2025)
	Ms. Shalini Patidar (Appointment w.e.f Nov 14, 2024)
	Mr. Nitesh Singh (Appointment w.e.f Mar 29, 2025)
	Ms. Ranu Jain (Appointment w.e.f Mar 29, 2025)
	Mr. Abhay Kumar Sethia (Appointment w.e.f Jan 13, 2025)
	Mr. Dhananjay Parikh
Non-Executive - Non Independent Director	Ms. Shalini Patidar (Appointment w.e.f Nov 14, 2024)

₹ In Lakhs

Sitting Fees	
Mr. Dhananjay Parikh	1.30
	(0.80)
Ms. Sonam Satishkumar Jain	1.70
	(0.80)
Ms. Shalini Patidar	0.65
	(NIL)
Mr. Nitesh Singh	0.20
	(NIL)
Ms. Ranu Jain	0.20
	(NIL)
Mr. Abhay Kumar Sethia	0.65
	(NIL)
Mr. Aniesh Kumar	0.40
	(0.80)

- Figures in the bracket indicate previous year's figures.

34. Disclosures pursuant to Indian Accounting Standard 17 "Leases"

The Company does not have any lease transaction as on 31st March, 2025 (Previous year 31st March, 2024) and the disclosures pursuant to Indian Accounting Standard 17 "Leases" does not arise.

35. Basic and diluted earnings per share [EPS] computed in accordance with Indian Accounting

Standard 33 “Earnings per Share”

₹ In Lakhs

Particulars	March 31, 2025	March 31, 2024
Net Profit after tax as per Statement of Profit and Loss	50.93	(3.38)
Number of Equity Shares outstanding	133.60	133.60
Weighted Average Number of Equity Shares	133.60	133.60
Nominal value of equity shares ₹	10.00	10.00
Basic and Diluted Earnings per share ₹	0.38	-0.03

36. Disclosure required under the Micro, Small and Medium Enterprises Development Act, 2006 (the Act)

There are no Micro, Small and Medium Enterprise to whom the Company owes dues which were outstanding as the balance sheet date. The above information regarding Micro, Small and Medium Enterprise has been determined to the extent such parties have been identified on the basis of the information available with the Company. This has been relied upon by the Auditors.

37. Remuneration to auditors

₹ In Lakhs

Particulars	March 31, 2025	March 31, 2024
Statutory Audit	3.00	3.00
Other Services fees	-	2.16
Total	3.00	5.16

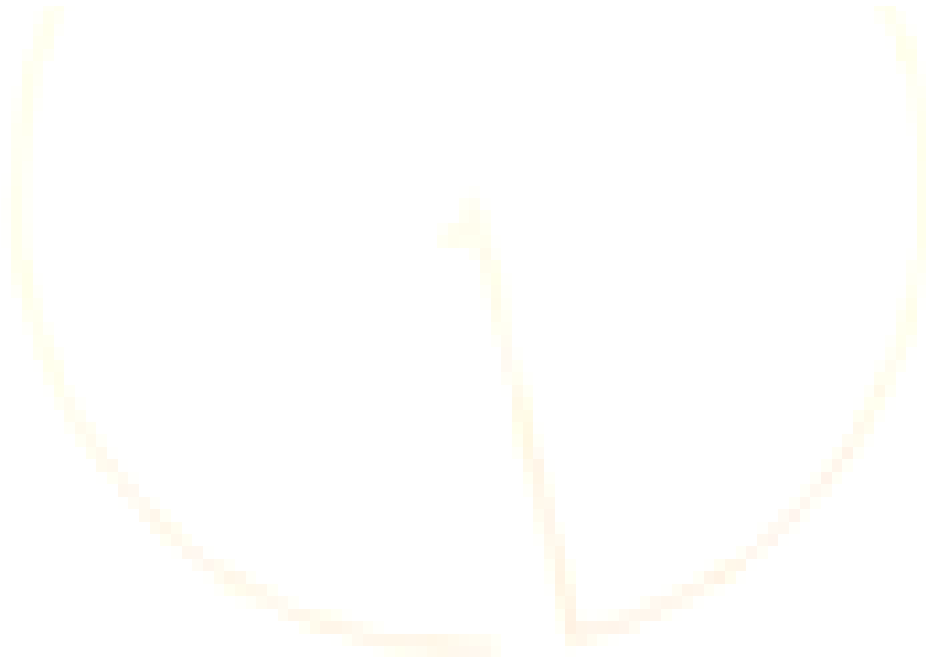
38. In the opinion of the Board, current and non - current assets are approximately of the value stated in the Balance Sheet, if realized in the ordinary course of business and the provision for all known and determined liabilities are adequate and not in excess of the amount reasonably required.

39. (a) The Company did not have any outstanding long term contracts including derivative contracts for which there were any material foreseeable losses as at March 31, 2025.
- (b) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

40. Details of Loans given, covered u/s 186 (4) of the Companies Act, 2013 and disclosure pursuant to clause 34 of the (Listing Obligations and Disclosure Requirements) Regulations, 2015

18th Annual Report 2024-25
₹ In Lakhs

Particulars	As at	As at
	March 31, 2025	March 31, 2024
Subsidiaries Companies of Onelife Capital Advisors Limited		
Eyelid Infrastructure Private Limited		
Maximum balance during the year ₹ 220.85 Lakhs (P. Y. ₹ 220.85 Lakhs)	220.85	220.85
Dealmoney Distribution and Advisory Services Private Limited		
Maximum balance during the year ₹ 862.99 Lakhs (P. Y. ₹ 862.99 Lakhs)	862.99	862.99
Dealmoney Real Estate Private Limited		
Maximum balance during the year ₹ 320.00 Lakhs (P. Y. ₹ NIL Lakhs)	320.00	-
Sarsan Securities Private Limited		
Maximum balance during the year ₹ 1702.84 Lakhs (P. Y. ₹ 1624.84 Lakhs)	872.61	1,624.84
Sub – Total	2,276.45	2,708.68



onelife

₹ In Lakhs

Particulars	As at	As at
	March 31, 2025	March 31, 2024
Subsidiaries Companies of Onelife Capital Advisors Limited		
Eyelid Infrastructure Private Limited		
Maximum balance during the year ₹ 220.85 Lakhs (P. Y. ₹ 220.85 Lakhs)	220.85	220.85
Dealmoney Distribution and Advisory Services Private Limited		
Maximum balance during the year ₹ 862.99 Lakhs (P. Y. ₹ 862.99 Lakhs)	862.99	862.99
Dealmoney Real Estate Private Limited		
Maximum balance during the year ₹ 320.00 Lakhs (P. Y. ₹ NIL Lakhs)	320.00	-
Sarsan Securities Private Limited		
Maximum balance during the year ₹ 1702.84 Lakhs (P. Y. ₹ 1624.84 Lakhs)	872.61	1,624.84
Sub – Total	2,276.45	2,708.68

Particulars	As at	As at
	March 31, 2025	March 31, 2024
Family Care Hospitals Limited		
Maximum balance during the year ₹ 78.00 Lakhs (P. Y. ₹ NIL)	62.75	-
Continental Controls Ltd		
Maximum balance during the year ₹ 3.84 Lakhs (P. Y. ₹ NIL)	3.84	-
Oodnap Securities (India) Limited		
Maximum balance during the year ₹ 386.69 Lakhs (P. Y. ₹ 842.59 Lakhs)	386.69	381.69
Vaaman Pesticides Pvt. Ltd.		
(Maximum balance during the year ₹ 60.15 Lakhs (P. Y. ₹ 60.15 Lakhs)	60.15	60.15
Sub – Total	513.43	441.84

Particulars	As at	As at
	March 31, 2025	March 31, 2024
Others		
Bio Medcion Systems (I) Pvt. Ltd.		
(Maximum balance during the year ₹ 60.98 Lakhs (P. Y. ₹ 60.98 Lakhs)	-	60.98
Parasmal Khanmal Jain		
(Maximum balance during the year ₹ 356.66 Lakhs (P. Y. ₹ 356.66 Lakhs)	356.66	356.66
Rani Creators Consultant & Ser Pro		
(Maximum balance during the year ₹ 233.45 Lakhs (P. Y. ₹ 233.45 Lakhs)	233.45	233.45
Spade Realtors LLP		
(Maximum balance during the year ₹ 122.15 Lakhs (P. Y. ₹ 122.15 Lakhs)	-	122.15
Trishul Realty Infra Pvt. Ltd.		
(Maximum balance during the year ₹ 33.12 Lakhs (P. Y. ₹ 33.12 Lakhs)	-	33.12
Sai Prasad Realtors		
(Maximum balance during the year ₹ 7.50 Lakhs (P. Y. ₹ 7.50 Lakhs)	-	7.50
Sub – Total	590.11	813.86

41. Revenue from contracts with customers

The Company determines revenue recognition through the following steps:

1. Identification of the contract, or contracts, with a customer.
2. Identification of the performance obligations in the contract.
3. Determination of the transaction price.
4. Allocation of the transaction price to the performance obligations in the contract.
5. Recognition of revenue when, or as, we satisfy a performance obligation.

a) Disaggregation of revenue

The Company's mainstream business is advisory services. There is only one reportable income stream i.e. Advisory Services and its functioning is within India accordingly there is no disaggregation of revenue.

b) Contract balances

Trade receivables are non-interest bearing balances having credit period of 45 days. The outstanding balance as on March 31, 2025 is ₹ 57.28 Lakhs (Previous Year ₹ 745.80 Lakhs).

c) Performance Obligations

The performance obligation of the Company is to advice companies on fund raising as well as acquisition financing and structuring the deal to maximize value for all its stakeholders, which is completed as per the terms of the contract. The performance obligation of Company is satisfied at a point in time i.e. as and when customer receives the services as per terms of the contract.

42. Financial Instruments**42.1 Financial Assets and Liabilities**

onelife

₹ In Lakhs

Particulars	March 31, 2025			March 31, 2024		
	FVTPL	FVTOCI	Amortized Cost	FVTPL	FVTOCI	Amortized Cost
Financial Assets						
Non - Current Financial Assets - Investment	-	-	-	-	-	-
Non - Current Financial Assets - Loans Receivables	-	-	590.11	-	-	813.86
Current Financial Assets - Trade Receivables	-	-	57.28	-	-	745.80
Current Financial Assets - Cash And Cash Equivalents	-	-	8.63	-	-	42.36
Current Financial Assets - Loans Receivables	-	-	2789.88	-	-	3174.67
Current Financial Assets - Other Financial Assets	-	-	69.20	-	-	48.32
Total Financial Assets	-	-	3515.09	-	-	4825.01

Financial Liabilities						
Non Current Financial Liabilities - Borrowings	-	-	-	-	-	92.15
Current Financial Liabilities - Borrowings	-	-	186.45	-	-	655.38
Current Financial Liabilities - Trade Payable	-	-	41.04	-	-	248.54
Current Financial Liabilities - Other Financial Liabilities	-	-	2337.23	-	-	90.44
Total Financial Liabilities	-	-	2,564.72	-	-	1,086.51

42.2 Fair Value measurement

Fair Value Hierarchy and valuation technique used to determine fair value:

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and are categorized into Level 1, Level 2 and Level 3 inputs.

onelife
one solution

Year Ending March 31, 2025		₹ In Lakhs		
Particulars	Level 1	Level 2	Level 3	
Financial Assets				
Financial investment which are measured at FVTOCI				
Non - Current Financial Assets - Investment	-	-	-	-
Financial assets which are measured at amortized cost				
Non - Current Financial Assets - Loans	-	590.11	-	-
Current Financial Assets - Trade Receivables	-	57.28	-	-
Current Financial Assets - Cash And Cash	-	8.63	-	-
Current Financial Assets - Loans Receivables	-	2,789.88	-	-
Current Financial Assets - Other Financial Assets	-	69.20	-	-
Total Financial Assets	-	3,515.09	-	-
Liabilities is which are amortized cost for which fair value at disclosed				
Financial Liabilities				
Non - Current Financial Liabilities - Borrowings	-	-	-	-
Current Financial Liabilities - Borrowings	-	186.45	-	-
Current Financial Liabilities - Trade Payable	-	41.04	-	-
Current Financial Liabilities - Other Financial	-	2,337.23	-	-
Total Financial Liabilities	-	2,564.72	-	-

Year Ending March 31, 2024		₹ In Lakhs		
Particulars	Level 1	Level 2	Level 3	
Financial Assets				
Financial investment which are measured at FVTOCI				
Non - Current Financial Assets - Investment	-	-	-	-
Financial assets which are measured at amortized cost				
Non - Current Financial Assets - Loans	-	813.86	-	-
Current Financial Assets - Trade Receivables	-	745.80	-	-
Current Financial Assets - Cash And Cash	-	42.36	-	-
Current Financial Assets - Loans Receivables	-	3,174.67	-	-
Current Financial Assets - Other Financial Assets	-	48.32	-	-
Total Financial Assets	-	4,825.01	-	-
Liabilities is which are amortized cost for which fair value at disclosed				
Financial liabilities				
Non - Current Financial Liabilities - Borrowings	-	92.15	-	-
Current Financial Liabilities - Borrowings	-	655.38	-	-
Current Financial Liabilities - Trade Payable	-	248.54	-	-
Current Financial Liabilities - Other Financial	-	90.44	-	-
Total Financial liabilities	-	1,086.51	-	-

42.3 Financial risk management objectives and policies

The Company's principal financial liabilities comprise trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans, trade receivables, other financial assets, cash and cash equivalent and bank deposits that derive directly from its operations.

The Company's business activities expose it to a variety of financial risks, namely liquidity risk, market risks and credit risk. The senior management has the overall responsibility for the establishment and oversight of the Company's risk management framework. The top management is responsible for developing and monitoring the Company's risk management policies. The Company's

risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities

42.3.1 Management of Liquidity Risk

Liquidity risk is the risk that the Company will face in meeting its obligations associated with its financial liabilities. The Company's approach to managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this, management considers both normal and stressed conditions. The following table shows the maturity analysis of the Company's financial liabilities based on contractually agreed undiscounted cash flows as at the Balance Sheet date.

₹ In Lakhs

Particulars	Carrying Amount	Less than 12 months	More than 12 months	Total
As at March 31, 2025				
Non - Current Borrowings	-	-	-	-
Current - Borrowings	186.45	186.45	-	186.45
Current - Trade Payable	41.04	-	41.04	41.04
Current - Other Financial Liabilities	2,337.23	2,337.23	-	2,337.23
As at March 31, 2024				
Non - Current Borrowings	92.15	-	92.15	92.15
Current - Borrowings	655.38	655.38	-	655.38
Current - Trade Payable	248.54	248.54	-	248.54
Current - Other Financial Liabilities	90.44	90.44	-	90.44

42.3.2 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 three types of risk : interest rate risk, currency risk and other price risk, such as equity price risk. Financial instruments affected by market risk include loans and borrowings, deposits, FVTOCI investments.

The sensitivity analyses in the following sections relate to the position as at March 31, 2025 and March 31, 2024.

Potential impact of risk	Management Policy	Sensitivity to risk
1. Price Risk		
The company is not exposed to any specific price risk.	Not Applicable	Not Applicable
2. Interest Rate Risk		

18th Annual Report 2024-25

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's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.	In order to manage it interest rate risk The Company diversifies its portfolio in accordance with the limits set by the risk management policies.	As an estimation of the approximate impact of the interest rate risk, with respect to financial instruments, the Company has calculated the impact of a 0.25% change in interest rates. A 0.25% decrease in interest rates would have led to approximately an additional ₹0.0004 Lakhs gain for year ended March 31, 2025 (₹0.06 Lakhs gain for year ended March 31 2024) in Interest expenses. A 0.25% increase in interest rates would have led to an equal but opposite effect.
--	---	--

42.3.3 Credit Risk

Credit risk is the risk that counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. The company is exposed to credit risk from its operating activities primarily trade receivables, loans, cash and bank balances and from the deposits with banks and financial institutions and other financial instruments.

Trade Receivables

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit ratings core card and individual credit limits are defined in accordance with this assessment. Total Trade receivable as on March 31, 2025 is ₹57.28 Lakhs (March 31, 2024 ₹ 745.80 Lakhs). The average credit period on sale of service is 45 days. No interest is charged on trade receivables. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on exchange losses historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The Company does not hold collateral as security. The Company evaluates the concentration

of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

43. Capital management

Capital includes issued equity capital and share premium and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximize the shareholder value.

₹ In Lakhs

Particulars	March 31, 2025	March 31, 2024
Non - Current Borrowings	-	92.15
Current – Borrowings	186.45	655.38
Current - Other Financial Liabilities	2,337.23	90.44
Less: Cash And Cash Equivalents	(8.63)	(42.36)
Net Debt (A)	2,515.05	795.62
Total Equity	10,950.83	10,900.12
Total Capital (B)	10,950.83	10,900.12
Capital and Net Debt C = (A) + (B)	13,465.89	11,695.74
Gearing Ratio (A) / (C)	0.19	0.07

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents, excluding discontinued operations. The company monitors capital using gearing ratio, which is total debt divided by total capital plus debt.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current year.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2025 and March 31, 2024.

44. Tax Expenses - Current Tax and Deferred Tax

- a) Income Tax Expense recognized in statement of profit and loss
- b) Income Tax recognized in Other Comprehensive Income

Particulars	Year Ended March 31, 2025	Year Ended March 31, 2024
Deferred Tax (Liabilities) / Assets		
Re-measurement of Defined Benefit Obligations	-	-
Total	-	-

c) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate

Particulars	₹ In Lakhs	
	March 31, 2025	March 31, 2024
Net Profit as per Statement of Profit and Loss Account (before Tax)	73.72	(2.18)
Corporate Tax Rate as per Income tax Act, 1961	28%	
Tax on Accounting Profit	20.51	-
Tax difference on account of:		
Depreciation allowed as per Income Tax Act, 1961	0.72	-
Ind AS Impact - Re-measurement of Defined Benefit Obligation		-
Expenses not allowable under the Income Tax Act,	-	-
Impact of Carry forward of losses and unabsorbed depreciation to the extent of available Income	(0.72)	-
Tax Refund / reversal pertaining to Earlier Years	-	-
Deferred Tax Assets not recognized considering the grounds of prudence	-	-
Tax Expense recognized during the year	20.51	-

d) Deferred tax assets / (liabilities) in relation to the year ended March 31, 2025

In view of losses and unabsorbed depreciation, in the opinion of the Management considering the grounds of prudence, deferred tax assets is recognized to the extent of deferred tax liabilities and balance deferred tax assets have not been recognized in the books of account.

45. Value of Imports on C.I.F. Basis Rs. Nil (previous year Rs. Nil), Expenditure in Foreign Currency Rs. Nil (previous year Rs. Nil), Earning in Foreign Currency Rs. Nil (previous year Rs. Nil).
46. The Company has received a SEBI Interim Order Cum Show Cause Notice dated October 21, 2024, regarding non compliances of transaction with related parties . It has restrained the Company and its directors / office bearers from buying, selling or dealing in securities or associating themselves with the securities market, in any manner whatsoever until further orders. Further Mr. Pandoo Naig and Mr. Prabhakara Naig are restrained from acting as a Director or a KMP of any listed company or its subsidiary or any company which intends to raise money from public or any SEBI registered intermediary, until further

order. The company is in the process of filing necessary responses and appeal to appropriate authorities.

47. The Company has neither charged advisory fees nor provided professional fees during this period on its subsidiaries, due to investigation and adverse remarks by SEBI.
48. The loans extended to our subsidiary companies are in the process of being converted into equity shares of the respective subsidiaries. Upon completion of the necessary approvals and compliance procedures, equity shares will be allotted accordingly. No interest has been charged on these loans during the year.
49. The Company has acquired 24.56% equity stake (15,09,604 Share at Rs. 4.00 Each) in Continental Controls Limited. This acquisition grants the Company control over Continental Controls Limited, qualifying it as an Associate. Since the acquisition of share in Continental Controls Limited was completed at the far end of the quarter ended 31st December 2024, the financial statements of Continental Controls Limited have not been consolidated.

50. Accounting Ratios

						₹ In Lakhs
Name of the Ratio	Numerator	Denominator	FY 2024-25	FY 2023-24	% Variance	Remarks
Current Ratio	Current Assets	Current Liabilities	1.13	3.74	(69.90)	The current ratio has significantly declined indicating a substantial drop in the company's short-term liquidity position. This could raise concerns about its ability to meet current liabilities comfortably.
Debt – Equity Ratio	Total Debt (Non-current borrowings + Current Borrowings + Total Lease Liability)	Shareholder's Equity	0.02	0.07	(75.17)	The debt-equity ratio has decreased for repayment of debt. This reflects a more conservative capital structure and reduced financial risk.
Debt Service Coverage Ratio	Net profit after taxes + Exception items + Noncash operating expenses (depreciation) + Finance costs	Interest payments+ Long-term Principal Repayment+ Lease Payments	357.73	0.93	383.02	There is a increase in the company's ability to service its debt. This could be due to significant improvement in earnings or reduction in interest and principal obligations.
Return on Equity (ROE)	Net Profits after taxes	Average Shareholder's Equity	0.0047	(0.0003)	(1,602.83)	The ROE improved from a negative to a positive, indicating a turnaround in profitability and shift from losses to positive returns, though the ratio remains low in absolute terms.
Trade Receivables Turnover Ratio	Revenue	Average Trade Receivable	-	0.54	(100.00)	The company has not generated revenue in FY 2024-25.
Net Capital Turnover Ratio	Revenue	Working Capital	-	0.12	(100.00)	This also dropped due to no revenue during the year.
Net Profit Ratio	Net Profit after taxes	Revenue	-	(0.97)	-	This also dropped due to no revenue during the year.
Return on Capital Employed (ROCE)	Earning before interest and taxes	Capital Employed	0.68	0.20	236.80	The company's ability to generate returns from its capital employed and improved the operational efficiency and earnings.

18th Annual Report 2024-25

51. The Company has regrouped / reclassified the previous year figures to conform to the current year's reclassification / presentation.

As per our report of even date

For Rafik and Associates
Chartered Accountants
Firm Reg. No. 146573W

For and on behalf of Board of Directors of
Onelife Capital Advisors Limited

CA Rafik Sejam Sheikh
Proprietor
Membership No. 182278

Prabhakara Naig
Whole Time Director
DIN No.:- 00716975

Pandoo Naig
Director & CFO
DIN No.:-00158221

Kajal Shethia
Company Secretary & Compliance Officer
Place: Mumbai
Date: 29th May 2025

Place: Thane
Date: 29 May 2025

onelife

Independent Auditor's Report

To The Members of
Onelife Capital Advisors Limited
Report on the Audit of Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Onelife Capital Advisors Limited** ("the Holding Company") and its subsidiaries (Holding Company and its subsidiaries referred as "the Group") which comprises of consolidated Balance Sheet as at March 31, 2025, the consolidated statement of Profit & Loss (including other comprehensive income), the consolidated Statement of changes in equity and the consolidated Statement of cash flow for the year then ended (Refer "Other Matters" section below), and notes to the consolidated 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 consolidated financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2025, of its consolidated profit and other comprehensive income, consolidated changes in equity and consolidated cash flows for the year then ended

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 SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statement

Key Audit Matters

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

Sr. No	Key Audit Matters	Auditors Response
1	As at the Balance Sheet date, the Company has significant open litigation and other contingent liabilities as disclosed in Note No.36 to the consolidated financial statements. The assessment of the existence of the present legal or constructive obligation,	We have reviewed and held discussion with the management to understand their processes to identity new possible obligations and changes in existing obligations for compliance with the Requirements of Ind AS 37on Provisions,

18th Annual Report 2024-25

	<p>analysis of the probability or possibility of the related payment require the management to make judgement and estimate in relation to the issues of each matter.</p> <p>The management with the help of opinion and advise of its experts have made such judgements and estimates relating to the likelihood of an obligation arising and whether there is a need to recognize a provision or disclose a contingent liability.</p> <p>Due to the level of judgment relating to recognition, valuation and presentation of provision and contingent liabilities, this is considered to be a key audit matter</p>	<p>Contingent Liabilities and Contingent Assets.</p> <p>We have also discussed with the management significant changes from prior periods and obtained a detailed understanding of these items and assumptions applied. We have held meetings with the legal personnel responsible for handling legal matters.</p> <p>In addition, we have reviewed:</p> <ul style="list-style-type: none"> - The details of the proceedings before the relevant authorities including communication from the advocates/ experts; - Legal advises/opinions obtained by the management, if any from experts in the field of law on the legal cases; - Status of each of the material matters as on the date of the balance sheet <p>We have assessed the appropriateness of provisioning based on assumptions made by the management and presentation of the significant contingent liabilities in the financial statements</p>
--	---	---

Information Other than the Consolidated Financial Statements and auditor's report thereon

The Holding Company's Board of Directors is responsible for the preparation of other information. The Other information comprises the information included in the Board's Report including Annexures to the Board report but does not include the consolidated financial statement and our auditor's report thereon.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management's and Board of Directors' for the Consolidated Financial Statements

The Holding Company's Management and Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance (including other comprehensive income), consolidated changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under Section 133 of the Act.

The respective management of the Companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the Companies included in the Group are responsible for assessing the ability of the Group 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 respective Board of Directors of the Companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated 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 consolidated 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.

18th Annual Report 2024-25

- 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 Holding Company and its subsidiaries has adequate internal financial control 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 the 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 entity'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 consolidated 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 entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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 consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication

Other Matters:

i) The consolidated financial statements of the Holding Company for the year ended 31st March, 2024, were audited by the predecessor auditor; whose report dated 03rd June, 2024 expressed a qualified opinion on those statements.

ii) The Holding company has acquired an investment in an unlisted companies from Related Party, for total consideration of Rs. 25 crore against which the payment has been made via cheque dated 31st Marh 2025. However, as of the date of this report, the cheque has not been deposited or presented for clearing by the

counterparty. While the transaction has been recorded in the books of Account, the realization of funds by the subsidiary remain pending.

iii) The Holding Company has invested ₹87.22 crores in its subsidiaries, some of which have a negative net worth. The Management has assessed the recoverability of these investments and concluded that no impairment is necessary as of the reporting date. However, the impact of these investments on the financial position of the Holding Company depends on the future performance of these subsidiaries.

iv) The Holding Company has acquired a 24.56% shareholding in Continental Controls Limited on 06 March 2024, and the share transfer process was completed on 17 December 2024. The Investment has been classified as an Investment in an Associate, and the Holding Company will assess its financial impact in accordance with Ind AS 28 (Investment in Associates and Joint Ventures).

v) Financial Statement of Dealmoney Commodity Private Limited, a material subsidiary, have not been audited for the year ended 31st March, 2025. The Financial Statement/financial information of this subsidiary, which reflects total assets of Rs. 76,27,43,542 as at 31st March 2025, total revenue of Rs. 17,59,62,729, Net Profit/(Loss) after tax of Rs. 3,31,46,293 and net cash inflows/(Outflows) of Rs. 27,75.95,540 for the year then ended, have been certified by the management and furnished to us, and our opinion on the consolidation financial statements in so far as it relates to the amounts and disclosure included in respect of this subsidiary, is based solely on such unaudited financial statements/ financial information.

We are the statutory auditor of the said subsidiary, and we were unable to audit its financial statements for the year ended 31st March 2025 due to pending finalization of books.

Our opinion is not modified in respect of the above matters listed under "Other Matters" paragraph.

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 Section 143(11) of the Act, 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. A. 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 of the aforesaid consolidated financial statements.

b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books except for the matters stated in the paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

c. The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d. In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

18th Annual Report 2024-25

e. On the basis of the written representations received from the directors of the Holding Company as on 01 April 2025 to 08 April 2025 taken on record by the Board of Directors of the Holding Company and on the basis of written representations received by the management from directors of its subsidiaries which are incorporated in India, as on 01 April 2025 to 10 April 2025, none of the directors of the Group companies incorporated in India is disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164(2) of the Act.

f. The modifications relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(A)(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company and its subsidiary companies incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. 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:

a. The consolidated financial statements disclose the impact of pending litigations as at 31 March 2025 on the consolidated financial position of the Group. Refer Contingent liabilities disclosed in the Note 36 to the consolidated financial statements.

b. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended 31 March 2025.

c. There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Holding Company during the year ended 31 March 2025. There are no amounts which are required to be transferred to the Investor Education and Protection Fund by the subsidiary companies incorporated in India during the year ended 31 March 2025.

d. (i) The management of the Holding Company represented that, to the best of their knowledge and belief, as disclosed in the Note 39 to the consolidated financial statements, 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 Holding Company or any of its subsidiary companies incorporated in India 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 directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company or any of its subsidiary companies incorporated in India ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management of the Holding Company represented that, to the best of their knowledge and belief, as disclosed in the Note 39 to the consolidated financial statements, no funds have been received by the

Holding Company or any of its subsidiary companies incorporated in India from any person(s) or entity(ies), including

foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of its subsidiary companies incorporated in India shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Holding Company has not declared interim dividend or paid by the Holding Company during the year and hence reporting compliance in accordance with Section 123 of the Act is not applicable.

f. Based on our examination which included test checks, except for the instances mentioned below, the Holding Company and its subsidiary companies incorporated in India have used accounting software's 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 respective software's.

i. In case of accounting software used for maintaining general ledger by the Holding Company and its three subsidiary companies incorporated in India, the feature of recording audit trail (edit log) facility was not enabled for a part of the year for certain fields/tables at the application layer since it was enabled in a phased manner from 17 April 2024 to 17 July 2024.

ii. In case of accounting software used for consolidation by the Holding Company, the feature of recording audit trail (edit log) facility was not enabled at the database layer for the period from 1 April 2024 to 21 May 2024.

iii. In case of an accounting software used for maintaining books of account relating to payroll by the Holding Company and one subsidiary company incorporated in India, the feature of recording audit trail (edit log) facility was not enabled for a part of the year for certain master data since it was enabled in a phased manner from 21 May 2024 to 29 March 2025 and was not enabled for direct changes to data using certain privilege access.

Further, for the periods where audit trail (edit log) facility was enabled and operated for the respective accounting software's, we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Holding.

For Rafik And Associates
Chartered Accountants
 FRN No 146573W

Rafik Sejam Sheikh
 Proprietor
 Membership No 182278
 25182278BMGYLC5071

Date:- 29th May, 2025
 Place:- Mumbai

Notes to the Consolidate Financial Statements for the year ended March 31, 2025
1 Corporate information

Onelife Capital Advisors Limited ("the Holding Company" or "the Parent Company") is a listed entity incorporated in India. The Holding Company and its subsidiaries are engaged in the business of advisory services, commodity broking, trading services and other related ancillary services.

The Holding Company, its subsidiaries, associate and together referred as "the Company" or "the Group".

The registered and corporate office of the Company is situated at Plot No. A356, Road No. 26, Wagle Industrial Estate, MIDC, Thane (West), Maharashtra – 400604.

The Board of Directors approved the consolidated financial statements for the year ended March 31, 2025 and authorized for issue on May 29, 2025.

2 Significant accounting policies
2.1 Basis of preparation

i The consolidated financial statements are prepared on the accrual basis of accounting and in accordance with the Indian Accounting Standards (hereinafter referred to as the Ind AS) as prescribed under section 133 of the Companies Act, 2013 ("the Act") (as amended) and other relevant provisions of the Act.

ii The consolidated financial statements have been prepared on a going concern basis under the historical cost basis except for the followings:

- certain financial assets and liabilities are measured at fair value;
- assets held for sale measured at fair value less cost to sell;
- defined benefit plans plan assets measured at fair value; and

to the extent applicable and "Master Direction-Non-Banking Financial Company -Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016.

iii The consolidated financial statements are presented in Indian Rupees in Lakhs and all values are rounded to the nearest in two decimal point except where otherwise stated.

The statement of cash flows has been prepared under indirect method, whereby profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and items of income or expense associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated. The Company considers all highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value to be cash equivalents.

2.2 Basis of consolidation

- i The consolidated financial statements incorporate the financial statements of the Parent Company and its subsidiaries. For this purpose, an entity which is, directly or indirectly, controlled by the Parent Company is treated as subsidiary. The Parent Company together with its subsidiaries constitute the Group. Control exists when the Parent Company, directly or indirectly, has power over the investee, is exposed to variable returns from its involvement with the investee and has the ability to use its power to affect its returns.
- ii Consolidation of a subsidiary begins when the Parent Company, directly or indirectly, obtains control over the subsidiary and ceases when the Parent Company, directly or indirectly, loses control of the subsidiary. Income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated Statement of Profit and Loss from the date the Parent Company, directly or indirectly, gains control until the date when the Parent Company, directly or indirectly, ceases to control the subsidiary.
- iii The consolidated financial statements of the Group combines financial statements of the Parent Company and its subsidiaries line-by-line by adding together the like items of assets, liabilities, income and expenses. All intra-group assets, liabilities, income, expenses and unrealized profits/losses on intra-group transactions are eliminated on consolidation. The accounting policies of subsidiaries have been harmonized to ensure the consistency with the policies adopted by the Parent Company. The consolidated financial statements have been presented to the extent possible, in the same manner as Parent Company's standalone financial statements. Profit or loss and other comprehensive income or loss are attributed to the owners of the Parent Company and to the non- controlling interests and have been shown separately in the consolidated financial statements.
- iv Non - controlling interests represent that part of the total comprehensive income and net assets of subsidiaries attributable to interest which is not owned, directly or indirectly, by the Parent Company.
- v The gains / losses in respect of part divestment / dilution of stake in subsidiary companies not resulting in ceding of control are recognized directly in other equity attributable to the owners of the Parent Company.
- vi The gains / losses in respect of divestment of stake resulting in ceding of control in subsidiary companies are recognized in the Statement of Profit and Loss. The investment representing the interest retained in a former subsidiary, if any, is initially recognized at its fair value with the corresponding effect recognized in the Statement of Profit and Loss as on the date the control is ceded. Such retained interest is subsequently accounted as an associate or a joint venture or a financial asset.

2.3 Current versus non-current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- i Expected to be realized or intended to be sold or consumed in normal operating cycle
- ii Held primarily for the purpose of trading, or
- iii Expected to be realized within twelve months after the reporting year other than for (a) above, or
- iv Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting year.

All other assets are classified as non-current.

A liability is current when:

- i It is expected to be settled in normal operating cycle
- ii It is held primarily for the purpose of trading
- iii It is due to be settled within twelve months after the reporting year other than for (a) above, or
- iv There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting year.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Group has identified twelve months as its operating cycle.

2.4 Fair value measurement

The Group measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

The Group categorizes assets and liabilities measured at fair value into one of three levels as follows:

i Level 1 — Quoted (unadjusted)

This hierarchy includes financial instruments measured using quoted prices.

ii Level 2

Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 2 inputs include the following:

- a quoted prices for similar assets or liabilities in active markets.
- b quoted prices for identical or similar assets or liabilities in markets that are not active.
- c inputs other than quoted prices that are observable for the asset or liability.
- d Market – corroborated inputs.

iii Level 3

They are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Group's assumptions about pricing by market participants. Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

2.5 Non-current assets held for sale

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell and are disclosed separately under the head "Other Current Assets". once classified as held for sale are not depreciated or amortised.

2.6 Property Plant and Equipment

Property, Plant and Equipment (PPE) and intangible assets are not depreciated or amortized once classified as held for sale.

PPE are stated at actual cost less accumulated depreciation and impairment loss. Actual cost is inclusive of freight, installation cost, duties, taxes and other incidental expenses for bringing the asset to its working conditions for its intended use (net of recoverable taxes) and any cost directly attributable to bring the asset into the location and condition necessary for it to be capable of operating in the manner intended by the Management. It includes professional fees and borrowing costs for qualifying assets. PPE is recognized only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future benefits from its previously assessed standard of performance. All other expenses on existing property, plant and equipment, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

Borrowing costs directly attributable to acquisition of property, plant and equipment which take substantial period of time to get ready for its intended use are also included to the extent they relate to the period till such assets are ready to be put to use.

Significant Parts of an item of PPE (including major inspections) having different useful lives and material value or other factors are accounted for as separate components. All other repairs and maintenance costs are recognized in the statement of profit and loss as incurred.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Advances paid towards the acquisition of Property, plant and equipment are disclosed as "Capital advances" under "Other Non - Current Assets" and the cost of assets not ready intended use as at the balance sheet date are disclosed as 'Capital work-in-progress'. Capital work- in- progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

Depreciation

Depreciation of these PPE commences when the assets are ready for their intended use.

Depreciation is provided for on straight line method on the basis of useful life. The useful life of property, plant and equipment are as follows:-

Asset Class	Useful Life in years
Vehicles	8
Office Equipments	5
Computers & Printers	3
Air Conditioners	5
Furniture & Fixtures	10

On assets acquired on lease (including improvements to the leasehold premises), amortization has been provided for on Straight Line Method over the period of lease.

The estimated useful lives and residual values are reviewed on an annual basis and if appropriate, changes in estimates are accounted for prospectively.

Depreciation on subsequent expenditure on PPE arising on account of capital improvement or other factors is provided for prospectively over the remaining useful life.

De-recognition

An item of PPE is de-recognized 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 PPE is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss.

2.7 Investment Property

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Group, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs. Subsequent expenditure is capitalized to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred.

2.8 Goodwill and Intangible Assets

Goodwill represents the cost of acquired business as established at the date of acquisition of the business in excess of the acquirer's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities less accumulated impairment losses, if any. Goodwill is tested for impairment annually or when events or circumstances indicate that the implied fair value of goodwill is less than its carrying amount.

Intangible assets are stated at cost (net of recoverable taxes) less accumulated amortization and impairment loss. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

Depreciation / Amortization

Intangible assets comprising of goodwill and other intangible assets is amortized on a straight line basis over the useful life of three years which is estimated by the management.

Depreciation on subsequent expenditure on intangible assets arising on account of capital improvement or other factors is provided for prospectively over the remaining useful life.

Amortization methods and useful lives are reviewed on an annual basis and if appropriate, changes in estimates are accounted for prospectively.

De-recognition

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from de-recognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognized in the Statement of Profit and Loss when the asset is derecognized.

2.9 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity

2.9.1 Financial Assets**Initial recognition and measurement**

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame are recognized on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent Measurement

For purposes of subsequent measurement, financial assets are classified in following categories based on business model of the entity:

- **Financial Assets at amortized cost**

A financial asset is measured at amortized cost if it is held within a business model whose objective is to hold the asset in order 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.

- **Financial Assets at fair value through other comprehensive income (FVTOCI)**

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets 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.

- **Financial Assets and equity instruments at fair value through profit or loss (FVTPL)**

A financial asset which is not classified in any of the above categories are measured at FVTPL.

- **Other Equity Investments**

All other equity investments are measured at fair value, with value changes recognized in Statement of Profit and Loss, except for those equity investments for which the Group has elected to present the value changes in 'Other Comprehensive Income'.

- **Cash and Cash equivalents**

The Group considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Financial assets are reclassified subsequent to their recognition, if the Group changes its business model for managing those financial assets. Changes in business model are made and applied prospectively from the reclassification date which is the first day of immediately next reporting period following the changes in business model in accordance with principles laid down under Ind AS 109 – Financial Instruments.

De-recognition

A financial asset is de-recognized only when

- The Group has transferred the rights to receive cash flows from the financial asset 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.

Where the Group has transferred an asset, it evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is de-recognized.

Where the Group has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is de-recognized if the Group has not retained control of the financial asset. Where the Group retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

Impairment of financial assets

In accordance with Ind AS 109, the Group applies expected credit loss (ECL), simplified model approach for measurement and recognition of Impairment loss on Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115.

ECL impairment loss allowance (or reversal) recognized during the year is recognized as income / expense in the statement of Profit and Loss.

2.9.2 Financial liabilities

Classification as debt or equity

Financial liabilities and equity instruments issued by the Group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Initial recognition and measurement

Financial liabilities are recognized when the Group becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortized cost unless at initial recognition, they are classified as fair value through profit and loss.

Subsequent measurement

Financial liabilities are subsequently measured at amortized cost using the effective interest rate method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognized in the statement of profit and loss.

- **Trade and other payables**

These amounts represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting year. They are recognized initially at their fair value and subsequently measured at amortized cost using the effective interest method.

- **Loans and borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

De-recognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

Offsetting

Financial Assets and Financial Liabilities are offset and the net amount is presented in the balance sheet when, and only when, the Group has a legally enforceable right to set off the amount and it intends, either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

2.10 Impairment of non-financial assets

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use.

Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets.

When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations, including impairment on inventories, are recognized in the statement of profit and loss. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

A previously recognized impairment loss (except for goodwill) is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited to the carrying amount of the asset.

2.11 Revenue recognition

18th Annual Report 2024-25

Revenue from contracts with customers is recognized when the entity satisfies a performance obligation by transferring a promised goods or services to customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

- **Advisory Service**

Sale of services are recognized on satisfaction of performance obligation towards rendering of such services

- **Brokerage**

Revenue from contract with customer is recognized on the date of trade i.e. at a point in time when performance obligations w.r.t. broking services are satisfied. This includes brokerage fees which are charged on per transaction executed.

- **Interest income on loans**

Interest income is recorded using the effective interest rate (EIR) method. EIR is the rate that exactly discounts the estimated future cash flows over the expected life of the financial instrument or a shorter term, where appropriate, to the gross carrying amount of the financial asset. The calculation takes into account 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 Group 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 and is, therefore, regarded as 'Stage 3', the Group calculates interest income by applying the effective interest rate to the net amortised cost of the financial asset. If the financial assets cures and is no longer credit-impaired, the Group reverts to calculating interest income on a gross basis.

- **Contract Balances**

Trade Receivables

A receivable represents the Group's right to an amount of consideration that is unconditional.

- **Contract Liabilities**

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognized when the payment is made or the payment is due (whichever is earlier).

Contract liabilities are recognised as revenue when the Group performs under the contract.

- **Interest and dividend**

Interest income is recognized on an accrual basis using the effective interest method. Dividends are recognized at the time the right to receive the payment is established.

- Other income is recognized when no significant uncertainty as to its determination or realization exists.

2.12 Leases

As a lessee

The Group assesses whether a contract contains lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- the contract involves the use of an identified asset
- the Group has substantially all of the economic benefits from use of the asset through the period of the lease and
- the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognizes a right-of-use asset (ROU) and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a lease term of twelve months or less (short-term leases) and low value leases.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. The Group also assesses the right-of-use asset for impairment when such indicators exist.

The lease liability is initially measured at the present value of the fixed lease payments including variable lease payments that depend on an index or a rate. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rate of the Group.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), and payments arising from options reasonably certain to be exercised. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest expenses. It is re-measured to reflect any reassessment or modification.

When the lease liability is re-measured, the corresponding adjustment is reflected in the right-of-use asset or profit and loss account as the case may be.

The Group has elected to account for short-term leases and low value leases using the exemption given under Ind AS 116. Instead of recognizing a right-of-use asset and lease Liability, the payments in relation to these are recognized as an expense in the statement profit or loss on a straight-line basis over the lease term or on another systematic basis if that basis is more representative of the pattern of the Group's benefit.

As a lessor

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Group to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income.

2.13 Foreign currency transactions

Items included in the financial statements of the Group are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian rupee (INR), which is entity's functional and presentation currency.

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Monetary items denominated in foreign currency at the year end and not covered under forward exchange contracts are translated at the functional currency spot rate of exchange at the reporting date. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the consolidated statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses).

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date

when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

2.14 Employee Benefits

Short term employee benefits

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the year in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting year and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Post-employment obligations

a Defined contribution plans

Provident fund benefit is a defined contribution plan under which the Group pays fixed contributions into funds established under the Employees' Provident Funds and Miscellaneous Provisions Act, 1952. The Group pays provident fund contributions to publicly administered provident funds as per local regulations. The Group has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognized as employee benefit expense when they are due. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

b Defined benefit plans

Gratuity

The Group provides for gratuity obligations through a defined benefit retirement plan (the 'Gratuity Plan') covering all employees. The Gratuity Plan provides a lump sum payment to vested employees at retirement or termination of employment based on the respective employee salary and years of employment with the Group. The Group provides for the Gratuity Plan based on actuarial valuations in accordance with Indian Accounting Standard 19 (revised), "Employee Benefits". The present value of obligation under gratuity is determined based on actuarial valuation using Project Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

Gratuity is recognized based on the present value of defined benefit obligation which is computed using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting year. These are accounted either as current employee cost or included in cost of assets as permitted.

Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income.

Compensated Absences

As per the Group's policy, except in case of two subsidiaries, leave earned during the year do not carry forward, they lapse if the current period's entitlement is not used in full and do not entitle employees to a cash payment for unused entitlement during service. The subsidiary companies namely, Dealmoney Commodities Private Limited and Sarsan Securities Private Limited, provides for its compensated absences, which is a defined benefit scheme, based on actuarial valuation at the balance sheet date carried out by an independent actuary using the Projected Unit Credit Method.

Termination benefits

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits. Termination benefits are recognized as an expense in the year in which they are incurred.

2.15 Borrowing Costs

Borrowing costs that are directly attributable to the acquisition, construction or production of qualifying asset are capitalized as part of cost of such asset. Other borrowing costs are recognized as an expense in the year in which they are incurred.

Borrowing costs consists of interest and other costs that an entity incurs in connection with the borrowing of funds.

2.16 Provisions, Contingent Liabilities and Contingent Assets

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

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting year, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

Contingent assets are disclosed in the financial statements by way of notes to accounts when an inflow of economic benefits is probable.

Contingent liabilities are disclosed in the financial statements by way of notes to accounts, unless possibility of an outflow of resources embodying economic benefit is remote.

2.17 Cash Flow Statement

Cash flows are reported using the indirect method. The cash flows from operating, investing and financing activities of the Group are segregated.

2.18 Earnings per share

Basic earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

2.19 Income taxes

The income tax expense or credit for the year is the tax payable on the current year's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses, if any. Income Tax expense for the year comprises of current tax and deferred tax. Tax is recognized in Statement of Profit and Loss, except to the extent that it relates to items recognized in the Other Comprehensive Income. In which case, the tax is also recognized in Other Comprehensive Income.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting year. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Financial Statements. However, deferred tax liabilities are not recognized if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting year and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled. Deferred tax relating to items recognized outside statement of profit and loss is recognized outside statement of profit and loss (either in OCI or in equity).

The carrying amount of deferred tax assets are reviewed at the end of each reporting year and are recognized only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

MAT payable for a year is charged to the statement of profit and loss as current tax. The Group recognizes MAT credit available in the statement of profit and loss as deferred tax with a corresponding asset only to the extent that there is probable certainty that the Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. The said asset is shown as 'MAT Credit Entitlement' under Deferred Tax. The Group reviews the same at each reporting date and writes down the asset to the extent the Group does not have the probable certainty that it will pay normal tax during the specified period.

2.20 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The power to assess the financial performance and position of the Group and make strategic decisions is vested in the Managing Director who has been identified as the chief operating decisions maker.

2.21 Operating Expenses

Operating expenses are recognized in the statement of profit and loss upon utilization of the service or as incurred.

2.22 Cash and Cash Equivalents

Cash and cash equivalents comprise of cash on hand, cash at banks, short-term deposits and short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

2.23 Critical accounting estimates and judgments

The preparation of restated financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. This note provides an overview of the areas that involved a higher degree of judgment or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgments is included in

relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgments are:

- i Useful life of tangible asset refer Note No. 2.6
- ii Useful life of intangible asset refer Note No. 2.8
- iii Impairment of non – financial assets refer Note No. 2.10
- iv Provisions, Contingent Liabilities and Contingent Assets refer Note No. 2.16
- v Recognition of deferred tax assets - The extent to which deferred tax assets can be recognized is based on an assessment of the probability of the future taxable income against which the deferred tax assets can be utilized.
- vi Recoverability of advances/receivables - At each balance sheet date, based on historical default rates observed over expected life, the management assesses the expected credit loss on outstanding receivables and advances.
- vii Defined benefit obligation (DBO) - Management's estimate of the DBO is based on a number of critical underlying assumptions such as standard rates of inflation, medical cost trends, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.
- viii Leases - Management has made certain judgements and estimations for leases i.e. determining whether or not a contract contains a lease, establishing whether or not it is reasonably certain that an extension option will be exercised, considering whether or not it is reasonably certain that a termination option will not be exercised, for lessors, determining whether the lease should be classified as an operating or finance lease, calculating the appropriate discount rate and estimating the lease term.
- ix Impairment of financial assets - The measurement of impairment losses on loan assets and commitments, requires judgement, in estimating the amount and timing of future cash flows and recoverability of collateral values while determining the impairment losses and assessing a significant increase in credit risk. The Group'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. The measurement of all expected credit losses for financial assets held at the reporting date are 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 Exposure at Default (EAD) and assessing significant increases in credit risk.

Estimates and judgments are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Group and that are believed to be reasonable under the circumstances.

2.23 Recent pronouncement

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

3 Business Combination

The Group accounts for its business combinations under acquisition method of accounting. Acquisition related costs are recognized in the consolidated statement of profit and loss as incurred. The acquiree's identifiable assets, liabilities and contingent liabilities that meet the condition for recognition are recognized at their fair values at the acquisition date.

Purchase consideration paid in excess of the fair value of net assets acquired is recognized as goodwill. Where the fair value of identifiable assets and liabilities exceed the cost of acquisition, after reassessing the fair values of the net assets and contingent liabilities, the excess is recognized as capital reserve

The interest of non-controlling shareholders is initially measured either at fair value or at the non-controlling interests' proportionate share of the acquirer's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity of subsidiaries.

Common control business combination where the company is transferee is accounted using the pooling of interest method. Assets and liabilities of the combining entities are reflected at their carrying amounts and no new asset or liability is recognized. Identity of reserves of the transferor company is preserved by reflecting them in the same form in the Group's financial statements in which they appeared in the financial statement of the transferor company. The excess between the amount of consideration paid over the share capital of the transferor company is recognized as a negative amount and the same is disclosed as capital reserve on business combination.

The information in the financial statements of the prior period is restated from the date of business combination in case the business combination is approved by statutory authority in the subsequent period.



onelife

one solution

18th Annual Report 2024-25

ONELIFE CAPITAL ADVISORS LIMITED

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2025

₹ In Lakhs

PARTICULARS	Note No.	AS AT	
		Mar 31,2025	Mar 31,2024
ASSETS			
Non - Current Assets			
Property, Plant and Equipment	4	2,998.61	888.09
Investments Property	5	210.31	210.31
Other Intangible Assets	6	30.29	43.48
Financial Assets			
Investments	7	692.38	794.40
Loans	8	590.11	813.86
Other Non - Current Financial Assets	9	938.81	263.95
Deferred Tax Assets (Net)	10	81.16	-
Income Tax Assets (Net)	11	114.46	143.77
Other Non - Current Assets	12	172.68	145.04
Total Non - Current Assets		5,828.82	3,302.92
Current Assets			
Financial Assets			
Inventories	13	102.93	4,875.07
Trade Receivables	14	1,630.96	2,315.23
Investment	15	0.00	0.00
Cash and Cash Equivalents	16	2,934.45	355.29
Bank Balance other than above		126.07	210.31
Loans	17	3,031.61	3,168.28
Other Financial Assets	18	769.56	850.19
Other Current Assets	19	2,734.87	1,415.04
Total Current Assets		11,330.45	13,189.42
TOTAL - ASSETS		17,159.27	16,492.34
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	20	1,336.00	1,336.00
Other Equity	21	2,132.42	3,733.99
Equity attributable to the shareholders of the		3,468.42	5,069.99
Non Controlling Interest		52.28	25.83
Total Equity		3,520.69	5,095.82
LIABILITIES			
Non - Current Liabilities			
Financial Liabilities			
Borrowings	22	2,271.92	1,725.25
Other Non Current Liabilities	23	51.40	700.00
Provisions	24	112.78	36.30
Deferred Tax Liabilities (Net)	25	8.33	73.35
Total Non - Current Liabilities		2,444.44	2,534.90
Current Liabilities			
Financial Liabilities			
Borrowings	26	34.40	892.22
Trade Payables	27	-	-
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		7,481.04	5,076.56
Other Financial Liabilities	28	2,437.27	350.46
Other Current Liabilities	29	1,236.31	2,533.40
Provisions	30	5.13	8.97
Total Current Liabilities		11,194.14	8,861.62
TOTAL - EQUITY AND LIABILITIES		17,159.27	16,492.34
Corporate Information	1		
Significant Accounting Policies	2,3		
The accompanying Notes form an integral part of the Consolidated Financial Statements	4 to 94		
As per our report of even date			
For Rafik and Associates		For and on behalf of the board of Directors of Onelife Capital Advisors Limited	
Chartered Accountants			
Firm Reg. No. 146573W			
CA Rafik Sejam Sheikh		Prabhakar Naig	
Proprietor		Whole Time Director	
Membership No. 182278		DIN No. 00716975	
		Pandoo Naig	
		Director & CFO	
		DIN No. 00158221	
		Kajal Shethia	
		Company Secretary & Compliance Officer	
Place : Mumbai		Place: - Thane	
Date : 29 May 2025		Date : 29 May 2025	

ONELIFE CAPITAL ADVISORS LIMITED

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON MARCH 31, 2025
₹ In Lakhs

PARTICULARS	Note No.	YEAR ENDED	
		Mar 31,2025	Mar 31,2024
INCOME			
Revenue From Operations	31	1,128.31	3,699.91
Other Income	32	2,050.10	317.15
TOTAL INCOME		3,178.42	4,017.06
EXPENSES			
Purchase of Stock-In-Trade		-	3,562.80
Change in Inventories		2,938.80	(2,262.80)
Employee Benefits Expense	33	437.11	403.94
Finance Costs	34	193.21	178.19
Depreciation and Amortisation Expense	4 & 5	61.55	53.44
Other Expenses	35	1,545.01	1,440.38
TOTAL EXPENSES		5,175.69	3,375.95
Profit / (Loss) before Exceptional Items		(1,997.27)	641.11
Exceptional Items		(1,742.57)	-
Prior Period Item		-	-
Profit / (Loss) Before Tax		(254.70)	641.11
TAX EXPENSES			
(a) Current Tax	47	183.91	250.08
(b) Deferred Tax Credit / (Charge)		49.20	329.18
(c) Short / (Excess) provision of tax relating to earlier years		-	(1.44)
Profit / (Loss) for the year		(487.81)	63.29
Attributable to			
Equityholders of the parent		(514.26)	38.73
Non Controlling Interest		26.45	24.56
Other Comprehensive Income			
(a) (i) Items that will not be reclassified to profit or loss			
Remeasurement of Defined benefit plans		(0.22)	(0.50)
(ii) Income tax relating to items that will not be reclassified		-	-
(b) (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to		-	-
Other Comprehensive income for the year		(0.22)	(0.50)
Total Comprehensive income for the year		(488.03)	62.79
Other Comprehensive income Attributable to			
Equityholders of the parent		(0.22)	(0.50)
Non - Controlling Interest		26.45	24.56
Total Comprehensive income Attributable to			
Equityholders of the parent		(514.48)	38.23
Non - Controlling Interest		26.45	24.56
Earnings per equity share			
Basic and Diluted	40	(3.65)	0.47
Corporate Information	1		
Significant Accounting Policies	2,3		
The accompanying Notes form an integral part of the Consolidated Financial Statements	4 to 94		
As per our report of even date			
For Rafik and Associates			For and on behalf of the board of Directors
Chartered Accountants			of Onelife Capital Advisors Limited
Firm Reg. No. 146573W			
CA Rafik Sejam Sheikh			Prabhakar Naig
Proprietor			Whole Time Director
Membership No. 182278			DIN No. 00716975
			Pandoo Naig
			Director & CFO
			DIN No. 00158221
			Kajal Shethia
			Company Secretary & Compliance Officer
Place: - Mumbai			Place: - Thane
Date : 29 May 2025			Date : 29 May 2025

18th Annual Report 2024-25

ONELIFE CAPITAL ADVISORS LIMITED
CIN: L74140MH2007PLC173660

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2025

₹ In Lakhs

	PARTICULARS	CONSOLIDATED AS ON	
		31.03.2025	31.03.2024
		Audited	Audited
A. CASH FLOW FROM OPERATING ACTIVITIES:			
Net Profit/(Loss) before tax and Extraordinary Items		(254.70)	641.11
Adjustments for:			
Depreciation and Amortisation Expense		61.55	53.44
Loss on Sale of Assets		-	1.14
Provision for Doubtful Deposits		-	8.54
Interest Paid		193.21	178.19
Interest Income		(2.87)	(85.24)
Operating Loss Before Working Capital Changes		(2.80)	797.18
Adjustments for:			
(Increase) / Decrease in Trade Receivables		684.28	(1,734.41)
(Increase) / Decrease in Inventories		4,772.15	(2,938.80)
(Increase) / Decrease in Other Financial Assets		(594.22)	(813.30)
(Increase) / Decrease in Other Non-Current Assets		(27.64)	15.67
(Increase) / Decrease in Other Current Assets		(1,319.83)	(1,414.06)
Increase / (Decrease) in Other Current Liabilities		(2,010.71)	3,140.97
Increase / (Decrease) in Provisions		72.42	27.36
Increase / (Decrease) in Trade Payables		2,404.48	4,498.80
Increase / (Decrease) in Other Financial Liabilities		2,086.81	(1,742.25)
Cash Generated from Operations		6,064.93	(162.85)
Direct Taxes paid (net of Refunds Received)		(284.95)	(416.07)
Net Cash Flow From Operating Activity [A]		5,779.97	(578.91)
B. CASH FLOW FROM INVESTING ACTIVITIES:			
Purchase of Property, Plant & Equip & Other Intangible Assets		(2,158.87)	(314.23)
Proceeds from Sale of fixed assets		-	0.08
Investments		102.02	(703.67)
Loan Given		360.42	3,684.99
Profit / (Loss) on Consolidation		(1,087.10)	(3,169.99)
Bank deposits with bank having maturity within 12 months		84.23	(179.99)
Interest Received		2.87	85.24
Net cash used in Investing Activities [B]		(2,696.44)	(597.57)
C. CASH FLOW FROM FINANCING ACTIVITIES:			
Proceeds from Long Term Borrowings		546.67	1,289.52
Proceeds from Short Term Borrowings		(857.83)	11.22
Interest Paid		(193.21)	(178.19)
Net cash used in Financing activities [C]		(504.36)	1,122.55
Net Increase in Cash and Cash Equivalents [A+B+C]		2,579.17	(53.93)
Cash & Cash Equivalents at the beginning of the year Cash		355.29	409.22
Cash & Cash Equivalents at th end of the year		2,934.46	355.29
Notes:			
1. Cash flow statement has been prepared under the indirect method as set out in Ind AS - 7 specified under Section 133 of the Companies Act, 2013.			
2. Purchase of Property, Plant and Equipment includes movements of Capital Work-in-Progress during the year.			
Corporate Information 1			
Significant Accounting Policies 2,3			
The accompanying Notes form an integral part of the Consolidated Financial Statements 4 to 94			
As per our report of even date			
For Rafik and Associates		For and on behalf of the board of Directors	
Chartered Accountants		of Onelife Capital Advisors Limited	
Firm Reg. No. 146573W			
CA Rafik Sejam Sheikh		Prabhakar Naig	
Proprietor		Whole Time Director	
Membership No. 182278		DIN No. 00716975	
		Pandoo Naig	
		Director & CFO	
		DIN No. 00158221	
		Kajal Shethia	
		Company Secretary & Compliance Officer	
Place : Mumbai		Place: - Thane	
Date : 29 May 2025		Date : 29 May 2025	

ONELIFE CAPITAL ADVISORS LIMITED

Consolidated Statement of changes in equity for the year ended March 31, 2025

₹ In Lakhs

A) Equity Share Capital						
Particulars	Amount					
As at March 31, 2023	1,336.00					
Changes in Equity Share Capital	-					
As at March 31, 2024	1,336.00					
Changes in Equity Share Capital	-					
As at March 31, 2025	1,336.00					
B) Other Equity						
	Reserve and Surplus					
Particulars	Goodwill on Consolidation	Common Control Transaction s Capital Reserve	Securities Premium	Special Reserve	Retained Earnings	Total
As at March 31, 2023	(1,622.49)	643.33	9,078.06	17.45	(1,250.60)	6,865.75
On Consolidation	(3,380.22)	210.23	-	-	-	(3,169.99)
Profit for the year	-	-	-	-	38.73	38.73
Other comprehensive income for the year - Remeasurement of Defined benefit plans	-	-	-	-	(0.50)	(0.50)
As at March 31, 2024	(5,002.71)	853.56	9,078.06	17.45	(1,212.37)	3,733.99
On Consolidation	(1,085.00)	-	-	-	(2.10)	(1,087.10)
Profit for the year	-	-	-	-	(514.26)	(514.26)
Other comprehensive income for the year - Remeasurement of Defined benefit plans	-	-	-	-	(0.22)	(0.22)
As at March 31, 2025	(6,087.71)	853.56	9,078.06	17.45	(1,728.95)	2,132.42
The Description of the nature and purpose of each reserve within equity is as follows:						
a) Common Control Transactions Capital Reserve: It arises on transfer of business between entities under common control. It represents the difference, between the						
b) Securities Premium: Securities premium reserve is credited when shares are issued at premium. It is utilised in accordance with the						
c) Retained earnings: Retained earnings are the profits/losses that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders. It also includes actuarial gains and losses on defined benefit plans recognised in other comprehensive income (net of taxes).						
Corporate Information					1	
Significant Accounting Policies					2,3	
The accompanying Notes form an integral part of the Consolidated Financial Statements					4 to 94	
As per our report of even date						
For Rafik and Associates Chartered Accountants Firm Reg. No. 146573W			For and on behalf of the board of Directors of Onelife Capital Advisors Limited			
CA Rafik Sejam Sheikh Proprietor Membership No. 182278			Prabhakar Naig Whole Time Director DIN No. 00716975			
			Pandoo Naig Director & CFO DIN No. 00158221			
			Kajal Shethia Company Secretary & Compliance Officer Place: - Thane Date : 29 May 2025			
Place : Mumbai Date : 29 May 2025						

NON - CURRENT ASSETS
4 Property, Plant and Equipments

₹ In Lakhs

Particulars	Leasehold Improvements	Furniture & Fixtures	Vehicles	Office Equipments	Computers & Printers	Air Conditioners	Office premises	Total
Gross carrying value as at March 31, 2023	343.48	2.13	8.44	6.57	26.74	3.12	665.00	1,055.49
Acquisitions/Merger	240.29	120.83	54.00	449.41	664.18	-	0.05	1,528.76
Acquisitions	-	-	-	0.05	7.59	-	-	7.64
Deletions	-	4.24	-	2.08	9.02	2.60	-	17.94
Gross carrying value as at March 31, 2024	583.77	118.72	62.44	453.94	689.49	0.52	665.05	2,573.93
Acquisitions/Merger	-	5.99	26.12	3.91	2.52	-	2,120.33	2,158.87
Acquisitions	-	-	-	-	-	-	-	-
Deletions	-	-	-	-	-	-	-	-
Gross carrying value as at March 31, 2025	583.77	124.72	88.56	457.85	692.01	0.52	2,785.38	4,732.80
Accumulated depreciation as at March 31, 2023	343.48	1.70	6.01	5.54	25.12	2.47	4.67	388.99
Depreciation for the year	143.54	73.81	15.39	430.42	604.15	-	-	1,267.31
Acquisitions/Merger	19.93	8.51	5.13	0.24	1.80	0.09	10.53	46.24
Accumulated depreciation on deletion	-	4.46	-	1.41	8.38	2.45	-	16.70
Accumulated depreciation as at March 31, 2024	506.95	79.56	26.53	434.79	622.69	0.11	15.20	1,685.84
Depreciation for the year	19.94	8.82	6.13	0.27	2.56	0.09	10.53	48.35
Acquisitions/Merger	-	-	-	-	-	-	-	-
Accumulated depreciation on deletion	-	-	-	-	-	-	-	-
Accumulated depreciation as at March 31, 2025	526.89	88.39	32.66	435.06	625.25	0.21	25.73	1,734.19
Carrying value as at March 31, 2023	0.00	0.43	2.43	1.03	1.62	0.65	660.33	666.48
Carrying value as at March 31, 2024	76.82	39.16	35.92	19.15	66.80	0.40	649.85	888.09
Carrying value as at March 31, 2025	56.88	36.33	55.90	22.79	66.76	0.31	2,759.65	2,998.61

5 Investment property

₹ In Lakhs

Particulars	Amount
Gross carrying value as at March 31, 2023	210.31
Additions	-
Disposals	-
Gross carrying value as at March 31, 2024	210.31
Additions	-
Disposals	-
Gross carrying value as at March 31, 2025	210.31
Accumulated depreciation as at March 31, 2023	-
Depreciation for the year	-
Accumulated depreciation on disposal	-
Accumulated depreciation as at March 31, 2024	-
Depreciation for the year	-
Accumulated depreciation on disposal	-
Accumulated depreciation as at March 31, 2025	-
Carrying value as at March 31, 2023	210.31
Carrying value as at March 31, 2024	210.31
Carrying value as at March 31, 2025	210.31

Note:

Investment property has been carried at the cost less accumulated depreciation.

Amounts recognised in profit or loss for investment properties

Particulars	31-Mar-25	31-Mar-24
Rental income	1.14	1.14
Direct operating expenses from property that	-	-
Direct operating expenses from property that did not generate rental income	-	-
Profit from investment properties before depreciation	1.14	1.14
Depreciation	-	-
Profit from investment property	1.14	1.14

Contractual obligations

There are no contractual obligations to purchase, construct or develop investment property.

Leasing arrangement

Investment property is leased out to the Holding Company under operating leases.

Fair Value

Particulars	31-Mar-25	31-Mar-24
Investment property	299.02	290.31

ONELIFE CAPITAL ADVISORS LIMITED

Notes to Consolidated Financial Statements for the year ended March 31, 2025

NON - CURRENT ASSETS

6 Intangible Assets

₹ In Lakhs

Particulars	Computer Software	Trademark
Gross carrying value as at March 31, 2023	77.53	1.82
Additions	-	-
Acquisitions	48.15	-
Deletions	-	-
Gross carrying value as at March 31, 2024	125.68	1.82
Additions	-	-
Acquisitions	-	-
Deletions	-	-
Gross carrying value as at March 31, 2025	125.68	1.82
Accumulated depreciation as at March 31, 2023	73.87	-
Depreciation for the year	7.20	-
Acquisitions	2.94	-
Accumulated depreciation on deletion	-	-
Accumulated depreciation as at March 31, 2024	84.01	-
Depreciation for the year	13.20	-
Acquisitions	-	-
Accumulated depreciation on deletion	-	-
Accumulated depreciation as at March 31, 2025	97.21	-
Carrying value as at March 31, 2023	3.66	1.82
Carrying value as at March 31, 2024	41.67	1.82
Carrying value as at March 31, 2025	28.47	1.82

ONELIFE
one solution

ONELIFE CAPITAL ADVISORS LIMITED
Notes to Consolidated Financial Statements for the year ended March 31, 2025
7 NON - CURRENT INVESTMENTS
₹ In Lakhs

Particulars	Face Value	As at Mar 31, 2025		As at Mar 31, 2024	
		Numbers	Amount	Numbers	Amount
QUOTED					
In Equity Instruments (Fully Paid-up) - Others					
Khazanchi Jewellers Ltd.	10			116000	162.40
CONTINENTAL CONTROLS LIMITED		15,09,604	60.38		
Sub - Total (a)			60.38		162.40
UNQUOTED					
Others (at fair value through Profit & Loss (FVTPL))					
Investment in Real Estate			632.00		632.00
Dealmoney Distribution & E-marketing Pvt. Limited			-		-
Dealmoney Financial Services Pvt Ltd			-		-
Dealmoney Real Estate Private Ltd			-		-
Dealmoney Distribution & E-marketing Pvt. Ltd.			-		-
Sub - Total (b)			632.00		632.00
Total Non - Current Investments (a) + (b)			692.38		794.40
Aggregate Amount of Quoted Investments at cost			60.38		162.40
Aggregate Amount of Quoted Investments at market value			-		353.92
Aggregate Amount of Unquoted Investments			632.00		632.00
Aggregate amount of impairment in value of investments			-		-



ONELIFE CAPITAL ADVISORS LIMITED

Notes to Consolidated Financial Statements for the year ended March 31, 2025

₹ in Lakhs

PARTICULARS	CONSOLIDATED AS ON	
	Mar 31, 2025	Mar 31, 2024
8 NON - CURRENT LOANS		
Unsecured, Considered Good	-	-
Loan and Advances (for Strategic Investments)	590.11	813.86
Adv. Recoverable in Cash		
Total	590.11	813.86
9 OTHER NON - CURRENT FINANCIAL ASSETS		
Deposit with Exchanges and Clearing Members	938.81	262.55
TDS Receivables	-	1.41
Total	938.81	263.95
10 DEFERRED TAX ASSETS (NET)		
Deferred Tax Liabilities (A)		
Relating to Depreciation on Fixed Assets (A)	-	-
Deferred Tax Assets (B)		
Deferred tax asset on lease obligation	81.16	-
Provision for Doubtful Deposit	-	-
Provision for Debts	81.16	-
Deferred tax assets (Net) - (B) - (A)	81.16	-
11 Income Tax Assets (Net)		
Balance with statutory / government authorities	35.84	38.39
Advance Tax including TDS (net off provision for Tax)	78.62	105.38
Total	114.46	143.77
12 OTHER NON - CURRENT ASSETS		
Deposits	25.22	25.22
TDS Receivables (Net of tax provision)	33.53	33.47
Advance Service Tax	113.93	86.35
Total	172.68	145.04
13 Inventories		
Inventories	102.93	4,875.07
Total	102.93	4,875.07
14 TRADE RECEIVABLES		
(Unsecured)		
Considered Good	1,630.96	2,315.23
Less : Expected credit losses / Credit Impaired	-	-
	1,630.96	2,315.23
Less : Provision for doubtful debts		
Considered Good	-	-
Credit Impaired	-	-
Total	1,630.96	2,315.23
Trade receivables ageing schedule		
Outstanding for the following period from due date of payments	-	-
Not Due	-	-
Less than 6 months	-	1,952.06
6 months-1 years	45.86	194.18
1-2 years	1,683.41	169.00
2-3 years	-	-
More than 3 years	-	-
Total	1,630.96	2,315.23
15 INVESTMENT		
Investment	0.00	0.00
Total	0.00	0.00
16 CASH AND CASH EQUIVALANTS		
Balances with Banks		
In Current Accounts	2,901.50	340.67
Cash on hand	32.95	14.62
Total	2,934.45	355.29
BANK BALANCES OTHER THAN ABOVE		
Bank deposits with bank having maturity within 12 months	126.07	210.31
Total	126.07	210.31
17 CURRENT LOANS		
Unsecured, Considered Good		
Loan and Advances to Related Parties		
Family Care Hospitals Limited (Scandent)	62.75	-
Oodnap Securities (India) Limited	386.69	381.69
Vaaman Pesticides P. Ltd	60.15	60.15
Continental Controls Ltd (CCI)	3.84	-
All the above loans and advances have been given for business purposes		
Loan to Individual (within India)	2,518.18	2,497.76
Advance recoverable in Cash	-	228.68
Total	3,031.61	3,168.28
18 OTHER FINANCIAL ASSETS		
Deposit with Exchanges and Clearing Member	559.05	774.91
Advance to related parties		
Others Receivables	210.51	75.29
Total	769.56	850.19
19 OTHER CURRENT ASSETS		
Other Assets	2,734.72	1,414.89
GST Input Tax Credit	0.15	0.15
Total	2,734.87	1,415.04

18th Annual Report 2024-25

ONELIFE CAPITAL ADVISORS LIMITED					
Notes to Consolidated Financial Statements for the year ended March 31, 2025					
₹ in Lakhs					
20	EQUITY SHARE CAPITAL	As at Mar 31, 2025		As at Mar 31, 2024	
	Authorised:				
	15,010,000 (Previous Year - 15,010,000) Equity Shares of ₹ 10/- each	1,501.00		1,501.00	
	Total	1,501.00		1,501.00	
	Issued, Subscribed and Paid-up Equity Shares				
	13,360,000 (Previous Year - 13,360,000) Equity Shares of ₹ 10/- each fully	1,336.00		1,336.00	
	Total	1,336.00		1,336.00	
20.1	Reconciliation of Shares	As at Mar 31, 2025		As at Mar 31, 2024	
		Numbers	₹	Numbers	₹
	At the beginning of the year	1,33,60,000	1,336.00	1,33,60,000	1,336.00
	Issued during the year	-	-	-	-
	Outstanding at the end of the year	1,33,60,000	1,336.00	1,33,60,000	1,336.00
20.2	Details of Shareholders holding more	As at Mar 31, 2025		As at Mar 31, 2024	
		Numbers	%	Numbers	%
a.	Prabhakar Naig	69,05,000	51.68%	69,05,000	51.68%
b.	Pandoo Naig	-	-	-	-
20.3	Details of shareholdings by the	As at Mar 31, 2025		As at Mar 31, 2024	
		Numbers	%	Numbers	%
a.	Prabhakar Naig	69,05,000	51.68%	69,05,000	51.68%
b.	Pandoo Naig	54,999	0.41%	54,999	0.41%
20.4	Rights, Preferences and Restrictions attaching to each class of shares				
	Equity Shares having a face value of ₹ 10				
	As to Dividend: -				
	The Shareholders are entitled to receive dividend in proportion to the amount of paid up equity shares held by them. The Company has not declared any dividend during the year.				
	As to Repayment of capital: -				
	In the event of liquidation of the Company, the holders of equity shares are entitled to receive the remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion of the number of shares held by the shareholders.				
	As to Voting: -				
	The Company has only one class of shares referred to as equity shares having a face value of ₹ 10. Each holder of the equity share is entitled to one vote per share.				

Notes to Consolidated Financial Statements for the year ended March 31, 2025

₹ in Lakhs

PARTICULARS	CONSOLIDATED AS ON	
	Mar 31, 2025	Mar 31, 2024
21 OTHER EQUITY		
A Goodwill on Consolidation	(5,002.71)	(5,002.71)
B Common Control Transactions Capital Reserve	853.56	853.56
C Securities Premium	9,078.06	9,078.06
D Special Reserve	17.45	17.45
E Retained Earnings	(2,813.95)	(1,212.37)
Total - (A) + (B) + (C) + (D) + (E)	2,132.42	3,733.99
(i) Securities Premium Reserve		
Opening balance	9,078.06	9,078.06
Increase/(decrease) during the year	-	-
Closing balance	9,078.06	9,078.06
(ii) Retained earnings		
Opening balance	(1,212.37)	(1,250.60)
Net profit/(loss) for the year	(514.26)	38.73
Reserved on Consolidation	(1,087.10)	-
Items of other comprehensive income recognised directly in retained earnings		
Remeasurement of Defined benefit plans	(0.22)	(0.50)
Transfer to Special Reverse	-	-
Closing balance	(2,813.95)	(1,212.37)
22 NON - CURRENT BORROWINGS		
Unsecured		
DP Engineering and Consulting Pvt Ltd	1,066.06	1,123.70
Continental Controls Ltd	218.60	-
Pran Fertilisers & Pesticides P. Ltd	221.17	294.91
Loan for Purchase of Thane office	306.09	306.65
Long-term borrowings	460.00	-
Total	2,271.92	1,725.25
23 OTHER NON - CURRENT LIABILITIES		
Other Payable	51.40	-
Deposit- Payable	-	700.00
Total	51.40	700.00
24 NON - CURRENT PROVISIONS		
Provision for Gratuity	31.65	23.37
Provision for Income Tax (Net of TDS)	80.97	11.11
Provision for Compensated Absences	0.16	1.82
Total	112.78	36.30
25 DEFERRED TAX LIABILITIES (NET)		
Deferred Tax Liabilities	8.33	73.35
Total	8.33	73.35
26 CURRENT BORROWINGS		
Unsecured		
From Related Parties/Director	34.40	195.13
Sowgau Estates Pvt. Ltd	-	92.15
Inter Corporate Deposits from Others	-	604.94
Total	34.40	892.22
27 TRADE PAYABLES		
Due to Micro, Small and Medium Enterprises	-	-
Due to creditors other than Micro Enterprises and Small	7,481.04	5,076.56
Total	7,481.04	5,076.56
Trade payables ageing schedule		
Outstanding for the following period from due date of payments		
Dues to MSME		
Not Due	-	-
Less than 1 year	-	-
1-2 years	-	-
2-3 years	-	-
More than 3 years	-	-
Total	-	-
Others		
Not Due	-	-
Less than 1 year	7,481.04	735.24
1-2 years	-	4,341.32
2-3 years	-	-
More than 3 years	-	-
Total	7,481.04	5,076.56
28 OTHER FINANCIAL LIABILITIES		
Deposit - Payable	85.61	165.95
Loan for Purchase of Property	-	67.98
Provision For Expenses	0.45	-
Payable to Others	2,249.53	-
Salary Payable	26.01	31.14
Creditors for Expenses	75.67	85.38
Total	2,437.27	350.46
29 OTHER CURRENT LIABILITIES		
Statutory Dues	326.22	557.73

18th Annual Report 2024-25

Notes to Consolidated Financial Statements for the year ended March 31, 2025

₹ in Lakhs

PARTICULARS	CONSOLIDATED AS ON	
	Mar 31,2025	Mar 31, 2025
31 REVENUE FROM OPERATIONS		
Sale of Services		
Advisory Services	-	-
Broking Services	123.53	216.91
Interest on Loan Measured at Amortised Cost	261.37	246.52
Income from sale of Coupons	598.06	1,300.00
Other Operating Income	145.35	1,936.48
Total	1,128.31	3,699.91
32 OTHER INCOME		
Interest income on financial asset measured at		
Interest on Loan	2.87	85.24
Interest on Fixed Deposits	4.41	1.98
Dividend Income	0.65	-
Other Income	2,042.18	229.93
Total	2,050.10	317.15
33 EMPLOYEE BENEFITS EXPENSE		
Salary, Wages and Other Benefits	389.97	399.81
Contribution to Provident Fund and Other Funds	6.13	10.70
Staff Welfare Expenses	41.02	3.91
Compensated Absences	-	-10.48
Total	437.11	403.94
34 FINANCE COSTS		
Interest Expenses	191.29	178.19
Bank Charges	1.92	-
Total	193.21	178.19
35 OTHER EXPENSES		
Power & Fuel	184.35	22.53
Rent	11.33	8.43
Repairs to Others	102.98	57.50
Rates and Taxes	8.23	2.86
Advertisement	2.94	2.23
Brokerage Sharing	50.41	36.61
Business Development Expenses	64.71	80.75
Direct cost of Sales-Deal Vacation	2.93	84.94
Direct cost of sales-deal travel	0.96	-
Direct cost of sales-Jeevan dhan	1.90	-
Clearing, Settlement & Other Charges	-	8.38
Communication Expenses	74.08	20.45
Professional Fees	118.86	166.55
Bad Debts Written Off	223.75	817.79
Remuneration to Auditors (Refer Note 41)	12.61	8.46
Penalty Expenses	14.25	0.60
Office Expenses	405.23	8.51
Travelling and Conveyance	116.53	32.38
Directors Sitting Fees	5.10	2.40
Provision for Doubtful Deposit	-	8.54
Loss on Sale of Assets	-	1.14
Miscellaneous Expenses	136.97	60.03
Membership And Subscription	6.91	9.32
Total	1,545.01	1,440.38

36. Contingent Liabilities

- (i) The Group has received order dated January 31, 2018 passed by The Commissioner GST & CX (Appeals) - III, Mumbai, confirming the demand of inadmissible Cenvat Credit of ₹171.92 Lakhs, recovery of interest at applicable rate on the amount of demand confirmed and imposing the penalty of ₹164.20 Lakhs. The Group had filed the appeal against this order with Central Board of Indirect Taxes & Customs Appellate Tribunal (West Zone Branch), Mumbai. As per the legal advice received by the Group, the Group has good case and no provision is required for Cenvat Credit, interest and penalty on availment of Cenvat Credit on the basis of invoices of Fincare Financial and Consultancy Services Private Limited and Precise Consulting & Engineering Private Limited.
- (ii) The Group has paid ₹86.25 lakhs under protest and is disclosed as "Advance Service Tax" under the head "Other non-current assets".
- (iii) The Company has received order from GST department for the FY 2017-18 and 2018-19 raising demand of ₹15.54 lakhs and ₹34.60 lakhs respectively. The Company has filed the appeal against these order to Appeal to Appellate Authority. The management is of the opinion that there will be good chance to win the Appeal and hence no provision for GST demand has made in the appeals.
- (iv) The Company has received a SEBI Order Notice dated March 28, 2025, issued under Section 15-I of the SEBI Act, 1992 read with Rule 5 of the SEBI (Procedure for Holding Inquiry and Imposing Penalties) Rules, 1995, proposing a penalty of ₹106 lakhs under Sections 15HA and 15HB of the SEBI Act for alleged non-compliances with the provisions of the SEBI Act, the SEBI (Prohibition of Fraudulent and Unfair Trade Practices Relating to Securities Market) Regulations, 2003, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has preferred an appeal against the said order.
- (v) The Company has received a demand for electricity expenses amounting to ₹263.70 lakhs from the utility provider. The same has been disputed by the Company before the appropriate appellate authority on the grounds that the Company's office is located in an industrial unit and, accordingly, electricity charges should be levied at industrial rates and not at commercial rates as applied by the authority.

In compliance with the requirement to deposit 50% of the disputed dues, the Company has deposited an amount of ₹131.85 lakhs.

The Management is of the view, based on the merits of the case and legal advice received, that the outcome of the appeal will be in favour of the Company, and hence no further provision is considered necessary in the books of account. The deposited amount has been disclosed under Other Current Assets/Recoverable Advances pending final resolution of the matter

37. Disclosure pursuant to Indian Accounting Standard (Ind AS) 19 “Employee Benefits”**i Defined Contribution Plan**

During the year, ₹5.20 Lakhs (Previous Year ₹10.46 Lakhs) in respect of the Group’s contribution to Provident Fund and other funds, Employees’ State Insurance Corporation ₹0.93 Lakhs (Previous Year ₹0.25 Lakhs) and contribution to Employee’s Maharashtra Labour Welfare Fund ₹0.00 Lakhs (Previous Year ₹0.00 Lakhs) deposited with the government authorities, have been recognized as expense and included under “Employee Benefits Expenses” in the Statement of Profit and Loss.

ii Gratuity

Defined benefit plans: - The Group provides for gratuity benefit under a defined benefit retirement scheme (the "Gratuity Scheme") as laid out by the Payment of Gratuity Act, 1972 of India covering eligible employees. Liabilities with regard to the Gratuity Scheme are determined by actuarial valuation carried out using the Projected Unit Credit Method by an independent actuary in accordance with Indian Accounting Standard - 19, 'Employee Benefits', The Gratuity Scheme is a non-funded scheme and the Group intends to discharge this liability through its internal resources



The following table sets out the status of the gratuity plan and the amount recognized in the financial statements as at March 31, 2025.

₹ In Lakhs

Particulars	March 31, 2025	March 31, 2024
Change in Present Value of Obligations		
Obligations at Beginning of the Year	31.93	15.17
Interest Cost	1.98	1.88
Service Cost	4.59	5.76
Past Service Cost (Non – Vested Benefits)	-	-
(Liability Transferred In or Out / Acquisitions)	0.02	11.43
Present value of obligation – due but not paid	-	-
Past Service Cost (Vested Benefits)	-	-
Benefits Paid	-	-
Actuarial (gains) / losses on obligations due to change in Demographic Assumptions	-	-
Actuarial (Gains) / losses on obligations due to change in Financial Assumptions	1.18	0.82
Actuarial (Gains) / Losses on Obligations due to Experience	(3.80)	(3.12)
Obligations at the end of the year	35.90	31.93

Amount recognized in the Balance Sheet		
Present Value Obligation at the end of the period	(35.90)	(31.93)
Fair Value of Plan Assets at the end of the period	-	-
Funded Status – (Surplus / (Deficit))	(35.90)	(31.93)
Net (Liability)/Asset recognized in the Balance Sheet	(35.90)	(31.93)

Net interest cost for the current year		
Present value benefit obligation at the beginning of the Year	31.93	15.17
Fair value of plan assets at the beginning of the year	-	-
Net liability / (asset) at the beginning	31.93	15.17
Interest cost	1.98	1.88
Interest income	-	-
Interest cost for the current year	1.98	1.88

18th Annual Report 2024-25

Particulars	March 31, 2025	March 31, 2024
Expenses recognized in the statement of profit or loss for the current year		
Current Service cost	4.59	5.76
Net Interest cost	1.98	1.88
Adjustment	-	-
Past service cost	-	-
Expected Contributions by the Employees	-	-
Present value of obligation – due but not paid	-	-
(Gains)/Losses on Curtailments And Settlements	-	-
Net Effect of Changes in Foreign Exchange Rates	-	-
Expenses Recognized	6.57	7.64
Expenses recognized in the other comprehensive income (OCI) for current year		
Actuarial (gains) / losses on obligation for the year	(2.62)	(2.30)
Return on plan assets, excluding interest income	-	-
Change in Asset Ceiling	-	-
Net(Income)/Expense for the year recognized in OCI	(2.62)	(2.30)
Balance Sheet Reconciliation		
Opening Net Liability	31.93	15.17
Expenses recognized in the statement of profit or loss	6.57	7.64
Expenses recognized in OCI	(2.62)	(2.30)
(Liability Transferred In or Out / Acquisitions)	(0.85)	11.43
Benefits paid directly by Employer	-	-
Net Liability/(Asset) recognized in the Balance Sheet	35.04	31.93
Category of assets		
NIL, as Funding status in unfunded.		
Net Interest Cost for Next Year		
Present Value of Benefit Obligation at the End of the Period	35.90	13.78
(Fair Value of Plan Assets at the End of the Period)	-	-
Net Liability/(Asset) at the End of the Period	35.90	13.78
Interest Cost	2.16	0.99
(Interest Income)	-	-
Net Interest Cost for Next Year	2.16	0.99
Expenses Recognized in the Statement of Profit or Loss for Next Year		
Current Service Cost	6.32	1.49
Net Interest Cost	2.16	0.99
(Expected Contributions by the Employees)	-	-
Expenses Recognized	8.48	2.48
Maturity analysis of the benefit payments from the employer		
Projected benefits payable in future years from the date of reporting		
1st following year	5.20	8.56
Sum of years of 2 to 5	9.71	2.81
Sum of years of 6 to 10	9.32	9.15
Sum of years of 11 and above	64.61	67.90

Particulars	March 31, 2025	March 31, 2024
Sensitivity Analysis		
Projected Benefit Obligation on Current Assumptions	35.90	31.46
Delta Effect of +1% Change in Rate of Discounting	(3.19)	(2.96)
Delta Effect of -1% Change in Rate of Discounting	3.84	3.60
Delta Effect of +1% Change in Rate of Salary Increase	3.79	3.57
Delta Effect of -1% Change in Rate of Salary Increase	(3.21)	(2.99)
Delta Effect of +1% Change in Rate of Employee Turnover	(0.23)	(0.11)
Delta Effect of -1% Change in Rate of Employee Turnover	0.24	0.10

The sensitivity analysis have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity analysis presented above may not be representative of the actual change in the projected benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the projected benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same method as applied in calculating the projected benefit obligation as recognized in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

Assumptions

Mortality Table	Indian Assured lives Mortality	
	Mortality (2012 – 14)	Mortality (2012 – 14)
Discount rate	7.21%-7.49%	7.21%-7.49%
Rate of escalation in salary	7.00%-7.00%	7.00%-7.00%
Attrition rate	Parent - 2% Subsidiaries - For service 4 years and below 20% - 25% p.a. For service 5 years and above 2% p.a	Parent - 2% Subsidiaries - For service 4 years and below 20% - 25% p.a. For service 5 years and above 2% p.a
Expected Return on Plan Assets	NA	NA

iii Compensated absences

The obligation for compensated absences is recognized in the same manner and net amount to the statement of profit and loss for the year is ₹NIL Lakhs (Previous Year net charges of ₹-10.48 Lakhs)

₹in Lakhs

Particulars	Mar 31, 2025	Mar 31, 2024
Amount Recognized in the Balance Sheet		
Current	1.77	0.41
Non – Current	1.71	1.82

38 Disclosures pursuant to Indian Accounting Standard 108 "Operating Segments"

- i Business segments are the basis for management control and hence form the basis for reporting. The business of each segment comprises of:
 - a Advisory Services - Advice companies on fund raising as well as acquisition financing and structuring the deal.
 - b Broking Services - Brokerage on the buying / selling of commodities options/futures.
 - c Trading Services - Offers seamless execution and personalized support for all your needs.
- ii The Group is operating in India which is considered as a single geographical segment.
- iii Segment Revenue, Results, Assets and Liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.
- iv Segment assets and liabilities are measured in the same way as in the financial statements. These assets and liabilities are allocated based on the operations of the segment.

Based on the "management approach" defined in Ind AS 108 - Operating Segments, the Chief Operating Decision Maker evaluates the Group's performance and allocate resources based on an analysis of various performance indicators by business segments. Accordingly, information has been presented along these segments.



₹ In Lakhs

Particulars	Advisory Services	Broking Services	Trading Services	Other Business	Total
SEGMENT REVENUE					
External Sales	-	285.95	598.06	244.30	1,128.31
	(1,300.00)	(2,153.39)	-	(246.52)	(3,699.91)
Inter Segment Sales	-	-	-	-	-
	-	-	-	-	-
Total Revenue	-	285.95	598.06	244.30	1,128.31
	(1,300.00)	(2,153.39)	-	(246.52)	(3,699.91)
RESULTS					
Segment Results	45.12	560.37	-717.71	-	-112.22
	(-278.76)	(911.10)	-	(186.96)	819.30
Unallocated Income / (Expenses) Net					50.74
					-
Particulars	Advisory Services	Broking Services	Trading Services	Other Business	Total
Profit/(Loss) Before Interest and Tax					-61.49
					(819.30)
Interest Expense					193.21
					(178.19)
Profit/(Loss) Before Tax					-254.70
					641.11
Tax Expense					233.11
					(577.82)
Profit/(Loss) after Tax					-487.81
					(63.29)
Minority Interest in Income in Subsidiaries					26.45
					(24.56)
Net Profit/(Loss) after Minority Interest					-514.26
					(38.73)
CAPITAL EMPLOYED					
Segment Assets					
Segment Assets	2,126.84	7,311.13	5,029.87	-	14,467.85
	(5,812.01)	(7,719.41)	-	-	(13,531.42)
Unallocated Corporate Assets					2,691.42
					(2,960.92)
Total Assets					17,159.27
					(16,492.34)

18th Annual Report 2024-25

Segment Liabilities					
Segment Liabilities	2,567.61	3,448.47	1,923.19	-	7,939.26
	(4,429.23)	(5,455.33)	-	-	(9,884.56)
Unallocated Corporate Liabilities					5,699.32
					(1,511.96)
Total Liabilities					13,638.58
					(11,396.52)
CAPITAL EXPENDITURE					
Segment Capital Expenditure	-	-	-	-	-
	-	-	-	-	-
Unallocated Capital Expenditure					-
					-
DEPRECIATION AND AMORTIZATION					
Segment Depreciation and Amortization	0.26	59.03	2.10	-	61.38
	(0.53)	(51.62)	-	-	(52.15)
Unallocated Depreciation and Amortization					0.17
					(1.29)
Adjustments and Eliminations					
Finance income and costs, and fair value gains and losses on financial assets are not allocated to individual segments as the underlying instruments are managed on a group basis.					
Current taxes, deferred taxes and certain financial assets and liabilities are not allocated to those segments as they are also managed on a company basis.					
Capital expenditure consists of additions of property, plant and equipment, intangible assets investment properties and Capital work in progress.					

There are no non-cash expenses other than Depreciation and amortization expenses

Figures in the bracket indicate previous year's figures.

Disclosure of related parties/related party transactions pursuant to Indian Accounting Standard 24

"Related Party Disclosures"

i List of Related Parties

Key Management Personnel	Mr. T. K. P Naig - Whole Time Director
	Mr. Pandoo Naig - Executive Director & CFO (Appointed w.e.f June 03, 2024)
	Mr. Manoj Malpani - Executive Director (Appointed w.e.f Feb 05, 2024 & Resigned on April 01, 2024)
	Mr. Manoj Malpani - Chief Financial Officer (Resigned on April 01, 2024)
	Mrs. Divya Modi - Company Secretary & Compliance Officer (Resigned on April 13, 2024)
	Mrs. Kajal Shethia - Company Secretary & Compliance Officer (Appointed w.e.f June 03, 2024 & Resigned on June 24, 2025)
	Mr. Rohit Gupta - Company Secretary & Compliance Officer (Appointed w.e.f Aug 07, 2025)
	Mrs. Sheetal Duggar - Company Secretary & Compliance Officer (Resigned on June 30, 2024)
	Ms. Manali Arun Naik - Company Secretary & Compliance Officer (Appointed w.e.f December 30, 2024)
	Mr. Manish Zaveri - Director
	Mr. Vikas Pandey - Director
	Ms. Shalini Patidar - Director
	Mr. Sandeep Kumar - Director
	Mr. Dinakar Devadiga - Director
	Mr. Anil Bapardekar - Director
	Mr. Dhananjay Parikh - Director

Relative of Key Management Personnel	Mrs. Sowmya Deshpande (Daughter of TKP Naig-Whole Time Director and Sister of Pandoo Naig-Executive Director & CFO)
	Mr. Gautam Deshpande (Husband of Sowmya Deshpande & Son in law of TKP Naig-Whole Time Director and Brother in law of Pandoo Naig-Executive Director & CFO)
	Mrs. Anandhi Naig (Wife of TKP Naig-Whole Time Director & Mother of Pandoo Naig-Executive Director & CFO)
	Mrs. Radhabai Naig (Mother of TKP Naig-Whole Time Director & Grand mother of Pandoo Naig-Executive Director & CFO)
Companies in which Key Management Personnel / Relative of Key Management Personnel having significant influence	Oodnap Securities (India) Limited
	Pran Fertilisers & Pesticides Pvt. Ltd
	DP Engineering and Consulting Pvt Ltd.
	Sowgau Estates Pvt. Ltd.
	Vaaman Pesticides Pvt. Ltd
	Continental Controls Ltd
	Family Care Hospitals Limited
	Doctors Dental Services Limited
	Pearl Financial Advisors Private Limited
	Transform Engineering Private Limited
	Vaaman Pesticides Private Limited

Non-Executive - Independent Director	Mr. Aneish Kumaran Kumar (Resigned on Dec 12, 2024)
	Ms. Sonam Satishkumar Jain (Resigned on Mar 31, 2025)
	Ms. Shalini Patidar (Appointment w.e.f Nov 14, 2024)
	Mr. Nitesh Singh (Appointment w.e.f Mar 29, 2025)
	Ms. Ranu Jain (Appointment w.e.f Mar 29, 2025)
	Mr. Abhay Kumar Sethia (Appointment w.e.f Jan 13, 2025)
	Mr. Dhananjay Parikh
Non-Executive - Non Independent Director	Ms. Shalini Patidar (Appointment w.e.f Nov 14, 2024)

ii Transactions and amount outstanding with related parties

Figures in the bracket indicate previous year's figures.

₹in Lakhs



Sr. No.	Particulars	Key Management Personnel	Relative of Key Management Personnel	Companies in which Key Management Personnel / Relative of Key Management Personnel Having Significant Influence
I	Loans Given			
	Vaaman Pesticides Pvt. Ltd	NIL (NIL)	NIL (NIL)	NIL (1.20)
	Oodnap Securities (India) Limited	NIL (NIL)	NIL (NIL)	5.00 (4.20)
	Family Care Hospitals Ltd.	NIL (NIL)	NIL (NIL)	127.50 (NIL)
	Continental Controls Ltd	NIL (NIL)	NIL (NIL)	3.84 (NIL)
	Pandoo Naig	5.50 (12.63)	NIL (NIL)	NIL (NIL)
II	Loans Taken			
	Family Care Hospitals Ltd.	NIL (NIL)	NIL (NIL)	NIL (65.08)
	DP Engineering and Consulting Pvt Ltd.	NIL (NIL)	NIL (NIL)	NIL (105.00)
	Pran Fertilisers & Pesticides Pvt. Ltd	NIL (NIL)	NIL (NIL)	NIL (200.00)
III	Loans Repaid			
	DP Engineering and Consulting Pvt Ltd.	NIL (NIL)	NIL (NIL)	125.00 (NIL)
	Family Care Hospitals Ltd.	NIL (NIL)	NIL (NIL)	NIL (696.59)
	Sowgau Estates Pvt. Ltd.	NIL (NIL)	NIL (NIL)	92.15 (NIL)
	Pran Fertilisers & Pesticides Pvt. Ltd	NIL (NIL)	NIL (NIL)	6.73 (NIL)
IV	Loans Received Back			
	Oodnap Securities (India) Limited	NIL (NIL)	NIL (NIL)	NIL (465.10)
	Pran Fertilisers & Pesticides Private Ltd	NIL (NIL)	NIL (NIL)	NIL (696.79)
	Family Care Hospitals Ltd.	NIL (NIL)	NIL (NIL)	67.33 (696.59)
	Pandoo Naig	18.13 (12.63)	NIL (NIL)	NIL (NIL)
V	Remuneration to Key Management Personnel			
	T. K. P. Naig	15.00 (15.00)	NIL (NIL)	NIL (NIL)
	Pandoo Naig	15.00 (15.00)	NIL (NIL)	NIL (NIL)
	Anil Bapardekar	9.64 (8.94)	NIL (NIL)	NIL (NIL)
	Manoj Malpani	NIL (17.95)	NIL (NIL)	NIL (NIL)
	Manali Arun Naik	1.63 (NIL)	NIL (NIL)	NIL (NIL)
	Sheetal Duggar	NIL (0.48)	NIL (NIL)	NIL (NIL)
	Divya Modi	NIL (0.93)	NIL (NIL)	NIL (NIL)
	Dinakar Devadiga	8.00 (NIL)	NIL (NIL)	NIL (NIL)
	Kajal Shethia	5.28 (NIL)	NIL (NIL)	NIL (NIL)

18th Annual Report 2024-25

Sr. No.	Particulars	Key Management Personnel	Relative of Key Management Personnel	Companies in which Key Management Personnel / Relative of Key Management Personnel Having Significant Influence
VI	Reimbursement/Cost Sharing Expenses			
	Family Care Hospitals Limited	NIL (NIL)	NIL (NIL)	423.94 (81.41)
VII	Coupon			
	Family Care Hospitals Limited	NIL (NIL)	NIL (NIL)	(6,887.00) (605.00)
VIII	Security Deposit received/repaid			
	Family Care Hospitals Limited	NIL (NIL)	NIL (NIL)	700.00 (700.00)
IX	Profit Sharing			
	Pran Fertilisers & Pesticides Pvt. Ltd	NIL (NIL)	NIL (NIL)	74.13 (NIL)
	DP Engineering and Consulting Pvt Ltd.	NIL (NIL)	NIL (NIL)	72.18 (NIL)
X	Issue of shares of DCPL			
	Gautam Deshpande	NIL (NIL)	NIL (NIL)	NIL (80.37)
	Sowmya Deshpande	NIL (NIL)	NIL (NIL)	NIL (80.37)
	Anandhi Naig	NIL (NIL)	NIL (NIL)	NIL (34.40)
XI	Investment			
	Continental Controls Ltd	NIL (NIL)	NIL (NIL)	60.38 (NIL)
XII	Interest Income			
	Family Care Hospitals Ltd.	NIL (NIL)	NIL (NIL)	2.87 (NIL)
XIII	Interest Expenses			
	Family Care Hospitals Ltd.	NIL (NIL)	NIL (NIL)	NIL (24.07)
Outstanding as at March 31, 2025				
	Loan Receivables			
	Family Care Hospitals Ltd.	NIL (NIL)	NIL (NIL)	2,769.39 (2,574.45)
	Oodnap Securities (India) Limited	NIL (NIL)	NIL (NIL)	386.69 (381.69)
	Vaaman Pesticides Pvt. Ltd	NIL (NIL)	NIL (NIL)	60.15 (60.15)
	Borrowings			
	Anandhi Naig	NIL (NIL)	NIL (34.40)	NIL (NIL)
	Gautam Deshpande	NIL (NIL)	NIL (80.37)	NIL (NIL)
	Sowmya Deshpande	NIL (NIL)	NIL (80.37)	NIL (NIL)
	DP Engineering and Consulting Pvt Ltd.	NIL (NIL)	NIL (NIL)	NIL (125.00)
	Pran Fertilisers & Pesticides Pvt. Ltd.	NIL (NIL)	NIL (NIL)	119.15 (200.00)
	Sowgau Estates Pvt. Ltd.	NIL (NIL)	NIL (NIL)	NIL (92.15)

- Figures in the bracket indicate previous year's figures.
- Key Managerial Personnel and Relatives of Promoters who are under the employment of the Company are entitled to post-employment benefits and other long term employee benefits recognized as per Ind AS 19 - 'Employee Benefits' in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above.

Basic and diluted earnings per share [EPS] computed in accordance with Indian Accounting Standard 33 "Earnings per Share"

Particulars	March 31, 2025	March 31, 2024
Profit for the year attributable to the Owners of the Company (₹ in Lakhs)	(514.26)	38.73
Number of Equity Shares outstanding (No's in Lakhs)	133.60	133.60
Weighted Average Number of Equity Shares (No's. in Lakhs)	133.60	133.60
Nominal value of equity shares ₹	10.00	10.00
Basic and Diluted Earnings per share ₹	(3.65)	0.47

Remuneration to auditors

₹ In Lakhs

Particulars	March 31, 2025	March 31, 2024
Statutory Audit	12.61	8.46
Other Services fees	-	2.16
Total	12.61	10.62

In the opinion of the Board, current and non - current assets are approximately of the value stated in the Balance Sheet, if realized in the ordinary course of business and the provision for all known and determined liabilities are adequate and not in excess of the amount reasonably required.

The Group did not have any outstanding long term contracts including derivative contracts for which there were any material foreseeable losses as at March 31, 2025.

b) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Group.

Disclosures Mandated by Scheduled III by way of Additional Information

₹ In Lakhs

Name of the entity in the Group	Net Assets, i.e., Total Assets minus Total Liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of consolidated Net Assets	Amount	As % of Consolidated Profit or Loss	Amount	As % of Consolidated Other Comprehensive Income	Amount	As % of Consolidated Total Comprehensive Income	Amount
Holding Company								
Onelife Capital Advisors Ltd.	82.15	10,950.83	(10.44)	50.93	100.00	(0.22)	(10.39)	50.71
Indian Subsidiaries								
Eyelid Infrastructure Pvt. Ltd.	(0.97)	(128.67)	0.03	(0.16)	-	-	0.03	(0.16)
Dealmoney Insurance Broking Pvt. Ltd.	0.27	35.63	3.51	(17.14)	-	-	3.51	(17.14)
Dealmoney Distribution & Advisory Services	(1.92)	(256.44)	5.94	(28.96)	-	-	5.93	(28.96)
Dealmoney Commodities Pvt. Ltd.	31.26	4,166.67	(67.95)	331.46	-	-	(67.92)	331.46
Dealmoney Real Estate Pvt. Ltd.	(2.32)	(309.02)	41.38	(201.88)	-	-	41.37	(201.88)
Dealmoney Distribution & E Marketing Pvt. Ltd.	(14.95)	(1,993.39)	162.79	(794.12)	-	-	162.72	(794.12)
Dealmoney Financial Services Pvt. Ltd.	0.06	8.35	0.06	(0.31)	-	-	0.06	(0.31)
Sarsan Securities Private Ltd.	6.42	856.01	(35.33)	172.36	-	-	(35.32)	172.36
Total before Consolidation Adjustments	100.00	13,329.97	100.00	(487.82)	100.00	(0.22)	100.00	(488.04)
Adjustment arising out of consolidation / Rounding off	-	9,757.00	-	-	-	-	-	-
Less: Minority Interest	-	52.28	-	26.45	-	-	-	24.56
Total after Consolidation Adjustments		3,520.69		(514.27)		(0.22)		(512.59)

36. Financial Instruments

45.1 Financial Assets and Liabilities

₹ In Lakhs

Particulars	March 31, 2025			March 31, 2024		
	FVTPL	FVTOCI	Amortized Cost	FVTPL	FVTOCI	Amortized Cost
Financial Assets						
Non - Current Financial Assets – Investment	692.38	-	-	794.40	-	-
Non - Current Financial Assets - Loans Receivables	-	-	590.11	-	-	813.86
Non - Current Financial Assets - Other Financial Assets	-	-	938.81	-	-	263.95
Current Financial Assets - Trade Receivables	-	-	1,630.96	-	-	2,315.23
Current Financial Assets - Cash And Cash Equivalents	-	-	2,934.45	-	-	355.29
Current Financial Assets - Bank Balance other than above	-	-	126.07	-	-	210.31
Current Financial Assets - Loans Receivables	-	-	3,031.61	-	-	3,168.28
Current Financial Assets - Other Financial Assets	-	-	769.56	-	-	850.19
Total Financial Assets	692.38	-	10,021.57	794.40	-	7,977.12

Financial Liabilities						
Non - Current Financial Liabilities – Borrowings	-	-	2,271.92	-	-	1,725.25
Current Financial Liabilities – Borrowings	-	-	34.40	-	-	892.22
Current Financial Liabilities - Trade Payable	-	-	7,481.04	-	-	5,076.56
Current Financial Liabilities - Other Financial Liabilities	-	-	2,437.27	-	-	350.46
Total Financial Liabilities	-	-	12,224.62	-	-	8,044.50

45.2 Fair Value measurement

Fair Value Hierarchy and valuation technique used to determine fair value:

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and are categorized into Level 1, Level 2 and Level 3 inputs.

18th Annual Report 2024-25

Year Ending March 31, 2025

₹ In Lakhs

Particulars	Level 1	Level 2	Level 3
Financial Assets			
Financial investment which are measured at FVTOCI			
Non - Current Financial Assets – Investment	-	-	-
Financial investment which are measured at Fair value to profit and loss			
Non - Current Financial Assets – Investment	-	692.38	-
Financial Assets Which Are Measured At Amortized Cost			
Non - Current Financial Assets - Loans Receivables	-	590.11	-
Non - Current Financial Assets - Other Financial Assets	-	938.81	-
Current Financial Assets - Trade Receivables	-	1,630.96	-
Current Financial Assets - Cash And Cash Equivalents	-	2,934.45	-
Current Financial Assets - Bank Balance other than above	-	126.07	-
Current Financial Assets - Loans Receivables	-	3,031.61	-
Current Financial Assets - Other Financial Assets	-	769.56	-
Total Financial Assets	-	10,713.96	-

Particulars	Level 1	Level 2	Level 3
Financial liabilities			
Financial Liabilities at Amortised Cost			
Non - Current Financial Liabilities – Borrowings	-	2,271.92	-
Current Financial Liabilities – Borrowings	-	34.40	-
Current Financial Liabilities - Trade Payable	-	7,481.04	-
Current Financial Liabilities - Other Financial Liabilities	-	2,437.27	-
Total Financial liabilities	-	12,224.62	-

Year Ending March 31, 2024

Particulars	Level 1	Level 2	Level 3
Financial Assets			
Financial investment which are measured at FVTOCI			
Non - Current Financial Assets – Investment	-	-	-
Financial investment which are measured at Fair value to profit and loss			
Non - Current Financial Assets – Investment	-	794.40	-
Financial Assets which are Measured at Amortized Cost			
Non - Current Financial Assets - Loans Receivables	-	813.86	-
Non - Current Financial Assets - Other Financial Assets	-	263.95	-
Current Financial Assets - Trade Receivables	-	2,315.23	-
Current Financial Assets - Cash And Cash Equivalents	-	355.29	-
Current Financial Assets - Bank Balance other than above	-	210.31	-
Current Financial Assets - Loans Receivables	-	3,168.28	-
Current Financial Assets - Other Financial Assets	-	850.19	-
Total Financial Assets	-	8,771.52	-

Financial Liabilities			
Liabilities which are measured at amortized Cost			
Non - Current Financial Liabilities – Borrowings	-	1,725.25	-
Current Financial Liabilities – Borrowings	-	892.22	-
Current Financial Liabilities - Trade Payable	-	5,076.56	-
Current Financial Liabilities - Other Financial Liabilities	-	350.46	-
Total Financial Liabilities	-	8,044.50	-

45.3 Financial risk management objectives and policies

The Group's principal financial liabilities comprise trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations and to provide guarantees to support its operations. The Group's principal financial assets include loans, trade receivables, other financial assets, cash and cash equivalent and bank deposits that derive directly from its operations.

The Group's business activities expose it to a variety of financial risks namely liquidity risk, market risks and credit risk. The senior management has the overall responsibility for the establishment and oversight of the Group's risk management framework. The top management is responsible for developing and monitoring the Group's risk management policies. The Group's risk management policies are established to identify and analyze the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities.

45.3.1 Management of Liquidity Risk

Liquidity risk is the risk that the Group will face in meeting its obligations associated with its financial liabilities. The Group's approach to managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this management considers both normal and stressed conditions. The following table shows the maturity analysis of the Group's financial liabilities based on contractually agreed undiscounted cash flows as at the Balance Sheet date.

₹ in Lakhs

Particulars	Carrying Amount	Less than 12 Months	More than 12 Months	Total
As at March 31, 2025				
Non - Current Borrowings	2,271.92	-	2,271.92	2,271.92
Current – Borrowings	34.40	-	34.40	34.40
Current - Trade Payable	7,481.04	7,481.04	-	7,481.04
Current - Other Financial Liabilities	2,437.27	2,351.66	85.61	2,437.27
Total	12,224.62	9,832.70	2,391.93	12,224.62
As at March 31, 2024				
Non - Current Borrowings	1,725.25	-	1,725.25	1,725.25
Current – Borrowings	892.22	792.22	100.00	892.22
Current - Trade Payable	5,076.56	5,076.56	-	5,076.56
Current - Other Financial Liabilities	350.46	184.51	165.95	350.46
Total	8,044.50	6,053.29	1,991.20	8,044.50

45.3.2 Market Risk

18th Annual Report 2024-25

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 three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Financial instruments affected by market risk include loans and borrowings, deposits, FVTOCI investments.

The sensitivity analyses in the following sections relate to the position as at March 31,2025 and March 31,2024.

Potential impact of risk	Management Policy	Sensitivity to risk
1. Price Risk		
The Group is not exposed to price risk as it does not have any significant exposure to financial instruments susceptible to changes in market price.	Not Applicable	Not Applicable
2. 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 Group's exposure to the risk of changes in market interest rates relates primarily to the Group's Loans receivables.	In order to manage it interest rate risk The Group diversifies its portfolio in accordance with the limits set by the risk management policies.	As an estimation of the approximate impact of the interest rate risk, with respect to financial instruments, the Group has calculated the impact of a 1.00% (1.00% for year ended March 31 2025) change in interest rates. A 1.00% (1.00% for year ended March 31 2025) decrease in interest rates would have led to approximately an additional ₹1.93 Lakhs gain for year ended March 31, 2025 (₹1.78 Lakhs gain for year ended March 31 2024) in Interest expenses. A 1.00% increase in interest rates would have led to an equal but opposite effect.
		Dealmoney Commodities Private Limited, a subsidiary company, has a sanctioned

		overdraft facility which carries a fixed rate of interest. Further, clearing member facilitates funds for the trades executed by customers and at the day end said subsidiary company settles the same and hence no amount is outstanding, thus, they are not subject to interest rate risk.
3. Foreign Currency Risk		
The Group is not engaged in any type of financial transaction in other currency and thus is not exposed to foreign exchange risk.	Not Applicable	Not Applicable

45.3.3 Credit Risk

Credit risk is the risk that counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. The company is exposed to credit risk from its operating activities primarily trade receivables, loans, cash and bank balances and from the deposits with banks and financial institutions and other financial instruments.

Trade Receivables

Customer credit risk is managed by each business unit subject to the Group established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit ratings core card and individual credit limits are defined in accordance with this assessment. Total Trade receivable as on March 31, 2025 is ₹1630.96 Lakhs (March 31, 2024 ₹2315.23 Lakhs). No interest is charged on trade receivables. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. The calculation is based on exchange losses historical data. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The Company does not hold collateral as security. The Company evaluates the

18th Annual Report 2024-25

concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

37. Capital management

Capital includes issued equity capital and share premium and all other equity reserves attributable to the equity holders. The primary objective of the Group's capital management is to maximize the shareholder value.

₹in Lakhs

Particulars	March 31, 2025	March 31, 2024
Current – Borrowings	34.40	892.22
Less: Cash and Cash Equivalents	(2,934.45)	(355.29)
Net Debt (A)	(2,900.06)	536.93
Total Equity	3,520.69	5,095.82
Total Capital (B)	3,520.69	5,095.82
Capital and Net Debt C = (A) + (B)	620.64	5,632.75
Gearing Ratio (A) / (C)	(467.27)	9.53

The Group manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents, excluding discontinued operations. The Group monitors capital using gearing ratio, which is total debt divided by total capital plus debt

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current year.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2025 and March 31 2024.

38. Current Tax and Deferred Tax**I Income Tax Expense recognized in statement of profit and loss**

₹in Lakhs

Particulars	March 31, 2025	March 31, 2024
Current Tax		
Current Income Tax Charge	183.91	250.08
Adjustments in respect of prior years	-	-
Total	183.91	250.08
Deferred Tax credit / (charge)		
In respect of current year	49.20	329.18
Total	49.20	329.18
(c) Short / (Excess) provision of tax relating to earlier years		
In respect of current year	-	(1.44)
Total	-	(1.44)
Total tax expense recognized in Statement of Profit and Loss	233.11	577.82

II Income Tax recognized in Other Comprehensive Income

Particulars	March 31, 2025	March 31, 2024
Deferred Tax (Liabilities) / Assets		
Re-measurement of Defined Benefit Obligations	-	-
Total	-	-

III. Reconciliation of income tax expense

onelife

one solution

18th Annual Report 2024-25

Particulars	March 31, 2025	March 31, 2024
Net Loss as per Statement of Profit & Loss A/c (Before Tax)	(254.70)	641.11
Tax on Accounting Profit	233.11	577.82
Tax difference on account of:		
Depreciation allowed as per Income tax Act, 1961	-	-
Ind AS Impact - Re-measurement of Defined Benefit Obligation	-	-
Provision of Doubtful Debts	-	-
Provision for Employee benefit	-	-
Provision for Expected Credit Loss	-	-
Short/Excess provision for Earlier Year	-	-
Expenses not allowable under the Income tax Act, 1961	-	-
Impact of Carry forward of losses and unabsorbed Depreciation to the extent of available income	-	-
Deferred Tax credit / (charge)	-	-
Total effect of tax adjustments	-	-
Tax expense recognized during the year	233.11	577.81

39. Details of Loans given, covered u/s 186 (4) of the Companies Act, 2013 and disclosure pursuant to clause 34 of the (Listing Obligations and Disclosure Requirements) Regulations, 2015

Particulars	₹ In Lakhs	
	As at March 31, 2025	As at March 31, 2024
Companies in which directors are interested		
Family Care Hospitals Limited	62.75	-
Maximum balance during the year ₹ 78.00 Lakhs (P.Y. ₹ NIL)		
Continental Controls Ltd	3.84	-
Maximum balance during the year ₹ 3.84 Lakhs (P.Y. ₹ NIL)		
Vaaman Pesticides Pvt. Ltd.	60.15	60.15
(Maximum balance during the year ₹ 60.15 Lakhs (P.Y. ₹ 60.15 Lakhs))		
Oodnap Securities (India) Limited	386.69	381.69
Maximum balance during the year ₹ 386.69 Lakhs (P.Y. ₹ 842.59 Lakhs)		
Sub – Total	513.43	441.84

Others		
Bio Medcion Systems (I) Pvt. Ltd.		
(Maximum balance during the year ₹ 60.98 Lakhs (P. Y. ₹ 60.98 Lakhs))	-	60.98
Parasmal Khanmal Jain		
(Maximum balance during the year ₹ 356.66 Lakhs (P. Y. ₹ 356.66 Lakhs))	356.66	356.66
Rani Creators Consultant & Ser Pro		
(Maximum balance during the year ₹ 233.45 Lakhs (P. Y. ₹ 233.45 Lakhs))	233.45	233.45
Spade Realtors LLP		
(Maximum balance during the year ₹ 122.15 Lakhs (P. Y. ₹ 122.15 Lakhs))	-	122.15
Trishul Realty Infra Pvt. Ltd.		
(Maximum balance during the year ₹ 33.12 Lakhs (P. Y. ₹ 33.12 Lakhs))	-	33.12
Sai Prasad Realtors		
(Maximum balance during the year ₹ 7.50 Lakhs (P. Y. ₹ 7.50 Lakhs))	-	7.50
Sub – Total	590.11	813.86
Grand Total	1,103.53	1,255.70

40. The Company has received a SEBI Interim Order Cum Show Cause Notice dated October 21, 2024, regarding non compliances of transaction with related parties . It has restrained the Company and its directors / office bearers from buying, selling or dealing in securities or associating themselves with the securities market, in any manner whatsoever until further orders. Further Mr. Pandoo Naig and Mr. Prabhakara Naig are restrained from acting as a Director or a KMP of any listed company or its subsidiary or any company which intends to raise money from public or any SEBI registered intermediary, until further

order. The company is in the process of filing necessary responses and appeal to appropriate authorities.

41. The Company has neither charged advisory fees not provided professional fees during this period on its subsidiaries, due to investigation and adverse remarks by SEBI.

42. The loans extended to our subsidiary companies are in the process of being converted into equity shares of the respective subsidiaries. Upon completion of the necessary approvals and compliance procedures, equity shares will be allotted accordingly.

43. The Company has acquired 24.56% equity stake (15,09,604 Share at Rs. 4.00 Each) in Continental Controls Limited. This acquisition grants the Company control over Continental Controls Limited, qualifying it as an Associate. Since the acquisition of share in Continental Controls Limited was completed at the fag end of the quarter ended 31st December 2024, the financial statements of Continental Controls Limited have not been consolidated.

44. There is only three reportable income stream i.e. advisory, brokerage and interest income and disclosure of disaggregated revenue recognized in the Statement of Profit and Loss:

₹ In Lakhs		
Particulars	March 31, 2025	March 31, 2024
Advisory Services	-	-
Brokerage Income	123.53	216.91
Trading Services	598.06	1,300.00
Total	721.59	1,516.91

45. On February 26, 2018, the Board of Directors of the company had approved the Scheme of Arrangement under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and the rules and regulations made thereunder, comprising merger of Dealmoney Securities Private Limited ('DSPL') into DCPL, which is subject to necessary approvals by stock exchanges, SEBI, shareholders and creditors, as may be applicable, and jurisdictional bench of National Company Law Tribunal ('NCLT') and such other statutory/regulatory approvals, as may be required. In pursuance of the directions of the NCLT order dated September 19, 2019, the meeting of the Equity Shareholders and Creditors was held on November 05, 2019. The Petition for the Scheme of Amalgamation of DSPL with DCPL was filed on November 20, 2019 with NCLT, Mumbai Bench. The appointed date for the Scheme is 01st April, 2017. The Scheme has been approved by an order of NCLT Mumbai Bench dated July 19, 2021 for the purpose of scheme of Amalgamation and Arrangement. The company had received all the approvals from the regulatory authorities upto and in the month of February, 2024. The company had given the effect of the merger as on 31st March, 2024 and the merger process is completed

46. Nature of Business: The "Dealmoney Securities Private Limited" hear in after referred to as "Transferor Company " was carrying on business to deal in shares and securities & to carry on business as stock brokers, depository participant, distribution of financial products and other related ancillary services. The Transferor Company was registered with Securities and Exchange Board of India (SEBI)

for securities broking business. The Transferor Company has obtained Agency License from Insurance Regulatory Development Authority (IRDA) as a corporate agent for sale of Insurance Policies.

47. The Company had recognized a gain of Rs.1,085 lakh in the current year ended 31st March 2025 on the sale of investment in an unlisted subsidiary to its Holding Company, Onelife Capital Advisors Limited, for a total consideration of Rs.2,500 lakh. The consideration was received via cheque dated 31st March 2025. As the transaction was based on a valuation by an independent valuer and carried out at arm's length, and considering the financial position of the Holding Company, the management is confident of full recovery. Accordingly, no provision for doubtful receivable has been made.

48. In effect of merger of the "Dealmoney Securities Private Limited" transferor company into "Dealmoney Commodities Private Limited" Transferee company, capital reserve of Rs. 210.23 lakhs has been recorded under the head "Other Equity" as per the provisions of Ind AS 103

49. Revenue from contracts with customers

The Company has adopted Ind AS 115 'Revenue from contracts with customers' using the modified retrospective approach given in Ind AS 115, i.e. cumulative catch-up transition adjustment is made for contracts that were not completed. Under Ind AS 115, an entity recognises revenue when it transfers control of promised services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

The Company determines revenue recognition through the following steps:

- i Identification of the contract, or contracts, with a customer.
- ii Identification of the performance obligations in the contract.
- iii Determination of the transaction price.
- iv Allocation of the transaction price to the performance obligations in the contract.
- v Recognition of revenue when, or as, we satisfy a performance obligation.

The company is the Commodity Broker, registered with MCX and NCDEX. It earns the brokerage on the buying/selling of commodities options/futures.

a. Disaggregation of revenue

The Company's mainstream business is earning brokerage by facilitating its clients for trading in commodities. The Company caters to various clients and earns its revenue from trades done via Indian commodities exchanges viz. MCX and NCDEX only.

There is only one reportable income stream i.e. brokerage income and as functioning is within India there is no disaggregation of revenue.

b. Contract balances

Trade receivable are non-interest bearing balances having credit period of T+5 days. After completion of said credit cycle customers are charged Delayed payment charges (DPC) @ 21% per month till settlement.

Trade payable includes fund balance received from customer, to trade in commodities through company's portal. The outstanding balance as on 31 March 25: INR 545.58 lakhs, 31 March 24: INR 1,414.24 lakhs.

c. Performance obligations

The performance obligation of the company is to facilitate buy/sell of commodities, which is completed when a customer trades at the portal provided by the company and at the end of same day contract note of the buy/sell is generated and account balance of customer updates accordingly. The performance obligation of Company is satisfied at a point in time i.e. as and when customer executes the trade

50. 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 three types of risks: Foreign currency risk, interest rate risk and price risk. The Company is not engaged in any type of financial transaction in other currency and thus is not exposed to foreign exchange risk.

The Company has not sanctioned any facility which is used at the end of reporting date. Further, clearing member facilitates funds for the trades executed by customers and at the day end company settles the same and hence no amount is outstanding thus, they are not subject to interest rate risk. The company do not carry any investment and hence is not exposed to price risk.

51. 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 is exposed to interest rate risk arising mainly from borrowings with floating interest rates. The Company is exposed to interest rate risk because the cash flows associated with floating rate borrowings will fluctuate with changes in interest rates. The Company manages the interest rate risks by maintaining a debt portfolio comprising a mix of fixed and floating rate borrowings

At the reporting date, the interest profile of the Company's borrowings is as follows

Exposure to interest rate risk	As at 31 March, 2025		As at 31 March, 2024	
	Amount	%	Amount	%
Fixed rate borrowings including debt securities	510.33	57.67%	510.33	57.67%
Variable rate borrowings	374.63	42.33%	374.63	42.33%
Total borrowings including debt securities	884.96	100.00%	884.96	100.00%

52. Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Change in basis points	As at 31 March, 2025		As at 31 March, 2024	
	BPS	%	BPS	%
Increase	50	-1.87	50	-1.87
Decrease	-50	1.87	-50	1.87

53. Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder

The Company do not have any benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.

54. Wilful Defaulter

The Company is not declared as wilful defaulter by any bank or financial Institution or other lender.

55. Misutilisation of Bank Borrowing

In the opinion of the management of the company, to the best of its knowledge and belief, the company has used the borrowings from banks and financial institutions for the specific purpose for which it was taken at the balance sheet date.

56. Disclosure of transactions with struck off companies

The Company did not have any material transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.

57. Undisclosed Income

The Company have not 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).

58. Compliance with number of layers of companies

The compliance of number of layers of companies, prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, are not applicable to the company.

59. Details of Crypto Currency or Virtual Currency

The Company has not traded or invested in Crypto currency or Virtual Currency during the current financial year and any of the previous financial years.

60. Security of current assets against borrowings

The Company has no borrowings from banks or financial institutions on the basis of security of current assets.

61. Utilisation of Borrowed funds and share premium:

(A) During the year, the company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(i) 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)

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(B) During the year, the Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(i) 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)

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

62. Registration of charges or satisfaction of charges with Registrar of Companies (ROC)

The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

63. Title deeds of Immovable Properties not held in name of the Company

The Company do not have any immovable properties where title deeds are not held in the name of the company.

Dealmoney Distribution and E-marketing Private Limited, a subsidiary company

During the year, Discount Coupon of Rs. 6887.00 Lakh has been purchase return, Rs. 2477.00 Lakh Discount Coupon received as Sales Return from Debtors and Provision for Doubtful Debts created of Rs. 2667.43 Lakh. This combined effect given as Exception Item in Financials Statement of Rs. 1742.57 Lakh.

Sarsan Securities Private Limited, a subsidiary company, is a Non – Banking Financial Company registered with Reserve Bank of India. The Company is primarily engaged in the business of financing and earns interest on such financing arrangements.

64. Due to Micro, Small and Medium Enterprises

Disclosure under the Micro, Small and Medium Enterprises Development Act 2006 is provided as under, to the extent the Company has received intimation from the "Suppliers" regarding their status under the said Act.

₹ In Lakhs		
Particulars	March 31, 2025	March 31, 2024
(i) The Principal amount remaining unpaid to any supplier at the end of the year	-	5.31
(ii) Interest due thereon remaining unpaid to any supplier at the end of the year	-	-
(iii) The amount of interest paid by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along-with the amount of the payment made to the supplier beyond the appointed day during the period	-	-
(iv) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the year	-	-

65. Disclosures as required for liquidity risk**(1) Funding Concentration based on significant counterparty (both deposits and borrowings)**

Particulars	As at 31 March 2025
-------------	------------------------

18th Annual Report 2024-25

Number of significant counter parties*	-
Amount (in ₹)	-
% of total deposits	-
% of Total liabilities	0.00%

* Significant counterparty is as defined in RBI Circular RBI/2019-20/88 DOR.NBFC (PD) CC.No.102/03.10.001/2019-20 dated 4 November 2019 on Liquidity Risk Management Framework for Non Banking Financial Companies and Core Investment Companies.

(2) Top 20 large deposits

The Company is not a deposit taking NBFC. Hence, not applicable.

(3) Top 10 borrowings

Particulars	As at 31 March 2025
Total amount of top 10 borrowings	22,67,46,421
Percentage of amount of top 10 borrowings to total borrowings	100.00%

(4) Funding Concentration based on significant instrument/product*

Particulars	As at 31 March 2025	Percentage of total liabilities
Term loans from financial institutions	-	Not applicable
Non-convertible debentures	-	Not applicable
Term loan from banks	-	Not applicable
Working capital facilities	-	Not applicable
Commercial paper	-	Not applicable

* Significant instrument/product is as defined in RBI Circular RBI/2019-20/88 DOR.NBFC (PD) CC.No.102/03.10.001/2019-20 dated 4 November 2019 on Liquidity Risk Management Framework for Non-Banking Financial Companies and Core Investment Companies.

(5) Stock ratio

Particulars	As at 31 March 2025
Commercial papers as a percentage of public funds	Not applicable
Commercial papers as a percentage of total liabilities	Not applicable
Commercial papers as a percentage of total assets	Not applicable
Other short term liabilities as a percentage of public funds	Not applicable
Other short term liabilities as a percentage of total liabilities	Not applicable
Other short term liabilities as a percentage of total assets	Not applicable
Non convertible debentures as a percentage of public funds	Not applicable
Non convertible debentures as a percentage of total liabilities	Not applicable
Non convertible debentures as a percentage of total assets	Not applicable

(6) Institutional set-up for liquidity risk management

The ultimate responsibility for liquidity risk management rests with the Board of directors for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Board of directors meet regularly to review the liquidity position based on future cash flows. The Company manages liquidity risk by continuously monitoring forecast and actual cash flows and by matching the maturity profiles of assets and liabilities.

Definition of terms as used in the table above:

a) Total liabilities:

Total liabilities include all external liabilities (other than equity).

b) Public funds:

"Public funds" includes funds raised either directly or indirectly through public deposits, inter-corporate deposits, bank finance and all funds received from outside sources such as funds raised by issue of commercial papers, debentures etc. but excludes funds raised by issue of instruments compulsorily convertible into equity shares within a period not exceeding 5 years from the date of issue. It includes total borrowings outstanding under all types of instruments/products.

c) Other short-term liabilities:

All short-term borrowings other than CPs and NCDs with original maturity less than 12 months

66. In the opinion of the Board, the assets (other than Fixed Assets and Non-Current Investments) are approximately of the value stated, if realized in the ordinary course of business. The provisions for liabilities are considered to be adequate by the Board.

a) Events Occurring After the Balance Sheet Date

There have been no events subsequent to the balance sheet date which require adjustment of, or disclosure in, the financial statements or notes thereto.

b) No forward exchange contracts are outstanding on the balance sheet date, which are entered to hedge foreign exchange exposures of the Company.

67. Balance and transactions with current and non-current assets and liabilities, along with loans & advances, deposits, trade receivables, related parties, payable to vendors, statutory dues, etc, are subject to confirmation and consequent reconciliation and adjustments, if any. Hence, the effect thereof, on Profit/ Loss, Assets and Liabilities, if any, which may be significant, is not ascertainable. The Board of the Directors has established a procedure controls to review the reconciliation and recoverability of all the assets and payability of all the liabilities, on a regular basis, based on the formal/ informal agreements/ arrangements with the respective parties involved. As per the opinion of the Board, there will be no substantial impact on their reconciliation with their balance confirmations as on the reporting date.

68. Schedule to the Balance Sheet (as required in terms of Section II Chapter IV paragraph 19 of Master Direction - Non-Banking Financial Company – Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016.

A. Liabilities side

- Loans & advances availed by the non-banking financial company inclusive of interest accrued thereon but not paid:

(Amount in Rs.)

	Amount Outstanding	Amount Overdue
(a) Debentures		
Secured	NIL	NIL
Unsecured	NIL	NIL
(other than falling within the meaning of public deposits*)		
(b) Deferred credits	NIL	NIL
(c) Term loans	NIL	NIL
(d) Inter-corporate loans and borrowing	2267.46	2718.44

(e) Commercial paper	NIL	NIL
(f) Other loans (specify nature)		
Bank overdraft & other Secured Loans	NIL	NIL
Financial institutions loan against shares & securities	NIL	NIL
Other- related party	NIL	NIL
Total -	NIL	NIL

**As defined in paragraph 2(1)(xii) of the Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 1998.*

B. Assets side

2. Break-up of loans and advances including bills receivables (other than those included in (4) below):

	Amount Outstanding
(a) Secured	NIL
(b) Unsecured	31,42,99,659
Total	31,42,99,659

3. Break-up of leased assets and stock on hire and other assets counting towards AFC activities:

	Amount Outstanding
(i) Lease assets including lease rentals under sundry debtors:	
(a) Financial lease	NIL
(b) Operating lease	NIL
(ii) Stock on hire including hire charges under sundry debtors:	
(a) Assets on hire	NIL
(b) Repossessed assets	NIL
(iii) Other loans counting towards AFC activities:	
(a) Loans where assets have been repossessed	NIL
(b) Loans other than (a) above	NIL

4. Break-up of investments –

	Amount Outstanding
--	---------------------------

18th Annual Report 2024-25

<u>Current investments -</u>	
1) Quoted -	
(i) Shares	
(a) Equity	NIL
(b) Preference	NIL
(ii) Debentures and bonds	NIL
(iii) Units of mutual funds	385
(iv) Government securities	NIL
(v) Others (please specify)	NIL
2) Unquoted -	
(i) Shares	
(a) Equity	NIL
(b) Preference	NIL
(ii) Debentures and bonds	NIL
(iii) Units of mutual funds	NIL
(iv) Government securities	NIL
(v) Others (please specify)	NIL
<u>Non-Current investments -</u>	
1) Quoted -	
(i) Shares	
(a) Equity	NIL
(b) Preference	NIL
(ii) Debentures and bonds	NIL
(iii) Units of mutual funds	NIL

(iv) Government securities	NIL
(v) Others (please specify)	NIL
2) Unquoted -	
(i) Shares	
(a) Equity	NIL
(b) Preference	NIL
(ii) Debentures and bonds	NIL
(iii) Units of mutual funds	NIL
(iv) Government securities	NIL
(v) Others (please specify)	NIL
Total	385

5. Borrower group-wise classification of assets financed as in (2) and (3) above:

Category	Secured	Unsecured	Total
1. Related parties**			
(a) Subsidiaries	NIL	NIL	NIL
(b) Companies in the same group	NIL	6,04,82,537	6,04,82,537
(c) Other related parties	NIL	NIL	NIL
2. Other than related parties	NIL	25,38,17,122	25,38,17,122
Total -	NIL	NIL	NIL
Provision made*	NIL	19,98,667	19,98,667
Balance	NIL	31,23,00,992	31,23,00,992

6. Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):

18th Annual Report 2024-25

Category	Market value / Break-up or fair value or NAV	Book value (Net of provisions)
1. Related parties**		
(a) Subsidiaries***	NIL	NIL
(b) Companies in the same group	NIL	NIL
(c) Other related parties***	NIL	NIL
2. Other than related parties***	NIL	NIL
Total -	NIL	NIL

7. Other information

Particulars	Amount
(i) Gross non-performing assets	
(a) Related parties**	NIL
(b) Other than related parties	NIL
(ii) Net non-performing assets	
(a) Related parties**	NIL
(b) Other than related parties	NIL
(iii) Assets acquired in satisfaction of debt	NIL

**Provisioning norms as prescribed in Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.*

*** As per accounting standard of ICAI.*

**** Investment in shares of related parties are taken at 'break up value' & investment in shares of other parties are taken at 'market value'.*

The amount of Secured Loans and Advances given by the company in the ordinary course of business.

69. The company has not deducted tax (TDS) on amount aggregating to Rs 86.09 lakhs on interest provided in the books of accounts

70. Disclosure of transactions with struck off companies

The Company did not have any material transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year

71. Revaluation/ Fair valuation of PPE / Intangible assets/ Investment property

The company has not carried out any revaluation of its Property, Plant and Equipment (including Right-of-Use Assets) and intangible assets during the current year as well as previous year. The company also does not have any Investment property during the current year as well as previous year.

72. Details of Crypto Currency or Virtual Currency

The Company has not traded or invested in Crypto currency or Virtual Currency during the current financial year and any of the previous financial years.

73. Undisclosed Income

The Company have not 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).

74. Utilisation of Borrowed funds and share premium:

(A) During the year, the company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

- (i) 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)
- (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(B) During the year, the Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

- (i) 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)
- (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

75. Registration of charges or satisfaction of charges with Registrar of Companies (ROC)

The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

76. Wilful Defaulter

The Company is not declared as wilful defaulter by any bank or financial Institution or other lender.

77. Security of current assets against borrowings

The Company has no borrowings from banks or financial institutions on the basis of security of current assets

78. Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder

The Company do not have any benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.

79. Misutilisation of Bank Borrowing

The company has not taken any borrowings from banks and financial institutions during the current year as well as previous year

80. Compliance with number of layers of companies

The compliance of number of layers of companies, prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, are not applicable to the company

81. Title deeds of Immovable Properties not held in name of the Company

The Company do not have any immovable properties where title deeds are not held in the name of the company.

82. Compliance with approved Scheme(s) of Arrangements

No Scheme of Arrangements has been approved by/ pending with the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 during the year as well as previous year

83. The Company has carried out Impairment test on its Fixed Assets as on the date of Balance Sheet and the management is of the opinion that there is no asset for which provision of impairment is required to be made as per applicable Indian Accounting Standard.
84. In the opinion of the board, the current assets, loans and advances are approximately of the value state, if realized in ordinary course of business. The provision for depreciation and for all known liabilities is adequate and not in excess of the amount reasonably necessary
85. The Group has regrouped / reclassified the previous year figures to conform to the current year's reclassification / presentation.

As per our report of even date

For Rafik and Associates

Chartered Accountants

Firm Reg. No. 146573W

For and on behalf of Board of Directors of

Onelife Capital Advisors Limited

CA Rafik Sejam Sheikh

Proprietor

Membership No. 182278

Prabhakara Naig

Whole Time Director

DIN No.: - 00716975

Pandoo Naig

Director & CFO

DIN No.: - 00158221

Kajal Shethia

Company Secretary & Compliance Officer

Place: Mumbai

Date: 29 May 2025

Place: Thane

Date: 29 May 2025

onelife
one solution