

kkc & associates llp

Chartered Accountants
(formerly Khimji Kunverji & Co LLP)

Independent Auditor's report on annual consolidated financial results of Anand Rathi Wealth Limited under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors of
Anand Rathi Wealth Limited

Opinion

1. We have audited the accompanying consolidated financial results of Anand Rathi Wealth Limited ('the Holding Company' or 'the Parent') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group'), for the year ended 31 March 2024, being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate audited financial statements of the subsidiaries, the aforesaid consolidated financial results:
 - 2.1. include the annual financial results of the following entities:

Sr. No.	Name of the Entity	Relationship
1	Anand Rathi Wealth Limited	Holding Company
2	AR Digital Wealth Limited	Subsidiary Company
3	Freedom Wealth Solutions Private Limited	Subsidiary Company
4	Ffreedom Intermediary Infrastructure Private Limited	Subsidiary Company

- 2.2. are presented in accordance with the requirements of the Listing Regulations in this regard; and
- 2.3. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS'), and other accounting principles generally accepted in India, of consolidated net profit and other comprehensive income/loss and other financial information of the Group for the year ended 31 March 2024.

Basis for opinion

3. We conducted our audit in accordance with the Standard on Auditing ('SAs') specified under section 143(10) of the Companies Act, 2013 ('the Act'). Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Results section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in the 'Other Matters' paragraph below, is sufficient and appropriate to provide a basis for our opinion.



Management's responsibilities for the Consolidated Financial Results

4. These consolidated financial results have been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of these consolidated financial results that give a true and fair view of the consolidated net profit after tax and other comprehensive income and other financial information of the Group in accordance with the recognition and measurement principles laid down in Ind AS prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with the Listing Regulations. The respective Board of Directors 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 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 the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial result that give a true and fair view and are free from material misstatement, whether due to fraud or error, which has been used for the purpose of preparation of the consolidated financial results by the Directors of the Holding Company, as aforesaid.
5. In preparing the consolidated financial results, 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 the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
6. The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibilities for the Audit of the Consolidated Financial Results

7. Our objectives are to obtain reasonable assurance about whether the consolidated financial results 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 results.
8. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - 8.1. Identify and assess the risks of material misstatement of the consolidated financial results, 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.
 - 8.2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.
 - 8.3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.



- 8.4. Conclude on the appropriateness of the Board of Directors 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 Group 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 results 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 Group to cease to continue as a going concern.
- 8.5. Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- 8.6. Obtain sufficient appropriate audit evidence regarding the financial results of the entities within the Group to express an opinion on the consolidated financial results. We are responsible for the direction, supervision, and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated financial results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.
9. We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial results of which we are 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.
10. 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.
11. We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

Other Matters

12. The consolidated financial results include the audited financial results of three subsidiaries, whose Financial Results reflect total assets of Rs. 8,074.57 lakhs as at 31 March 2024, total revenue of Rs. 803.85 lakhs and Rs. 3,172.07 lakhs and total net profit after tax of Rs. 135.62 lakhs and Rs. 438.50 lakhs for the quarter ended and for the year ended 31 March 2024 respectively, as considered in the consolidated financial results, which have been audited by their respective independent auditors. The independent auditors' reports on financial results of these entities have been furnished to us and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in paragraph above.
13. Our opinion on the consolidated financial results is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the Financial Results certified by the Board of Directors.



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14. The consolidated financial results include the results for the quarter ended 31 March 2024 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For KKC & Associates LLP

Chartered Accountants

(formerly Khimji Kunverji & Co LLP)

Firm Registration Number: 105146W/W100621

Devang Doshi

Partner

ICAI Membership No: 140056

UDIN: 24140056BKFFNY4890



Place: Jodhpur

Date: 12 April 2024

ANAND RATHI WEALTH LIMITED

CIN : L67120MH1995PLC086696

Registered Office - Express Zone, A Wing, 10th Floor, Western Express Highway, Goregaon (E), Mumbai - 400 063, Maharashtra
STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2024

(In INR Lakhs except EPS)

Sr. No.	Particulars	Quarter Ended			Year Ended	
		31.03.2024 (Audited) (Refer Note No 6)	31.12.2023 (Unaudited)	31.03.2023 (Audited) (Refer Note No 6)	31.03.2024 (Audited)	31.03.2023 (Audited)
I	Revenue From Operations	18,428.42	18,243.14	14,295.96	72,432.25	54,863.16
II	Other Income	1,291.11	483.26	410.99	2,764.39	1,027.74
III	Total Income (I + II)	19,719.53	18,726.40	14,706.95	75,196.64	55,890.90
	Expenses:					
i	Employee Benefit Expenses	8,403.67	7,837.44	6,287.07	32,221.92	24,182.45
ii	Finance Costs	184.10	163.78	107.79	646.70	393.42
iii	Depreciation and Amortisation Expenses	521.17	502.02	431.06	1,935.75	1,661.22
iv	Other Expenses	2,710.98	2,422.75	1,926.73	9,831.29	6,815.15
IV	Total Expenses	11,819.92	10,925.99	8,752.64	44,635.66	33,052.24
V	Profit Before Tax (III - IV)	7,899.61	7,800.41	5,954.31	30,560.98	22,838.66
	Tax Expenses:					
	1. Current Tax	1,973.49	1,896.64	1,375.90	7,610.72	5,610.19
	2. Deferred Tax	240.02	90.91	275.03	359.51	336.39
	3. Tax Adjustment for earlier years	-	8.52	32.40	8.52	31.97
VI	Total Tax Expenses	2,213.51	1,996.07	1,683.33	7,978.75	5,978.55
VII	Profit for the Period/Year after tax (V - VI)	5,686.10	5,804.34	4,270.98	22,582.23	16,860.11
VIII	Other Comprehensive Income/(loss)					
	(i) Items that will be reclassified subsequently to profit or loss	(0.35)	(0.54)	(1.62)	(7.51)	(17.80)
	(ii) Income tax relating to items that will be reclassified to profit or loss	0.09	0.13	0.41	1.89	4.48
	(i) Items that will not be subsequently reclassified to profit or loss	8.23	5.62	(3.05)	(2.54)	(95.12)
	(ii) Income tax relating to items that will not be reclassified to profit or loss	(2.07)	(1.41)	0.77	0.64	23.94
	Other Comprehensive Income/(Loss) for the period/year	5.90	3.80	(3.49)	(7.52)	(84.50)
IX	Total Comprehensive Income For The Period/ Year (VII + VIII)	5,692.00	5,808.14	4,267.49	22,574.71	16,775.61
X	Net Profit attributable to:					
	a) Owners of the Company	5,659.76	5,782.35	4,261.34	22,497.44	16,840.67
	b) Non- Controlling Interest	26.34	22.00	9.64	84.79	19.47
XI	Other Comprehensive Income/(loss) attributable to:					
	a) Owners of the Company	6.30	3.78	(3.48)	(6.60)	(84.25)
	b) Non- Controlling Interest	(0.40)	0.02	(0.01)	(0.92)	(0.25)
XII	Total Comprehensive Income attributable to:					
	a) Owners of the Company (X+XI)	5,666.07	5,786.12	4,257.86	22,490.84	16,756.42
	b) Non- Controlling Interest (X+XI)	25.93	22.02	9.63	83.87	19.22
XIII	Paid up Equity Share Capital (Face value of Rs.5 each)	2,091.41	2,087.01	2,084.41	2,091.41	2,084.41
XIV	Other Equity				62,794.00	44,738.79
XV	Earnings Per Equity Share of Face Value of Rs. 5 each *					
	Basic (Rs.)	13.62	13.91	10.25	54.10	40.46
	Diluted (Rs.)	13.60	13.87	10.20	54.03	40.28

* EPS is not annualised for the quarter ended periods.

Date: April 12, 2024
Place: Jodhpur



For and on behalf of the Board of
ANAND RATHI WEALTH LIMITED

Anand Rathi
Anand Rathi
Chairman and Non-Executive Director
DIN : 00112853



ANAND RATHI WEALTH LIMITED

CIN : L67120MH1995PLC086696

Registered Office - Express Zone, A Wing, 10th Floor, Western Express Highway, Goregaon (E), Mumbai - 400 063, Maharashtra

I. Statement of Consolidated Assets and Liabilities as on March 31, 2024

(Rs in Lakhs)

SR. NO.	PARTICULARS	AS AT MARCH 31, 2024	AS AT MARCH 31, 2023
I	ASSETS		
	Non-Current Assets		
	Property, Plant and Equipment	9,046.77	9,245.87
	Right-of-use Asset	4,158.32	1,846.67
	Capital Work in Progress	81.63	-
	Goodwill	290.11	290.11
	Other Intangible Assets	1,739.74	2,225.79
	Financial Assets		
	- Investments	11,115.22	10,550.25
	- Other Financial Assets	518.35	356.51
	Deferred Tax Assets (Net)	-	47.56
	Other Non Current Assets	117.14	3,142.99
	Total Non-Current Assets	27,067.28	27,705.75
	Current Assets		
	Financial Assets		
	- Investments	114.25	-
	- Trade Receivables	2,824.83	1,712.80
	- Cash and cash equivalents	3,311.34	6,476.17
	- Other Financial Assets	54,011.33	25,859.46
	Other Current Assets	644.49	657.69
	Total Current Assets	60,906.24	34,706.12
	TOTAL ASSETS	87,973.52	62,411.87
II	EQUITY AND LIABILITIES		
	Equity		
	Equity Share Capital	2,091.41	2,084.41
	Other Equity	62,794.00	44,738.79
	Non Controlling Interest	1,270.03	1,186.15
	Total Equity	66,155.44	48,009.35
	Liabilities		
	Non-Current Liabilities		
	Financial Liabilities		
	- Borrowings	12.74	848.53
	- Lease Liability	3,468.62	1,416.82
	Deferred Tax Liabilities (Net)	310.36	-
	Provisions	357.34	388.55
	Total Non-Current Liabilities	4,149.06	2,653.90
	Current Liabilities		
	Financial liabilities		
	- Borrowings	835.80	833.13
	- Lease Liability	849.63	573.11
	- Trade Payables		
	Total Outstanding dues of micro enterprises and small enterprises	-	-
	Total Outstanding dues of creditors other than micro enterprises and small enterprises	2.06	31.49
	- Other Financial Liabilities	3,407.60	1,079.28
	Other Current Liabilities	1,660.13	1,203.82
	Provisions	10,913.80	8,027.79
	Total Current Liabilities	17,669.02	11,748.62
	TOTAL EQUITY AND LIABILITIES	87,973.52	62,411.87



ANAND RATHI WEALTH LIMITED

CIN : L67120MH1995PLC086696

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2. Consolidated Cash Flow Statement for the year ended March 31, 2024

(Rs in Lakhs)

	FOR THE YEAR ENDED MARCH 31, 2024	FOR THE YEAR ENDED MARCH 31, 2023
A. CASH FLOW FROM OPERATING ACTIVITIES		
NET PROFIT BEFORE TAX	30,560.98	22,838.66
Adjustment for :		
Depreciation & Amortisation	1,935.75	1,661.22
Interest Income	(2,088.09)	(801.23)
Finance Costs	646.70	393.42
Gain on Sale of Investments	(81.37)	(17.92)
Net Fair Value (Gain)/Loss on Financial instruments	(300.40)	(372.27)
Stock Compensation Expenses	569.56	282.21
(Gain) or Loss on Sale of Fixed Assets/Asset written off	27.63	2.18
(Gain) / Loss on Derecognition of lease liability	(12.96)	-
	696.82	1,147.61
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	31,257.80	23,986.27
Adjustment for :		
Decrease/(Increase) in Other Financial Assets	(3,252.37)	(12,636.37)
Decrease/(Increase) in Trade Receivables	(1,112.03)	(222.91)
Decrease/(Increase) in Other Current Assets	13.20	59.73
(Decrease)/Increase in Trade Payables	(29.43)	31.49
(Decrease)/Increase in Other Financial Liabilities	2,171.42	(1,035.81)
(Decrease)/Increase in Provisions	2,519.73	2,518.21
(Decrease)/Increase in Other Current Liabilities	456.31	340.44
Gratuity	205.19	175.01
Leave	108.62	61.06
	1,080.64	(10,709.14)
CASH GENERATED FROM OPERATIONS	32,338.44	13,277.12
Add / (Less) :		
Direct Taxes Paid (Net)	(4,581.22)	(4,888.18)
NET CASH (USED IN) / FROM OPERATING ACTIVITIES	27,757.22	8,388.94
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Proceeds from Sale /(Purchase) of Property, Plant and Equipment	(450.25)	(1,692.68)
Interest Income	1,761.75	781.47
Payments to acquire Investments	(1,37,541.45)	(3,89,000.00)
Proceeds on sale of Investments	1,37,508.56	3,89,017.92
Capital Advance	-	455.32
Security Deposit (Given)/Received	213.69	(9.75)
Bank Deposits placed	(25,213.27)	(3,760.28)
NET CASH (USED IN)/ FROM INVESTING ACTIVITIES	(23,720.97)	(4,208.00)
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Borrowings (Repaid)/ Taken Net	(833.12)	(813.47)
Interest Paid	(348.46)	(223.60)
Issue of Shares	7.00	3.60
Dividends paid	(5,005.19)	(4,585.71)
Repayment of Lease liabilities	(1,021.31)	(796.49)
NET CASH (USED IN)/ FROM FINANCING ACTIVITIES	(7,201.08)	(6,415.67)



ANAND RATHI WEALTH LIMITED
CIN : L67120MH1995PLC086696

Registered Office - Express Zone, A Wing, 10th Floor, Western Express Highway, Goregaon (E), Mumbai - 400 063, Maharashtra

2. Consolidated Cash Flow Statement for the year ended March 31, 2024

(Rs in Lakhs)

	FOR THE YEAR ENDED MARCH 31, 2024	FOR THE YEAR ENDED MARCH 31, 2023
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS	(3,164.83)	(2,234.73)
CASH AND CASH EQUIVALENTS - Opening Balance	6,476.17	8,710.90
CASH AND CASH EQUIVALENTS - Closing Balance	3,311.34	6,476.17

Details of Cash and Cash equivalents at the end of the period

- Cash in Hand	18.07	4.56
- Balance in Current Account	3,293.27	6,021.61
- Balance in Deposit Account (Maturity less than 3 Months)	-	450.00
Total	3,311.34	6,476.17



ANAND RATHI WEALTH LIMITED

CIN : L67120MH1995PLC086696

Registered Office - Express Zone, A Wing, 10th Floor, Western Express Highway, Goregaon (E), Mumbai - 400 063, Maharashtra

- 3 The above audited consolidated financial results for the quarter and year ended March 31, 2024 of Anand Rathi Wealth Limited (the "Holding Company" or the "Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as the "Group") have been reviewed and recommended by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on April 12, 2024, in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Statutory Auditor of the Company has carried out audit of the aforesaid results.
- 4 The audited consolidated financial results of the Group include audited results of the subsidiaries – AR Digital Wealth Private Limited (ARDWPL) (75.51%), Freedom Wealth Solutions Private Limited (FWSPL) (95%) and Ffreedom Intermediary Infrastructure Private Limited (FIINFRA) (100%).
- 5 These audited consolidated financial results have been prepared in accordance with the recognition and measurement principals laid down in Indian Accounting Standards 34 — Interim Financial Reporting ("Ind AS 34") prescribed under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principal generally accepted in India and in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended.
- 6 The figures for the quarter ended March 31, 2024 and March 31, 2023 as reported in these financial results are the balancing figures between audited figures in respect of the full financial year and the published unaudited year-to-date figures up to the end of the third quarter of the financial year, which were only reviewed and not subjected to audit.
- 7 As on March 31, 2024, the Company has 52,020 stock options outstanding under ESOP Scheme 2018.
- 8 Pursuant to the exercise of Employee Stock Options under various Employee Stock Options Scheme, the Company has allotted 1,40,050 equity shares to the employees during the year ended March 31, 2024.
- 9 The Board of Directors have proposed a final dividend of ₹ 9/- per equity share for the year ended March 31, 2024, subject to the approval of the shareholders at the ensuing Annual General Meeting.
- 10 The Board of Directors at its meeting held on April 12, 2024 approved a proposal to buy-back fully paid equity shares of the Company having a face value of Rs.5/- each from the existing shareholders through the "Tender Offer" route for an aggregate amount upto Rs. 16,465 lakhs at a price of Rs. 4,450 per equity share representing 3,70,000 equity shares, on a proportionate basis comprising 0.88% of the total paid up equity shares of the Company, subject to approval from the shareholders.
- 11 Freedom Wealth Solutions Private Limited (FWSPL) a subsidiary, of the Holding Company has ceased to be classified as 'held for sale' and accordingly the financial results of FWSPL previously presented as discontinued operations as at March 31, 2023 have been reclassified.
- 12 The Group operates only in one business segment i.e. sale and distribution of financial products within India, hence does not have any reportable segment as per Indian Accounting Standard 108 "operating segments"
- 13 Financial results of Anand Rathi Wealth Limited (Standalone)
- | Particulars | Quarter Ended | | | Year Ended | |
|-------------------------|-------------------------|---------------------------|-------------------------|-------------------------|-------------------------|
| | 31.03.2024
(Audited) | 31.12.2023
(Unaudited) | 31.03.2023
(Audited) | 31.03.2024
(Audited) | 31.03.2023
(Audited) |
| Revenue from Operations | 17,673.42 | 17,489.49 | 13,715.77 | 69,467.63 | 52,997.04 |
| Profit Before Tax | 7,716.34 | 7,644.60 | 5,874.86 | 29,967.21 | 22,626.32 |
| Net Profit after Tax | 5,550.48 | 5,692.11 | 4,318.64 | 22,143.71 | 16,818.36 |
- 14 The figures for the corresponding previous periods have been regrouped / reclassified wherever necessary, to make them comparable.
- 15 The above Results of the Company are available on the Company's website www.anandrathiwealth.in and also on the website of BSE i.e. www.bseindia.com and NSE i.e. www.nseindia.com, where the shares of the Company are listed.

Date: April 12, 2024
Place: Jodhpur

For and on behalf of the Board of
ANAND RATHI WEALTH LIMITED

Anand Rathi
Anand Rathi
Chairman and Non-Executive Director
DIN : 00112853

