



Ref: OFL/BSE/2024

Date: 29.05.2024

To,
The Corporate Relations Department
Bombay Stock Exchange Limited
Department of Corporate Services
P J Towers, Dalal Street, Fort,
Mumbai-400001.

Re: Optimus Finance Limited

Scrip Code: 531254

Subject: Outcome of Board Meeting held today i.e. on Wednesday, May 29, 2024.

Dear Sir/Ma'am,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that, the Board of Directors of the Company at its meeting held today i.e. on Wednesday, May 29, 2024, at the Registered Office of the Company, inter alia, have considered and approved the following matters:

- i. Audited Standalone and Consolidated Financial Results of the Company for the Fourth Quarter and Financial Year ended 31st March 2024 along with Auditor's Report.
- ii. Incorporation of a Wholly Owned Subsidiary (WOS) of the Company.

The Meeting of the Board of Directors commenced at 07:35 P.M. and concluded at 08:10 P.M.

Kindly take the above information on your records.

Thanking you,

Yours faithfully,

FOR: OPTIMUS FINANCE LIMITED

KRATI Digitally signed
by KRATI GUPTA
Date: 2024.05.29
20:27:09 +05'30'
GUPTA

Krati Gupta
Company Secretary & Compliance Officer

OPTIMUS FINANCE LIMITED

Regd. Off.: 504A, "OZONE", Dr. Vikram Sarabhai Marg, Vadi-wadi, Vadodara -390 003, Gujarat, INDIA

Phone: +91 265 232 5321 ● E-mail: info@optimusfinance.in ● CIN: L65910GJ1991PLC015044

Website: www.optimusfinance.in

OPTIMUS FINANCE LIMITED
CIN: L65910GJ1991PLC015044

Regd. Office : 504A 5th Floor, Ozone, Dr. Vikram Sarabhal Marg, Vadi-Wadi, Vadodara - 390003



STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2024

All amounts are in Lakhs, unless otherwise stated

Particulars	Quarter Ended			Year Ended	
	31st March, 2024 (Audited)	31st December, 2023 (Unaudited)	31st March, 2023 (Audited)	31st March, 2024 (Audited)	31st March, 2023 (Audited)
Income					
Revenue from Operation					
(i) Interest Income	36.08	34.43	25.50	127.87	63.38
(ii) Sale of Shares	-	-	-	-	-
(iii) Net Gain on Fair Value Changes	-	-	-	-	-
I Total Revenue from Operation	36.08	34.43	25.50	127.87	63.38
II Other income	0.18	0.00	-	0.18	0.06
III Total Income (I+II)	36.25	34.43	25.50	128.05	63.44
Expenses					
(a) Finance Cost	1.53	0.43	1.61	2.84	6.89
(b) Fees & commission expense	-	-	-	-	-
(c) Purchase of shares	-	-	-	-	-
(d) Changes in Inventories of stock-in trade	-	-	-	-	-
(e) Employee Benefit expenses	8.25	8.35	7.83	33.25	30.38
(f) Depreciation and amortization expense	-	-	-	-	-
(g) Other expenses	3.77	4.89	5.19	16.88	15.53
IV Total Expenses	13.55	13.67	14.62	52.97	52.80
V Profit / (loss) before exceptional items and tax (III-IV)	22.70	20.76	10.88	75.08	10.65
VI Exceptional items	-	70.60	-	260.09	-
VII Profit before Tax (V+VI)	22.70	91.36	10.88	335.17	10.65
VIII Tax expense					
(a) Current Tax	(5.69)	14.33	1.93	43.18	1.93
(b) Deferred Tax	22.94	(3.27)	(1.10)	8.18	(1.62)
(c) Income tax earlier years	-	-	-	-	-
IX Total Tax Expense	17.25	11.06	0.83	51.36	0.31
X Profit after Tax (VII - IX)	5.45	80.30	10.05	283.81	10.34
Other Comprehensive Income					
Items that will not be classified to profit or loss					
Equity Instruments through other comprehensive income	-	-	-	-	-
Tax on items that will not be reclassified to profit or loss					
Equity Instruments through other comprehensive income	-	-	-	-	-
XI Total other comprehensive income, net of tax	-	-	-	-	-
XII Total comprehensive income for the year (X + XI)	5.45	80.30	10.05	283.81	10.34
XIII Paid-up Equity share capital of Rs. 10 each	747.23	747.23	747.23	747.23	747.23
XIV Other Equity	-	-	-	1,298.31	1,014.50
XV Earnings per share (not annualised)					
Basic before Exceptional items (Rs.)	0.22	0.21	0.17	0.74	0.17
Diluted before Exceptional items (Rs.)	0.22	0.21	0.17	0.74	0.17
Basic after Exceptional items (Rs.)	0.07	1.07	0.17	3.80	0.17
Diluted after Exceptional items (Rs.)	0.07	1.07	0.17	3.80	0.17

See accompanying notes to the Financial Results





STATEMENT OF CONSOLIDATED AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31ST MARCH, 2024

All amounts are in Lakhs, unless otherwise stated

Particulars	Quarter Ended			Year Ended	
	31st March, 2024 (Audited)	31st December, 2023 (Unaudited)	31st March, 2023 (Audited)	31st March, 2024 (Audited)	31st March, 2023 (Audited)
Income					
Revenue from Operation					
(i) Interest Income	30.04	27.86	19.87	104.67	53.67
(ii) Sale of Product	3,703.78	2,572.47	2,219.89	10,858.21	9,522.52
(iii) Sale of Shares	-	-	-	-	-
(iv) Net Gain on Fair Value Changes	-	-	-	-	-
(v) Other operating income	(7.73)	12.34	277.05	24.46	452.53
I Total Revenue from Operation	3,726.09	2,612.67	2,516.81	10,987.34	10,028.72
II Other Income	377.67	23.11	(152.16)	430.75	153.15
III Total Income (I+II)	4,103.76	2,635.78	2,364.65	11,418.08	10,181.87
Expenses					
(a) Finance Cost	80.93	47.12	28.78	208.09	162.01
(b) Fees & commission expense	-	-	-	-	-
(c) Purchase of shares	-	-	-	-	-
(d) Cost of Material consumed	1,665.98	1,611.99	1,829.56	6,793.95	6,515.36
(e) Purchase of stock - In - Trade	1,829.49	252.49	35.57	2,255.08	1,662.10
(f) Changes in inventories of finished goods and stock - in - trade	(29.51)	84.10	(8.22)	32.27	(78.78)
(g) Employee Benefit expenses	129.10	112.65	109.70	457.35	459.17
(h) Depreciation and amortization expense	35.65	36.25	30.69	135.53	126.91
(i) Other expenses	75.37	181.03	182.60	617.77	534.07
IV Total Expenses	3,787.00	2,325.64	2,208.68	10,500.03	9,380.85
V Profit / (loss) before exceptional items and tax (III-IV)	316.75	310.14	155.97	918.05	801.03
VI Exceptional Items	-	-	-	-	-
VII Profit before Tax (V+VI)	316.75	310.14	155.97	918.05	801.03
Tax expense					
(a) Current Tax	6.24	42.90	14.88	83.67	66.91
(b) Deferred Tax	27.71	(1.13)	(6.94)	11.54	0.76
(c) Income tax earlier years	-	-	-	-	-
(d) Excess or short provision of earlier years	0.51	-	4.08	0.51	(5.75)
IX Total Tax Expense	34.46	41.76	12.02	95.72	61.92
X Profit after Tax (VII - IX)	282.30	268.38	143.95	822.33	739.10
Other Comprehensive Income					
Items that will not be classified to profit or loss					
Equity Instruments through other comprehensive income	-	-	-	-	-
Tax on items that will not be reclassified to profit or loss					
Equity Instruments through other comprehensive income	-	-	-	-	-
Items that will be reclassified to Profit and Loss					
Exchange differences in translating the financial statement of foreign operation	150.55	(40.28)	(23.49)	65.61	49.71
XI Total other comprehensive income, net of tax	150.55	(40.28)	(23.49)	65.61	49.71
XII Total comprehensive income for the year (X+XI)	432.85	228.10	120.46	887.94	788.81
Net Profit attributable to:					
- Owners of the company	177.96	173.05	96.26	525.51	452.61
- Non controlling interests	104.35	95.33	47.69	296.83	286.50
Total Comprehensive Income attributable to:					
- Owners of the company	271.78	147.68	81.30	565.70	484.24
- Non controlling interests	161.09	80.41	39.16	322.26	304.58
XIII Paid-up Equity share capital of Rs. 10 each	747.23	747.23	747.23	747.23	747.23
XIV Other Equity	-	-	-	3,143.17	2,348.77
XV Earnings per share (not annualised)					
Basic(Rs.)	2.38	2.31	1.14	7.03	7.53
Diluted(Rs.)	2.38	2.31	1.14	7.03	7.53

See accompanying notes to the Financial Results



STATEMENT OF STANDALONE AND CONSOLIDATED ASSETS AND LIABILITIES AS AT 31st MARCH ,2024

All amounts are In Lakhs, unless otherwise stated

Sr. No.	Particulars	Standalone		Consolidated	
		(Audited)	(Audited)	(Audited)	(Audited)
		As at 31st March,2024	As at 31st March, 2023	As at 31st March,2024	As at 31st March, 2023
	ASSETS				
(1)	Financial Assets				
	(a) Cash and cash equivalents	15.36	8.99	65.34	217.30
	(b) Bank balance other than cash and cash equivalents	-	-	120.83	-
	(c) Receivable				
	- Trade Receivables	-	-	4,383.84	4,295.51
	- Other Receivables	-	-	-	-
	(d) Loans	1,426.52	1,105.80	1,408.58	1,285.19
	(e) Investments	651.16	665.02	-	-
	(f) Other Financial assets	-	-	1,314.89	591.95
(2)	Non-financial Assets				
	(a) Inventories	-	-	649.07	677.02
	(b) Current tax assets	11.30	15.70	15.71	18.28
	(c) Deferred tax Assets (Net)	0.76	8.94	-	1.43
	(d) Investment Property	-	-	86.84	88.39
	(e) Property, Plant and Equipment	-	-	628.76	587.73
	(f) Intangible Assets	-	-	1.35	1.41
	(g) Intangible Assets under Development	-	-	31.70	16.77
	(h) Capital work - in - progress	-	-	83.03	79.64
	(i) Goodwill	-	-	294.00	274.15
	(j) Other non-financial assets	-	-	286.47	332.38
	Total Assets	2,105.11	1,804.46	9,370.39	8,467.17
	LIABILITIES AND EQUITY				
	LIABILITIES				
(1)	Financial Liabilities				
	(a) Payables				
	(i) Trade Payables				
	- Total outstanding dues of micro enterprises and small enterprises	0.05	0.67	0.96	1.23
	- Total outstanding dues of creditors other than micro enterprises and small enterprises	0.32	0.26	1,040.27	2,094.82
	(b) Borrowings (other than debt securities)	19.87	34.72	1,492.80	573.68
	(c) Other Financial Liabilities	2.13	1.68	106.50	116.40
(2)	Non-Financial Liabilities				
	(a) Current Tax Liabilities	31.51	-	58.07	29.14
	(b) Provisions	5.03	4.31	89.46	73.27
	(c) Deferred tax Liabilities (Net)	-	-	10.93	-
	(d) Other non-financial liabilities	0.66	1.09	244.69	413.81
(3)	EQUITY				
	(a) Equity Share capital	747.23	747.23	747.23	747.23
	(b) Instruments entirely equity in nature	-	-	-	-
	(c) Other Equity	1,298.31	1,014.50	3,143.17	2,348.77
		2,045.54	1,761.73	3,890.40	3,096.00
	Non - Controlling Interest	-	-	2,436.32	2,068.80
	Total Liabilities and Equity	2,105.11	1,804.46	9,370.39	8,467.17

Optimus Finance Limited

Place: Vadodara
Date: 29th May, 2024



Dipak Raval
Whole time Director
DIN:01292764

OPTIMUS FINANCE LIMITED

CIN: L65910GJ1991PLC015044

Regd. Office : 504A 5th Floor, Ozone, Dr. Vikram Sarabhai Marg, Vadi-Wadi, Vadodara - 390003

CONSOLIDATED SEGMENT INFORMATION FOR THE QUARTER AND YEAR ENDED ON 31ST MARCH, 2024

All amounts are in Lakhs, unless otherwise stated

Particulars	Consolidated				
	For the Quarter ended 31st March, 2024	For the Quarter ended 31st Dec, 2023	For the Quarter ended 31st March, 2023	For the year ended 31st March, 2024	For the year ended 31st March, 2023
	Audited	Unaudited	Audited	Audited	Audited
1. Segment Revenue					
(a) Financing and Investment activity	30.04	27.86	19.86	104.67	53.67
(b) Manufacturing and Trading in oils	3,696.05	2,584.81	2,496.95	10,882.67	9,975.05
Net Income from operations	3,726.09	2,612.67	2,516.81	10,987.34	10,028.72
2. Segment Results Profit/(Loss) before tax and Interest					
(a) Financing and Investment activity	18.21	14.61	6.84	54.71	7.82
(b) Manufacturing and Trading in oils	379.48	342.65	177.91	1,071.43	954.21
Total Profit Before Interest and Tax	397.69	357.26	184.75	1,126.15	963.03
(i) Finance Cost	80.93	47.12	28.78	208.09	162.01
Profit Before Tax	316.75	310.14	155.97	918.05	801.03
(i) Current Tax	6.24	42.90	14.88	83.67	66.91
(ii) Deferred Tax	27.71	(1.13)	(6.94)	11.54	0.76
(iii) Excess or short provision of earlier years	0.51	-	4.08	0.51	(5.75)
Profit After Tax	282.30	268.38	143.95	822.33	739.10
3. Segment Asset					
(a) Financing and Investment activity	1,160.83	1,154.61	761.79	1,160.83	761.79
(b) Manufacturing and Trading in oils	8,209.56	10,057.23	7,705.38	8,209.56	7,705.38
Total	9,370.39	11,211.85	8,467.17	9,370.39	8,467.17
4. Segment Liability					
(a) Financing and Investment activity	58.80	54.95	42.73	58.80	42.73
(b) Manufacturing and Trading in oils	2,984.87	5,263.07	3,259.63	2,984.87	3,259.63
Total	3,043.67	5,318.02	3,302.35	3,043.67	3,302.35



OPTIMUS FINANCE LIMITED
CIN: L65910GJ1991PLC015044

Regd. Office : 504A 5th Floor, Ozone, Dr. Vikram Sarabhai Marg, Vadi-Wadi, Vadodara - 390003



STATEMENT OF STANDALONE AND CONSOLIDATED CASH FLOW FOR THE PERIOD ENDED AT 31ST MARCH,2024

All amounts are in Lakhs, unless otherwise stated

Sr No.	Particulars	Standalone		Consolidated	
		(Audited)	(Audited)	(Audited)	(Audited)
		For the year ended 31st March,2024	For the year ended 31st March,2023	For the year ended 31st March,2024	For the year ended 31st March,2023
	(Rs.)	(Rs.)	(Rs.)	(Rs.)	
A	Cash flow from operating activities				
	Profit before income tax	335.17	10.65	918.05	801.03
	Adjustments for :				
	Depreciation and amortisation expense	-	-	135.53	126.95
	(Profit)/Loss on discarded assets	-	0.04	-	-
	Interest Income	-	-	(57.85)	(53.67)
	Rent Income	-	-	(5.00)	(5.00)
	Loss/(Profit) on sale of Investment property/ Property, plant and Equipment's	-	-	(5.10)	1.97
	Unrealised Exchange or foreign currency translations(net)	-	-	39.88	25.29
	Finance Cost	2.84	6.89	231.29	162.01
	Provision for Standard Assets	0.80	1.71	0.80	1.71
	Provision for Expense/end of Service	-	-	15.05	26.72
	Profit on sale of investment	(260.09)	-	-	-
	Net Adjustments	(256.46)	8.64	354.61	285.98
	Operating profit before working capital changes	78.72	19.28	1,272.67	1,087.01
	Adjustments for Net (Increase) / Decrease in Operating Assets:-				
	(Increase) / Decrease in Trade Receivable	-	-	(88.33)	(1,934.29)
	(Increase) / Decrease in Loans	(320.72)	(685.36)	(123.38)	(327.93)
	(Increase) / Decrease in other financial assets	-	1.20	(722.26)	(91.46)
	(Increase) / Decrease in other non financial assets	4.41	-	34.16	76.27
	(Increase) / Decrease in Inventory	-	-	27.96	(221.13)
	Increase / (Decrease) in Trade Payables	(0.56)	(1.28)	(1,054.82)	1,033.12
	Increase / (Decrease) in other liabilities & provisions	(0.07)	(0.59)	(142.00)	(30.02)
	Increase/ (decrease) in other Financial Liability	-	-	(9.91)	408.32
	Cash generated from operations :	(238.22)	(666.74)	(805.90)	(0.11)
	Direct taxes paid (net)	11.67	6.15	55.27	87.27
	Net cash from operating activities (A)	(249.89)	(672.89)	(861.17)	(87.38)
B	Cash flows from investing activities				
	Purchase of Property, Plant and Equipment's (Net)	-	-	(180.19)	(125.32)
	Proceeds from Sale of Property, Plant and Equipments	-	-	12.99	23.90
	Proceeds/ (Purchase) from sale of investments	273.95	-	273.95	-
	Purchase of Intangible asset under development	-	-	(14.93)	(16.77)
	Acquisition of shares in subsidiary from minority shareholders	-	-	-	(178.86)
	Interest Income	-	-	53.15	60.17
	Rent Received	-	-	5.00	5.00
	Bank deposit	-	-	(120.83)	1.00
	(Increase)/ Decrease in loans given	-	-	-	35.62
	Net cash (used) in Investing activities (B)	273.95	-	29.14	(195.25)
C	Cash flow from financing activities :				
	Borrowings other than debt securities	(14.85)	(129.91)	919.12	(202.98)
	Cash Proceeds from issuing equity shares net of transactional cost	-	810.77	(7.78)	810.77
	Repayment of Lease Liabilities	-	-	-	(5.40)
	Finance Cost	(2.84)	(6.89)	(231.29)	(179.46)
	Net cash (used) in financing activities (C)	(17.68)	673.98	680.05	422.93
	NET INCREASE IN CASH AND CASH EQUIVALENTS [(A) + (B) + (C)]	6.38	1.09	(151.98)	140.29
	CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	8.99	7.90	217.30	77.00
	CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	15.36	8.99	65.34	217.30

Notes

1. The statement of cash flow is prepared in accordance with the format prescribed as per Ind AS 7.

Place: Vadodara
Date: 29th May, 2024



For Optimus Finance Limited

Dipak Raval

Dipak Raval
Whole Time Director
DIN: 01292764

Notes for Standalone and Consolidated Financial Results

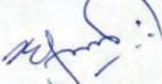
- (1) The above audited results for quarter and year ended 31st March, 2024 have been reviewed by audit committee and approved by Board of Directors at their meeting held on 29th May, 2024.
- (2) The company has subsidiary namely " Maximus International Limited" which has two foreign sub subsidiaries namely " Maximus Global FZE" and "MX Africa Limited". Maximus Global FZE has one foreign subsidiary namely " Maximus Lubricants LLC (Formerly know as "Pacific Lubricant LLC)". MX Africa Limited has one foreign subsidiary namely "Quantum Lubricants (E.A.) Limited".
- (3) The company has identified two primary business segments namely, "Financing and Investment" and "Trading in Oils and Chemicals" in consolidated financial results , which in the context of Indian Accounting Standard-108 "Operating Segments" constitutes reportable segments.
- (4) During the Year Ended on 31st March 2024, the company has partly sold equity shares (being 1.32% stake approx.) of its subsidiary (i.e. Maximus International Limited) and accordingly the gain on sale of such equity shares (i.e. partial disposal of investment) amounting to Rs. 260.09 Lakhs has been included as an "Exceptional Items", being material in nature, in the Statement of Audited Standalone Financial Results for the Year ended 31st March, 2024.
- (5) Our subsidiary – Maximus Global FZE (MGF) and step-down subsidiary – Maximus Lubricants LLC (MLL) has entered into the triparty agreement with Neo lubritech FZ-LLC (NEO) during the year wherein MGF and MLL has off set their receivable and payable balances to/from NEO. MGF has agreed to offset net receivable from NEO amounting to AED 14,148,498 against net payable by MLL to NEO amounting to AED 9,142,802, resulting in a net receivable of AED 5,005,696 by MGF from NEO.
- (6) The figures for the corresponding previous period have been regrouped/reclassified wherever considered necessary to confirm to the figures represented in the current period.



Place: Vadodara
Date: 29th May, 2024

For Optimus Finance Limited




Dipak Raval
Whole Time Director
DIN: 01292764



Independent Auditor's Report on the Quarterly and Annual Consolidated Financial Results of the Optimus International Ltd pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To,
**Board of Directors of
Optimus Finance Limited**

Report on the audit of the Consolidated Annual Financial Results

Opinion

We have audited the accompanying Consolidated Annual Financial Results of Optimus Finance Limited (hereinafter referred to as the "Holding Company") and its subsidiary (the Holding Company and its subsidiaries together referred to as 'the Group') for the year ended 31 March 2024 attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated annual financial results:

a. Includes the Annual Financial Results of following entities:

Sr.No	Name of Entity	Relation	Consolidated/Stand alone	Whether audited by another auditor
1.	Maximus International Limited	Subsidiary	Consolidated	No
	a. Maximus Global FZE	Foreign step-down subsidiary		Yes
	i. Maximus Lubricants LLC (Formerly known as Pacific Lubricants LLC)	Subsidiary Company of Foreign Subsidiary Company		
	b. MX Africa Limited	Foreign step-down subsidiary		Yes
	i. Quantum Lubricants (E.A.) Limited	Subsidiary Company of Foreign Subsidiary Company		

b. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

c. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of the consolidated profit and other comprehensive income and other financial information for the year ended 31 March 2024.

Basis of Opinion

We conducted our audit in accordance with the Standards 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 Annual 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 (the "ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code

of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their report referred to in 'Other Matter' paragraph below, is sufficient and appropriate to provide a basis for our opinion on the Consolidated Annual Financial Results.

Emphasis of Matter

We draw your attention to the note no- 5 of consolidated financial results, being Emphasis of Matter of the Consolidated financial statements of Maximus Global FZE, a subsidiary company of the Maximus International Limited, issued by an independent firm of Chartered Accountants vide its Report dated 10th May 2024 reproduced by us as under:

"We draw your attention to Note No. 3.11 of the consolidated financial statements, where in management discloses a gross receivable of AED 14,148,498 from Neo lubritech FZ-LLC which the Company has offset against payable of AED 9,142,802 owed to Neo lubritech FZ-LLC, resulting in a net receivable of AED 5,005,696 from Neo lubritech FZ-LLC. This offset is based on a tripartite agreement dated March 25, 2024, among Maximus Global FZE, Maximus Lubricant LLC, and Neo lubritech FZ-LLC."

Our opinion on this matter is unmodified.

Managements And Board Of Directors' Responsibilities For The Consolidated Financial Results

These Consolidated Annual Financial Results have been approved by the holding company's Board of Directors, have been prepared based on the Consolidated Annual Financial Statements. The Holding Company's Management and the Board of Directors are responsible for the preparation and presentation of these Consolidated Annual Financial Results that give a true and fair view of the net loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Annual Financial Results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Annual Financial Results, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of their respective companies and of subsidiary, 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/ management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors is responsible for overseeing the respective Company's financial reporting process included in the Group.

Auditor's Responsibilities for The Audit of The Consolidated Annual Financial Results

Our objectives are to obtain reasonable assurance about whether the Consolidated Annual Financial Results 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 Annual Financial Results.

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 Consolidated Annual 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.

- 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 through a separate report on the complete set of Financial Statements on whether the company has adequate internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the Consolidated financial results made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and 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 appropriateness of this assumption. 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 Annual 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.
- Evaluate the overall presentation, structure, and content of the Consolidated Annual Financial Results, including the disclosures, and whether the Consolidated Annual Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information/ financial results of the entities within the Group to express an opinion on the annual results. We are responsible for the direction, supervision, and performance of the audit of financial information of such entities included in the consolidated annual financial results, of which we are the independent auditor. For other entities included in the consolidated financial results, which have been audited by the 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.

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.

We also performed procedures in accordance with SEBI Circular CIR/CFD/CMD1/44/2019 dated 29 March 2019, issued by the SEBI under Regulation 33 (8) of the Listing Regulations, to the extent applicable.

Other Matters

1. The consolidated annual financial results include the audited financial results of above entities, whose financial statements/financial results/ financial information reflect total assets (before consolidation adjustments) of Rs. 7,125.64 lakhs as at 31 March 2024, total income (before consolidation adjustments) of Rs. 10,562.53 Lakhs and total net profit after tax (before consolidation adjustments) of Rs. 790.62 Lakhs, total comprehensive income (before consolidation adjustments) of Rs. 790.62 lakhs and net cash outflow of Rs 22.69 lakhs for the year ended on that date, as considered in the consolidated annual financial results, which have been audited by their respective independent auditors. These subsidiaries are located outside India whose financial statements/financial results/ financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors according to generally accepted auditing standards available in their respective countries. The Company's Management has converted the financial statements of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Company's Management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the report of the other auditors the conversion adjustments prepared by the Management of the Company and audited by us.

Our opinion on the Consolidated Annual 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/financial information certified by the Board of Directors.

2. The Consolidated Annual 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 Shah Mehta & Bakshi
Chartered Accountants
Firm Registration No: 103824W



Prashant Upadhyay
Partner

Membership No.: 121218

UDIN: 24121218BKCSSH5912

Vadodara

Date: 29th May 2024





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Independent Auditors' Report on a Quarterly and Standalone Annual Financial Results of Optimus Finance Limited pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Board of Directors of
Optimus Finance Limited

Report on the audit of the Standalone Annual Financial Results

Opinion

We have audited the accompanying statement of standalone annual financial results of Optimus Finance Limited (hereinafter referred to as the 'Company') for the year ended 31 March 2024, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone annual financial results:

- I. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- II. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information for the year ended 31 March 2024.

Basis of Opinion

We conducted our audit in accordance with the Standards 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 Standalone Annual Financial Results* section of our report.

We are independent of the Company, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone 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 we have obtained, is sufficient and appropriate to provide a basis for our opinion on the standalone annual financial results.

Managements' Responsibilities for the Standalone Annual Financial Results

These standalone annual financial results have been prepared based on the standalone annual financial statements.

The Company's Management and the Board of Directors are responsible for the preparation and presentation of these standalone annual financial results that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes

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

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

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

Auditor's Responsibilities for the Audit of the Standalone Annual Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone annual financial results 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 standalone annual financial results.

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 standalone annual 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.
- 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 through a separate report on the complete set of financial statements on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone financial results made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and 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 appropriateness of this assumption. 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 annual 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 Company to cease to continue as a going concern.

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

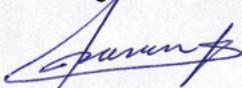
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

Other Matters

The standalone annual 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 ended 31st March 2024 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, as required under the listing regulation.

For Shah Mehta & Bakshi
Chartered Accountants
Firm Registration No: 103824W



Prashant Upadhyay
Partner

Membership No.: 121218

UDIN: 24121218BKCS5G12205

Vadodara, 29th May 2024

