

DIVYADHAN CONSULTANTS PRIVATE LIMITED

Reg. Office: 1803, Lodha Supremus, Saki Vihar Road, Opp. Telephone Exchange, Powai, Mumbai- 400072

CIN: U93000MH2010PTC202686 | Contact: 02267284144 | E-mail Id: varun@divyadhan.in

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that Annual General Meeting ("AGM") of the Members **Divyadhan Consultants Private Limited** will be held on Saturday, 30th September, 2023 at 11:00 A.M. at 1803, Lodha Supremus, Saki Vihar Road, Opp. Telephone Exchange, Powai, Mumbai- 400072 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31st March, 2023 together with the Reports of Directors' and Auditor's thereon.

By order of the Board of Directors of
Divyadhan Consultants Private Limited

Place: Mumbai

Date: 1st September, 2023


Pratik Pramod Gupta
Director
DIN: 06576759

DIVYADHAN CONSULTANTS PRIVATE LIMITED

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NOTES:

- (I) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LATER THAN 48 HOURS BEFORE COMMENCEMENT OF THE MEETING. PROXIES SHALL NOT HAVE ANY RIGHT TO SPEAK AT THE MEETING.
- (II) A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY.
- (iii) The Proxy-holder shall prove his/her identity at the time of attending the Meeting.
- (iv) Requisitions, if any, for inspection of Proxies shall be received in writing from a Member entitled to vote on the resolution at least three days before the commencement of the Meeting. Proxies shall be made available for inspection during the period beginning twenty-four hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the meeting.
- (v) *Corporate* Members are advised to send along with its representative a certified copy of a Board resolution authorizing its representative to attend the meeting.
- (vi) Documents relating to the item mentioned in the notice are open for inspection at the registered office/corporate office of the company on any working days during business hours till the date of AGM.
- (VII) Only bonafide members of the company whose names appear on the register of members/proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. the company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
- (VIII) Members are requested to inform the company immediately, if any change in their address.
- (IX) The route map for the venue of the Meeting is attached herewith the Notice.

Place: Mumbai

Date: 1st September, 2023

By order of the Board of Directors of
Divyadhan Consultants Private Limited


Pratik Pramod Gupta
Director
DIN: 06576759

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PROXY FORM

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management & Administration) Rules, 2014)

CIN : U93000MH2010PTC202686
Name of the Company : Divyadhan Consultants Private Limited
Registered office : 1803, Lodha Supremus, Saki Vihar Road, Opp. Telephone Exchange, Powai, Mumbai - 400072

Name of the Member(s)	
Registered Address	
E- Mail id	
Folio No.	

I/We, being the member(s) of _____ shares of above named Company, hereby appoint:

1. Name : _____
Address : _____
E-mail Id : _____
Signature : _____, or failing him/her

2. Name : _____
Address : _____
E-mail Id : _____
Signature : _____

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **Annual General Meeting** of the Company, to be held Saturday, 30th September, 2023 at 11:00 A.M. at 1803, Lodha Supremus, Saki Vihar Road, Opp. Telephone Exchange, Powai, Mumbai- 400072 and at any adjournments thereof in respect of such resolutions as are indicated below:

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S. No.	Resolutions	For/ Assent	Against/ Dissent
	Ordinary Business		
1	To receive, consider and adopt the financial statements of the Company for the year ended 31 st March, 2023 together with reports of the Board of Directors and Auditors thereon. (Ordinary resolution)		

Signed thisday of..... 2023

Signature of Member.....

Signature of Proxy holder(s).....

Affix
Re. 1/-
Revenue
Stamp

Note: Proxies in order to be valid must be duly filled in, stamped, signed and deposited at the Registered Office of the company not less than 48 hours before the time of commencement of the meeting.

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ATTENDANCE SLIP

ANNUAL GENERAL MEETING ON SATURDAY, 30TH SEPTEMBER, 2023

(Only Shareholders or the Proxies will be allowed to attend the meeting)

Name of Shareholder or Proxy	Folio No.	No. of Shares held

I hereby record my presence at the **Annual General Meeting** of the Company, to be held on Saturday, **30th September, 2023 at 11:00 A.M.** at 1803, Lodha Supremus, Saki Vihar Road, Opp. Telephone Exchange, Powai, Mumbai- 400072 to transact the following businesses:

Signature of Shareholder or Proxy

NOTE:

Shareholders / Proxy holders are requested to bring the Attendance Slip with them when they come to the Meeting and hand it over at the gate after affixing their signature on it.

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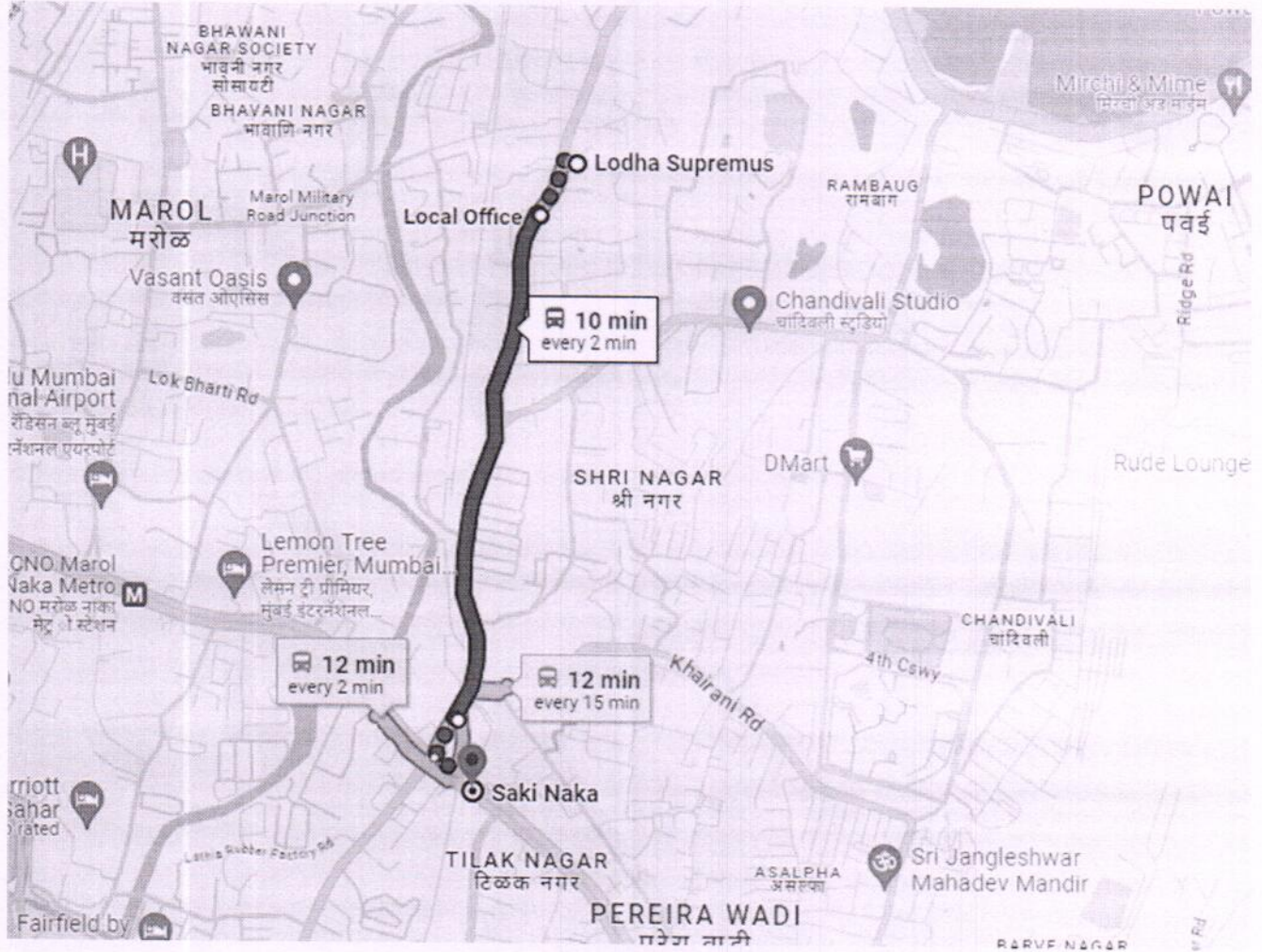
CIN: U93000MH2010PTC202686 | Contact: 02267284144 | E-mail Id: varun@divyadhan.in

Route Map to the AGM Venue of:

Divyadhan Consultants Private Limited

Annual General Meeting

Saturday, 30th September, 2023 at 11:00 A.M.



VENUE:

1803, Lodha Supremus, Saki Vihar Road,
Opp. Telephone Exchange,
Powai, Mumbai - 400072

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BOARD'S REPORT

To,
The Members,

Your Directors have pleasure in presenting their 13th Annual Report on the business and operations of the Company and the audited financial statements for the financial year ended on 31st March, 2023.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY:

The Company's performance during the financial year ended on 31st March, 2023 is summarized below:

Particulars	(Amounts in Rs.)	
	31 st March, 2023	31 st March, 2022
Revenue from Operation	57,33,82,933	57,77,69,855
Other Income	81,68,531	2,03,81,919
Total Income	58,15,51,464	59,81,51,774
Total Expenses	55,14,30,782	59,25,52,723
Profit or (Loss) before Tax	3,01,20,682	55,99,051
Less: Current Tax	-	14,85,874
Deferred Tax	(2,78,448.92)	6,795
MAT Credit Entitlement		58,403
Profit or (Loss) After Tax	3,03,99,131	40,61,569

2. BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR/STATE OF COMPANY'S AFFAIR:

- During the Year under review, the Revenue from Operation is Rs. 57,33,82,933/- as compared to the Revenue from Operation of Rs. 57,77,69,855/- earned in the previous financial year.
- During the Year under review, the Company has earned Profit Before Tax of Rs. 3,01,20,682/- as compared to Profit Before Tax of Rs. 55,99,051/- earned in the previous financial year.
- During the Year under review, the Company has earned Profit After Tax of Rs. 3,03,99,131/- as compared to Profit After Tax of Rs. 40,61,569/- earned in the previous financial year.

Your directors are committed to provide better performance in coming years.

3. DIVIDEND:

Your directors do not propose any dividend for the current financial year.

4. TRANSFER TO GENERAL RESERVE:

Your Directors have not proposed to transfer any portion to the General Reserve Account.

5. NATURE OF BUSINESS:

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

6. DEPOSITS:

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

7. MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

There were no 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 the report.

8. DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL:

During the year under review, no significant and material orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

9. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The Board of Directors of the Company is duly constituted in terms of the provisions of the Companies Act, 2013.

As on 31st March, 2023, the Board of Directors of the Company comprises of following Directors.

Sr. No	Name of Directors	DIN	Designation
01.	Varun Gupta	00471296	Director
02.	Pratik Gupta	06576759	Director

During the year under review there were no changes took place in the Board composition.

10. DIRECTORS' RESPONSIBILITY STATEMENT:

To the best of knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statement in terms of Section 134(3) (c) of the Companies Act, 2013:

- that in the preparation of the Annual Accounts for the year ended on 31st March, 2023, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- that the Directors had prepared the Annual Accounts on a going concern basis;

- e. that the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

11. MEETINGS OF BOARD OF DIRECTORS:

The Board of Directors met 7 (Seven) times during the financial year ended March 31, 2023 in accordance with the provisions of the Companies Act, 2013 and rules made there under.

The date of Board meetings are 09th May, 2022; 12th July, 2022; 02nd September, 2022; 09th September, 2022; 04th November, 2022; 02nd January, 2023 and 20th March, 2023

The intervening gaps between the Meetings were within the period prescribed under the Companies Act, 2013. All the Directors have attended all the meetings. The Directors actively participated in the meetings and contributed valuable inputs on the matters brought before the Board of Directors from time to time.

12. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:

- Your Company does not have any Holding Company within the meaning of the Companies Act, 2013.
- Your Company does not have any Subsidiary Company within the meaning of the Companies Act, 2013.
- Your Company does not have any Joint Venture Company within the meaning of the Companies Act, 2013.
- Your Company does not have any Associate Company within the meaning of the Companies Act, 2013.

13. CHANGES IN SHARE CAPITAL:

(a) Authorised Share Capital:

During the year under review, there were no changes in Authorized Share Capital.

(b) Paid-up Share Capital:

The Company has not issued any Equity Shares or Preference Shares during the year under review.

(c) Buy Back of Securities:

The Company has not bought back any of its securities during the year under review.

(d) Sweat Equity:

The Company has not issued any Sweat Equity Shares during the year under review.

(e) Bonus Shares :

No Bonus Shares were issued during the year under review.

(f) Stock Option Plan:

The Company has not provided any Stock Option Scheme to the employees.

(g) **Equity Shares with differential rights**
Equity Shares with differential rights as to dividend, voting or otherwise were not issued

14. WEB LINK OF ANNUAL RETURN:

As the Company is not having any website, hence provision of amended Section 134(3)(a) [posting of Annual Return on the Website of the Company] is not applicable to the Company.

15. ANNUAL RETURN:

Pursuant to the Ministry of Corporate Affairs ("MCA") Notification dated 31.07.2018 read along with the MCA Notification dated 28.08.2020, MCA vide Notification dated 05.03.2021 and pursuant to amendments to Section 134(3)(a) and Section 92(3) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Company is not required to provide extract of Annual Return in Form MGT 9 as a part of Director's Report.

16. AUDITORS:

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and rules made there under, the statutory auditors of the Company M/s Kishan Agrawal & Associates, Chartered Accountants (FRN: 013915C), have been appointed as Statutory Auditors of the Company, in the Annual General Meeting held on 30th September, 2022 for a term of five years i.e. for the Financial Year 2022-23 to 2026-27 to hold office up to the conclusion of Annual General Meeting to be held in financial year 2027.

17. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143 (12) OTHER THAN THOSE WHICH ARE REPORTABLE TO CENTRAL GOVERNMENTS:

There were no instances frauds reported by auditors under sub-section (12) of section 143 other than those which are reportable to the Central Government.

18. EXPLANATIONS OR COMMENTS BY THE BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE BY AUDITOR IN HIS REPORT:

Notes on financial statement referred to in the Auditor's Report are self explanatory and do not call for any further comments. There were no qualifications, reservations or adverse remarks made by the Auditors in their report.

19. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

During the year the Company did not give any loan, guarantee or provide security in connection with a loan to any other body corporate or person and make any investments in securities of any other body corporate under Section 186 of the Companies Act, 2013.

20. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The Company has entered into related party transactions as referred to in Section 188(1) of the Companies Act, 2013 during the Financial Year ended 31st March, 2023. The transactions were entered into at arm's length basis and in the ordinary course of business. The details have been provided in form AOC-2, attached to the Directors Report as Annexure-I.

21. DETAILS IN RESPECT OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

There were adequate Internal Control Procedures commensurate with the size of the Company and nature of its business. During the year no major weaknesses has been noticed in the Internal Control Procedure.

22. RISK MANAGEMENT

Your Company recognizes that risk is an integral part of business and is committed to managing the risks in a proactive and efficient manner. Your Company periodically assesses risks in the internal and external environment and incorporates risk treatment plans in strategy, business and operational plans.

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

A) Conservation of energy:

The Company is principally engaged in the business of providing service. As such, electricity consumption is not significant.

Your Company is taking measures to improve overall energy efficiency by installing power efficient equipment. Several environment friendly measures have been adopted by your Company such as:

- Minimising usage of air-conditioning;
- Shutting off the lights when not in use;
- Minimising the usage of papers and maximum usage of e-prints or e-folders for data archives;
- Creating environmental awareness by way of distributing relevant information in electronic form, encouraging conservation of energy and natural resources.

B) Technology absorption

As stated earlier, the Company is principally engaged in providing service. Hence, details relating to Technology Absorption are not applicable.

C) Foreign Exchange Earnings and Outgo

The Particulars of Foreign Exchange and Outgo for the year under review are as follows:
(Amount in Rs.)

Particulars	Year ended 31st March, 2023
Foreign exchange earning	2,12,752
Foreign exchange Outgo	Nil

24. DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Company is committed to provide a safe and conducive work environment to its employees.

Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

25. COMPLIANCE WITH SECRETARIAL STANDARDS:

The Company complies with applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

26. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

As the Company did not have net worth of Rupees Five Hundred Crores or more, or turnover of Rupees One Thousand Crores or more or a net profit of Rupees Five Crores or more during the financial year 2021-22, Hence the Company was not required to comply with the provisions of Section 135 of the Companies Act, 2013 with the regard to the formation of the CSR Committee and undertaking of Social Expenditure as required under the said Section during the financial year 2022-23.

27. VIGIL MECHANISM:

The provisions of Section 177(9) & (10) of the Companies Act, 2013 relating to the establishment of a Vigil Mechanism were not applicable to the Company. Hence, the Company has not established any such Mechanism.

28. DECLARATION OF INDEPENDENT DIRECTORS:

The provisions of Section 149 pertaining to the appointment of Independent Directors do not apply to the Company.

29. BOARD EVALUATION:

The provisions of Section 134(3) read with Rule 8(4) of the Companies (Accounts) Rules, 2014 relating to the formal evaluation of the Board were not applicable to the Company. Hence, disclosure under this clause is not applicable to the Company.

30. PARTICULARS OF EMPLOYEES

During the year under review, there were no employees attracting the provisions of Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

31. SECRETARIAL AUDIT:

The provisions of Section 204 of the Companies Act, 2013 relating to Secretarial Audit were not applicable to the Company during the financial year ended on 31st March, 2023.

32. INTERNAL AUDIT:

The provisions of Section 158 of the Companies Act, 2013 relating to Internal Audit was not applicable to the Company during the financial year ended on 31st March, 2023.

33. COST AUDIT:

As per the Cost Audit Rules and/or Orders, Cost Audit was not applicable to the Company for the financial year ended on 31st March, 2023.

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34. COMMITTEES OF THE BOARD:

- The provision of Section 177 (Audit Committee) of the Companies Act, 2013 and the rules made there under were not applicable to the Company and hence the Company has not formulated committee during the financial year under review.
- The provision of Section 178 (Nomination and Remuneration Committee) of the Companies Act, 2013 and the rules made there under were not applicable to the Company and hence the Company has not formulated committee during the financial year under review.
- The provision of Section 135 (CSR Committee) of the Companies Act, 2013 and the rules made there under were not applicable to the Company and hence the Company has not formulated committee during the financial year under review.
- The provision of Section 178(5) (Stakeholders Relationship Committee) of the Companies Act, 2013 and the rules made there under were not applicable to the Company and hence the Company has not formulated committee during the financial year under review.

35. IBC CODE & ONE-TIME SETTLEMENT:

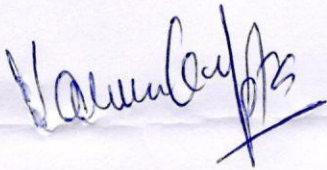
There is no proceeding pending against the Company under the Insolvency and Bankruptcy Code, 2016 (IBC Code). There has not been any instance of one-time settlement of the Company with any bank or financial institution.

36. ACKNOWLEDGEMENTS:

We take this opportunity to thank the employees for their dedicated service and contribution to the Company.

We also thank our business associates and shareholders for their continued support to the Company.

For Divyadhan Consultants Private Limited



Varun Gupta
Director
DIN: 00471296



Pratik Gupta
Director
DIN: 06576759

Place: Mumbai

Date:

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ANNEXURE-I**FORM NO. 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.

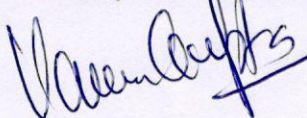
Form for Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis: **Not Applicable**

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

Name(s) of the related party	Nature of Relationship	Duration of contract	Nature of contracts/ arrangements / transactions	Dates of Approval by the Board	Amount Rs.	Amount paid as advances, if any
Varun Gupta	Director	Ongoing	Remuneration	09/05/2022	24,00,000/-	-
Ankita Gupta	Relative of Key Management Personnel	Ongoing	Remuneration	09/05/2022	24,00,000/-	-
Yashash Commodities Private Limited	Enterprises owned or significantly influenced by Key Management personnel or their relatives	Ongoing	Purchase	09/05/2022	1,08,32,924/-	-

For Divyadhan Consultants Private Limited



Varun Gupta
Director
DIN: 00471296



Pratik Gupta
Director
DIN: 06576759

Place: Mumbai

Date:



Independent Auditor's Report

To the Members of **DIVYADHAN CONSULTANTS PRIVATE LIMITED**

Report on the Financial Statements

We have audited the accompanying financial statements of **DIVYADHAN CONSULTANTS PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

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

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

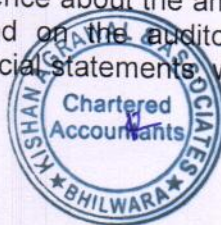
Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. 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. In making those risk assessments, the auditor



Considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the 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 financial statements.

Information other than the financial statements and auditors' report thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report but does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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.

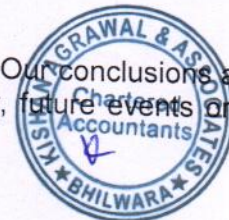
Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

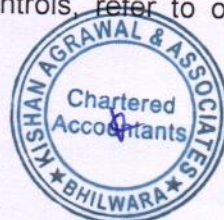
From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation 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

Opinion

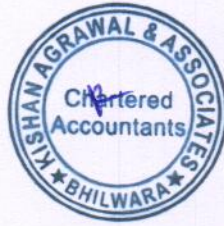
In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2023, and its profit/loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31st March, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2023 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".



- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.



Place:-BHILWARA
Date: 01/09/2023
Udin: 23407396BGWVG4206

For KISHAN AGRAWAL AND ASSOCIATES
Chartered Accountants
FRN: 013915C

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KISHAN KUMAR AGRAWAL
(PARTNER)
Membership No. 407396

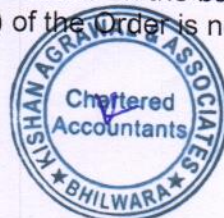


Annexure "A"

The Annexure referred to in paragraph 1 of Our Report on "Other Legal and Regulatory Requirements" section of our report to the members of DIVYADHAN CONSULTANTS PRIVATE LIMITED for the year ended 31st march 2023

We report that:

- i. In respect of the company's Property, plant and equipment and Intangible Assets:
 - a. (A)The company has maintained proper records showing full particulars, including quantitative details and situation of its Property, plant and equipment.
(B) The Company has maintained proper records showing full particulars of Intangible assets.
 - b. As explained to us, Property, plant and equipment have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
 - c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favor of the lessee) disclosed in the financial statements are held in the name of the company.
 - d. The Company has not revalued its property, plant and equipment or Intangible assets or both during the year.
 - e. 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, 2023 for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii.
 - a. As explained to us, inventories have been physically verified during the year by the Management at reasonable intervals. No material discrepancy was noticed on physical verification of stocks by the management as compared to book records.
 - b. The Company has not been sanctioned working capital limits 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. The Company has not made investments in any other company during the year and has not provided any guarantee and security and not granted any loans and advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year .
- iv. In our opinion and according to the information and explanations given to us, the Companies has complied with the provisions of sections 185 and 186 of the Companies Act in respect of loans, investments, guarantees, and security provided, as applicable.
- v. The company has not accepted any deposits, therefore, the reporting of clause 3(v) of the Order is not applicable to the Company.
- vi. As per information & explanation given by the management, cost records has not been maintained by the company.
- vii. In respect of statutory dues;

(a) whether the company is 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. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2023 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there is amount payable in respect of income tax, service tax, sales tax, customs duty, excise duty, value added tax and cess whichever applicable, which have not been deposited on account of any disputes.

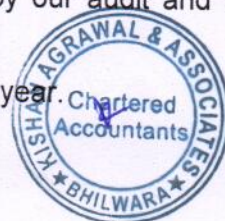
Details of dues of Income Tax which has not been deposited as on March 31, 2023 on accounts of disputes are given below

Name of statute	Nature of Dues	Period to which amount is relate	Amount Involve (Rs. In lakhs)
The Income Tax Act 1961	Income Tax	A.Y. 2022-23	3.00/-

- viii. According to the information and explanations given to us and the records of the Company examined by us, as at March 31, 2023, there were no such transaction 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).
- ix. (a) In our opinion and according to the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any financial institution, bank, Government or lender, as applicable to the company.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) The term loans were applied for the purpose for which the loans were obtained reporting under clause 3(ix)(c) of the Order is not applicable.
- (d) The funds raised on short term basis have not been utilised for long term purposes.



- (e) 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 obligation of its subsidiaries or associate companies.
- (f) According to the information and explanations given to us and the records of the Company examined by us. The company has not raised loans during the year on the pledge of securities held in its subsidiaries or associate companies. Hence reporting on clause 3(ix) (f) of the Order is not applicable.
- x. Based on our audit procedures and according to the information given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.
- xi. (a) According to the information and explanations given to us, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- (b) 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) As informed, the Company has not received any whistle blower complaints during the year and upto the date of this report.
- xii. The company is not a Nidhi Company. Therefore clause 3(xii) of the order is not applicable to the company.
- xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.
- xiv. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Companies Act 2013.
- xv. The company has not entered into non-cash transactions with directors or persons connected with him.
- xvi. (a) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (b) The company has not conducted any Non-Banking Financial or Housing Finance activities during the year, hence reporting under clause 3(xvi) (b) of the order is not applicable.
- (c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.
- (d) The Group does more than one CIC as part of the Group.
- xvii. The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii. There has not been resignation of the statutory auditors of the Company during the year.



- xix. 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 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 future viability of the company. We further state that our reporting is based on the facts up to the date of 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, we get discharge by the company as and when they fall due.
- xx. The provision of Sec 135 of Companies Act 2013 is not applicable to the company, accordingly reporting under clause 3(xx) (a) and (b) is not applicable.
- xxi. There is no consolidation of financial statements, accordingly reporting under clause 3(xxi) is not applicable

For KISHAN AGRAWAL AND ASSOCIATES
Chartered Accountants
FRN: 013915C



A handwritten signature in blue ink, appearing to read "Kishan", written over a horizontal line.

KISHAN KUMAR AGRAWAL
(PARTNER)
Membership No. 407396

Place:-BHILWARA
Date: 01/09/2023
Udin: 23407396BGWVGV4206



Annexure 'B'

Report on Internal Financial Controls Over Financial Reporting

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

We have audited the internal financial controls over financial reporting of DIVYADHAN CONSULTANTS PRIVATE LIMITED ("the Company") as of March 31, 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting 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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, 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 Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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



Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, 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.



For KISHAN AGRAWAL AND ASSOCIATES
Chartered Accountants
FRN: 013915C

KISHAN KUMAR AGRAWAL
(PARTNER)
Membership No. 407396

Place:-BHILWARA

Date: 01/09/2023

Udin: 23407396BGWVG4206

Divyadhan Consultants Private Limited

Balance Sheet as at 31st March, 2023

Particulars	Note No.	As at 31st March 2023	As at 31st March 2022
I. EQUITY AND LIABILITIES			
Shareholder's Funds			
(a) Share capital	2	5,00,00,000	5,00,00,000
(b) Reserves and surplus	3	2,66,89,777	58,70,281
Share application money pending for allotment			
Non-Current Liabilities			
(a) Long-term borrowings	4	2,47,50,906	4,60,24,868
(b) Long-term liabilities			
(c) Deferred tax Liabilities (net)	9	3,26,105	6,04,554
Current Liabilities			
(a) Short-term borrowings	5	2,98,03,908	3,39,51,432
(b) Trade payables	6	3,39,52,517	2,19,91,296
(c) Other current liabilities	7	1,71,43,165	78,08,999
(d) Short-term provisions		-	-
Total Equity & Liabilities		18,26,66,378	16,62,51,430
II. ASSETS			
Non-Current Assets			
(a) Fixed assets			
Tangible assets	8	10,68,46,772	10,87,97,398
(b) Non-current investments			
(c) Deferred tax assets (net)	9		
(d) Long term loans and advances			
Current Assets			
(a) Inventories	10	4,85,48,904	2,11,47,230
(b) Trade receivables	11	1,96,09,974	1,97,74,479
(c) Cash and cash equivalents	12	65,305	1,33,546
(d) Short-term loans and advances	13	7,09,480	6,55,000
(e) Other current assets	14	68,85,943	1,57,43,777
Total Assets		18,26,66,378	16,62,51,430

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Significant Accounting Policies

1

The accompanying notes are an integral part of the financial statements

1 to 27

As per our Report of even date.

For Kishan Agrawal & Associates

For Divyadhan Consultants Pvt Ltd

Chartered Accountants

Firm Reg. No.: 013915C

CA. Kishan Kumar Agrawal

Membership No. : 407396

UDIN: 23407396BGWVGK2531

Place: Bhilwara

Date : 01.09.2023



Pratik Gupta
Pratik Gupta

DIN : 6576759
(Director)

Varun Gupta
Varun Gupta

DIN: 00471296
(Director)

Divyadhan Consultants Private Limited

Statement of Profit & Loss for the year ended 31st March, 2023

Particulars	Note No.	As at 31st March 2023	As at 31st March 2022
Revenue			
Revenue from operations	15	57,33,82,933	57,77,69,855
Other Income	16	81,68,531	2,03,81,919
Total Revenue		58,15,51,464	59,81,51,774
Expenses			
Cost of Material Consumed	17	50,98,59,021	54,97,86,082
Changes in inventories of finished goods	18	- 2,89,030 -	8,70,636
Financial Costs	19	56,32,787	75,69,244
Employee Benefits Expenses	20	50,99,220	1,04,43,131
Depreciation and Amortization Expense (Est)	8	1,52,33,332	1,48,50,866
Other Expenses	21	1,58,95,452	1,07,74,036
Total Expenses		55,14,30,782	59,25,52,723
Profit before tax		3,01,20,682	55,99,051
Tax expense:			
(1) Current tax		9579635	14,85,874
(2) Deferred tax		(2,78,448.92) -	6,795
(3) MAT			58,403
Profit(Loss) for the year		2,08,19,496	40,61,569
Earning per equity share:			
(1) Basic			0.83
(2) Diluted			0.83

Significant Accounting Policies

1

The accompanying notes are an integral part of the financial statements

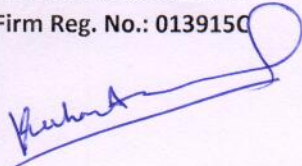
1 to 27

As per our Report of even date.

For Kishan Agrawal & Associates

Chartered Accountants

Firm Reg. No.: 0139150




CA. Kishan Kumar Agrawal

Membership No. : 407396

UDIN: 23407396BGWVGK2531

Place: Bhilwara

Date : 01.09.2023

For Divyadhan Consultants Pvt Ltd



Pratik Gupta

DIN : 6576759

(Director)



Varun Gupta

DIN: 00471296

(Director)

Note 2 : Share Capital

Particulars	As at 31st March 2023	As at 31st March 2022
AUTHORIZED CAPITAL		
49,10,000 Equity Shares Of Rs.10/-each	4,91,00,000	4,91,00,000
90,000/- Preference Shares Of Rs. 10/- Each	9,00,000	9,00,000
Total	5,00,00,000	5,00,00,000
ISSUED , SUBSCRIBED & PAID UP CAPITAL		
49,10,000 Equity Shares of Rs. 10/- each, Fully Paid.	4,91,00,000	4,91,00,000
90,000/- Preference Shares Of Rs. 10/- Each	9,00,000	9,00,000
Total	5,00,00,000	5,00,00,000

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period.

	As at 31st March 2023	As at 31st March 2022
At the beginning of the period Equity & Preference	5,00,00,000	5,00,00,000
Add: Issued Equity during the period		
Add: Issued Preference Share during the period		
Less: Shares redeemed during the period		
Total	5,00,00,000	5,00,00,000

Terms / Rights Attached to Shares

The Company Has issued only one class of Equity shares having a per value of Rs.10/- per share. Each shareholder is e per share. In the event of liquidation,the equity shareholders are eligible to receive the remaining assets of the comp distribution of all preferential amounts , in praportion of their shareholdings

Shareholders Holding more than 5% Shares

Name of Shareholders	No. of Shares Held	No. of Shares Held
	(% of Holding)	(% of Holding)
Pratik Gupta	2455000 (50.00%)	1345000 (27.39%)
Varun Gupta	2455000 (50.00%)	2455000 (50.00%)
Yashash Commodities Private Limited		1110000 (22.61%)

Note 3 : Reserve & Surplus

Particulars	As at 31st March 2023	As at 31st March 2022
Balance brought forward from previous year	58,70,281	19,88,476
Add: Profit for the period	2,08,19,496	40,61,569
Less: MAT CREDIT		1,79,764
Total	2,66,89,777	58,70,281



Divyadhan Consultants Private Limited

Provisional Notes to Financial Statements for the year ended 31st March 2023 (Contd...)

Note 4 : Long term Borrowing

Particulars	As at 31st March 2023	As at 31st March 2022
HDFC Car Loan		3,75,962
Term Loan	1,69,33,000	3,17,11,000
MSME Loan	78,17,906	1,39,37,906
Total	2,47,50,906	4,60,24,868

Note 5 : Short term Borrowing

Particulars	As at 31st March 2023	As at 31st March 2022
Loan from others		
Working capital demand loan from Bank	2,98,03,908	3,38,99,920
Loan From Related Parties		51,512
Loan From Director		
Total	2,98,03,908	3,39,51,432

Note 6 : Trade Payables

Particulars	As at 31st March 2023	As at 31st March 2022
Trade Payables	3,39,52,517	2,19,91,296
Total	3,39,52,517	2,19,91,296

Note 7 : Other Current Liabilities

Particulars	As at 31st March 2023	As at 31st March 2022
Electricity Charges Payable	17,68,909	17,16,849
TDS payable	1,80,155	1,19,525
GST payable	27,95,057	22,55,732
PF/ ESIC payable	2,08,649	1,83,261
Salary, Wages Payable	17,16,141	19,49,355
Audit Fees Payable	15,000	40,000
Provision For Income Tax	95,79,870	15,44,277
Labour Contractor Charges Payable	8,79,384	
Total	1,71,43,165	78,08,999



Divyadhan Consultants Private Limited

Provisional Notes to Financial Statements for the year ended 31st March 2023 (Contd...)

Note No. 9 Deferred Tax Liabilities (Net)

Particulars	As at 31st March 2023	As at 31st March 2022
Deferred tax due to Depreciation	3,26,105	6,04,554
Total	3,26,105	6,04,554

Note 10: Inventories

Particulars	As at 31st March 2023	As at 31st March 2022
Stock in Hand - Raw Material	3,64,89,139.98	93,76,495
Stock in Hand - Finished Goods	1,20,59,764.21	1,17,70,734
Total	4,85,48,904	2,11,47,230

Note 11 : Trade Receivables

Particulars	As at 31st March 2023	As at 31st March 2022
Trade Receivables Outstanding for a period less than Six Months (a) Secured Considered good (b) Unsecured Considered good	1,96,09,974	1,97,74,479
Trade Receivables Outstanding for a period exceeding Six Months (a) Secured Considered good (b) Unsecured Considered good		
Total	1,96,09,974	1,97,74,479

Note 12 : Cash & Cash Equivalent

Particulars	As at 31st March 2023	As at 31st March 2022
Cash-In-Hand	22,085	36,377
Balances with Banks in current accounts	43,220	97,169
Total	65,305	1,33,546



Divyadhan Consultants Private Limited

Provisional Notes to Financial Statements for the year ended 31st March 2023 (Contd...)

Note 13 : Short Term Loans and Advances

Particulars	As at 31st March 2023	As at 31st March 2022
Loan to Related Parties		
Fixed Deposits	7,09,480	6,55,000
Total	7,09,480	6,55,000

Note 14 : Other Current Assets

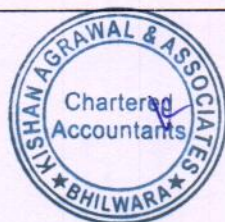
Particulars	As at 31st March 2023	As at 31st March 2022
TDS & TCS Receivables (NET)	6,52,676	11,61,706
MAT Credit receivable		58,403
Advances To Staff		-
GST Refund Receivable	60,97,851	1,43,07,227
Penal Interest Refundable		2,11,706
Imprest	10,787	4,735
Prepaid Expenses	1,24,629	
Total	68,85,943	1,57,43,777

Note 15: Revenue from operation

Particulars	As at 31st March 2023	As at 31st March 2022
Revenue from operation	57,33,82,933	57,77,69,855
Total	57,33,82,933	57,77,69,855

Note 16 : Other Income

Particulars	As at 31st March 2023	As at 31st March 2022
Interest Received	58,518	83,791
Commission Income		59,09,765
Forex Gain	2,12,752	
Balance write off	16,68,560	1,202
GRS Certification Charges	9,019	
Government Grant	60,97,851	1,43,07,227
Interest on Income Tax	25,495	82,337
PMRPY/ PMGKY Benefit (PF)	96,336	
Total	81,68,531	2,03,81,919



Divyadhan Consultants Private Limited

Provisional Notes to Financial Statements for the year ended 31st March 2023 (Contd...)

Note 17: Cost of Material Consumed

Particulars	As at 31st March 2023	As at 31st March 2022
Raw material at the beginning of the year	93,76,495	3,95,01,983
Cost of raw material and components purchase	49,46,25,842	47,00,28,490
Direct Expenses		
Additional local Tax	59,449	1,54,919
Electricity Expenses	2,01,36,088	2,27,21,462
Labour Charge Contractor	69,57,172	57,45,683
Packing Charges	4,238	13,414
Wages paid	1,30,16,190	1,63,36,300
Carriage inward	10,23,382	20,18,522
Shortage & Excess	11,34,730	12,18,470
Loading & Unloading Charges	14,575	14,23,334
Raw material at the end of the year	3,64,89,140	93,76,495
Total	50,98,59,021	54,97,86,082

Note 18 : Change in Inventories

Particulars	As at 31st March 2023	As at 31st March 2022
Opening Stock of Finished Goods	1,17,70,734	1,09,00,098
Closing Stock of Finished Goods	1,20,59,764	1,17,70,734
Total	(2,89,030)	(8,70,636)

Note 19 : Financial Cost

Particulars	As at 31st March 2023	As at 31st March 2022
Finance cost	56,32,787.00	75,69,244
Other Finance cost		
Total	56,32,787	75,69,244



Divyadhan Consultants Private Limited

Provisional Notes to Financial Statements for the year ended 31st March 2023 (Contd...)

Note 20 : Employee Benefits Expenses

Particulars	As at 31st March 2023	As at 31st March 2022
Salary & Wages	50,99,220.00	1,04,43,131
Total	50,99,220	1,04,43,131

Note 21 : Other Expenses

Particulars	As at 31st March 2023	As at 31st March 2022
Bank Charges	1,11,250	4,25,185
Audit Fees	40,000	40,000
Bonus	2,46,200	
CETP Charges	1,48,392	
Civil Work	7,25,331	
Clearing agency charges	1,20,494	
Consultancy Charges	14,000	
Consumable Store	56,417	
Director's Salary	48,00,000	
Diwali exp	1,390	
Esi exp	4,21,865	
Epf exp	9,70,025	
Factory Maintenance	3,470	
Fees and taxex	42,236	
Commission Paid		1,26,599
Rates & taxes	-	8,95,892
Carriage Outward	23,77,480	33,64,967
General Expenses	4,849	3,63,148
Insurance	2,12,392	3,09,611
Legal,Consultancy & Professional Fees	1,80,509	2,95,436
Medical exp	10,336	
Membership fees	17,440	
Pollution fees	31,513	
Printing and Stationery	2,810	
Processing fees	53,550	
Staff welfare	4,38,810	3,96,315
Office exps	-	10,847
Rent paid	1,23,100	3,09,200
Repairs & maintaince	30,24,000	30,58,650
Security charges	11,50,306	9,96,003
Travalling & Conveyance exps	48,947	34,740
Postage & Courier Expenses	89,095	1,10,320
Roc charges	17,477	
Transportation Expenses	1,94,984	
Interest & Penalty Towards TDS, GST		8,210
Testing charges	1,90,315	
Telephone Expenses	26,469	28,913
Total	1,58,95,452	1,07,74,036



Divyadhan Consultants Private Limited

Note 8 : Tangible Assets

Particulars	Gross Block				Depreciation				Net Block	
	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.03.2023	WDV as on 31.03.2022
Tangible Assets										
Land	90,00,000			90,00,000					90,00,000	90,00,000
Office Building	4,59,58,281			4,59,58,281	69,93,642	14,55,346		84,48,988	3,75,09,293	3,89,64,639
Plant & Machinery	10,75,00,560	1,31,93,145		12,06,93,705	4,76,41,911	1,31,68,958		6,08,10,869	5,98,82,836	5,98,58,649
Vehicle	29,94,579			29,94,579	22,70,216	5,68,970		28,39,186	1,55,393	7,24,363
Computer	1,31,504			1,31,504	1,24,929			1,24,929	6,575	6,575
Office Equipments	5,74,249			5,74,249	5,08,247	39,480		5,47,727	26,522	66,002
Furniture and fixture		89,560		89,560		578		578	88,982	
Capital Work in Progress	1,77,170			1,77,170					1,77,170	1,77,170
Total (Current Year)	16,63,36,343	1,32,82,705	-	17,96,19,048	5,75,38,945	1,52,33,332	-	7,27,72,277	10,68,46,772	10,87,97,398
Total (Previous Year)	-	-	-	-	-	-	-	-	-	-



DIVYADHAN CONSULTANTS PRIVATE LIMITED
ASSESSMENT YEAR 2022-23
DEPRECIATION STATEMENT AS PER INCOME TAX ACT

PARTICULARS	RATE (%)	AS ON 01/04/2022	ADDITION		DEDUCTION	BALANCE AS 31/03/2021	DEPRECIATION DURING YEAR	BALANCE AS ON 31/03/2023
			> 180 Days	< 180 Days				
Land	0%	90,00,000			-	90,00,000	-	90,00,000
Vehicle	15%	16,84,552			-	16,84,552	2,52,682.80	14,31,869
Office Equipment	15%	3,40,015			-	3,40,015	51,002.25	2,89,013
Plant & Machinery	15%	6,46,81,476	13,40,305	1,18,52,840		7,78,74,621	1,07,92,230.15	6,70,82,391
Building	10%	3,05,49,388				3,05,49,388	30,54,938.80	2,74,94,449
Furniyure	10%		4,500	85,060		89,560	4,703.00	84,857
Computer	40%	17,043				17,043	6,817.20	10,226
TOTAL (Rs.)		10,62,72,474	13,44,805	1,19,37,900	-	11,95,55,179	1,41,62,374	10,53,92,805



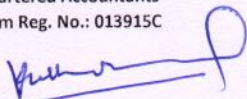
Divyadhan Consultants Private Limited
Cash Flow Statement for the year ended 31st March, 2023

Particulars	As at 31st March, 2023	As at 31st March, 2022
Cash flow from operating activities:		
Net Profit before tax as per the statement of profit and loss	3,01,20,682	55,99,050
Adjusted for:		
Depreciation and amortization expense	1,52,33,332	1,48,50,866
Adjustment in Depreciation	-	-
Interest received	(58,518)	(83,791)
Finance cost	56,32,787	75,69,244
Gratuity Payment from Reserve	-	-
Cash generated from operations before working capital changes	5,09,28,283	2,79,35,369
Movements in working capital:		
(Increase) / Decrease in trade receivables	1,64,505	2,67,486
(Increase) / Decrease in Short Term Loans and Advances	(54,480)	17,85,761
(Increase) / Decrease in Other Current Assets	88,57,834	(79,43,931)
(Increase) / Decrease in Inventories	(2,74,01,674)	2,92,54,851
(Decrease) / Increase in Short Term Borrowing	(41,47,524)	(42,81,830)
(Decrease) / Increase in Trade Payables	1,19,61,221	(70,70,632)
(Decrease) / Increase in Short Term Provision	-	-
(Decrease) / Increase in Other Current Liabilities	93,34,166	(41,47,221)
Cash Generated from Operations	4,96,42,331	3,57,99,853
Taxes paid (Net of refund)	95,79,635	-
Net cash generated from operating activities	4,00,62,696	3,57,99,853
Cash flow from investing activities:		
Purchase of Fixed Assets	(1,32,82,706)	(75,67,072)
Sales Of Fixed Assets	-	(57,722)
Proceed from sale of Investment	-	-
Long term loan & advance	-	-
Security Deposit	-	-
Interest income	58,518	83,791
Net cash used in investing activities	(1,32,24,189)	(75,41,003)
Cash flow from financing activities:		
Share issue money received	-	-
Repayment of Term loan	-	-
Borrowing /Repayment) from Bank / Related party	(2,12,73,962)	(1,90,48,361)
Deposit given for Lease	-	-
Finance cost	(56,32,787)	(75,69,244)
Net cash used in financing activities	(2,69,06,749)	(2,66,17,605)
Net increase / (decrease) in cash and cash equivalents	(68,241)	16,41,245
Cash and cash equivalents as at the beginning of the year	1,33,546	1,00,898
Cash and cash equivalents as at the end of the year	65,305	17,42,143
Cash and cash equivalent comprises of :		
Cash in hand	22,085	36,377
Balance with banks	43,220	97,169
Deposits with Bank having maturity less than a year	-	-
Total	65,305	1,33,546

Notes

- The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Notified Accounting Standard - 3 on Cash Flow Statements.
- Figures in bracket indicate cash outgo.
- Previous years' figures have been regrouped/rearranged to conform with current years' classifications.

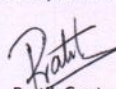
For Kishan Agrawal & Associates
Chartered Accountants
Firm Reg. No.: 013915C

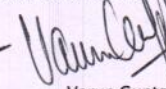


CA. Kishan Kumar Agrawal
Partner
Membership No. : 407396
UDIN: 23407396BGWVGK2531
Place: Bhilwara
Date : 01.09.2023



For Divyadhan Consultants Pvt Ltd


Pratik Gupta
(Director)


Varun Gupta
(Director)

DIN : 6576759

DIN 00471296

DIVYADHAN CONSULTANTS PRIVATE LIMITED

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON FINANCIAL STATEMENTS

A. Significant Accounting Policies

1. Basis of accounting:-

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) including the Accounting Standards notified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013.

The financial statements have been prepared under the historical cost convention on accrual basis.

2. Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

3. Revenue Recognition: -

Expenses and Income considered payable and receivable respectively are accounted for on accrual basis.

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

4. Property, Plant & Equipment :-

Property, Plant & Equipment including intangible assets are stated at their original cost of acquisition including taxes, freight and other incidental expenses related to acquisition and installation of the concerned assets less depreciation till date.

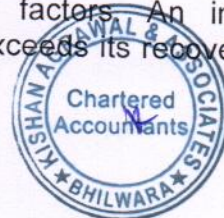
Company has adopted cost model for all class of items of Property Plant and Equipment.

5. Depreciation :-

Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written down Value (WDV) Method/SLM method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

Depreciation on assets acquired/sold during the year is recognized on a pro-rata basis to the statement of profit and loss till the date of acquisition/sale.

The carrying amount of assets is reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The



recoverable amount is the greater of the assets, net selling price and value in use. 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 risks specific to the asset.

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

6. Foreign currency Transactions: -

Transactions arising in foreign currencies during the year are converted at the rates closely approximating the rates ruling on the transaction dates. Liabilities and receivables in foreign currency are restated at the year-end exchange rates. All exchange rate differences arising from conversion in terms of the above are included in the statement of profit and loss.

7. Investments :-

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as non-current investments.

8. Inventories :-

Inventories are valued as under:-

1. Inventories : Lower of cost(FIFO/specific cost/Weighted Average) or net realizable value
2. Scrap : At net realizable value.

9. Borrowing cost:-

Borrowing costs that are attributable to the acquisition or construction of the qualifying assets are capitalized as part of the cost of such assets. A qualifying assets is one that necessarily takes a substantial period of time to get ready for its intended uses or sale. All other borrowing costs are charged to revenue in the year of incurrence. The amount of borrowing cost capitalized during the year is **NIL**.

10. Retirement Benefits:-

The retirement benefits are accounted for as and when liability becomes due for payment.

11. Taxes on Income:-

Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act, 1961. The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted by the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is virtual certainty with convincing evidence that these would be realized in future. At each Balance Sheet date, the carrying amount of deferred tax is reviewed to reassure realization.



12. Provisions, Contingent Liabilities and Contingent Assets:- (AS-29)

Provisions are recognized only when there is a present obligation as a result of past events and when a reliable estimate of the amount of the obligation can be made.

Contingent Liabilities is disclosed in Notes to the account for:-

- (i) Possible obligations which will be confirmed only by future events not wholly within the control of the company or
- (ii) Present Obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognized in the financial statement since this may result in the recognition of the income that may never be realized.

General:

Except wherever stated, accounting policies are consistent with the generally accepted accounting principles and have been consistently applied.

(B) Notes on Financial Statements

1. The SSI status of the creditors is not known to the Company; hence the information is not given.
2. Trade receivables, Trade payables, Loans & Advances and Unsecured Loans have been taken at their book value subject to confirmation and reconciliation.

3. Payments to Auditors:

(Figure in Lakh)

Auditors Remuneration	2022-2023	2021-2022
Audit Fees	0.40	0.40
	-	-
Total	0.40	0.40

4. Loans and Advances are considered good in respect of which company does not hold any security other than the personal guarantee of persons.
5. No provision for retirement benefits has been made, in view of accounting policy No. 11. The impact of the same on Profit & Loss is not determined.
6. Related Party disclosure as identified by the company and relied upon by the auditors:

(A) Related Parties and their Relationship

(I) Key Management Personnel

1. Mr. Pratik Pramod Gupta
2. Mr. Varun Gupta



(II) Relative of Key Management Personnel

1. Vinod kumar gupta

(III) Enterprises owned or significantly influenced by Key Management personnel or their relatives

1. YASHASH COMMODITIES PVT LTD
2. SONPANKHI SHARES AND SECURITIES PVT.LTD.
3. ASSOCIATED TEXTILE INDUSTRIES PVT.LRD.

Transactions with Related parties

(Figure in Lakh)

Particulars	Transactions during the year			
	Current Year		Previous Year	
	Key Management Personnel	Relative of Key Management Personnel	Key Management Personnel	Relative of Key Management Personnel
Advance Paid				
Received Back				
Deposit Received				
Deposit Repaid				
Interest Received				
Interest Paid				
Remuneration Paid	24.00	24.00	24.00	24.00
Purchase		108.33		107.84
Rent Paid				
Other Payment				
Job Charges				

Outstanding Balances

(Figure in Lakh)

Particulars	Current Year		Previous Year	
	Key Management Personnel	Relative of Key Management Personnel	Key Management Personnel	Relative of Key Management Personnel
Loans Taken	0.00	0.00	0.00	0.00
Loans Repaid	0.00	0.00	0.00	0.00



7. % of imported & indigenous raw material

(Figure in Lakh)

Particulars	2022		2021	
	%	Amount	%	Amount
Imported	0.00	-	0.00	-
Indigenous	100	4946.26	100	4700.28

8. Value of Imports

Raw Material	Nil	Nil
Finished Goods	Nil	Nil

9. Expenditure in Foreign Currency Nil Nil

10. Earning in Foreign Exchange 2.13 lakh Nil

11. Previous year figures have been regrouped/rearranged wherever necessary.

In terms of Our Separate Audit Report of Even Date Attached.

For: KISHAN AGRAWAL AND
ASSOCIATES
Chartered Accountants

For: DIVYADHAN CONSULTANTS
PRIVATE LIMITED



(KISHAN KUMAR AGRAWAL)
PARTNER
Membership No. 407396
Registration No. 013915C
Place:- BHILWARA
Date: - 01/09/2023
Udin: 23407396BGWVGV4206




PRATIK PRAMOD
GUPTA
Director
DIN : 06576759



VARUN GUPTA
Director
DIN : 00471296