

**MATRA KAUSHAL ENTERPRISE LIMITED**

**32<sup>ND</sup> ANNUAL REPORT**

**2023-24**

## **CORPORATE INFORMATION**

### **BOARD OF DIRECTORS:**

1. Mr. Ramesh Chandra Partani - Managing Director (DIN: 02260773)
2. Mrs. Premlata Partani - Non-Executive Director (DIN: 02200569)
3. Mr. Muralikrishna Mohan Rao Kunapareddy - Independent Director (DIN: 08502728)

### **CHIEF EXECUTIVE OFFICER:**

Mr. Syed Masood Ali

### **REGISTERED OFFICE:**

702 E AI Karim Trade Centre  
Ranigunj, Secunderabad – 500003, Telangana

### **CORPORATE IDENTITY NUMBER**

L29309AP1992PLC014177

### **AUDITORS:**

M/s. L Siva Kumar & Associates.,  
Chartered Accountants,  
H. No. 2-22-253, 2<sup>nd</sup> Floor, Rensri Arcade, Bhayanagar Society, Kukatpally,  
Hyderabad, 500072- Telangana

### **BANKERS:**

State Bank of India  
M.G.Road, Secunderabad - Telangana

### **AUDIT COMMITTEE:**

1. Mr. Muralikrishna Mohan Rao Kunapareddy - Chairman
2. Mrs. Premlata Partani - Member
3. Mr. Ramesh Chandra Partani - Member

**NOMINATION & REMUNERATION COMMITTEE:**

- |  |   |          |
|--|---|----------|
| 1. Mr. Muralikrishna Mohan Rao Kunapareddy | - | Chairman |
| 2. Mrs. Premlata Partani                   | - | Member   |
| 3. Mr. Ramesh Chandra Partani              | - | Member   |

**STAKEHOLDERS RELATIONSHIP COMMITTEE:**

- |  |   |          |
|--|---|----------|
| 1. Mr. Muralikrishna Mohan Rao Kunapareddy | - | Chairman |
| 2. Mrs. Premlata Partani                   | - | Member   |
| 3. Mr. Ramesh Chandra Partani              | - | Member   |

**INDEPENDENT DIRECTORS:**

Mr. Muralikrishna Mohan Rao Kunapareddy

**REGISTRAR & SHARE TRANSFER AGENTS:**

Aarathi Consultants Private Limited,  
1-2-285, Domalguda, Hyderabad-500029  
Ph.Nos.040-27638111/27634445  
Email: info@aarthicconsultants.com

<b><u>LISTED AT</u></b>	:	BSE Limited
<b><u>ISIN</u></b>	:	INE265N01030
<b><u>WEBSITE</u></b>	:	<a href="http://www.unistab.com">www.unistab.com</a>
<b><u>INVESTOR E-MAIL ID</u></b>	:	<a href="mailto:contactus@unistab.com">contactus@unistab.com</a>

## **NOTICE**

Notice is hereby given that the 32<sup>nd</sup> Annual General Meeting of the Members of Matra Kaushal Enterprise Limited will be held on Monday, 30<sup>th</sup> day of September, 2024 at 10:00 a.m. at the Registered Office of the Company situated at 702 E AI Karim Trade Centre Ranigunj, Secunderabad – 500003, Telangana:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2024, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.
2. To appoint a Director in place of Mrs. Premlata Partani (DIN: 02200569) who retires by rotation and being eligible offers herself for re-appointment.

**For and on behalf of the Board  
Matra Kaushal Enterprises Limited**

**Place: Hyderabad  
Date: 07.09.2024**

**Ramesh Chandra Parthani  
Managing Director  
(DIN: 02260773)**

### **Notes:**

1. In with the general circular no. 14/2020 dated April 08, 2020, general circular no.17/2020 dated April 13, 2020, circular no. 20/2020 dated may 05, 2020, circular no. 02/2021 dated January 13, 2021, circular no. 19/2021 dated December 8, 2021, circular no. 21/2021 dated December 14, 2021 circular no. 02/2022 dated May 5, 2022 and circular no. 10/2022 dated December 28, 2022 respectively, issued by the ministry of corporate affairs and circular no. SEBI/HO/ CFD/CMD1/CIR/ P/2020/79 dated May 12, 2020, circular no. SEBI/HO/CFD/CMD2/CIR /P/2021/11 dated January 15, 2021 and circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 issued by SEBI, owing to the difficulties involved in dispatching of physical copies, notice of AGM are being sent in electronic mode to members whose names appear on the register of members/ list of beneficial owners as received from National Securities Depository Limited (“NSDL”)/

central depository services (India) limited (“CDSL”) and whose email address is available with the company or the depository participants or RTA of the company.

2. The notice of the AGM is being sent through electronic mode only to those members whose email address is registered with the company/ depositories. Members may note that the notice will also be available on the company’s website and website of the stock exchanges, i.e. On BSE limited for receiving all communication (including annual report) from the company electronically members are requested to register/update their email addresses with the relevant depository participant.
3. A member entitled to attend and vote at the meeting is entitled to appoint a proxy/ proxies to attend and vote instead of himself /herself. Such a proxy/ proxies need not be a member of the company.
4. In order that the appointment of a proxy is effective, the instrument appointing a proxy must be received at the registered office of the company not later than forty- eight hours.
5. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten (10) percent of the total share capital of the company carrying voting rights. A member holding more than ten (10) percent of the total share capital of the company carrying voting rights may appoint a single person only as a proxy and such person shall not act as proxy for other shareholder.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [curatechnologies.in](http://curatechnologies.in). The Notice can also be accessed from the website of BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility) i.e., [www.evotingindia.com](http://www.evotingindia.com) .

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

- (i) The voting period begins on 27.09.2024 at 09.00 A.M and ends on 29.09.2024 at 05.00 P.M. During this period shareholders of the Company, holding shares either in physical form or in

dematerialized form, as on the cut-off date (record date) 23.09.2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders /retail shareholders is at a negligible level.
- (iv) Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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

<b>Type of shareholders</b>	<b>Login Method</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System My easi. 2) After successful login the Easi / Easiest user will be able to see the e- Voting option for eligible companies where the e voting is in progress as per the information provided by company. On clicking the e voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e., CDSL/NSDL/KARVY/LINKINTIME, so that the

	<p>user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e- Voting option where the e voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e- Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e- Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a> Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e- Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
<p>Individual Shareholders</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with</p>

(holding securities in Demat mode) log in through their depository participants	NSDL/CDSL for e- Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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- (v) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e- Voting facility.

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

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

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

<b>Login type</b>	<b>Helpdesk details</b>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

- (vi) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).

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

	<b>For Shareholders holding shares in Demat Form other than individual and Physical Form</b>
PAN	<p>Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <p>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</p>
Dividend Bank Details <b>OR</b> Date Of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <p>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</p>

(vii) After entering these details appropriately, click on “SUBMIT” tab.

(viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly

recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant < MATRA KAUSHAL ENTERPRISES LIMITED > on which you choose to vote.
- (xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) **Facility for Non – Individual Shareholders and Custodians –Remote Voting**
  - Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [contactus@unistab.com](mailto:contactus@unistab.com) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

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

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

4. If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022-23058738 and 022-23058542/43.

5. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**For and on behalf of the Board of Directors  
Matra Kaushal Enterprises Limited**

**Place: Hyderabad  
Date: 07.09.2024**

**Ramesh Chandra Parthani  
Managing Director  
(DIN: 022607773)**

## BOARD'S REPORT

To the Members,

The Directors have pleasure in presenting before you the 32<sup>nd</sup> Board's Report of the Company together with the Audited Statements of Accounts for the year ended 31<sup>st</sup> March, 2024.

### 1. FINANCIAL SUMMARY/HIGHLIGHTS:

The performance during the period ended 31<sup>st</sup> March, 2024 has been as under:

(Amount in Rs.)

Particulars	Standalone	
	2023-24	2022-23
Revenue from Operations	81,49,466	78,23,985
Other Income (Including Exceptional Items)	--	--
Total Expenses	94,26,507	4,68,45,273
Profit Before Tax	(12,77,041)	(3,90,21,288)
Less: Provision for Taxation	--	--
Profit / (Loss) After Tax	(12,77,041)	(3,90,21,288)
Other Comprehensive Income	--	--
Total Comprehensive Income	(12,77,041)	(3,90,21,288)
Earning per Equity Share (in Rs.)		
Basic	(0.01)	(0.19)
Diluted	(0.01)	(0.19)

### 2. REVIEW OF OPERATIONS:

During the Year under the review, the total revenue of the Company for the financial year 2023-24 was Rs. 81,49,466 as against Rs. 78,23,985 for the previous financial year. The net loss for the financial year 2023-24 is Rs. (12,77,041) as against the net loss of Rs. (3,90,21,288) for the previous year.

During the period under review and the date of Board's Report there was no change in the nature of Business.

### 3. DIVIDEND

The Directors have not recommended dividend for the year 2023-24.

#### **4. BUSINESS UPDATE AND STATE OF COMPANY'S AFFAIRS:**

The information on Company's affairs and related aspects is provided under Management Discussion and Analysis report, which has been prepared, inter-alia, in compliance with Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015 and forms part of this Report.

#### **5. RESERVES:**

Pursuant to provisions of Section 134 (3) (j) of the Companies Act, 2013, the company has not proposed to transfer any amount to general reserves account of the company during the year under review.

No amount was transferred to reserves for the year ended 31<sup>st</sup> March, 2024 since the company has incurred losses in the previous years.

#### **6. CHANGE IN THE NATURE OF BUSINESS, IF ANY:**

During the period under review and the date of Board's Report there was no change in the nature of Business.

#### **7. MATERIAL CHANGES AND COMMITMENTS:**

There were no material changes and commitments affecting financial position of the company between 31st March, 2024 and the date of Board's Report. (i.e., 07.09.2024)

#### **8. REVISION OF FINANCIAL STATEMENTS**

There was no revision of the financial statements for the year under review.

#### **9. AUTHORISED AND PAID-UP CAPITAL OF THE COMPANY:**

The Authorized Share Capital of the Company stands at Rs. 24,00,00,000 (Rupees Twenty-Four Crore only) divided into 2,40,00,000 (Two crores Forty Lakhs only) Equity Shares of Rs. 10/- (Rupees Ten) each.

The Paid-up Share Capital is Rs. 20,17,17,850/- (Rupees Twenty Crore Fifty Seventeen Lakh Seventeen Thousand and Eight Hundred and Fifty Only) divided into 2,01,71,785 (Two Crore One Lakh Seventy-One Thousand Seven Hundred and Eighty-five Only) equity shares of Rs. 10/- each.

## **10. INVESTOR EDUCATION AND PROTECTION FUND (IEPF):**

Pursuant to the provisions of Section 124 of the Act, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (“IEPF Rules”) read with the relevant circulars and amendments thereto, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (“IEPF”), constituted by the Central Government.

During the Year, no amount of dividend was unpaid or unclaimed for a period of seven years and therefore no amount is required to be transferred to Investor Education and Provident Fund under the Section 125(1) and Section 125(2) of the Act.

## **11. TRANSFER OF SHARES AND UNPAID/UNCLAIMED AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF):**

Pursuant to the provisions of Section 124 of the Act, Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (“IEPF Rules”) read with the relevant circulars and amendments thereto, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (“IEPF”), constituted by the Central Government.

During the Year, no amount of dividend was unpaid or unclaimed for a period of seven years and therefore no amount is required to be transferred to Investor Education and Provident Fund under the Section 125(1) and Section 125(2) of the Act.

## **12. DECLARATION FROM INDEPENDENT DIRECTORS ON ANNUAL BASIS**

The Company has received declarations from Mr. Muralikrishna Mohan Rao Kunapareddy, Independent director of the company to the effect that they are meeting the criteria of independence as provided in Sub-section (6) of Section 149 of the Companies Act, 2013 and under regulation 16(1)(b) read with regulation 25 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

The Independent Directors have also confirmed that they have complied Company’s Code of Conduct. In terms of Regulations 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.

During the year, Independent Directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission and reimbursement of

expenses incurred by them for the purpose of attending meetings of the Board of Directors and Committee(s).

### **13. BOARD MEETINGS:**

The Board of Directors duly met five (5) times on 30.05.2023, 14.08.2023, 08.09.2023, 13.11.2023 and 09.02.2024 in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

### **14. BOARD EVALUATION:**

Evaluation of all Board members is performed on an annual basis. The evaluation is performed by the Board, Nomination and Remuneration Committee and Independent Directors with specific focus on the performance and effective functioning of the Board and Individual Directors.

In line with Securities and Exchange Board of India Circular No. SEBI/HO/CFD/CMD/CIR/P/2017/004, dated January 5, 2017 and the Companies Amendment Act, 2017 the Company adopted the recommended criteria by Securities and Exchange Board of India.

The criteria for performance evaluation covers the areas relevant to the functioning of the Board and Board Committees such as its composition, oversight and effectiveness, performance, skills and structure etc.

### **15. REMUNERATION TO EACH DIRECTOR:**

Under section 197(12) of the Companies Act, 2013, and Rule 5(1) of the Companies (Appointment & Remuneration) Rules, 2014 read with Schedule V of the Companies Act, 2013 a remuneration of Rs. 4,50,000 /- is being paid to Mr. Ramesh Chandra Partani, Managing Director of the Company and a remuneration of Rs. 4,50,000 /- is being paid to Mrs. Premlata Partani, Director of the Company.

### **16. DIRECTOR'S RESPONSIBILITY STATEMENT:**

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) 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;

(c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The Directors had prepared the annual accounts on a going concern basis; and

(e) The Directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(f) 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.

#### **17. DETAILS OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS:**

Your Company has well established procedures for internal control across its various locations, commensurate with its size and operations. The organization is adequately staffed with qualified and experienced personnel for implementing and monitoring the internal control environment.

The internal audit function is adequately resourced commensurate with the operations of the Company and reports to the Audit Committee of the Board.

#### **18. NO FRAUDS REPORTED BY STATUTORY AUDITORS**

During the Financial Year 2023-24, the Auditors have not reported any matter under section 143(12) of the Companies Act, 2013, therefore no detail is required to be disclosed under section 134(3) (ca) of the Companies Act, 2013.

#### **19. CEO/ CFO CERTIFICATION:**

The Managing Director and Chief Financial Officer Certification on the financial statements u/r regulation 17 (8) of SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015 for the year 2023-2024 is annexed in this Annual Report.

#### **20. INFORMATION ABOUT THE FINANCIAL PERFORMANCE / FINANCIAL POSITION OF THE SUBSIDIARIES / ASSOCIATES/ JOINT VENTURES:**

The Company does not have any subsidiaries/associates/joint ventures.

#### **21. NAMES OF THE COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR.**

There have been no companies which have become or ceased to be the subsidiaries, during the year.

#### **22. DETAILS RELATING TO DEPOSITS, COVERING THE FOLLOWING:**

The Company has not accepted any public deposits during the Financial Year ended March 31, 2024 and as such, no amount of principal or interest on public deposits was outstanding as on the date of the balance sheet.

### **23. RELATED PARTY TRANSACTIONS:**

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. During the financial year 2023-24, there were no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

In line with the provisions of Section 177 of the Act read with the Companies (Meetings of the Board and its Powers) Rules, 2014, omnibus approval for the estimated value of transactions with the related parties for the financial year is obtained from the Audit Committee. The transactions with the related parties are routine and repetitive in nature.

The summary statement of transactions entered into with the related parties are reviewed and approved by the Audit Committee and the Board of Directors on a quarterly basis.

The Form AOC-2 pursuant to Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is annexed herewith as **Annexure-1** to this report.

### **24. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:**

The required information as per Sec.134 (3) (m) of the Companies Act 2013 is provided hereunder:

**A. Conservation of Energy:** Your Company's operations are not energy intensive. Adequate measures have been taken to conserve energy wherever possible by using energy efficient computers and purchase of energy efficient equipment.

**B. Technology Absorption:** All the Factors mentioned in Rule 8 (3)(b) Technology absorption are not applicable to the Company.

#### **C. Foreign Exchange Earnings and Out Go:**

Foreign Exchange Earnings: NIL

Foreign Exchange Outgo: NIL

### **25. COMMITTEES:**

**(I). AUDIT COMMITTEE:** The Audit Committee of the Company is constituted in line with the provisions of Regulation 18(1) of SEBI (LODR) Regulations with the Stock Exchange read

with Section 177 of the Companies Act, 2013 are included in the Corporate Governance report, which forms part of this report.

**(II). NOMINATION AND REMUNERATION COMMITTEE:** The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Regulation 19(1) of SEBI (LODR) Regulations with the Stock Exchange read with Section 178 of the Companies Act, 2013 are included in the Corporate Governance report, which forms part of this report.

**(III). STAKEHOLDERS RELATIONSHIP COMMITTEE:** The Stakeholders Relationship Committee of the Company is constituted in line with the provisions of Regulation 20 of SEBI (LODR) Regulations with the Stock Exchange read with Section 178 of the Companies Act, 2013 are included in the Corporate Governance report, which forms part of this report.

## **26. COMPOSITION OF CSR COMMITTEE AND CONTENTS OF CSR POLICY:**

Since the Company does not have the net worth of Rs. 500 Crore or more, or turnover of Rs. 1000 Crore or more, or a net profit of Rs. 5 Crore or more during the financial year, section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility is not applicable and hence the Company need not adopt any Corporate Social Responsibility Policy.

## **27. VIGIL MECHANISM/WHISTLE BLOWER POLICY:**

The Board of Directors has formulated a Whistle Blower Policy which is in compliance with the provisions of Section 177(10) of the Companies Act, 2013 and Regulation 22 of the Listing Regulations. The Company promotes ethical behaviour and has put in place a mechanism for reporting illegal or unethical behaviour. The Company has a Vigil Mechanism and Whistle-blower policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. Employees may report their genuine concerns to the Chairman of the Audit Committee. During the year under review, no employee was denied access to the Audit Committee.

Vigil Mechanism Policy has been established by the Company for directors and employees to report genuine concerns pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013.

## **28. AUDITORS AND AUDITORS REPORT:**

### **A) STATUTORY AUDITORS AND STATUTORY AUDITORS REPORT**

The members of the Company in accordance with Section 139 of the Companies Act, 2013 have passed a resolution for appointment of M/s. L Siva Kumar & Associates., Chartered Accountants, Hyderabad as Statutory Auditors of the Company for a period of 5 years in the 29<sup>th</sup> AGM held on 30.09.2021 to hold office up to the conclusion of 33rd Annual General Meeting of the Company to be held in the year 2025.

### **B) SECRETARIAL AUDIT REPORT:**

The Company has not appointed Secretarial Audit for FY 2023-24.

**C) ANNUAL SECRETARIAL COMPLIANCE REPORT:**

The Company has not appointed Secretarial Audit for FY 2023-24.

**D) INTERNAL AUDITORS:**

The Company does not have an Internal Auditor for FY 2023-24.

**29. DISCLOSURE ABOUT COST AUDIT:**

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Act, are not applicable for the business activities carried out by the Company.

**30. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

Management discussion and analysis report for the year under review as stipulated under Regulation 34 (e) read with schedule V, Part B of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 with the stock exchange in India is annexed herewith as Annexure- 2 to this report.

**31. FAMILIARISATION PROGRAMMES:**

The Company familiarizes its Independent Directors on their appointment as such on the Board with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, etc. through familiarization programme. The Company also conducts orientation programme upon induction of new Directors, as well as other initiatives to update the Directors on a continuing basis.

**32. CORPORATE GOVERNANCE AND SHAREHOLDERS INFORMATION:**

The Company has implemented all of its major stipulations as applicable to the Company. As stipulated under Regulation 34 read with schedule V of SEBI (LODR) Regulations, 2015, a report on Corporate Governance duly audited is appended as Annexure-3 for information of the Members.

**33. NON-EXECUTIVE DIRECTORS' COMPENSATION AND DISCLOSURES:**

None of the Independent / Non-Executive Directors has any pecuniary relationship or transactions with the Company which in the Judgment of the Board may affect the independence of the Directors.

No compensation was paid to the Independent and Non-Executive Directors

**34. DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS:**

During the year under review, there has been no one-time settlement of loans taken from banks and financial institutions.

**35. DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016:**

During the year under review, there were no applications made or proceedings pending in the name of the Company under Insolvency and Bankruptcy Code, 2016.

**36. COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB-SECTION (3) OF SECTION 178:**

The assessment and appointment of Members to the Board is based on a combination of criterion that includes ethics, personal and professional stature, domain expertise, gender diversity and specific qualification required for the position. The potential Board Member is also assessed on the basis of independence criteria defined in Section 149(6) of the Companies Act, 2013 and Regulation 27 of SEBI (LODR) Regulations, 2015.

In accordance with Section 178(3) of the Companies Act, 2013 and Regulation 19(4) of SEBI (LODR) Regulations, 2015, on the recommendations of the Nomination and Remuneration Committee, the Board adopted a remuneration policy for Directors, Key Management Personnel (KMPs) and Senior Management. The Policy is attached a part of Corporate Governance Report. We affirm that the remuneration paid to the Directors is as per the terms laid down in the Nomination and Remuneration Policy of the Company.

**37. CODE OF CONDUCT FOR THE PREVENTION OF INSIDER TRADING**

The Board of Directors has adopted the Insider Trading Policy in accordance with the requirements of the SEBI (Prohibition of Insider Trading) Regulation, 2015 and the applicable Securities laws. The Insider Trading Policy of the Company lays down guidelines and procedures to be followed, and disclosures to be made while dealing with shares of the Company, as well as the consequences of violation. The policy has been formulated to regulate, monitor and ensure reporting of deals by employees and to maintain the highest ethical standards of dealing in Company securities.

**38. INDUSTRY BASED DISCLOSURES AS MANDATED BY THE RESPECTIVE LAWS GOVERNING THE COMPANY:**

The Company is not a NBFC, Housing Companies etc., and hence Industry based disclosures is not required.

**39. FAILURE TO IMPLEMENT CORPORATE ACTIONS:**

During the year under review, no corporate actions were done by the Company which were failed to be implemented.

**40. CREDIT & GUARANTEE FACILITIES:**

The Company has not availed credit and guarantee facilities.

**41. DEVIATIONS, IF ANY OBSERVED ON FUNDS RAISED THROUGH PUBLIC ISSUE, PREFERENTIALISSUE ETC:**

During the year under review, there has been no deviation in the utilisation of funds as no raising of funds took place.

**42. EVENT BASED DISCLOSURES:**

During the year under review, the Company has not taken up any of the following activities except as mentioned:

1. Issue of sweat equity share: NA
2. Issue of shares with differential rights: NA
3. Issue of shares under employee's stock option scheme: NA
4. Disclosure on purchase by Company or giving of loans by it for purchase of its shares: NA
5. Buy back shares: NA
6. Disclosure about revision: NA
7. Preferential Allotment of Shares: NA

**43. ACKNOWLEDGEMENTS:**

Your Directors place on record their appreciation for the overwhelming co-operation and assistance received from the investors, customers, business associates, bankers, vendors, as well as regulatory and governmental authorities. Your Directors also thanks the employees at all levels, who through their dedication, co-operation, support and smart work have enabled the company to achieve a moderate growth and is determined to poise a rapid and remarkable growth in the year to come.

Your Directors also wish to place on record their appreciation of business constituents, banks and other financial institutions and shareholders of the Company, SEBI, BSE, ROC etc. for their continued support for the growth of the Company.

**For and on behalf of the Board  
Matra Kaushal Enterprises Limited**

**Place: Hyderabad  
Date: 07.09.2024**

**Ramesh Chandra Parthani  
Managing Director  
DIN: 01999844**

**Premlata Partani  
Director  
DIN: 02200569**

## Annexure - 1

### 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 transactions under third proviso thereto.**

1. Details of contracts or arrangements or transactions not at arm's length basis : Not Applicable
  - a) Name(s) of the related party and nature of relationship : Not Applicable
  - b) Nature of contracts/arrangements/transactions : None
  - c) Duration of the contracts/arrangements/transactions : Not Applicable
  - d) Salient terms of the contracts or arrangements or Transactions including the value, if any : Not Applicable
  - e) Justification for entering into such contracts or Arrangements or transactions : Not Applicable
  - f) Date(s) of approval of the Board : Not Applicable
  - g) Amounts paid as advances, if any : None
  - h) Date on which the special resolution was passed in General meeting as required under first proviso to Section 188 : Not Applicable

2. Details of material contracts or arrangement or transactions at arm's length basis:

S. No	Name of the Party	Designation	Nature of Transaction	Amount (in Rs.)	Date of Approval
1	Mr. Ramesh Chandra Partani	Managing Director	Remuneration	4,50,000 /- per annum	14.02.2023
2	Mrs. Premlata Partani	Director	Remuneration	4,50,000 /- per annum	14.02.2023

3. Details of contracts or arrangements or transactions not in the ordinary course of business

S. No	Particulars	Details
a)	Name(s) of the related party & nature of relationship	None
b)	Nature of contracts/arrangements/transaction	Nil
c)	Duration of the contracts/arrangements/transaction	Nil
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	None
e)	Justification of entering into such contracts or arrangements or transactions	None
f)	Date of approval by the Board	Not Applicable
g)	Amount paid as advances, if any	Nil
h)	Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188	Not Applicable

During the financial year 2023-24, all related party transactions entered into by the Company were in the ordinary course of business and on an arm's length basis and were approved by the Audit Committee of the Company.

**For and on behalf of the Board of  
Matra Kaushal Enterprise Limited**

**Date: 07.09.2024  
Place: Hyderabad**

**Ramesh Chandra Parthani  
Managing Director  
DIN: 02260773**

**Premlata Partani  
Director  
DIN: 02200569**

## MANAGEMENT DISCUSSION AND ANALYSIS

**Pursuant to PARA B of Schedule V of the SEBI (listing Obligation and Disclosure Requirement) Regulation, 2015, a report on Management Discussion and Analysis Report is given below:**

### **Industry structure and developments**

Your Company is engaged in Electrical Industry which is into voltage stabilizers under the brand “UNISTAB” and the products are having its different broad range.

The industry has seen growing trend in requirements in last few years with continued capacity expansions/newer investments in the user industries and the force placed by the Government on the sector and the increasing participation of private sector in electricity generation. The demand for the Company’s products continues to improve considerably. The margins however, are low due to rising input costs and intense competition. We are however trying to reduce the impact by improving operational efficiencies. The actual performance may however differ as it is dependent on several factors beyond control of the Company.

In the coming year, your Company will continue to explore opportunities in Electrical Industry across the country, will further develop and grow its current Electrical Business, explore portfolio management services and deploy surplus funds in various other avenues. Your Company always looks for opportunities to exploit any advantages the market would offer to improve the shareholders’ wealth.

### **Future Outlook**

The thrust placed on the power sector and the improved demand from the user industries, bodes well for us. The margins may however be lower due to increasing raw material costs and intense competition.

In the coming year, your Company will continue to explore opportunities in Electrical Industry across the country, will further develop and grow its investments in Electrical Business and deploy surplus funds in various other avenues. Your Company always looks for opportunities to exploit any advantages the market would offer to improve the Shareholders’ wealth.

### **Risks and concerns**

Risk Management has always been an integral part of the corporate strategy which complements organizational capabilities with business opportunities. A detailed exercise is being carried out to identify, evaluate, manage and monitor both business and non-business risks.

Rising input costs are a matter of concern as it may not be possible to pass them on fully to the customers. The industry is turning highly competitive. Timely availability of inputs is also uncertain.

The Company has a vigil mechanism to report concerns about unethical behavior, actual/suspected frauds and violation of the Company’s Code of Conduct. Protected disclosures can be made by a whistle blower through several channels with the surety that no discrimination will be meted out to any person for a genuinely raised concern.

### **Internal control systems**

The Company has in place an adequate internal control system commensurate with the size of the Company and the nature of business to ensure efficacy of operations and also to ensure that assets are safeguarded against loss and for compliance with applicable legislation.

There exists an adequate management reporting system comprising managerial reporting and analysis on various performance indicators, for corrective action as necessary. Further, the Company has review systems of the performance against agreed financial parameters to assess the strengths and areas of improvement at all the place of Work.

### **Cautionary Statement**

Statements in the Board's Report and the Management Discussion & Analysis describing the Company's objectives, expectations or forecasts may be forward-looking within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include demand and supply conditions affecting selling prices of finished goods, input availability and prices, changes in government regulations, tax laws, economic developments within the country and other factors such as litigation and industrial relations.

### **Human Resources And Industrial Development**

The Company believes that the quality of its employees is the key to its success in the long run and is committed to provide necessary human resource development. Industrial Relations during the year were cordial and the Company is committed to maintain the same in future.

### **Cautionary Statement/Disclaimer Clause:**

Statements in the Board's Report and the Management Discussion & Analysis describing the Company's objectives, expectations or forecasts may be forward-looking within the meaning of applicable securities laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include demand and supply conditions affecting selling prices of finished goods, input availability and prices, changes in government regulations, tax laws, economic developments within the country and other factors such as litigation and industrial relations.

**For and on behalf of the Board of  
Matra Kaushal Enterprise Limited**

**Date: 07.09.2024  
Place: Hyderabad**

**Ramesh Chandra Parthani  
Managing Director  
DIN: 02260773**

**Premlata Partani  
Director  
DIN: 02200569**

## **CORPORATE GOVERNANCE REPORT**

In accordance with Regulation 34 (3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the report containing the details of Corporate Governance systems and processes at **Matra Kaushal Enterprises Limited** as follows:

### **1. COMPANY’S PHILOSOPHY ON CORPORATE GOVERNANCE:**

The Company’s philosophy on Corporate Governance is backed by Principles of Concern, Commitment, Ethics, Excellence and Learning in all its acts and relationships with Stakeholders, Clients, Associates and Community at large. This philosophy revolves around fair and transparent governance and disclosure practices in line with the principles of Good Corporate Governance. The Corporate Governance Structure in the Company assigns responsibilities and entrusts authority among different participants in the organization viz. the Board of Directors, the Senior Management, Employees, etc. The Company believes that good Corporate Governance is a continuous process and strives to improve the Corporate Governance practices to meet shareholder’s expectations.

### **DATE OF REPORT**

The information provided in the Report on Corporate Governance for the purpose of unanimity is as on 31st March, 2024. The Report is updated as on the date of the report wherever applicable.

### **2. BOARD DIVERSITY:**

The Company recognizes and embraces the importance of a diverse board in its success. We believe that a truly diverse board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender, which will help us, retain our competitive advantage. The Board has adopted the Board Diversity Policy which sets out the approach to diversity of the Board of Directors.

### **3. BOARD OF DIRECTORS**

#### **A. COMPOSITION OF THE BOARD**

The Company is managed and controlled through a professional body of Board of Directors. As on date of this report, the Board of Directors of the Company has 3 members (including 1 Independent Non-Executive Director) with vast experience and knowledge. None of the Directors on the Board is a Member of more than 10 committees or Chairman of more than 5 companies across all the Companies in which he/she is a Director.

The Board has been enriched with the advices and skills of the Independent Directors. The composition of the Board of Directors and details of number of Directorships/ committee chairmanships/ memberships attendance particulars is as under:

**Dates on which Board meetings were held:**

Name	Category	Attendance in Board Meetings	
		Held	Present
Ramesh Chandra Partani	Promoter and Managing Director	5	5
Premalatha Partani	Promoter and Non-Executive Director Independent Director	5	5
Muralikrishna Mohan Rao Kunapareddy	Independent Director	5	5

**B. A CHART OR A MATRIX SETTING OUT THE SKILLS/EXPERTISE/COMPETENCE OF THE BOARD OF DIRECTORS:**

Sl.No	Skills / Expertise / Competence of the Board of Directors are required in the context of business of the Company	Names of the Directors who have such skills / expertise / competence
1.	Strategic Planning and General Administration	Ramesh Chandra Partani
2.	Marketing	Premlata Partani
3.	Legal and General Management	Muralikrishna Mohan Rao Kunapareddy

**C. DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE:**

Mr. Ramesh Chandra Partani, Managing Director is the husband of Mrs. Premlata Partani, Non-executive director. Other Directors do not have any inter se relation with each other.

#### **D. NUMBER OF SHARES AND CONVERTIBLE INSTRUMENTS HELD BY NON-EXECUTIVE DIRECTORS:**

None of the Non-Executive Directors hold any equity shares/ convertible instruments of the Company except Mrs. Premlata Partani who holds 77,34,210 equity shares Rs. 10 each.

#### **E. INDEPENDENT DIRECTORS:**

The Company has complied with the definition of Independence as per Regulation 16(1) (b) of the SEBI (LODR), Regulations, 2015 and according to the Provisions of Section 149(6) of the Companies Act, 2013.

The Company has also obtained declarations from all the Independent Directors pursuant to Section 149(7) of the Companies Act, 2013. It is also confirmed that in the opinion of the Board, the Independent Directors fulfill the conditions specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and are independent of the management.

During the year under review, none of the Independent Directors have resigned from the Board of Directors of the Company.

**F. INDEPENDENT DIRECTORS' MEETING:** As per Clause 7 of the Schedule IV of the Companies Act (Code for Independent Directors), a separate meeting of the Independent Directors of the Company (without the attendance of Non-Independent Directors) was held on 09.02.2024, and discussed the following:

1. Evaluation of the performance of Non-Independent Directors and the Board of Directors as whole;
2. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors of the Company eligible to attend were present at the meeting.

As required under Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company regularly familiarizes Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc.

#### **G. FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS:**

Independent Directors are familiarized about the Company's operations and businesses. Interaction with the Business heads and key executives of the Company is also facilitated. Detailed presentations on important policies of the Company is also made to the directors.

## **H. DECLARATION BY BOARD:**

The Board has confirmed that in its opinion, the Independent Directors fulfill the conditions specified in these regulations and are independent of the management.

## **I. DETAILED REASONS FOR THE RESIGNATION OF AN INDEPENDENT DIRECTOR WHO RESIGNS BEFORE THE EXPIRY OF HIS /HER TENURE ALONG WITH A CONFIRMATION BY SUCH DIRECTOR THAT THERE ARE NO OTHER MATERIAL REASONS OTHER THAN THOSE PROVIDED:**

During the year under review, no Independent Director resigned from the Company.

The Board has confirmed that in its opinion, the Independent Directors fulfill the conditions specified in these regulations and are independent of the management.

## **4. COMMITTEES OF THE BOARD:**

The Company has three Board-level Committees - Audit Committee, Stakeholder Relationship Committee and Nomination & Remuneration Committee.

All decisions pertaining to the constitution of Committees, appointment of members and fixing of terms of service for Committee members are taken by the Board of Directors. Details on the role and composition of these Committees, including the number of meetings held during the financial year and the related attendance are provided in this report below:

**1. AUDIT COMMITTEE:** (Audit Committee constituted in terms of Section 177 of Companies Act, 2013 read with Regulation 18 of SEBI (LODR) Regulations, 2015)

### **A. BRIEF DESCRIPTION OF TERMS OF REFERENCE:**

The terms of reference of the Audit Committee encompass the requirements of Section 177 of Companies Act, 2013 and as per Regulation 18 of SEBI (LODR) Regulations, 2015 and, inter alia, includes

- i. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- ii. Recommending the appointment, remuneration and terms of appointment, fixation of audit fee and approval for payment for any other services;

- iii. Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding Rs. 100 Crores or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.
- iv. consider and comment on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.
- v. Review with the management, the annual financial statements and Auditor's Report before submission to the Board with particular reference to;
  - (a) Matters required to be included in the directors' responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Act;
  - (b) Changes, if any, in accounting policies and practices and reasons for the same;
  - (c) Major accounting entries involving estimates based on the exercise of judgment by management;
  - (d) Significant adjustments made in the financial statements arising out of audit findings;
  - (e) Compliance with listing and other legal requirements relating to financial statements;
  - (f) Disclosure of any related party transactions;
  - (g) Modified opinion(s) in the draft audit report;
- v. Review of the quarterly financial statements with the management before submission to the board for approval;
- vi. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- vii. Review and monitor statutory auditor's independence and performance and effectiveness of audit process;
- viii. Approval or any subsequent modification of transactions with related parties;
- ix. Scrutiny of inter-corporate loans and investments;

- x. Review of valuation of undertakings or assets of the company wherever it is necessary;
- xi. Evaluation of internal financial controls and risk management systems;
- xii. Review with the management, statutory auditors and the internal auditors about the nature and scope of audits and of the adequacy of internal control systems;
- xiii. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit;
- xiv. discussion with internal auditors of any significant findings and follow up there on;
- xv. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- xvi. discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- xvii. Look into the reasons for any substantial defaults in payment to the depositors, debenture-holders, shareholders (in case of non-payment of declared dividend) and creditors, if any;
- xviii. Review the functioning of the whistle blower mechanism;
- xix. Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate
- xx. Review of the following information:
  - (a) Management discussion and analysis of financial condition and results of operations;
  - (b) Management letters / letters of internal control weaknesses issued by the statutory auditors;
  - (c) Internal audit reports relating to internal control weaknesses;
  - (d) The appointment, removal and terms of remuneration of the Chief Internal Auditor;
  - (e) Statement of deviations:
    - Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the Listing Regulations.
    - Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus in terms of Regulation 32(7) of the Listing Regulations.

xxi. Carrying out any other function as may be referred to the Committee by the Board. xxii. Authority to review / investigate into any matter covered by Section 177 of the Companies Act, 2013 and matters specified in Part C of Schedule II of the Listing Regulations.

xxii. Authority to review / investigate into any matter covered by Section 177 of the Companies Act, 2013 and matters specified in Part C of Schedule II of the Listing Regulations.

## **B. COMPOSITION, MEETINGS & ATTENDANCE**

There were four (4) Audit Committee Meetings held during the year on 30.05.2023, 14.08.2023, 13.11.2023 and 09.02.2024.

Name	Designation	Category	Number of meetings during the year 2023-24	
			Held	present
Mr. Muralikrishna Mohan Rao Kunapareddy	Chairman	Independent and Non-Executive	4	4
Mr. Premlata Partani	Member	Non-Executive	4	4
Mr. Ramesh Chandra Parthani	Member	Executive	4	4

**2. NOMINATION AND REMUNERATION COMMITTEE** (Nomination and Remuneration Committee constituted in terms of Section 178 of Companies Act, 2013 read with Regulation 19 of SEBI (LODR) Regulations, 2015)

The terms of reference of the Nomination and Remuneration committee constituted in terms of Section 178 of Companies Act, 2013 and as per Regulation 19 of SEBI (LODR) Regulations, 2015 are as under:

### **A. BRIEF DESCRIPTION OF TERMS OF REFERENCE**

To approve the fixation/revision of remuneration of Executive Directors of the Company and while approving:

- a. To take into account the financial position of the Company, trend in the industry, appointee's qualification, experience, past performance, past remuneration etc.

- b. To bring out objectivity in determining the remuneration package while striking a balance between the interest of the Company and the Shareholders.
- c. To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and /or removal.
- d. To carry out evaluation of every Director’s performance.
- e. To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees.
- f. For every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
  - a. use the services of an external agencies, if required;
  - b. consider candidates from a wide range of backgrounds, having due regard to diversity; and
  - c. consider the time commitments of the candidates.
- g. To formulate the criteria for evaluation of Independent Directors and the Board.
- h. To recommend/review remuneration of the Managing Director and Whole-time Director(s) based on their performance and defined assessment criteria.
- i. devising a policy on diversity of board of directors;
- j. whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- k. Recommend to the board, all remuneration, in whatever form, payable to senior management.

**B. COMPOSITION OF THE NOMINATION AND REMUNERATION COMMITTEE, MEETINGS & ATTENDANCE**

There were two (1) Nomination and Remuneration Committee Meeting held during the financial year on 09.02.2024.

Name	Designation	Category	Number of meetings during the year 2023-24
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			Held	present
Mr. Muralikrishna Mohan Rao Kunapareddy	Chairman	Independent, Non-Executive	1	1
Mr. Ramesh Chandra Parthani	Member	Executive	1	1
Mrs. Premlata Partani	Member	Non-Executive	1	1

### **C. REMUNERATION POLICY:**

The objectives of the remuneration policy are to motivate Directors to excel in their performance, recognize their contribution and retain talent in the organization and reward merit. The remuneration levels are governed by industry pattern, qualifications and experience of the Directors, responsibilities shouldered and individual performance.

### **POLICY FOR SELECTION OF DIRECTORS AND DETERMINING DIRECTORS' INDEPENDENCE:**

#### **1. Scope:**

This policy sets out the guiding principles for the Nomination & Remuneration Committee for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as independent Directors of the Company.

#### **2. Terms and References:**

2.1 "Director" means a Director appointed to the Board of a Company.

2.2 "Nomination and Remuneration Committee means the committee constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2.3 "Independent Director" means a Director referred to in sub-Section (6) of Section 149 of the Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### **3. Policy:**

##### **Qualifications and criteria**

3.1.1 The Nomination and Remuneration Committee, and the Board, shall review on annual basis, appropriate skills, knowledge and experience required of the Board as a whole and its individual members. The objective is to have a board with diverse background and experience that are relevant for the Company's operations.

3.1.2 In evaluating the suitability of individual Board member the NR Committee may take into account factors, such as:

- General understanding of the Company's business dynamics, global business and social perspective;
- Educational and professional background
- Standing in the profession;
- Personal and professional ethics, integrity and values;
- Willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively.

3.1.3 The proposed appointee shall also fulfil the following requirements:

- shall possess a Director Identification Number;
- shall not be disqualified under the companies Act, 2013;
- shall Endeavour to attend all Board Meeting and Wherever he is appointed as a Committee Member, the Committee Meeting;
- shall abide by the code of Conduct established by the Company for Directors and senior Management personnel;
- shall disclose his concern or interest in any Company or companies or bodies corporate, firms, or other association of individuals including his shareholding at the first meeting of the Board in every financial year and thereafter whenever there is a change in the disclosures already made;
- Such other requirements as any prescribed, from time to time, under the Companies Act, 2013, Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other relevant laws.

3.1.4 The Nomination & Remuneration Committee shall evaluate each individual with the objective of having a group that best enables the success of the Company's business.

## **3.2 Criteria of Independence**

3.2.1 The Nomination & Remuneration Committee shall assess the independence of Directors at time of appointment/ re-appointment and the Board shall assess the same annually. The Board

shall re-assess determinations of independence when any new interest or relationships are disclosed by a Director.

3.2.2 The criteria of independence shall be in accordance with the guidelines as laid down in Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

An independent Director in relation to a Company, means a Director other than a managing Director or a whole-time Director or a nominee Director

a. who, in the opinion of the Board, is a person of integrity and possesses relevant expertise and experience;

b. (i) who is or was not a promoter of the Company or its holding, subsidiary or associate Company;

(ii) who is not related to promoters or Directors of the Company its holding, subsidiary or associate Company

c. who has or had no pecuniary relationship with the Company, its holding, subsidiary or associate Company, or their promoters, or Director, during the three immediately preceding financial year or during the current financial year;

d. none of whose relative has or had pecuniary relationship or transaction with the Company, its holding, subsidiary or associate Company, or their promoters, or Directors, amounting to two per cent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the three immediately preceding financial year or during the current financial year;

e. who, neither himself nor any of his relative-

(i) Holds or has held the position of a key managerial personnel or is or has been employee of the Company or holding, subsidiary or associate Company in any of the three finance years immediately preceding the finance year in which he is proposed to be appointed;

(ii) Is or has been an employee or proprietor or a partner, in any of the three finance year immediately preceding the financial year in which he is proposed to be appointed of-

(A) a firm of auditors or Company secretaries in practice or cost auditors of the Company or its holding, subsidiary or associate Company; or

(B) any legal or a consulting firm that has or had any transaction with the Company, its holding subsidiary or associate Company amounting to ten per cent or more of the gross turnover of such firm;

(i) holds together with his relatives two per cent or more of the total voting power of the Company;

or

(ii) is a chief Executive or Director, by whatever name called, of any non-profit organization that receives twenty-five per cent or more of its receipt from the Company any of its promoters, Directors or its holding subsidiary or associate Company or that holds two per cent or more of

the total voting power of the Company; or

(iii) is a material supplier, service provider or customer or a lesser or lessee of the Company.

f. Shall possess appropriate skills experience and knowledge in one or more field of finance, law management, sales, marketing administration, research, corporate governance, technical operations, corporate social responsibility or this disciplines related to the Company's business.

g. Shall possess such other qualifications as may be prescribed from time to time, under the Companies Act, 2013.

h. who is not less than 21 years of age

i. Who is not a non-independent Director of another company on the Board of which any non-independent director of the listed entity is an independent director.

3.2.3 The independent Director shall abide by the "code for independent Directors "as specified in Schedule IV to the companies Act, 2013.

### 3.3 Other Directorships/ Committee Memberships

3.3.1 The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance Accordingly, members should voluntarily limit their Directorships in other listed public limited companies in such a way that it does not interfere with their role as Director of the Company. The NR Committee shall take into account the nature of, and the time involved in a director service on other Boards, in evaluating the suitability of the individual Director and making its recommendations to the Board.

3.3.2 A Director shall not serve as Director in more than 20 companies of which not more than 10 shall be public limited companies.

3.3.3 A Director shall not serve as an independent Director in more than 7 listed companies and not more than 3 listed companies in case he is serving as a whole-time Director in any listed Company.

3.3.4 A Director shall not be a member in more than 10 committee or act as chairman of more than 5 committees across all companies in which he holds Directorships.

For the purpose of considering the limit of the committee, Audit committee and stakeholder's relationship committee of all public limited companies, whether listed or not, shall be included and all other companies including private limited companies, foreign companies and companies under Section 8 of the companies Act, 2013 shall be excluded.

### **Remuneration policy for Directors, key managerial personnel and other employees:**

The objectives of the remuneration policy are to motivate Directors to excel in their performance, recognize their contribution and retain talent in the organization and reward merit.

The remuneration levels are governed by industry pattern, qualifications and experience of the Directors, responsibilities shouldered and individual performance.

### **Remuneration policy for Directors, key managerial personnel and other employees**

#### **1. Scope:**

0.1 This policy sets out the guiding principles for the Nomination and Remuneration committee for recommending to the Board the remuneration of the Directors, key managerial personnel and other employees of the Company.

#### **2. Terms and Reference:**

In this policy the following terms shall have the following meanings:

2.1 "Director" means a Director appointed to the Board of the Company.

2.2 "key managerial personnel" means

- (i) The Chief Executive Officer or the managing Director or the manager;
- (ii) The Company Secretary;
- (iii) The Whole-time Director;
- (iv) The Chief Financial Officer; and
- (v) Such other office as may be prescribed under the companies Act, 2013

2.3 "Nomination and Remuneration committee" means the committee constituted by Board in accordance with the provisions of Section 178 of the companies Act, 2013, clause 49 of the Equity Listing Agreement and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

#### **3. Policy:**

3.1 Remuneration to Executive Director and key managerial personnel

3.1.1 The Board on the recommendation of the Nomination and Remuneration (NR)

3.1.2 The Board on the recommendation of the NR committee shall also review and approve the remuneration payable to the key managerial personnel of the Company.

3.1.3 The remuneration structure to the Executive Director and key managerial personnel shall include the following components:

- (i) Basic pay
- (ii) Perquisites and Allowances
- (iii) Stock Options
- (iv) Commission (Applicable in case of Executive Directors)
- (v) Retrial benefits
- (vi) Annual performance Bonus

3.1.4 The Annual plan and Objectives for Executive committee shall be reviewed by the NR committee and Annual performance bonus will be approved by the committee based on the achievement against the Annual plan and Objectives.

### 3.2 Remuneration to Non – Executive Directors

3.2.1 The Board, on the recommendation of the NR Committee, shall review and approve the remuneration payable to the Non – Executive Directors of the Company within the overall limits approved by the shareholders as per the provisions of the Companies Act.

3.2.2 Non – Executive Directors shall be entitled to sitting fees attending the meetings of the Board and the Committees thereof. The Non- Executive Directors shall also be entitled to profit related commission in addition to the sitting fees.

### 3.3. Remuneration to other employees

3.3.1. Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.

## **D. MECHANISM FOR EVALUATION OF THE BOARD**

Evaluation of all Board members is performed on an annual basis. The evaluation is performed by the Board, Nomination and Remuneration Committee and Independent Directors with specific focus on the performance and effective functioning of the Board and Individual Directors.

In line with Securities and Exchange Board of India Circular No. SEBI/HO/CFD/CMD/CIR/P/2017/004, dated January 5, 2017 and the Companies Amendment Act, 2017 the Company adopted the recommended criteria by Securities and Exchange Board of India.

The Directors were given six Forms for evaluation of the following:

- (i) Evaluation of Board;
- (ii) Evaluation of Committees of the Board;
- (iii) Evaluation of Independent Directors;
- (i) Evaluation of Chairperson;
- (ii) Evaluation of Non-Executive and Non-Independent Directors; and
- (iii) Evaluation of Managing Director/Whole time Director.

The Directors were requested to give following ratings for each criteria:

- 1. Could do more to meet expectations;
- 2. Meets expectations; and
- 3. Exceeds expectations.

The Directors have sent the duly filled forms to Nomination & Remuneration committee. Based on the evaluation done by the Directors, the Committee has prepared a report and submitted the Evaluation Report. Based on the report, the Board of Directors has informed the rankings to each Director and also informed that the performance of Directors is satisfactory and they are recommended for continuation as Directors of the Company.

#### **E. PERFORMANCE EVALUATION CRITERIA FOR INDEPENDENT DIRECTORS:**

The performance evaluation criteria for Independent Directors are already mentioned under the head "Board Evaluation" in Directors' Report.

#### **3. STAKEHOLDERS RELATIONSHIP COMMITTEE:**

Stakeholders Relationship Committee constituted in terms of Section 178(5) of Companies Act, 2013 read with Regulation 20 of SEBI (LODR) Regulations, 2015

**A. BRIEF DESCRIPTION OF TERMS OF REFERENCE:** The Committee's role includes:

- i. Resolving the grievances of the security holders of the Company including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc;
- ii. Review of measures taken for effective exercise of voting rights by shareholders;
- iii. Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent;
- iv. Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the company;
- v. Such other matter as may be specified by the Board from time to time.
- vi. Authority to review / investigate into any matter covered by Section 178 of the Companies Act, 2013 and matters specified in Part D of Schedule II of the Listing Regulations. During the Financial Year April 2023 to March 2024, one (1) Stakeholders Relationship Committee Meeting was held.

The date on which the said meeting was held is 09.02.2024.

#### **B. COMPOSITION AND ATTENDANCE FOR MEETINGS:**

Name	Designation	Category	Number of meetings during the year 2023-2024	
			Held	Present
Mr. Muralikrishna Mohan Rao Kunapareddy	Chairman	Independent and Non-Executive	1	1
Mr. Premlata Partani	Member	Non-Executive	1	1
Mr. Ramesh Chandra Parthani	Member	Executive	1	1

#### **C. NAME AND DESIGNATION OF COMPLIANCE OFFICER**

Mr. Ramesh Chandra Parthani, Managing Director of the Company is the Compliance Officer of the Company.

## 5. REMUNERATION OF DIRECTORS

Name of the Director	Remuneration (Rs)	Sitting Fee (Rs)	Total (Rs)	No. of Shares held
Ramesh Chandra Parthani	4,50,000/- per annum	NA	4,50,000/- per annum	97,93,920 Equity Shares
Premlata Partani	4,50,000 /- per annum	NA	4,50,000/- per annum	77,34,210 Equity Shares

Except for the remuneration details mentioned above, there are no other pecuniary relationship or transactions of the non-executive directors vis-à-vis the listed entity in terms of salary, benefits, bonuses, stock options, pension, fixed component and performance linked incentives.

## 6. GENERAL BODY MEETINGS

### A. LOCATION, DATE AND TIME OF LAST THREE AGMS AND SPECIAL RESOLUTIONS THERE AT AS UNDER:

Financial Year	Date	Time	Venue	Special Resolution Passed
2022-23	30.09.2023 AGM	10:00 a.m.	Registered office	No
2021-22	30.09.2022 AGM	11:00 a.m.	Registered office	No
2020-21	30.09.2021 AGM	11:00 a.m.	Registered office	No

### B. PASSING OF RESOLUTIONS BY POSTAL BALLOT

There were no resolutions passed by the Company through Postal Ballot during the Financial Year 2023-24.

## 7. DISCLOSURES

### A. MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS:

During the year under review, the Company had not entered in to any materially significant transaction with any related party. During the year, the Company had not entered into any other contract/arrangement/transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions that may have potential conflict with the interests of the Company at large. All the related party transactions during the year are in the ordinary course of business and on arm's length basis.

### **C. WHISTLE BLOWER POLICY:**

The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism as defined in Regulation 22 of SEBI (LODR) Regulations 2015 and in terms of Section 177 of the Companies Act, 2013.

With a view to adopt the highest ethical standards in the course of business, the Company has a whistle blower policy in place for reporting the instances of conduct which are not in conformity with the policy. Directors, employees, vendors or any person having dealings with the Company may report non-compliance to the Chairman of the Audit Committee, who reviews the report. Confidentiality is maintained of such reporting and it is ensured that the whistle blowers are not subjected to any discrimination. No person has been denied access to the Chairman of the Audit Committee.

### **D. DETAILS OF UTILIZATION OF FUNDS RAISED THOROUGH PREFERENTIAL ALLOTMENT OR QUALIFIED INSTITUTIONS PLACEMENT.**

During the year under review, company has not raised any funds from public or through preferential allotment.

### **E. CERTIFICATE FROM PRACTICING COMPANY SECRETARY**

The Company has obtained certificate from Practicing Company Secretary that none of the Directors on the Board of the Company are debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/Ministry of Corporate Affairs or any such authority. And the Certificate to this effect, duly signed by the Practicing Company Secretary is annexed to this Report.

### **F. RECOMMENDATIONS OF COMMITTEES**

The Board has accepted and acted upon all the recommendations by the Audit & Nomination and Remuneration Committees.

### **G. TOTAL FEES FOR ALL SERVICES PAID BY THE COMPANY, ON A CONSOLIDATED BASIS, TO THE STATUTORY AUDITOR.**

The fees paid by the Company to its statutory Auditors is Rs. 2,42,854 /- per annum.

## **H. DISCLOSURE IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013.**

The following is the summary of sexual harassment complaints received and disposed during the calendar year.

- No. of complaints received during the financial year: Nil
- No. of complaints disposed off during the financial year: Nil
- No. of complaints pending at the end of the financial year: Nil

## **J. ADOPTION OF DISCRETIONARY REQUIREMENTS AS SPECIFIED IN PART E OF SCHEDULE II of SEBI (LODR) REGULATIONS, 2015.**

The company has adopted discretionary requirements to the extent of Internal Auditors reporting to the Audit Committee.

## **L. CODE OF CONDUCT**

The Company has formulated and implemented a Code of Conduct for Board Members and Senior Management of the Company. Requisite annual affirmations of compliance with the respective Codes have been made by the Directors and Senior Management of the Company.

## **M. DECLARATION ON CODE OF CONDUCT FOR THE YEAR 2023-24.**

This is to confirm that the Board has laid down a code of conduct for all Board members and senior management personnel of the Company. The code of Conduct has also been posted on the website of the Company. It is further confirmed that all Directors and senior management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the Financial Year ended on March 31, 2024 as envisaged in Regulation 26(3) of the SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

## **N. CEO/ CFO Certification**

The Managing Director and CEO/ CFO certification of the financial statements as specified in Regulation 17(8) read with Part B of Schedule II of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the Financial Year 2023-24 is provided elsewhere in this Annual Report.

## **O. COMPLIANCE WITH THE MANDATORY REQUIREMENTS AND ADOPTION OF THE NON-MANDATORY REQUIREMENTS OF SEBI (LISTING OBLIGATIONS AND DISLOSURE REQUIREMENTS) REGULATIONS, 2015**

The Company has complied with the mandatory requirements of SEBI (LODR) Regulations, 2015 and is in the process of implementation of non-mandatory requirements.

**P. NON-EXECUTIVE DIRECTORS' COMPENSATION AND DISCLOSURES**

None of the Independent / Non-Executive Directors has any pecuniary relationship or transactions with the Company which in the Judgment of the Board may affect the independence of the Directors.

**Q. RECONCILIATION OF SHARE CAPITAL:**

A qualified Practicing Company Secretary carry out audit to reconcile the total admitted capital with the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. Reconciliation of Share Capital Audit Report confirms that the total paid up capital was in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

**R. DISCLOSURE OF ACCOUNTING TREATMENT:**

The Company has complied with the appropriate accounting policies and has ensured that they have been applied consistently. There have been no deviations from the treatment prescribed in the Accounting Standards notified under Section 133 of the Companies Act, 2013.

**T. DISCLOSURE OF CERTAIN TYPES OF AGREEMENTS BINDING LISTING ENTITY: Nil**

**U. DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT: Not Applicable**

**8. MEANS OF COMMUNICATION:**

- i. The Board of Directors of the Company approves and takes on record the quarterly, half yearly and yearly financial results in the Performa prescribed by Regulation 33 of SEBI (LODR), Regulations, 2015 within forty-five days/sixty days of the close of the respective period.
- ii. The approved financial results are forthwith sent to the BSE Limited and are published in the newspapers namely, The Financial Express and Nava Telangana within forty-eight hours of approval thereof.

**9. GENERAL SHAREHOLDERS INFORMATION:**

Company Registration Details	The Company is registered in the State of
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	Telangana, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L29309AP1992PLC014177
Date	30.09.2024
Time	10:00 a.m.
Venue of AGM	Registered office
Dividend payment date	NA
Tentative Schedule for considering Financial Results:	
For the Quarter ending June, 2024	July/August, 2024
For the Quarter ending September, 2024	October/ November, 2024
For the Quarter ending December,2024	January/ February, 2025
For the Quarter/year ending March, 2025	April/ May, 2025
Date of Book Closure	NA
Name and address of each stock exchange(s) at which the Company's securities are listed	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 023
Scrip Code	526671
ISIN Number for NSDL & CDSL	INE265N01030
In case the securities are suspended from trading, the directors report shall explain the reason thereof In case the securities are suspended from trading, the directors report shall explain the reasonthere of	The securities of the Company are suspended from trading by the BSE Limited w.e.f., 19.02.2019.
Branch Offices	NA
Address for correspondence:	702 E AI Karim Trade Centre, Ranigunj, Secunderabad – 500003, Telangana
List of all Credit Ratings obtained by the entity along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme	Since the Company has not issued any Debt Instruments or Fixed Deposit Programme, therefore company has not obtained any Credit Ratings during the Financial Year.



(I)	(II)	(III)	(IV)	(VIII)	(XIII)		(XIV)
(A)	Promoter & Promoter Group	8	5,09,63,930	25.26	-	-	5,08,78,930
(B)	Public	8,030	15,07,53,920	74.74	-	-	14,82,34,000
(C)	Non-Promoter-Non-Public	-	-	-	-	-	-
(C1)	Shares underlying DRs	-	-	-	-	-	-
(C2)	Shares held by Employees Trusts	-	-	-	-	-	-
	<b>Total:</b>	<b>8,038</b>	<b>20,17,17,850</b>	<b>100.00</b>	-	-	<b>19,91,12,930</b>

**10. OUTSTANDING GLOBAL DEPOSITORY RECEIPTS OR AMERICAN DEPOSITORY RECEIPTS OR WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY:**

The Company has not issued these types of securities.

**11. LIST OF ALL CREDIT RATINGS OBTAINED BY THE ENTITY ALONG WITH ANY REVISIONS THERETO DURING THE RELEVANT FINANCIAL YEAR, FOR ALL DEBT INSTRUMENTS OF SUCH ENTITY OR ANY FIXED DEPOSIT PROGRAMME OR ANY SCHEME OR PROPOSAL OF THE LISTED ENTITY INVOLVING MOBILIZATION OF FUNDS, WHETHER IN INDIA OR ABROAD:**

During the year under review, the Company has not issued any debt instrument or fixed deposit receipts etc. in India or abroad.

**For and on behalf of the Board of  
Matra Kaushal Enterprise Limited**

**Ramesh Chandra Parthani**  
Managing Director  
DIN: 02260773

**Premlata Partani**  
Director  
DIN: 02200569

**Date: 07.09.2024**  
**Place: Hyderabad**

**CERTIFICATE BY THE MANAGING DIRECTOR AND CFO OF THE COMPANY**

To

The Board of Directors  
Matra Kaushal Enterprises Limited

Dear Sir/Madam,

As required under Regulation 17(8) read with Part B, Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we state that:

1. We have reviewed the financial statements and the cash flow statement for the year ended 31<sup>st</sup> March 24 and to the best of our knowledge and belief;

a. These statements do not contain any materially untrue statement nor omit any material fact nor contain statements that might be misleading, and

b. These statements present a true and fair view of the company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.

2. There are, to the best of my knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal or violative of the company's code of conduct.

3. We accept responsibility for establishing and maintaining internal controls, I have evaluated the effectiveness of the internal control systems of the company and I have disclosed to the auditors and the audit committee, deficiencies in the design or the operation of internal controls, if any, of which I was aware and the steps that I have taken or propose to take and rectify the identified deficiencies and,

4. That we have informed the auditors and the audit committee of:

a) Significant changes in the internal control during the year;

b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

c) Instances of significant fraud of which we have become aware and the involvement of any employee having a significant role in the company's internal control system.

**For and on behalf of the Board of  
Matra Kaushal Enterprise Limited**

**Ramesh Chandra Parthani**  
Managing Director  
DIN: 02260773

**Premlata Partani**  
Director  
DIN: 02200569

**Date: 07.09.2024**

**Place: Hyderabad**

**DECLARATION ON CODE OF CONDUCT AS REQUIRED BY SCHEDULE V OF  
SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND  
DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

I, Ramesh Chandra Parthani, Managing Director of **Matra Kaushal Enterprises Limited** (“**the Company**”) hereby state and affirm Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 the members of board of directors and senior management personnel have affirmed compliance with the code of conduct of board of directors and senior management of the company during Financial Year 2023-2024.

**For Matra Kaushal Enterprises Limited**

**Place: Hyderabad**  
**Date: 07.09.2024**

**Ramesh Chandra Parthani**  
**Managing Director**  
**(DIN: 022607773)**

**Form No. MGT-11**

**Proxy form**

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

**CIN:** L29309AP1992PLC014177

**Name of the company:** MATRA KAUSHAL ENTERPRISE LIMITED

<b>Name of the Member (S):</b>  <b>Registered Address:</b>  <b>Email -id:</b>  <b>Folio No. DP ID: and Client ID:</b>	
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I/We, being the member (s) of \_\_\_\_\_ shares of the above-named Company, hereby appoint

Name:

\_\_\_\_\_

Address:

\_\_\_\_\_

Email-id:

\_\_\_\_\_

Signature:

\_\_\_\_\_ or failing

him

Name:

\_\_\_\_\_

Address:

\_\_\_\_\_

Email-id:

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Signature:

\_\_\_\_\_or failing  
him

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting to be held on Monday, 30<sup>th</sup> day of September, 2024 at 10:00 a.m. at the Registered Office of the Company situated at 702 E AI Karim Trade Centre Ranigunj, Secunderabad – 500003, Telangana and at any adjournment thereof in respect of such Resolutions as are indicated below:

ITEM NUMBER	RESOLUTION	ASSENT	DISSENT
1.	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2024, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.		
2.	To appoint a Director in place of Mrs. Premlata Partani (DIN: 02200569) who retires by rotation and being eligible offers herself for re-appointment.		

Signed this ..... day of ..... 2024

Signature of shareholder

Signature of Proxy holder(s)

Affix Revenue Stamp
---------------------------

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

**MATRA KAUSHAL ENTERPRISE LIMITED**

**CIN: L29309AP1992PLC014177**

**Registered Office: 702 E AI Karim Trade Centre Ranigunj, Secunderabad –  
500003, Telangana**

**ATTENDANCE SLIP**

(Please present this slip at the Meeting venue)

I hereby record my presence at the Annual General Meeting to be held on Monday, 30<sup>th</sup> day of September, 2024 at 10:00 a.m. at the Registered Office of the Company situated at 702 E AI Karim Trade Centre Ranigunj, Secunderabad – 500003, Telangana and at any adjournment thereof.

Shareholders/Proxy's Signature\_\_\_\_\_

Shareholders/Proxy's full name\_\_\_\_\_

(In block letters)

Folio No./ Client ID\_\_\_\_\_

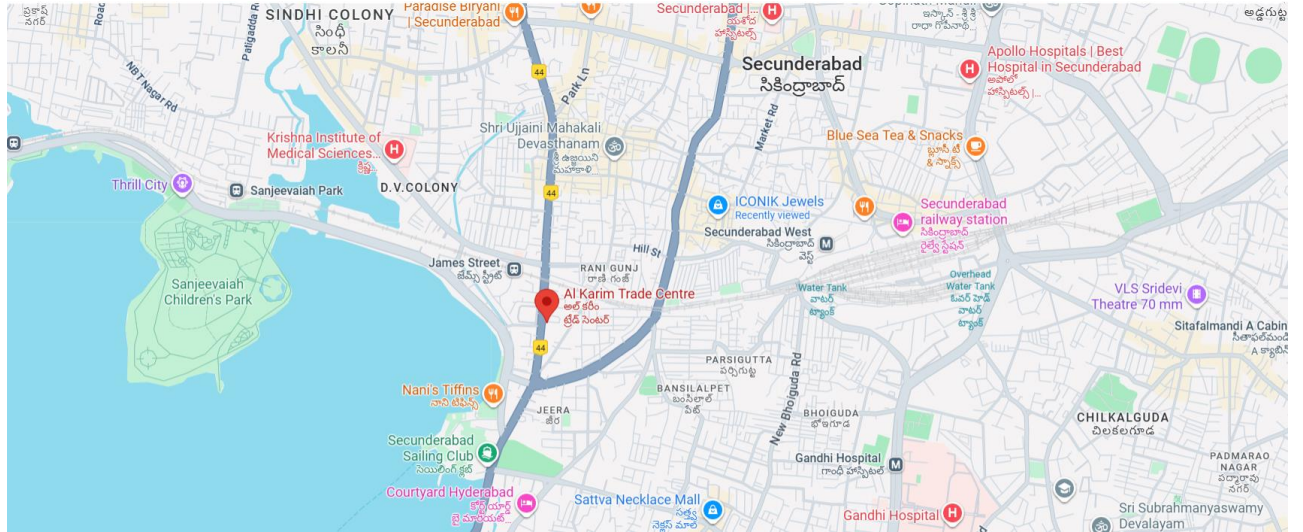
No. of shares held\_\_\_\_\_

**Note:**

Shareholders attending the meeting in person or by proxy are required to complete the attendance slip and hand it over at the entrance of the meeting hall.

## ROUTE MAP OF THE AGM VENUE:

702 E AI Karim Trade Centre Ranigunj, Secunderabad – 500003, Telangana.





**Independent Auditors' Report**

To  
The Members of  
MATRA KAUSHAL ENTERPRISE LIMITED

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

**Opinion**

We have audited the accompanying Standalone financial statements of **MATRA KAUSHAL ENTERPRISE LIMITED**, which comprise the Balance Sheet as at March 31<sup>st</sup>, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

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 **Companies Act, 2013** ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the **Companies (Indian Accounting Standards) Rules, 2015**, as amended (Ind AS) and accounting principles generally accepted in India, of the state of affairs of the company as at March 31, 2024, the Loss and total comprehensive income, Changes in Equity and the cash flows for the year ended on that date.

**Basis for opinion**

We conducted our audit of the Standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

### **Key audit matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the financial year ended 31<sup>st</sup> March 2024. These matters were addressed in the context of our audit of the Standalone financial statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters.

### **Information Other than the Financial Statements and Auditor's 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 Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, 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 on in this regard.

### **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 Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial

performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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.

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.

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

#### **Auditors Responsibility**

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 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 financial statements.

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

- Identify and assess the risks of material misstatement of the 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 controls.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls 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. 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.
- Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in-
  - (i) Planning the scope of our audit work and in evaluating the results of our work; and
  - (ii) To evaluate the effect of any identified misstatements in the financial statements.

We also 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.

### **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 in terms of Section 143(11) of the Act, we give in "**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(5) of the Act, based on such checks of books and records of the company as we considered appropriate and according to the information and explanation given.
  3. As required by Section 143(3) of the Act, based on our audit 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, the 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) In our opinion, the Balance Sheet, the Statement of Profit and Loss, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
    - d) In our opinion, the aforesaid financial statements do comply with the Ind AS specified under Section 133 of the Act.
-

- e) 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”.
- f) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us
- i. The company has disclosed pending litigations and contingent liabilities on its financial statements
  - ii. The company does 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.
  - iv.
    - a) The management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
    - b) Management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party

- ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries, and
- c) Based on the audit procedures adopted by us, nothing has come to our notice that has caused us to believe that the representations made by the Management under sub clause (a) and (b) above, contain any material misstatement.
- v. The company has neither declared nor paid any dividend during the year as per Section 123 of the Act.
- vi. Based on our examination, which included test checks, the Company has used accounting software's for maintaining its books of accounts for the financial year ended March 31, 2024, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

Place: Hyderabad  
Date: 30/05/2024

For Siva Kumar & Associates.,  
Chartered Accountants  
Firm Reg No. 019347S

*L. Sivakumar*  
L. Siva Kumar  
Proprietor  
Membership No. 311388  
UDIN: 25311388BBIQIC2486



**Annexure – A to the Independent Auditors' Report:**

The Annexure referred to the Independent Auditors' report to the members of the company on the Ind AS financial statements for the year ended 31<sup>st</sup> March 2024, we report that

- i. a)
    - A. The Company does not hold any Property, Plant and Equipment (PPE) as on the balance sheet date. Accordingly, reporting under clause 3(i)(a)(A) of the order is not applicable to the company.
    - B. The Company does not hold any Intangible Assets as on the balance sheet date. Accordingly, reporting under clause 3(i)(a)(B) of the order is not applicable to the company.
  - b) The Company does not have any Property, Plant and Equipment (PPE) as on the balance sheet date. Accordingly, reporting under clause 3(i)(a)(A) of the order is not applicable to the company.
  - c) According to the information and explanations given to us, the he company does not hold any immovable properties as on the balance sheet date. Accordingly, the reporting under clause 3(i)(c) of the Order is not applicable.
  - d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year. Accordingly, the reporting under clause 3(i)(d) of the Order is not applicable.
  - e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder. Accordingly, the reporting under clause 3(i)(e) of the order is not applicable to the company.
- ii. (a) As explained to us, the inventory has been physically verified by the management during the year at reasonable intervals;
  - (b) In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventories followed by the Management were reasonable and adequate in relation to the size of the Company and the nature of its business

- (c) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification of stocks as compared to book records.
- (d) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned with any working capital loan from bank and financial institutions on the basis of security of current assets at any point of time during the year. Accordingly, reporting under clause 3(ii)(d) of the order is not applicable to the Company.
- iii.**
- a) During the Twelve-months financial year ended March 31, 2024, the Company has not provided loans, advances in the nature of loans, stood guarantee or provided security to companies, firms, Limited Liability Partnerships or any other parties.
- b) According to the information and explanation given to us and based on the audit procedures performed by us. The terms and conditions of the investments made are not prejudicial to the interests of the company. The Company has not granted any loans or provided any guarantees or security or granted any advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties during the year.
- c) The Company has not granted loans to employees. during the Twelve-months financial year ended March 31, 2024.
- d) There are no amounts of loans and advances in the nature of loans granted to companies, firms, limited liability partnerships or any other parties which are overdue for more than ninety days.
- e) There were no loans or advance in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties which had fallen due during the Twelve-months financial year ended March 31, 2024 that have been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same parties.

- iv.** In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 (as amended) are applicable and accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to the Company
- v.** The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act, 2013 (as amended) and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- vi.** In our opinion and according to the information and explanations given to us, maintenance of cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013 is not applicable to the company.
- vii.**
- a) According to the information and explanations given to us in respect of statutory dues:  
The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Customs Duty, Cess and other material statutory dues applicable to it with the appropriate authorities except Goods and Service Tax Payable amounting to 259.76 Lakhs and Income Tax Payable amounting to 18.53 Lakhs.
- b) According to the information and explanations given to us and the records of the company examined by us, there is no dues of Sales Tax or Service Tax or duty of customs or duty of excise or Goods and service Tax or cess except value added tax as at 31st March, 2024 which have not been deposited on account of a dispute. There is a case relating to VAT under Case No 180/17 before Special JMFC Sales Tax Court, Bangalore
- viii.** According to the information and explanations given to us and on the basis of examination of the records, The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as

income during the Twelve-months financial year ended March 31, 2024. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

- ix.** In our opinion and according to the information and explanations given to us,
- a) The Company has not had any borrowings from banks or financial institutions. Accordingly, paragraph 3(ix)(a) of the Companies (Auditor's Report) Order 2020 is not applicable.
  - b) The Company has not been declared as a willful defaulter by any bank or financial institution or government or any government authority.
  - c) The Company does not have term loans from banks or financial institutions. Accordingly, paragraph 3(ix)(c) of the Companies (Auditor's Report) Order 2020 is not applicable.
  - d) The Company did not raise any funds for a short-term basis for long term purposes during the Twelve-months financial year ended March 31, 2024 hence, the requirement to report on clause (ix)(d) of the Order is not applicable to the Company.
  - e) The company has not raised any money from any person or entity for the account of or to pay the obligations of its associates, subsidiaries or joint ventures. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.
  - f) The company did not raise any loans during the year by pledging securities held in their subsidiaries, joint ventures or associate companies. Accordingly, the requirement to report on Clause 3(ix)(f) of the Order is not applicable to the Company.
- x.**
- a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(x)(a) of the Companies (Auditor's Report) Order, 2020 is not applicable.
  - b) According to the information and explanation given to us, the Company has not made preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

- xi.** According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xii**
- a) In our opinion, and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Companies (Auditor's Report) Order, 2020 is not applicable.
  - b) The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013 (as amended). Therefore, the requirement to report on clause 3(xii)(b) of the Order is not applicable to the Company.
  - c) The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013 (as amended). Therefore, the requirement to report on clause 3(xii)(c) of the Order is not applicable to the Company.
- xiii** In our opinion according to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv** According to the information and explanations given to us and based on our examination the company does not have an internal audit system and commensurate with the size and nature of the business.
- xv.** According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Companies (Auditor's Report) Order, 2020 is not applicable.
- xvi**
- a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not

- applicable to the Company.
- b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.
- c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
- d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.
- xvii** According to the information and explanations given to us and based on our examination of the records of the Company, the Company has incurred any cash losses in the financial year 2023-24.
- xviii** There has been no instance of any resignation of the statutory auditors occurred during the year.
- xix** According to the information and explanations given to us and based on our examination of the records of the Company, the company is able to pay off the existing liabilities for next one year and material uncertainty doesn't exist as on date of audit report.
- xx.** CSR is not applicable to this company.
- xxi.** The reporting under the clause (xxi) is not applicable in respect of Standalone Financial Statements of the company.

Place: Hyderabad  
Date: 30/05/2024

For Siva Kumar & Associates.,  
Chartered Accountants  
Firm Reg No. 019347S

*L. Sivakumar*  
L. Siva Kumar  
Proprietor  
Membership No. 311388  
UIN: 2531388BMTQIC2486



**Annexure “B” to the Independent Auditor’s Report**

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of MATRA KAUSHAL ENTERPRISE LIMITED

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

We have audited the internal financial controls over financial reporting of MATRA KAUSHAL ENTERPRISE LIMITED (“the Company”) as of March 31<sup>st</sup>, 2024, in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

**Management’s Responsibility for Internal Financial Controls**

The Management of the Company 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 respective 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.

**Auditor’s Responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company based on our audit. We conducted our audit in accordance with (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note



**L SIVA KUMAR & ASSOCIATES  
CHARTRED ACCOUNTANTS**

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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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company.

**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 authorizations 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.

**Limitations of Internal Financial Controls Over Financial Reporting**

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

**Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31<sup>st</sup>, 2024, 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 Siva Kumar & Associates.,  
Chartered Accountants  
Firm Reg No. 019347S

*L. Sivakumar*

L. Siva Kumar  
Proprietor

Membership No. 311388

UDIN: 25311388BMD QIC2486



Place: Hyderabad

Date: 30/05/2024

**NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31st MARCH, 2024**

**1. Corporate Information:**

MATRA KAUSHAL ENTERPRISE LIMITED ("the Company") (Formerly known as P.L. Enterprise Limited) was incorporated in India in the year 1992 having its Registered office at 702 E, AL KARIM TRADE CENTRE, RANIGUNJ, SECUNDERABAD, Andhra Pradesh, India, 500003.

The Company is primarily engaged of trading in chemicals.

**2. Disclosure of Significant Accounting Policies:**

**a) Compliance with Indian Accounting Standards (Ind AS)**

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under section 133 of the Companies Act, 2013.

The financial statements have been prepared on the historical cost basis except for certain instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below:

Accordingly, the Company has prepared these Financial Statements which comprise the Balance Sheet as at 31<sup>st</sup> March, 2024, the Statement of Profit and Loss for the year ended 31<sup>st</sup> March 2024, the Statement of Cash Flows for the year ended 31<sup>st</sup> March 2024 and the Statement of Changes in Equity for the year ended as on that date, and accounting policies and other explanatory information (together hereinafter referred to as 'Ind AS Financial Statements' or 'Financial Statements').

**b) Basis of Preparation of Financial Statements**

The separate Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) under historical cost convention on accrual basis except the assets and liabilities which have been measured at Fair Values.

- Financial instruments – measured at fair value;

- Assets held for sale – measured at fair value less cost of sale;
- Plan assets under defined benefit plans – measured at fair value
- Employee share-based payments – measured at fair value
- Biological assets – measured at fair value
- In addition, the carrying values of recognized assets and liabilities, designated as hedged items in fair value hedges that would otherwise be carried at cost, are adjusted to record changes in the fair values attributable to the risks that are being hedged in effective hedge relationship.

### **Current and Non-Current Classification:**

The Company presents assets and liabilities in the balance sheet based on current / non-current classification. An asset is classified as current when it satisfies any of the following criteria: it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle. It is held primarily for the purpose of being traded;

- It is expected to be realized within 12 months after the reporting date; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.
- All other assets are classified as non-current.
- A liability is classified as current when it satisfies any of the following criteria:
  - It is expected to be settled in the Company's normal operating cycle;
  - It is held primarily for the purpose of being traded
  - It is due to be settled within 12 months after the reporting date; or the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification
- All other liabilities are classified as non-current

### **c) Use of estimates and judgment**

The preparation of the financial statements in conformity with Ind AS, management has made judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts

of assets, liabilities, income and expenses. Actual results may differ from these estimates.

This note provides an overview of the areas where there is a higher degree of judgment or complexity. Detailed information about each of these estimates and judgments is included in relevant notes together with information about the basis of calculation.

The areas involving critical estimates or judgments are:

S. No	Name of the estimate	Note No	Remarks
1	Fair value of unlisted equity securities	Not applicable	Company don't have unlisted equity shares during the current financial year
2	Goodwill impairment	Not applicable	No amount provided during the current financial year
3	Useful life of intangible asset	Not Applicable	No intangible assets held by the company for the current financial year
4	Measurement of contingent liabilities and contingent purchase consideration in a business combination	Not applicable	Contingent transactions are recognized based on happening contingent event. No contingent liabilities for the report

**d) Financial Year**

The Company had opted the period of 1<sup>st</sup> day of April to 31<sup>st</sup> day of March, each year as its financial year for the purpose of preparation of financial statements under the provisions of Section 2(41).

**e) Functional and Presentation Currency:**

The Financial Statements have been prepared and presented in Indian Rupees (₹), which is also the Company's functional currency.

**f) Rounding off:**

All amounts in the Financial Statements and accompanying notes are presented in Rs. and have been rounded-off to two decimal place unless stated otherwise.

**g) Recent Accounting Pronouncements:**

The Ministry of Corporate Affairs (MCA) has notified amendments to the Companies (Indian Accounting Standards) Rules, 2015, vide notification number G.S.R. 492 (E) dated 12th August, 2024, G.S.R. 554(E) dated 9th September, 2024 and G.S.R. 602(E) dated 28th September, 2024. These amendments are applicable for reporting periods beginning on or after April 1, 2024 but do not have material impact on the financial statements of the Company.

**Significant accounting policies:**

A summary of the significant accounting policies applied in the preparation of the Financial Statements, is as given below. These accounting policies have been applied consistently to all the periods presented in the financial statements.

**2.1 Ind AS 105: Non-Current Assets held for Sale or Discontinued Operations:**

This standard specifies accounting for assets held for sale, and the presentation and disclosure for discontinued operations:

Assets that meet the criteria to be classified as held for sale to be measured at the lower of carrying amount and fair value less cost to sell, and depreciation on such assets to cease; and

- (a) Assets that meet the criteria to be classified as held for sale to be presented separately in the balance sheet and the results of discontinued operations to be presented separately in the statement of profit and loss.

S.no	Particulars of Disclosures	As at 31 <sup>st</sup> March 2024 (Rs.)	As at 31 <sup>st</sup> March 2023 (Rs.)
1	A Description of Non-Current Asset (Disposal group)	-	-
2	A description of the facts and circumstances of the sale, or leading to the expected disposal, and the expected manner and timing of that disposal	-	-
3	The gain or loss recognized in accordance and, if not separately presented in the statement of profit and loss, the	-	-

	caption in the statement of profit and loss that includes that gain or loss		
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**2.2 Ind AS 106: Exploration for Evolution of Mineral resources:**

This standard specifies the financial reporting for the exploration for evaluation of mineral resources. In particular, this standard requires:

- a. Limited improvements to existing accounting practices for exploration and evaluation of expenditures
- b. Entities that recognize exploration and evaluation of assets to assess such assets for impairment in accordance with this standard and measure any impairment.

Disclosures that identify and explain the amounts in the entity's financial statements arising from the exploration for the evaluation of mineral resources and help users of those financial statements understand the amount, timing and certainty of future cash flows from any exploration and evaluation of assets recognized.

This Ind AS 106 not applicable, the company is in the business of manufacturing and trading electrical products. Hence this Ind AS does not have any financial impact on the financial statements of the company.

**2.3 Ind AS-16: Property, Plant and Equipment:**

Items of Property, Plant and Equipment are stated at cost less accumulated depreciation.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognized in profit or loss.

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less cost of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units).

Depreciation on the fixed assets has been provided based on useful lives as prescribed under part C of the schedule II of the Companies act, 2013.

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Since there are no Assets Ind AS-16 is not applicable

#### **2.4 Impairment Assets (Ind AS 36)**

The Company's non-financial assets, other than deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or group of CGUs) on a pro rata basis.

## **2.5 Intangible assets (Ind AS 38):**

Intangible assets are amortized over the estimated useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method are reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate, and are treated as change in accounting estimates. The amortization expense on intangible assets with finite useful lives is recognized in profit or loss.

## **2.6 Cash Flow Statement (Ind AS 7):**

Cash flows are reported using the indirect method under Ind AS 7, whereby profit/(loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

## **2.7 Operating Cycle:**

The Company has adopted its normal operating cycle as twelve months based on the nature of products and the time between the acquisition of assets for processing and their realization, for the purpose of current / non-current classification of assets and liabilities.

## **2.8 Capital Work in Progress**

Capital Work in Progress (CWIP) includes Civil Works in Progress, Plant & Equipment under erection and Pre-Operative Expenditure pending allocation on the assets to be acquired/commissioned, capitalized. It also includes payments made towards technical know-how fee and for other General Administrative Expenses incurred for bringing the asset into existence.

## **2.9 Investments:**

Investments are classified as Non-Current and Current investments. Investments, which are readily realisable and are 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.

Current investments are carried at lower of cost and fair value. Non-Current Investments are carried at cost less provision for other than temporary diminution, if any, in value of such investments.

## **2.10 Effects of changes in foreign Rates (Ind AS 21):**

Foreign currency transactions are recorded at the exchange rates prevailing on the dates when the relevant transactions took place. Exchange difference arising on settled foreign currency transactions during the year and translation of assets and liabilities at the year-end are recognized in the statement of profit and loss.

In respect of Forward contracts entered into to hedge risks associated with foreign currency fluctuation on its assets and liabilities, the premium or discount at the inception of the contract is amortized as income or expense over the period of contract. Any profit or loss arising on the cancellation or renewal of forward contracts is recognized as income or expense in the period in which such cancellation or renewal is made.

## **2.11 Borrowing Costs (Ind AS 23):**

Borrowing costs that are attributable to the acquisition or construction of qualifying assets up to the date of capitalization of such asset are capitalized as part of the cost of such assets. All other borrowing costs are charged to the Statement of Profit and Loss.

## **2.12 Revenue Recognition (Ind AS 18):**

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. The following specific recognition criteria must also be met before revenue is recognized:

- a) Sales Revenue is recognized on dispatch to customers as per the terms of the order. Gross sales are net of returns and applicable trade discounts and excluding GST billed to the customers.
- b) Subsidy from Government is recognized when such subsidy has been earned by the company and it is reasonably certain that the ultimate collection will be made.
- c) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.
- d) All other incomes are recognized based on the communications held with the parties and based on the certainty of the incomes.

## **2.13 Accounting for Government Grants and Disclosure of Government Assistance (Ind AS 20):**

### **Government grants:**

Government grants are not recognized until there is reasonable assurance that the Company will comply with the conditions attached to them and that the grants will be received.

Government grants are recognized in the Statement of Profit and Loss on a systematic basis over the years in which the Company recognizes as expenses the related costs for which the grants are intended to compensate or when performance obligations are met.

Government grants, whose primary condition is that the Company should purchase, construct or otherwise acquire non-current assets and nonmonetary grants are recognized and disclosed as 'deferred income' under non-current liability in the Balance Sheet and transferred to the Statement of Profit and Loss on a systematic and rational basis over the useful lives of the related assets.

The benefit of a government loan at a below-market rate of interest and effect of this favourable interest is treated as a government grant. The loan

or assistance is initially recognized at fair value and the government grant is measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates and recognized to the income statement immediately on fulfilment of the performance obligations. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

## 2.14 Inventories (Ind AS 2):

Inventories are assets:

- a. Held for sale in the ordinary course of business;
- b. In the process of production for such sale;
- c. In the form of materials or supplies to be consumed in the production process or in the rendering of services

Net Realizable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

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

Inventories at the year-end are valued as under:

Raw Materials, Packing Material, Components, Consumables and Stores & Spares	At Cost as per First in First Out Method (FIFO)
Work in Progress and Finished goods	At lower of net realizable value and Cost of Materials plus Cost of Conversion and other costs incurred in bringing them to the present location and condition

- Cost of Material excludes duties and taxes which are subsequently recoverable.
- Stocks at Depots are inclusive of duty, wherever applicable, paid at the time of dispatch from Factories.

### **2.15 Trade Receivables – Doubtful debts:**

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

Provision is made in the accounts for Debts/Advances which is in the opinion of Management are considered doubtful of Recovery.

### **2.16 Retirement and other Employee Benefits:**

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as expenditure, when an employee renders related service.

Gratuity liability is a defined benefit obligation and the cost of providing the benefits under this plan is determined on the basis of actuarial valuation at each year-end. Actuarial valuation is carried out for this plan using the projected unit credit method. Actuarial gains and losses for defined benefits plan is recognized in full in the period in which they occur in the statement of profit and loss.

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the statement of profit and loss and are not deferred. The Company presents the leave as a current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date.

### **2.17 Ind AS 17- Leases**

Finance charges in respect of finance lease obligations are recognized as finance costs in the statement of profit and loss. In respect of operating

leases for premises, which are cancellable / renewable by mutual consent on agreed terms, the aggregate lease rents payable is charged as rent in the Statement of Profit and Loss.

**2.18 Insurance Claims:**

Insurance Claims are accounted for on the basis of claims admitted/expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.

**2.19 Earnings per Share (Ind AS 33):**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equities shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equities shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

**2.20 Provisions, Contingent Liabilities and Contingent Assets (Ind AS 37):**

The Company recognized provisions when there is present obligation as a result of past event and it is probable that there will be an outflow of resources required to settle the obligation in respect of which a reliable estimate can be made. A disclosure for Contingent liabilities is made when there is a possible obligation or present obligations that may, but probably will not, require an outflow of resources. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent assets are neither recognized nor disclosed in the financial statements.

## **2.21 Prior Period and Extraordinary and Exceptional Items:**

- (i) All Identifiable items of Income and Expenditure pertaining to prior period are accounted through "Prior Period Items".
- (ii) Extraordinary items are income or expenses that arise from events or transactions that are clearly distinct from the ordinary activities of the enterprise and, therefore, are not expected to recur frequently or regularly. The nature and the amount of each extraordinary item be separately disclosed in the statement of profit and loss in a manner that its impact on current profit or loss can be perceived.
- (iii) Exceptional items are generally non-recurring items of income and expenses within profit or loss from ordinary activities, which are of such, nature or incidence.

## **2.22 Financial Instruments (Ind AS 107 Financial Instruments: Disclosures)**

### **I. Financial assets:**

#### **A. Initial recognition and measurement**

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition.

#### **a. Financial assets carried at amortized cost (AC)**

A financial asset is measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

#### **b. Financial assets at fair value through other comprehensive income (FVTOCI)**

A financial asset is measured at FVTOCI if it is held within a business model whose Objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

**c. Financial assets at fair value through profit or loss (FVTPL)**

A Financial asset which is not classified as AC or FVOCI are measured at FVTPL e.g., investments in mutual funds. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss is recognised in profit or loss and presented net in the Statement of Profit and Loss within other gains/(losses) in the period in which it arises.

**B. Investments in subsidiaries**

The Company has accounted for its investments in subsidiaries at cost and not adjusted to fair value at the end of each reporting period. Cost represents amount paid for acquisition of the said investments.

**II. Financial Liabilities**

**A. Initial recognition**

All financial liabilities are recognized at fair value.

**B. Subsequent measurement**

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments

**2.23 Operating Segments (Ind AS 108)**

Operating segment is a component of an entity:

- a. That engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same entity).
- b. Whose operating results are regularly reviewed by the entity's chief operating decision maker to make decision about resources to be allocated to the segments and assess its performance, and
- c. For which discrete financial information is available.

The Company is engaged in manufacturing and trading of electrical products. As there are no two or more separate reportable segments, Segment Reporting as per Ind AS -108, "Operating Segments" is not prepared.

**2.24 Events Reporting Period (Ind AS-10)**

Events after the reporting period are those events, favourable and unfavourable, that occur between the end of the reporting and the date

when the financial statements are approved by the Board of Directors in case of a company, and, by the corresponding approving authority in case of any other entity for issue. Two types of events can be identified:

- a. Those that provide evidence of conditions that existed at the end of reporting period (adjusting events after the reporting period);
- b. Those that are indicative of conditions that arose after the reporting period (non-adjusting events after the reporting period).

An entity shall adjust the amounts recognized in its financial statements to reflect adjusting events after the reporting period.

As per the information provided and Books of Account no such events are identified during the reporting period. Hence Ind AS 10 Events After the Reporting Period is not applicable.

## **2.25 Construction Contracts (Ind AS -11)**

Construction contract is a contract specifically negotiated for the construction of an asset or a combination of assets that are closely interrelated or interdependent in terms of their design, technology, and function or their ultimate purpose or use.

The company is engaged in manufacturing and trading electrical products. Hence. Ind AS 11 "Construction Contract" is not applicable.

## **2.26 Income Taxes (Ind AS 12)**

The Tax Expense for the period comprises of current and deferred tax.

- **Current Tax:**

Current Tax on Income is determined and provided on the basis of taxable income computed in accordance with the provisions of the Income Tax Act, 1961.

In the year in which 'Minimum Alternative Tax '(MAT) on book profits is applicable and paid, eligible MAT credit equal to the excess of MAT paid over and above the normally computed tax, is recognized as an asset to be carried forward for set off against regular tax liability when it is probable that future economic benefit will flow to the Company within the MAT credit Entitlement period as specified under the provisions of Income Tax Act, 1961.

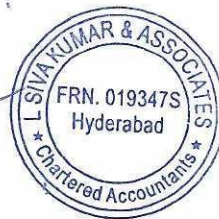
- **Deferred Taxes:**

Deferred tax liabilities are recognized for all timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

*L. Sivakumar*



**Matra Kaushal Enterprise Limited**  
(Formerly known as P L Enterprise Limited)  
(CIN:L29309AP1992PLC014177)

**702, E,AL KARIM TRADE CENTRE, RANIGUNJ, SECUNDERABAD, Andhra Pradesh, India, 500003**

**Balance Sheet as at March 31, 2024**

Particulars	Notes	(Amt in Rs.)	
		As at March 31, 2024 AUDITED	As at March 31, 2023 AUDITED
<b>ASSETS</b>			
<b>(1) Non- Current Assets</b>			
a) Property, Plant and Equipment	3	-	-
b) Intangible Assets		-	-
Financial Assets		-	-
i) Investments	4	1,30,500	1,30,500
ii) Loans		-	-
iii) Others		-	-
iv) Deffered Tax Assesst (net)		-	-
v) Others non-current assets		-	-
<b>Total Non Current Assets</b>		<b>1,30,500</b>	<b>1,30,500</b>
<b>(2) Current Assets</b>			
a) Inventories	5	57,995	57,995
b) Financial Assets		-	-
i) Investments		-	-
ii) Trade receivables	6	4,39,19,864	3,57,70,398
iii) Cash and cash equivalents	7	41,175	41,175
iv) Bank balances other than (iii)above		-	-
v) Loans	8	-	-
vi) Others		-	-
c) Current Tax Assets (Net)	9	-	-
d) Other Current Assets	10	22,750	22,750
<b>Total Current Assets</b>		<b>4,40,41,784</b>	<b>3,58,92,318</b>
<b>Total Assets</b>		<b>4,41,72,284</b>	<b>3,60,22,818</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital	11	20,17,17,850	20,17,17,850
(b) Other Equity	12	(22,93,93,204)	(22,81,16,163)
<b>Share Holders Fund</b>		<b>(2,76,75,354)</b>	<b>(2,63,98,313)</b>
<b>LIABILITIES</b>			
<b>(1) Non -Current Liabilities</b>			
(a) Financial Liabilities		-	-
i) Borrowing		-	-
ii) Trade Payables		-	-
iii) Other financial liabilities		-	-
(b) Provisions		-	-
(c) Deffered tax liabilities (net)		-	-
(d) Other non-current liabilities		-	-
<b>Total Non Current Liabilities</b>		<b>-</b>	<b>-</b>
<b>(2) Current Liabilities</b>			
(a) Financial Liabilities		-	-
i) Borrowing		-	-
ii) Trade Payables	13	6,52,80,482	5,73,55,405
iii) Other financial liabilities		-	-
(b) Other current liabilities	14	65,67,156	50,65,726
(c) Provisions		-	-
(d) Current tax liabilities (net)		-	-
<b>Total Current Liabilities</b>		<b>7,18,47,638</b>	<b>6,24,21,131</b>
<b>Total Equity and Liabilities</b>		<b>4,41,72,284</b>	<b>3,60,22,818</b>

The notes are an integral part of the financial statements in terms of our report attached

**For Siva Kumar & Associates**

Chartered Accountants

FRN No. 019347S

*L. Sivakumar*  
L. Siva Kumar

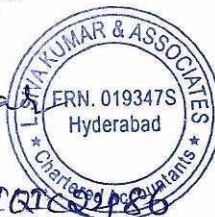
Proprietor

M.No. 311388

UIN: 25311388BMIGTC-480

Place: Hyderabad

Date: 30/05/2024



**For and on behalf of the Board of Directors**

Matra Kaushal Enterprise Limited

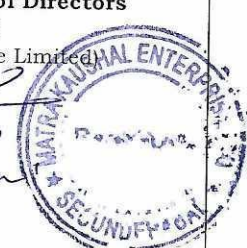
(Formerly known as P L Enterprise Limited)

*Ramesh chandra Partani*  
Ramesh chandra Partani

Managing Director

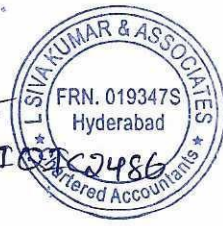
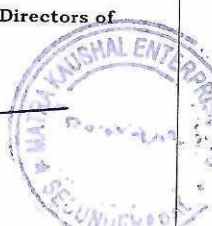
*Mrs. Premlata Partani*  
Mrs. Premlata Partani

Director



**MATRA KAUSHAL ENTERPRISE LIMITED**  
(Formerly Known as P L ENTERPRISE LIMITED)  
(CIN:L29309AP1992PLCO14177)  
702, E,AL KARIM TRADE CENTRE, RANIGUNJ, SECUNDERABAD, Andhra Pradesh, India, 500003

**Statement of Profit and Loss for the year ended March 31, 2024**

		(Amt in Rs.)	
Particulars	Note No	Audited	Audited
		For the year Ended March 31, 2024	For the year Ended March 31, 2023
<b>Continuing Operations</b>			
Revenue from operations	15	81,49,466	78,23,985
other income	16		
<b>Total Revenue</b>		<b>81,49,466</b>	<b>78,23,985</b>
<b>Expenses</b>			
Cost of material consumed	17	79,25,077	76,18,247
Purchase of Stock -in-Trade		-	-
Changes in Inventories of finished goods, Stock-in-Trade and work in progress		-	-
Employee benefit expenses	18	12,60,000	12,60,000
Finance Cost	19	-	-
Depreciation and amortisation expense	3	-	-
Other Expenses	20	2,41,430	3,79,67,026
<b>Total Expenses</b>		<b>94,26,507</b>	<b>4,68,45,273</b>
profit / (loss) before exceptional items and Tax		<b>(12,77,041)</b>	<b>(3,90,21,288)</b>
Exceptional Items		-	-
profit / (loss) before extraordinary items and Tax		(12,77,041)	(3,90,21,288)
Extraordinary items		-	-
Profit/(loss) before Tax		(12,77,041)	(3,90,21,288)
Tax expense:		-	-
(1) Current Tax		-	-
(2) Current tax relating to previous year		-	-
(3) Deferred Tax		-	-
<b>Profit/(loss) for the period from continuing operations</b>		(12,77,041)	(3,90,21,288)
Profit/(loss) from discontinued operations		-	-
Tax expenses of discontinued operations		-	-
<b>Profit/(loss) from discontinued operations (after tax)</b>		-	-
<b>Profit/(loss) for the period</b>		(12,77,041)	(3,90,21,288)
others Comprehensive Income (OCI)		-	-
A (i) Items that will not be reclassified to profit or loss		-	-
(a) Others (gratuity and leave encashment excess provision reversal)		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B (i) items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
Total Comprehensive Income for the period (Comprising Profit/(loss) and others Comprehensive Income for period )		(12,77,041)	(3,90,21,288)
<b>Earnings per equity share (for continuing operations)</b>			
(1) Basic		(0.01)	(0.19)
(2) Diluted		(0.01)	(0.19)
<b>Earnings per equity share (for discontinued operations)</b>			
(1) Basic			
(2) Diluted			
<b>Earnings per equity share (for discontinued &amp; continuing operations)</b>			
(1) Basic		(0.01)	(0.19)
(2) Diluted		(0.01)	(0.19)
The notes are an integral part of the financial statements in terms of our report attached			
<b>For Siva Kumar &amp; Associates</b> Chartered Accountants FRN No. 019347S <i>L. Sivakumar</i> L. Siva Kumar Proprietor M.No. 311388 UIN: 20511388BMI092486 Place: Hyderabad Date: 30/06/2024			
		<b>For and on behalf of the Board of Directors of</b> Matra Kaushal Enterprise Limited <i>Ramesh chandra Partani</i> Ramesh chandra Partani Managing Director <i>Mrs. Premlata Partani</i> Mrs. Premlata Partani Director	
			

**MATRA KAUSHAL ENTERPRISE LIMITED**  
Formerly Known as P L ENTERPRISE LIMITED  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2024**

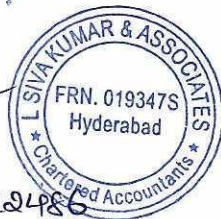
Particulars	For the Year Ended		For the Year Ended	
	2024		2023	
<b>A. Cash From operating Activities</b>				
Net Profit before Tax & extraordinary items		(12,77,041)		(3,90,21,288)
Adjustments for:				
Interest Income	-	-	-	-
Depreciation	-	-	-	-
Miscellaneous Expsnses written off	-	-	-	-
Operating Profit before working capital changes		(12,77,041)		(3,90,21,288)
adjustment for:				
Increase/Decrease in Trade & Other receivable	(81,49,466)		2,47,63,465	
Increase/Decrease in Inventories	-		4,89,495	
Increase/Decrease in Trade & Other payables	94,26,507		87,71,681	
		12,77,041		3,40,24,641
Interest Paid	-	0.00		(49,96,647)
Income Tax paid	-	-		-
Net Cash From Operating Activities		0.00		(49,96,647)
<b>B. Cash flow investing activities</b>				
Interest received	-		-	
Purchase of Assets	-		-	
Investments	-		-	
Net cash used in investing activities		-		(49,96,647)
<b>C. Cash Flow from financing activities</b>				
Proceeds from issue of shares				
Proceeds from Loans and Advances given	-		49,96,647	
Net Cash used in financing activities		-		49,96,647
Net Increase in cash & cash equivalent		-		-
Cash & Cash equivalent at the beginning of the year		41,175		41,175
<b>Cash and Cash equivalent at the end of the year</b>		<b>41,175</b>		<b>41,175</b>
<b>As per my report of even date attached</b>				

**For Siva Kumar & Associates**

Chartered Accountants

FRN No. 019347S

*L. Sivakumar*



L. Siva Kumar

Proprietor

M.No. 311388

UIN: 25311388BM70IC2486

Place: Hyderabad

Date: 30/05/2024

For and on behalf of the board

**Matra Kaushal Enterprise Limited**

*Ramesh chandra Partani*

Ramesh chandra Partani

Managing Director

*Mrs. Premlata Partani*

Prema Latha Partani

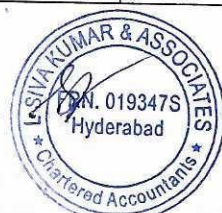
Director



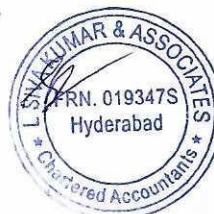
## Notes forming part of the financial statements

Note	Particulars	As at 31 March,2024	As at 31 March,2023
4	<b>Non Current Investments</b>		
	Investments (at cost)		
	Trade Investments In Equity Investments		
	Aggregate amount of quoted investments	-	-
	Aggregate value of listed but not quoted Investments	1,30,500	1,30,500
	Aggregate amount of unquoted Investments	-	-
	Aggregate provision for dimurtion (write down in the value of other investments)	-	-
	<b>Total</b>	<b>1,30,500</b>	<b>1,30,500</b>

Notes	Particulars	As at 31 March,2024	As at 31 March,2023
5	<b>Inventories</b> (at lower cost and net realisable Value)	57,995	57,995
	<b>Total</b>	<b>57,995</b>	<b>57,995</b>
6	<b>Trade Receivables</b> <b>(unsecured and considered good)</b>		
	Trade receivables outstanding for a period exceeding six months from the date they were due for payment	3,57,70,398	2,78,58,304
	other trade receivables	81,49,466	79,12,094
	<b>Total</b>	<b>4,39,19,864</b>	<b>3,57,70,398</b>
7	<b>Cash and cash Equivalent</b>		
	Cash in hand	41,175	41,175
	Balances with Banks	-	-
	In Current Accounts	-	-
	<b>Total</b>	<b>41,175</b>	<b>41,175</b>
8	<b>Loans</b> <b>(Unsecured and considered good)</b>		
	Advance to staff	-	-
	<b>Total</b>	<b>-</b>	<b>-</b>
9	<b>Current Tax Assets</b>		
	TDS Receivable	-	-
	<b>Total</b>	<b>-</b>	<b>-</b>
10	<b>Other Current Assets</b> <b>(Unsecured and considered good)</b>		
	Other Deposits	22,750	22,750
	<b>Total</b>	<b>22,750</b>	<b>22,750</b>

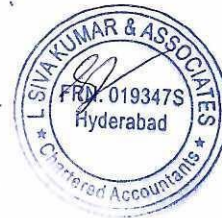


13	<b>Trade Payables</b> Sundry creditors	6,52,80,482	5,73,55,405
	<b>Total</b>	6,52,80,482	5,73,55,405
14	<b>Other Current Liabilities</b> Cash at Bank-C/A (Excess of Cheques Issued over Balance)	-	-
	Salaries Payable	11,41,416	7,81,416
	Professional Charges Payable	2,29,500	1,69,500
	Outstanding Expenses	4,30,400	2,88,970
	GST Payable	3,39,578	3,39,578
	Director Remuneration Payable	38,51,889	29,51,889
	Audit Fee payable	2,82,854	2,42,854
	Other liabilities	2,91,519	2,91,519
	<b>Total</b>	65,67,156	50,65,726
	<b>Particulars</b>	<b>As at 31 March,2024</b>	<b>As at 31 March,2023</b>
15	<b>Revenue from Operations</b> Gross Sales	81,49,466	78,23,985
		81,49,466	78,23,985
16	<b>Other Income:</b> Interest	-	-
	Sales of fixed Asset (part premises of building)	-	-
		-	-
17	<b>Cost of Goods Consumed</b> Opening Stock	57,995	5,47,490
	Purchases	79,25,077	71,28,752
	Closing Stock	57,995	57,995
		79,25,077	76,18,247
18	<b>Employee Benefit Expenses</b> Salaries & Wages	3,60,000	3,60,000
	Director Remuneration	9,00,000	9,00,000
		12,60,000	12,60,000
19	<b>Finance cost</b> Interest	-	-
	Bank Charges	-	-
		-	-
20	<b>Other Expenses</b>	<b>As at 31 March,2024</b>	<b>As at 31 March,2023</b>
	Audit Fees	40,000	20,000
	General Expenses	45,430	34,520
	Professional Charges	60,000	1,44,300
	Rent	96,000	96,000
	Provision for doubtful Advances-E	-	49,96,647
	Bad debts written off	-	3,26,75,559
		2,41,430	3,79,67,026



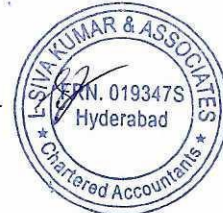
**Notes forming part of the financial statements**  
**Note 3 Property ,Plant and Equipment**

TANGIBLE ASSETS	WDV as on 01-04-2023	Additions		Total as on 31-03-2024	Dep. Rate	Depre- ciation for the year	WDV as on 31-03-2024
		Before Sept, 23	After Sept, 23				
<b>TOTAL</b>	-	-	-	-	-	-	-



## NOTE Share capital

11	Particulars	As at 31 March 2024		As at 31 March 2023	
		Number of Shares	Rs	Number of Shares	Rs
	(a) Authorised Equity Shares of 1/- each with voting rights	24,00,00,000	24,00,00,000	24,00,00,000	24,00,00,000
	(b) Issued	20,17,17,850	20,17,17,850	20,17,17,850	20,17,17,850
	Total	20,17,17,850	20,17,17,850	20,17,17,850	20,17,17,850
	© Subscribed and fully paid up Equity Shares of 1/- each with voting rights	20,17,17,850	20,17,17,850	20,17,17,850	20,17,17,850
	Total	20,17,17,850	20,17,17,850	20,17,17,850	20,17,17,850
(i)	<b>Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period</b>				
		As at 31 March 2024		As at 31 March 2023	
	Equity shares with voting rights	Number of Shares	Rs	Number of Shares	Rs
	Outstanding at the beginning of the year	20,17,17,850	20,17,17,850	20,17,17,850	20,17,17,850
	fresh shares issued				
	outstanding at the end of the year	20,17,17,850	20,17,17,850	20,17,17,850	20,17,17,850
(ii)	<b>Details of shares held by each share holder holding more than 5 %</b>				
	Name of Share holder	As at 31 March 2024		As at 31 March 2023	
		Number of Shares	Rs	Number of Shares	Rs
	Kashish Multi trade Pvt Ltd	1,65,00,000	8.18	1,65,00,000	8.18
Note	Particulars	As at 31 March 2024		As at 31 March 2023	
		Rs		Rs.	
12	Surplus/ (Deficit) in statement of Profit and loss				
	Opening Balance	(22,81,16,163)		(18,90,94,875)	
	Add: Profit/Loss for the period	(12,77,041)		(3,90,21,288)	
	Closing Balance	(22,93,93,204)		(22,81,16,163)	



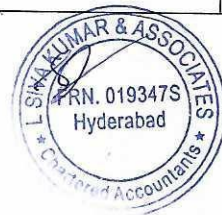
**MATRA KAUSHAL ENTERPRISE LIMITED**  
**NOTES TO ACCOUNTS**

**21. Related Party Disclosures (Ind AS 24):**

Related Party disclosures required as per Accounting Standard (Ind AS-24) on "Related Party disclosures" issued by the Institute of Chartered Accountants of India, are as below:

**a) Names of related parties and the Description of Relationship:**

<b>S.no</b>	<b>Name</b>	<b>Relationship</b>	
1	Muralikrishna Mohan Rao Kunapareddy	Director	
2	Premlata Partani	Director	
3	Ramesh Chandra Partani	Managing Director	
<b>(ii) List of other entities in which Directors are interested</b>			
<b>Sl. No.</b>	<b>Name of the Director</b>	<b>Name of the Entity in which the Director is interested</b>	<b>Position Holds</b>
1	Ramesh Chandra Partani	M/s. Mahesh Vidya Bhavan Limited	Director
		M/s. RU Education Private Limited	Director
		M/s. Unistab International Private Limited	Director
2	Premlata Partani	M/s. Partani Appliances Limited	Director
		M/s. RU Education Private Limited	Director
3	Muralikrishna Mohan Rao Kunapareddy	M/s. Partani Appliances Limited	Director



**Transactions with Related Parties:**

**A: Key Management Personnel (Directors)**

**Remuneration**

**(Amount in RS.)**

<b>Particulars</b>	<b>As at March 31, 2024</b>	<b>As at March 31, 2023</b>
Ramesh Chandra Partani	4,50,000	4,50,000
Premlata Partani	4,50,000	4,50,000

**(i) List of other entities in which directors are interested**

**Sundry Debtors**

**(Amount in Rs.)**

<b>Particulars</b>	<b>Opening as on April 1<sup>st</sup> 2023</b>	<b>Additions/ Deletions</b>	<b>Closing as on March 31<sup>st</sup> 2024</b>
RU Education Private Limited	35,07,413	-	35,07,413
Unistab International Private Limited	44,25,267	-	44,25,267

**22. Consolidated and Separate Financial Statement (Ind AS 27):**

The company has no subsidiary company for the current reporting period Hence Standalone Financial Statements are prepared as per the Ind AS-27.

**23. Investments in Associates (Ind AS 28):**

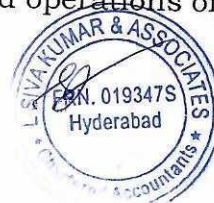
The company has no Associate company, so therefore Ind AS-28 is not applicable

**24. Interest in Joint Ventures (Ind AS 31)**

The company has no interest in any Joint ventures. This accounting standard has no financial impact on the financial statements for the current reporting period.

**25. Earnings Per Share (Ind AS 33):**

- a) Basic Earnings Per Share for (continued operations) there are no discontinued operations hence, EPS is presented for continued operations only.



(Amount in Rs.)

Particulars	For the year ending as at March 31 <sup>st</sup> 2024	For the year ending as at March 31 <sup>st</sup> 2023
Nominal Value of Equity Shares (Rupees per Share fully paid-up) (A)	1	1
Profit after Tax (in Rs.) (B)	(12,77,041)	(3,90,21,288)
No of Shares outstanding at the beginning of the year	20,17,17,850	20,17,17,850
No. of Shares Issued During the Year	-	-
Weighted average number of Equity shares outstanding at the end of year (C)	20,17,17,850	20,17,17,850
Earnings Per Share (in Rs.) – Basic (D = B÷C)	(0.01)	(0.19)

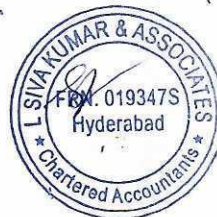
- b) Diluted earnings per share for (continued operations) there are no discontinued operations hence, EPS is presented for continued operations only.

(Amount in Rs.)

Particulars	For the year ending March 31 <sup>st</sup> ,2024	For the year ending March 31 <sup>st</sup> ,2023
Nominal Value of Equity Shares (Rupees per Share fully paid-up) (A)	1	1
Profit after Tax (in Rs.) (B)	(12,77,041)	(3,90,21,288)
No of Shares outstanding at the beginning of the year	20,17,17,850	20,17,17,850
No. of Shares Issued During the Year	-	-
Weighted Average for shares issued during the Year	-	-
Weighted average number of Equity shares outstanding at the end of year (C)	20,17,17,850	20,17,17,850
Dilutive Shares (D)	20,17,17,850	20,17,17,850
Earnings Per Share (in Rs.) – Diluted (E) (E = B÷D)	(0.01)	(0.19)

**26. Derivative instruments and un-hedged foreign currency exposure:**

- a) There are no outstanding derivative contracts as at March 31, 2024 (Previous Year – Nil).
- b) Particulars of Un-hedged foreign currency exposure is: Nil (Previous Year – Nil)



**27. Segment Reporting:**

The Company engaged in manufacturing and trading electrical products. Hence, segment-wise reporting is not applicable.

**28. Secured Loans:**

The Company doesn't have any secured loans during the current period.

**29. Net Current Assets:**

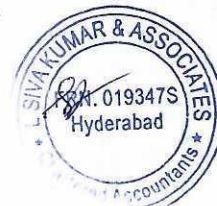
(Amount in Rs.)

S. No	Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
<b>A</b>	<b>Current Assets:</b>		
1	Inventories	57,995	57,995
2	Trade Receivables	4,39,19,864	3,57,70,398
3	Cash and Cash equivalent	41,175	41,175
4	Loans & Advances	-	-
5	Current Tax Asset (Net)	-	-
6	Other Current Asset	22,750	22,750
	<b>Total Current Assets</b>	<b>4,40,41,784</b>	<b>3,58,92,318</b>
<b>B</b>	<b>Current Liabilities:</b>		
1	Borrowings	-	-
2	Trade Payables	6,52,80,482	5,73,55,405
3	Other Current Liabilities	65,67,156	50,65,726
4	Current Tax Liabilities (Net)	-	-
	<b>Total Current liabilities</b>	<b>7,18,47,638</b>	<b>6,24,21,131</b>
9C	Current Assets-Current Liabilities	(2,78,05,854)	(2,65,28,813)

**30. Revenue from Operations:**

(Amount in Rs.)

S.No	Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
1	<b>Sale of goods:</b>		
	Sale of Manufactured Products	81,49,466	78,23,985
	Stock in trade	-	-
2	Revenue from Sale of Service	-	-
3	Other Operating Revenues	-	-
	<b>Total</b>	<b>81,49,466</b>	<b>78,23,985</b>

**31. Revenue Reconciliation:**

(Amount in Rs.)

S. No	Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
1	Sale of Products		
	Domestic	81,49,466	78,23,985
	Exports	-	-
	<b>Gross Revenue</b>	81,49,466	78,23,985
	Less: Discount	-	-
	Less: Returns	-	-
	Less: price Concession	-	-
	<b>Net Revenue</b>	<b>81,49,466</b>	<b>78,23,985</b>

**32. Other Income:**

(Amount in Rs.)

S. No	Particulars	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
1	Interest on Deposits with Banks and others.	-	-
2	Other income	-	-
	<b>TOTAL</b>	-	-

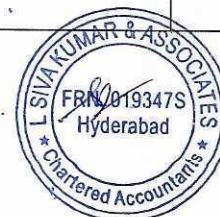
**33. Foreign Currency Transactions: Nil.****34. Details of Loans given, Investments made and Guarantee given covered Under Section 186(4) of the Companies Act, 2013.**

The company has not given Loans & Advances, during the current reporting period.

**35. Contingent Liabilities not provided for and commitments:**

(Amount in Rs.)

Nature of Contingent Liability	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
Unexpired guarantees issued on behalf of the company by Banks for which the Company has provided counter guarantee	NIL	NIL
Bills discounted with banks which have not matured	NIL	NIL
Corporate Guarantees issued by Company on behalf of others to Commercial Banks & Financial Institutions	NIL	NIL



Collateral Securities offered to Banks for the limit Sanctioned to others	NIL	NIL
Legal Undertakings given to Customs Authorities for clearing the imports	NIL	NIL
Claims against the company not acknowledged as debts	NIL	NIL
Excise	NIL	NIL
Sales Tax	NIL	NIL
Service Tax	NIL	NIL
Goods and Services Tax	2,59,75,809	2,45,08,905
Income Tax	18,53,217	18,53,217
Civil Proceedings	NIL	NIL
Company Law Matters	At Present NIL	At Present NIL
Criminal Proceedings	At Present NIL	At Present NIL
Others	NIL	NIL

- There is a case relating to VAT under Case No 180/17 before Special JMFC (Junior Magistrate First Class) Sales Tax Court, Bangalore.
- The GST returns for the current financial year have not been filed due to the cancellation of the GST registration. The GST amount on sales is recorded as a contingent liability.

**36. Auditors' Remuneration:**

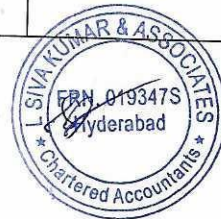
Particulars	(Amount in Rs.)	
	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2023
Fees towards*		
Statutory Audit	40,000	40,000

\*The fee is exclusive of GST

**37. Dues to Micro Small and Medium Enterprises:**

Disclosure required as per section 22 of the Micro, Small and Medium Enterprise Development Act, 2006 (MSMED Act.).

S. No	Particulars	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
1	Principal amount due to suppliers under MSMED	NIL	NIL
2	Interest accrued and due to suppliers covered under MSMED on the above amount, unpaid	NIL	NIL



3	Payment made to suppliers (with Interest) beyond the appointed day during the year.	NIL	NIL
4	Payment made to suppliers (other than interest) beyond the appointed day during the previous year	NIL	NIL
5	Interest paid to suppliers covered under MSMED	NIL	NIL
6	Interest due & Payable to suppliers covered under MSMED Act., towards payments already made.	NIL	NIL

The information has been given in respect of such vendors to the extent they could be identified as micro and small enterprises on the basis of information available with company.

### 38. Financial Risk Management

In course of its business, the company is exposed to certain financial risk such as market risk (Including currency risk and other price risks), credit risk and liquidity risk that could have significant influence on the company's business and operational/financial performance. The Board of directors reviews and approves risk management framework and policies for managing these risks and monitor suitable mitigating actions taken by the management to minimize potential adverse effects and achieve greater predictability to earnings.

### 39. Credit Risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the company. The company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, a means of mitigating the risk of financial loss from defaults.

### 40. Liquidity risk

Liquidity risk refers to the risk that the company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as pre requirements. The Company's exposure to liquidity risk is minimal as the promoters of the company infusing the funds from time to time based on the requirements of the company.



41. Amounts have been rounded off to the nearest Rupee.
42. Notes. 3 to 41 forms part of Balance Sheet, Profit and Loss and have been authenticated

**As per our report of even date  
For Siva Kumar & Associates.,**

Chartered Accountants  
Firm Reg. No. 019347S.

*L. Sivakumar*

**L. Siva Kumar**  
Proprietor  
Membership No. 311388



UIN: Q5311388BMTQIC2486

Place: Hyderabad

Date: 30/05/2024

**For and on behalf of the Board  
Matra Kaushal Enterprise Limited**

*Ramesh chandra Partani*

**Ramesh chandra  
Partani**  
Managing Director  
DIN:02260773

*Mrs. Premlata Partani*

**Premlata Partani**  
Director  
DIN: 02200569

