



YOGI LIMITED

Created. Crafted. Perfected.
(Formerly Known as Parsharti Investment Ltd.)

B/404, The Capital, G-Block, Bandra Kurla Complex, Behind ICICI Bank, Bandra (East), Mumbai - 400 051.
Tel.: 022-49428888 | E-mail: info@yogiltd.com | CIN : L70100MH1992PLC069958

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

Sub.: Intimation of 31st Annual General Meeting "AGM", Book Closure and fixation of cut-off date for e-voting, period of remote e-voting for the Financial Year 2022-2023.

Scrip code: 511702

Dear Sir/Ma'am,

In Compliance with Regulation 30 and 42 of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, Please note below mentioned details with respect to 31st Annual General Meeting (AGM), Book Closure and fixation of cut-off date for remote e-voting for the Financial Year 2022-2023.

Further, we have also enclosed copy of Annual Report for the Financial Year 2022-2023 and the same also be made available on Company's website at www.yogiltd.com. The same is set out below:

Sr. No.	Event	Date	Time
1.	31 st Annual General Meeting	15 th September, 2023	04:00 P.M
2.	Relevant Date/ Cut-off date to vote on AGM Resolutions	08 th September, 2023	-
3.	Book Closure Date- 31 st AGM	08 th September, 2023 to 15 th September, 2023	-
4.	Commencement of E-Voting	12 th September, 2023	09:00 A.M
5.	End of E-Voting	14 th September, 2023	05:00 P.M



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In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015') and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has offered e-voting facility for transacting all business through Central Depository Services (India) Ltd. (CDSL) through their portal www.evotingindia.com to enable the members to cast their votes electronically.

Kindly take the same on your records.

For Yogi Limited

(Riddhi Dilip Sidhpura)

Company Secretary & Compliance Officer

Date: 22nd August, 2023

Place: Mumbai



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31ST ANNUAL REPORT
2022-23



Chairman Message

Dear Valued Shareholders,

On behalf of the Board of Directors, I present you the 31st Annual Report Yogi Limited (*Formerly Known as Parsharti Investment Limited*).

Our Endeavour is to become the most trusted & leading construction company in the global market. To become the customers' most preferred choice by attaining excellence in quality and timely completed value added projects.

With huge sector, comes huge responsibilities & being a part of this sector we are well aware of that.

Our vision is not only to give our customers a complete living experience from beginning to end with quality products, clear transactions and secure constructions but also on the larger issues like impact on environment, social responsibilities of the industry etc. We are continuously improving ourselves by adapting better techniques, eco-friendly methods, proper training of the staff, raising good social & economical stands through responsible associations, thus making a better constructed India for tomorrow.



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**CORPORATE INFORMATION****BOARD OF DIRECTORS**

Mr. Ghanshyambhai Nanjibhai Patel	Managing Director
Mr. Pareshbhai Nanjibhai Patel	Whole-time Director
Mrs. Kinjal Bhavin Gandhi	Non-Executive, Independent Director
Mr. Sachin Shivaji Wagh	Non-Executive, Independent Director
Mr. Parth Shashikantbhai Kakadiya	Non-Executive Director

REGISTERED OFFICE

B/404, The Capital, G-Block, Bandra Kurla Complex Behind ICICI Bank, Bandra East Mumbai 400051

STATUTORY AUDITORS

M/s. B.K.G. & Associates
Chartered Accountants Mumbai

BANKERS

HDFC Bank Ltd.
Kotak Mahindra Bank
Punjab National Bank

REGISTRAR & TRANSFER AGENT

Link Intime India Private Limited
C 101, 1st Floor, 247 Park, L.B.S Marg,
Vikhroli (West), Mumbai – 400083

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Riddhi Dilip Sidhpura

CHIEF FINANCIAL OFFICER

Mr. Mahesh Kumar Rajguru

SECRETARIAL AUDITOR

Nishant Bajaj & Associates
Practicing Company Secretaries

INTERNAL AUDITOR

Mohan L Gupta & Associates
Chartered Accountant

OTHER INFORMATION

LISTED ON- BSE Limited
WEBSITE- www.yogiltd.com
ISIN- INE290E01011
SCRIP CODE-511702

CORPORATE IDENTIFICATION NO.

L70100MH1992PLC069958

**NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT 31ST ANNUAL GENERAL MEETING OF THE MEMBERS OF YOGI LIMITED (FORMERLY KNOWN AS PARSHARTI INVESTMENT LIMITED) WILL BE HELD ON FRIDAY, 15TH SEPTEMBER, 2023 AT 4.00 P.M. AT ORIENT CLUB, 9 CHOWPATTY SEA FACE, MUMBAI - 400007 TO TRANSACT THE FOLLOWING BUSINESS:

Ordinary Business

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2023, the Reports of the Board of Directors & Auditors thereon;
2. To appoint a director in place of Mr. Parth Shashikant Kakadiya (DIN: 09545820), who retires by rotation and being eligible, offers himself re-appointment

Special Business

3. **To consider, approve and ratify the giving and/or availing of loan between related parties:**

“**RESOLVED THAT** pursuant to Regulations 2(zc), 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the applicable provisions of the Companies Act, 2013 (the Act), read with relevant Rules, if any, as amended from time to time and the Company’s Policy on Related Party Transactions and based on the recommendation of the Audit Committee, approval of the Members, be and is hereby accorded to confirm and ratify any existing transaction(s), and/ or to enter into fresh material related party transaction(s) for giving or availing Loans, by way of contract(s)/arrangement(s) entered into or proposed to be entered into between the Related Parties as mentioned in the below appended table, whether as an individual transaction or series of transactions, during the period commencing from ensuing 31st Annual General Meeting upto the 32nd Annual General Meeting to be held in the year 2024, on such terms and conditions as are/ may be agreed between the parties as per details set out in the explanatory statement, provided that such transactions, contracts or arrangements are carried out at arm’s length basis and in the ordinary course of business:

Sr No.	Name of the party	Max. Amount (in lakhs)
1	Yogi Realtors LLP	1000
2	Yogi Homes Private Limited	1000

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as “Board” which term shall deem to include the Audit Committee of the Company or any other persons(s) authorised by the Board), be and is hereby authorised to perform and execute all such acts, deeds, matters, and things including delegation of any authority, as may be deemed necessary and expedient to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members.”

4. **To consider and approve material related party transactions:**

“**RESOLVED THAT** pursuant to Regulations 2(zc), 23(4) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Section 188 of the Companies Act, 2013 (the Act), read with relevant Rules, if any, as amended from time to time and the Company’s Policy on Related Party Transactions and based on the recommendation of the Audit Committee, approval of the Members, be and is hereby accorded to ratify any existing transaction(s), and/ or to enter into fresh material related party transaction(s) with respect to rental services entered into or proposed to be entered into between the company and M/s. Yogi Star LLP amounting Rs. 10 Lakh during the period



commencing from ensuing 31st Annual General Meeting upto the 32nd Annual General Meeting to be held in the year 2024, on such terms and conditions as are/may be agreed between the parties as per details set out in the explanatory statement, provided that such transactions, contracts or arrangements are carried out at arm's length basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as "Board" which term shall deem to include the Audit Committee of the Company or any other persons(s) authorised by the Board), be and is hereby authorised to perform and execute all such acts, deeds, matters, and things including delegation of any authority, as may be deemed necessary and expedient to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members."

By Order the Board of Directors,

Date : 22nd August, 2023

Place : Mumbai

Registered Office:

Yogi Limited

(Formerly known as Parsharti Investment Limited)

CIN: L70100MH1992PLC069958

B/404, The Capital, G-Block, Bandra Kurla Complex,

Behind ICICI Bank, Bandra East Mumbai 400051

Tel. No. 022-49428888 / 9930268888,

Email address: info@yogiltd.com

Website: www.yogiltd.com

Sd/-

Riddhi Dilip Sidhpura

Company Secretary & Compliance officer

**NOTES TO NOTICE**

- I. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY OR PROXIES TO ATTEND AND VOTE ON A POLL ON HIS BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting (on or before 13th September, 2023, 4:00 p.m. IST). A Proxy form MGT-11 is sent herewith.
- II. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
- A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A Member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.
- III. An Explanatory Statement in respect of Agenda item 3 & 4 is annexed hereto.
- IV. Particulars pursuant to Regulation 36(3) of SEBI Listing Regulations pertaining to the Directors being appointed / re-appointed are annexed hereto to this Notice.
- V. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or its Registrar and Share Transfer Agent Link in Time India Private Limited.
- VI. The Register of Members and the Share Transfer books of the Company will remain closed from Friday, 08th September, 2023 to Friday, 15th September, 2023 (both days inclusive) for annual closing for the financial year 2022-23
- VII. Queries, if any, may be sent to the Company Secretary seven days in advance of the meeting so as to enable the Management to keep the information ready at the meeting.
- VIII. In case of joint holders attending the Meeting, only such joint holder who is high in the order of names in the Register of Members will be entitled to vote.
- IX. Members are requested to advise immediately about any change of address:
- To their Depository Participants (DPs) in respect of their electronic share accounts.
 - To the Company's Registrar & Share Transfer Agents Link In Time India Private Limited in respect of their physical share folios if, any.
- X. Under Section 72 of the Act, members are entitled to make nomination in respect of shares held by them in physical mode. Members desirous of making nominations are requested to send their request in Form No. SH.13 to the Company's Registrar and Share Transfer Agent.
- XI. As a measure of economy, Members are requested to bring their copy of Notice of Annual General Meeting (AGM) Report to the meeting. Members / Proxies should bring the attendance slip duly filled in and signed for attending the meeting. **MEMBERS HOLDING EQUITY SHARES IN ELECTRONIC FORM, AND PROXIES THEREOF, ARE REQUESTED TO BRING THEIR DP ID AND CLIENT ID FOR IDENTIFICATION.**



- XII. The Notice of Annual General Meeting of the Company circulated to the members of the Company will be made available on the Company's website at www.yogiltd.com
- XIII. The Company or its Registrars and Transfer Agents, Link IN Time India Private Limited. ("Link In Time") cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participants.
- XIV. Electronic copy of the Notice of the AGM of the Company inter alia indicating the process and manner of e-voting along with the Attendance slip and Proxy form is being sent to all the members whose email IDs are registered with the Company/Depository participants(s) for communication purpose unless any member has requested for a hard copy of the same. For the members who have not registered their email address, physical copies of the notice of the AGM of the Company inter alia indicating the process and manner of e-voting along with the Attendance slip and proxy form is being sent in the permitted mode.
- XV. SEBI has notified that requests for effecting transfer of securities shall not be processed by listed entities unless the securities are held in the dematerialized form with a depository. In view of the above and to avail various other benefits of dematerialization like easy liquidity, since trading is permitted in dematerialized form only, electronic transfer, savings in stamp duty and elimination of any possibility loss of documents and bad deliveries, members are advised to dematerialize shares held by them in physical form.
- XVI. The facility for voting through poll paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- XVII. M/s. Nishant Bajaj & Associates, Practicing Company Secretary (COP No.: 21538), has been appointed as the scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XVIII. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than forty-eight hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XIX. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.yogiltd.com and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai
- XX. To support green initiative of the Government in full measure, Members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses in the following manner:
- In respect of electronic holdings with the Depository through their concerned Depository Participants.
 - Members who hold shares in physical form are requested to register their e-mail ID with info@yogiltd.com quoting your name and folio number
- XXI. Procedure for voting through electronic means:**

In compliance with the provision of Section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members' facility to exercise their right to vote at AGM by electronic means and the business may be transacted through e-voting Services provided by Central Depository Services Limited (CDSL).



The instructions for shareholders voting electronically are as under:

For Members, whose e-mail addresses are registered with the Company/ Depositories:

The instructions for members for voting electronically are as under:

- i. The voting period begins on Tuesday, 12th September, 2023 at 9:00 a.m. and ends on Thursday 14th September, 2023 at 5:00 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 Friday, 08th September, 2023 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 09th December, 2020 under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

- iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of share holders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	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 https://web.cdslindia.com/myeasitoken/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.



Type of share holders	Login Method
	<ol style="list-style-type: none">2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/ NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/home/login4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none">1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.



Type of share holders	Login Method
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

Helpdesk for Individual Shareholders holding securities in demat mode

In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. CDSL and NSDL Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

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

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

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



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

- After entering these details appropriately, click on “SUBMIT” tab.
- Members holding shares in physical form will then reach directly the Company selection screen. However, members 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.
- For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the Electronic Voting Sequence Number (EVSN) of Yogi Limited on which you choose to vote.
- 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.
- Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- 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.
- Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

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

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to 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 Members 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, if the aforesaid documents are not uploaded on the CDSL e-voting system, for scrutinizer to verify the same.

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 info@yogilttd.com
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.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 1800 22 5533.

All grievances connected with the e-voting facility may be addressed to Mr. Rakesh Dalvi, Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400 013 or send an email to helpdesk.evoting@cdslindia.com or call 1800 22 5533 / 022-2305 8542.

**EXPLANATORY STATEMENT**

IN CONFORMITY WITH THE PROVISION OF SECTION 102(1) OF THE COMPANIES ACT, 2013 THE FOLLOWING EXPLANATORY STATEMENT SETS OUT ALL THE MATERIAL FACTS RELATING TO THE ITEM OF SPECIAL BUSINESS OF THE NOTICE AND THE SAME SHOULD BE TAKEN AS FORMING PART OF THE NOTICE

ITEM NO. 3 & 4:

The members of the Company are hereby apprised that the Securities and Exchange Board of India ('SEBI'), vide its notification dated 09th November, 2021, has amended the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). As per the new threshold, all related party transactions in excess of Rs. 1000 crores (Rupees One thousand crores) or 10% (ten per cent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity shall be deemed to be Material Related Party Transaction (transaction(s) in a contract to be entered into individually or taken together and in the previous year) shall require prior approval of members a listed entity and no related party shall vote to approve such resolution whether the entity is related party to the particular transaction or not. Such approval shall be required even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis.

The particulars of the transaction pursuant to the provisions of Section 188 and the Companies (Meetings of Board and its Powers) Rules, 2014 are as under:

(Rs. In Lakh)

Sr No.	Name of the Related Party	Nature of Relationship	Nature of transaction to be undertaken	Expected annual value of transaction
1	Yogi Star LLP	Enterprises having same Key Managerial Personnel	Rental Services	10

The Company proposes to obtain approval of its members for giving approval to the Board for carrying out and/or continuing with the proposed arrangements and transactions.

The transactions stated in the resolution with related parties fall within the purview of the Listing Regulations and all these transactions in aggregate, are material related party transactions under the Listing Regulations. These transactions are in the ordinary course of business and on an arm's length basis.

Accordingly, basis the approval of the Audit Committee, the Board of Directors recommend the resolution contained in Item Nos. 3 to 4 of the accompanying Notice to the shareholders for approval.

The details required as under the Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated 22nd November, 2021 in connection with the Material Related Party Transactions is attached in Annexure A.

The Board accordingly recommends the ordinary resolutions set out at Item Nos. 3 & 4 of this Notice for approval of the Members.

None of the Directors/ Key Managerial Personnel/their relatives are, in any way, concerned or interested, financially or otherwise in the Ordinary Resolutions, set out at Item Nos. 3 & 4 respectively, except Mr. Ghanshyambhai Nanjibhai Patel and Pareshbhai Nanjibhai Patel who are a common director/partner in Yogi star LLP, Yogi Homes Private Limited and Yogi Realtors LLP.

By Order the Board of Directors,

Sd/-

Riddhi Dilip Sidhpura

Company Secretary & Compliance officer

Date : 22nd August, 2023**Place : Mumbai***Registered Office:***Yogi Limited***(Formerly known as Parsharti Investment Limited)*

CIN: L70100MH1992PLC069958

B/404, The Capital, G-Block, Bandra Kurla Complex,

Behind ICICI Bank, Bandra East Mumbai 400051

Tel. No. 022-49428888 / 9930268888,

Email address: info@yogiltd.comWebsite: www.yogiltd.com



“ANNEXURE A” TO THE NOTICE

(Pursuant to the Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/662 issued by Securities and Exchange Board of India on 22nd November, 2021)

The details required as under the Listing Regulations in connection with the Material Related Party Transaction are given below

Sl. No.	Details of the party (listed entity /subsidiary) entering into the transaction		Details of the counterparty	Type of related party transaction	Value of the related party transaction as approved by the audit committee	Value of transaction during the reporting period	In case monies are due to either party as a result of the transaction		Nature of indebtedness (loan/ issuance of debt/ any other etc.)	Cost	Tenure	Additional disclosure of related party transactions - applicable only in case the related party transaction relates to loans, inter-corporate deposits, advances or investments made or given by the listed entity/subsidiary. These details need to be disclosed only once, during the reporting period when such transaction was undertaken		
	Name	Relationship of the counterparty with the listed entity or its subsidiary					Opening Balance	Closing Balance				Nature (loan/ advance/ inter-corporate deposit/ investment)	Interest Rate (%)	Tenure
1		Yogi Star LLP	Entity with common Director	Office Rent	100 Lakh	424800	-	97200	-	0	-	-	-	
2	Yogi Limited	Yogi Realtors LLP	Entity with common Director	Loan Given	1000 Lakh	29391869	0	29391869	No indebted incurred	0	-	7%	Unsecured	Loan Given
3		Yogi Homes Pvt. Ltd	Entity with common Director	Loan taken	1000 Lakh	20000000	0	10900000	Loan	0	-	Not Stipulated	Unsecured	General Business Purpose

**ANNEXURE B” TO THE NOTICE**

Details of Directors pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are given below:

Name of the Director	Mr. Parth Shashikantbhai Kakadiya
DIN	09545820
Date of Birth	11/02/1992
Designation	Non Executive Director
Age	31 years
Date of appointment	30 th March, 2022
Nationality	Indian
Qualification	Graduate in commerce
Expertise in specific functional area	Mr. Parth Shashikantbhai Kakadiya Has an experience of more than 2 years in the Real State Business
Names of listed entities in which the person holds Directorship(s)	NA
Listed entities from which the person has resigned in the past three (3) years	NA
Shareholding in the Company (as at 31 st March, 2023)	-
Relationship with Directors and Key Managerial Personnel	Not related to-any Director(s)
Details of remuneration sought to be paid	-
Details of remuneration last drawn from the Company	-
Chairmanship/ Membership of the Committees of the Board of the Directors (as on 31 st March, 2023)	Stakeholder Relationship Committee (Member) Nomination & Remuneration Committee (Member)
Memberships / Chairmanships of Committees of other Companies	NA
Terms and Conditions of Appointment	Non-Executive Director, liable to retire by rotation



ROUTE MAP OF THE VENUE OF THE AGM



Prominent Landmark: Opposite Nana Nani park



**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: L70100MH1992PLC069958

Name of the Company: Yogi Limited

Registered Office: B/404, The Capital, G-Block, Bandra Kurla Complex, Behind ICICI Bank Bandra East
Mumbai - 400051.

Name of the Member (s): Registered address:

E-mail Id:

Folio No / Client Id:

DP ID:

I / We, being the member(s) of _____ Shares of the above mentioned company, hereby appoint

1. Name:

Address : _____

E-Mail ID : _____

Signature : _____, or failing him/her

2. Name:

Address : _____

E-Mail ID : _____

Signature : _____, or failing him/her

3. Name:

Address : _____

E-Mail ID : _____

Signature : _____, or failing him/her

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 31st Annual General Meeting of the Company, to be held on Friday, 15th September, 2023 at 4:00 p.m. at The Orient Club, 9 Chowpatty Sea Face, Mumbai 400007 and at any adjournment thereof, in respect of following resolutions as indicated below:

Resolution No.	Subject of the Resolution	Voting	
		For	Against
1.	To receive, consider and adopt the financial statements for the financial year ended 31 st March, 2023 and the Reports of Board of Directors' & Auditors thereon.		
2.	To appoint a director in place of Mr. Parth Shashikant Kakadiya (DIN: 09545820), who retires by rotation and being eligible, offers himself re-appointment		
3.	To consider, approve and ratify the giving and/or availing of loan between related parties		
4.	To consider and approve material related party transactions		

Signed this _____ day of _____, 2023

Signature of Shareholder

Signature of Proxy Holder (s)

Affix
Revenue
Stamp



ATTENDANCE SLIP

CIN: L70100MH1992PLC069958

Name of the Company: **Yogi Limited**

Registered Office: B/404 The Capital, G-Block, Bandra Kurla Complex, Behind ICICI Bank, Bandra East, Mumbai - 400051

Members attending the Meeting in person or by Proxy are requested to complete the Attendance slip and hand it over at the entrance of the meeting room.

I hereby record my presence at the 31st Annual General Meeting of the at The Orient Club, 9 Chowpatty Sea Face, Mumbai 4000071 Friday, 15th September, 2023.

.....
Full name of the Member (in block letters)

.....
Signature

Folio No.:

DP ID No.:*

Client ID No.:*

*Applicable for member holding shares in electronic form

.....
Full name of the Proxy (in block letters)

.....
Signature

**DIRECTORS REPORT**

Dear Members,

Board of Directors hereby present the 31st Annual Report on the business and operations of **Yogi Limited** (Formerly known as *Parsharti Investment Limited*) together with the Audited Statements of Accounts for the financial year ended 31st March, 2023.

1. FINANCIAL HIGHLIGHTS:

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (“Ind AS”) notified under Section 133 of the Companies Act, 2013 (“Act”) read with the Companies (Accounts) Rules, 2014.

The financial performance of the Company, for the Financial Year ended on 31st March, 2023 is summarized below:

(Amount in Lakhs)

Particulars	Year ended 31.03.2023	Year ended 31.03.2022
Revenue From Operations	-	114.07
Other Income	18.01	1.65
Total Income	18.01	115.72
Profit before Interest, Depreciation and tax(EBIDTA)	(40.25)	13.82
Less: Depreciation	-	-
Taxation		
- Current Tax	-	0.15
- Previous Tax	-	(0.74)
- Deferred Tax Asset	10.04	7.64
- MAT Credit Entitlement	-	7.00
Profit After Tax	(30.21)	(0.23)
Other Comprehensive Income (net of tax)	-	(0.14)
Total Comprehensive Income for the year	(30.21)	(0.37)

2. DIVIDEND

Since the company has incurred loss during the year, the Board does not recommend declaration of any dividend for the FY 2022-23.

3. PERFORMANCE REVIEW

During the year under review, total income of the company has decreased to Rs. 18.01 lakhs against Rs. 115.72 lakhs in the previous year. The company has incurred losses of Rs. 30.21 lakhs as against loss Rs. 0.37 lakhs in the previous year.

4. TRANSFER TO RESERVE

The Company has not transferred amount to reserves during the Financial Year 2022-23.

5. DEPOSITS

The Company has neither accepted nor renewed any deposits during the year within the meaning of Section 73(1) of the Companies Act, 2013, and the rules made thereunder.

**6. CHANGE IN NATURE OF BUSINESS**

During the year under review, our company has change the main business activity in the Extra Ordinary general meeting of the company held on 10th June, 2022.

7. DETAILS OF SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES

The Company has no subsidiary, Joint Venture and Associate companies.

No company has become or ceased to be the Company's subsidiaries, joint ventures or associate companies during the year under review.

8. RAISING OF FUNDS BY ISSUANCE OF CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS AND CORRESPONDING CHANGE IN SHARE CAPITAL:

Pursuant to the shareholders' approval received at Extra-ordinary General Meeting held on 10th June, 2022 your Company has issued 1,00,00,013 convertible warrants on preferential basis convertible into 1,00,00,013 equity shares of the company of the face value of Rs.10/- each, at a price of Rs. 25/- each (at a premium of Rs. 15/-) to below promoter and non-promoters, for cash consideration, by way of a preferential issue on a private placement basis in terms of provisions of Section 42, 62 and such other applicable provisions of the Act read with the rules made thereunder and Chapter V of the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. The company has also increased the authorized share capital from Rs. 5 crore to Rs. 15 crore.

Sr No.	Name of the allottee(s)	No. of Equity shares allotted pursuant to conversion of warrants	Date of allotment
1	Mrs. Sanju Kumar Ranka	4,00,000	07.09.2022
2	Mr. RajendraKumar Ranka	4,00,000	07.09.2022
3	Mr. Paresh Nanjibhai Patel	30,36,043	24.03.2023
4	Mr. Jitendrakumar P Ranka	5,37,500	24.03.2023
5	Mrs. Manjulata RajendraKumar Ranka	5,30,000	24.03.2023

9. SHARE CAPITAL

The details of Share capital of the Company is as under:

Particulars	As at 31 st March, 2023		As at 31 st March, 2022	
	Number of Shares	Amount	Number of Shares	Amount
Authorised Capital: Equity Shares of Rs 10/- each	1,50,00,000	15,00,00,000	50,00,000	5,00,00,000
Issued, Subscribed & Paid-Up Capital: Equity Shares of Rs 10/- each	82,60,843	8,26,08,430	33,57,300	3,35,73,000

The Company has neither issued any shares with differential rights as to dividend, voting or otherwise nor issued any sweat equity shares during the year under review.

10. DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the applicable provisions of Section 152 of the Act and the Articles of Association of the Company Mr. Parth Shashikant Kakadiya, (DIN – 09545820), Director of the company retires by rotation at the forthcoming Annual General Meeting and being eligible, offer himself for the re-appointment.



There has been no change in the constitution of Board during the year under review i.e. the structure of the Board remains the same.

11. MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year of the Company i.e. 31st March, 2023 to which these financial statements relates and the date of this report.

However, the company has increased its authorized share capital from Rs. 15 crore to Rs. 25 crore and issued 30,00,000 equity share to the investors on preferential basis in the Extra Ordinary General meeting held on 19th July, 2023.

12. DECLARATION BY AN INDEPENDENT DIRECTOR(S)

In accordance with the provisions of Section 149(7) of the Act, Mr. Sachin Shivaji Wagh and Mrs. Kinjal Bhavin Gandhi Independent Directors of the Company as on 31st March, 2023 have given their declarations to the Board that they meet the criteria of independence as laid down under Section 149(6) of the Act, Regulation 16(1)(b) and Regulation 25 of the SEBI Listing Regulations and are qualified to be Independent Directors pursuant to Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014. The Independent Directors are in compliance with the Code of Conduct prescribed under Schedule IV of the Act.

Further, the Independent Directors have confirmed that they have included their names in the Independent Director's databank maintained by the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of Companies (Appointment and Qualifications of Directors) Rules, 2014.

The Board is of the opinion that both the Independent Directors of the Company possess requisite qualifications, experience and expertise in the fields of strategy, planning and execution, management and leadership, functional and managerial experience, legal and risk management, corporate governance systems and practices, finance, banking and accounts and they hold highest standards of integrity.

During the financial year 2022-23 a separate meeting of Independent Directors was held on 31st March, 2023, without the presence of executive directors or management representatives and the following matters were discussed:

- the performance of non-Independent directors and the Board as a whole;
- the performance of the Chairman of the Company, taking into account the views of executive directors and non-executive directors; and
- assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

13. ANNUAL EVALUATION OF BOARD, COMMITTEES AND INDIVIDUAL DIRECTORS

The annual evaluation process of the Board of Directors, individual Directors and Committees was conducted in accordance with the provision of the Act and the SEBI Listing Regulations.

The Board evaluated its performance after seeking inputs from all the directors on the basis of criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc. The performance of the Committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc. The above criteria are as provided in the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India.



The evaluation was done in accordance with the framework and criteria laid down by the NRC. Further, at a separate meeting, the Independent Directors evaluated performance of Non-Independent Directors, Board as a whole and of the Chairman of the Board.

14. AUDITORS:

i) Statutory Auditors and Audit Report

Pursuant to the provisions of Section 139 of the Act, M/s. B.K.G & Associates, Chartered Accountants (ICAI Firm Registration No. 114852W) were appointed as the Statutory Auditors of the Company, as per their appointment at the 30th AGM of the Company held on 30th September, 2022, for a period of 5 (five) years.

The requirement of seeking ratification of members for continuing the appointment of Statutory Auditors at every AGM was withdrawn by the Companies (Amendment) Act, 2017 w.e.f. 07th May, 2018.

M/s. B.K.G & Associates, Chartered Accountants have confirmed that they are eligible and are in compliance with the provisions specified under Section 141(3)(g) of the Act and they are not disqualified to act as Statutory Auditors in terms of the provisions of Sections 139 and 141 of the Act and the Companies (Audit and Auditors) Rules, 2014. The Report of the Statutory Auditor forming part of the Annual Report, does not contain any qualification, reservation, adverse remark or disclaimer. The observations made in the Auditors' Report are self-explanatory and therefore do not call for any further comments.

ii) Cost Auditors:

The Company is not required to keep cost records or appoint cost auditors.

iii) Secretarial Auditors and Secretarial Audit Report:

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board had appointed M/s. Nishant Bajaj & Associates, a firm of Company Secretaries in Practice, to undertake the Secretarial Audit of the Company for the financial year ended 31st March, 2023. The Secretarial Audit Report for the financial year ended 31st March, 2023 is enclosed to this report as “**Annexure A**”.

The Secretarial Audit Report is self-explanatory and thus does not require any further comments. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer. The Company is in compliance with the Secretarial Standards issued by the Institute of Company Secretaries of India.

iv) Internal Auditor

The Board, upon the recommendation of the Audit Committee, has re-appointed M/s. Mohan L Gupta & Associates, as the Internal Auditor of the Company for financial year 2023-2024.

15. MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Management Discussion and Analysis of financial condition, including the results of operations of the Company for the year under review as required under Regulation 34(2)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is provided as a “**Annexure B**”.

16. ANNUAL RETURN

Pursuant to Section 92(3) read with Section 134(3)(a) of the Act, a copy of the Annual Return as on 31st March, 2023 is available on the Company's website www.yogiltd.com

**17. PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS AND SECURITIES:**

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Act are given in the notes to the Financial Statement.

18. RELATED PARTY TRANSACTIONS

In accordance with the relevant provisions of the Act and rules framed thereunder and Regulation 23 of the SEBI Listing Regulations, the Company has in place a Related Party Transaction (“RPT”) Policy. All related party transactions (“RPT”) entered into during the financial year 2022-23 were in accordance with the Company’s RPT Policy and on an arms’ length basis and in the ordinary course of business. All RPTs are placed before the Audit Committee and the Board for approvals.

19. BOARD MEETING

During the year under review, the Board met Ten (10) times on 25th April, 2022, 27th May, 2022, 18th June, 2022, 21st June, 2022, 05th August, 2022, 30th August, 2022, 07th September, 2022, 09th November, 2022, 01st February, 2023, 24th March, 2023, in accordance with the provisions of the Companies Act, 2013 and rules made thereunder. There have not been any instances during the year when recommendations of the Audit Committee were not accepted by the Board.

20. DIRECTORS’ RESPONSIBILITY STATEMENT

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors including audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company’s internal financial controls were adequate and effective during the financial year 2022-23.

Accordingly, pursuant to Section 134(3)(c) and 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that-

- i. in the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures;
- ii. they have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of financial year and of the loss of the Company for the year;
- iii. they have taken proper and sufficient care for the 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 fraud and other irregularities;
- iv. they have prepared the annual accounts on a going concern basis;
- v. they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively;
- vi. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively

21. CORPORATE GOVERNANCE

In view of the provisions of Regulation 15(2) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements), Regulations 2015, the provisions related to Corporate Governance as specified in Regulations 17 to 27 and clauses (b) to (i) and (t) of sub regulation (2) of Regulation 46 and



para C, D and E of Schedule V are not applicable to the Company, hence the same is not given in the Report. However, the Company continues to adhere the best practices prevailing in Corporate Governance and follows the same in its true spirit.

22. LISTING ON STOCK EXCHANGE

The Company shares are listed on the BSE Ltd and the Company has paid the listing fees for the Financial Year 2022-23. The shares of the Company are traded at The BSE Ltd having Nation-wide terminals.

23. VIGIL MECHANISM/ WHISTLE BLOWER POLICY

Your Company has in place a vigil mechanism for directors and employees to report concerns about unethical behaviour, actual or suspected fraud or violation of your Company's Code of Conduct.

Under the vigil mechanism of the Company, which also incorporates a Whistle Blower Policy in terms of Regulation 22 of the SEBI Listing Regulations, protected disclosures can be made by a whistle blower through an e-mail, or dedicated telephone line or a letter to the Chairman of the Audit Committee. Adequate safeguards are provided against victimization to those who avail of the vigil mechanism.

The Whistle Blower Policy is available on the Company's website at the www.yogilttd.com

24. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO ETC.

The Board has nothing to report under this. However, the company is taking adequate steps to see that the energy used by the company is the minimum under the given circumstance.

The Board has nothing to report under the head technology absorption.

During the year, the total foreign exchange used was NIL (previous year Nil) and the total foreign exchange earned was NIL (previous year Nil).

25. DETAILS OF UTILISATION OF FUNDS RAISED THROUGH PREFERENTIAL ALLOTMENT

During the year under review, the Company allotted 49,03,543 equity shares pursuant to conversion of convertible warrants to Promoter & Non-Promoter Individual on preferential basis at a price of Rs. 25 per equity share, amounting to Rs. 12,25,88,575 (Rupees Twelve Crores Twenty Five Lakhs Eighty Eight Thousand Five Seventy Five Only). The said issue of convertible warrants on preferential basis was approved by the shareholders of the Company in the Extra Ordinary General Meeting held on 10th June, 2022. The funds were utilised by the Company for the purpose of strengthening the financial position, to meet working capital requirements and to augment the financial resources of the company or such other objects, as the Board may from time to time decide in the best interest of the Company

26. INTERNAL FINANCIAL CONTROL SYSTEMS AND ADEQUACY

The internal financial controls with reference to the Financial Statements are commensurate with the size and nature of business of the Company. During the year, such control was tested and no reportable material weakness in the design or operation was observed.

27. PARTICULARS OF EMPLOYEES AND MANAGERIAL REMUNERATION

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in the Annual Report and is marked as "Annexure C" to this Report.

28. DISCLOSURE WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT



The Company does not have any of its securities lying in demat/unclaimed suspense account arising out of public/bonus/right issues as at 31st March, 2023. Hence, the particulars relating to aggregate number of shareholders and the outstanding securities in suspense account and other related matters does not arise.

29. **DISCLOSURES**

AUDIT COMMITTEE

The Audit Committee comprises of Three Directors viz. Mrs. Kinjal Bhavin Gandhi, Mr. Sachin Shivaji Wagh and Mr. Ghanshyambhai Nanjibhai Patel. The constitution of the Audit Committee meets the requirements of Section 177 of the Act and Regulation 18 of the Listing Regulations, 2015.

The Terms of Reference, Composition and Meetings and Attendance is as below:

i. Terms of Reference/ Policy:

The terms of reference of the Audit Committee are in conformity with Section 177 of the Act and Regulation 18 of the Listing Regulations, 2015. The brief terms of reference inter alia are as follows

- Oversight of Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommend to the Board, the appointment, reappointment, remuneration and terms of appointment of auditors of the Company and, if required, their replacement or removal.
- Approve payment to statutory auditors for any other services rendered by them.
- Review, with the management, the quarterly and annual financial statements and auditors report thereon before submission to the Board for approval.
- Approve appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate.
- Review and monitor the auditor's independence, performance and effectiveness of audit process.
- Review the adequacy of internal audit function, including the structure of the internal audit department, if any, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit, etc.

ii. Meetings and Attendance:

During the Financial Year 2022-23, 8 (Eight) Meetings were held on 25th April 2022, 27th May 2022, 21st July 2022, 05th August 2022, 30th August 2022, 07th September, 2022, 09th November 2022 and 01st February 2023

Sr No.	Particulars	Designation	Category	No. of Meeting attended
1	Mr. Sachin Shivaji Wagh	Chairman	Non-Executive Independent Director	8
2	Mrs. Kinjal Bhavin Gandhi	Member	Non-Executive Independent Director	8
3	Mr. Ghanshyambhai Nanjibhai Patel	Member	Managing Director	8
4	*Mr. Parth Shashikantbhai Kakadiya	Member	Non-Executive Director	7

** During the year under review Mr. Parth Shashikantbhai Kakadiya resigned from the committee w.e.f. 01st February, 2023*

**NOMINATION AND REMUNERATION COMMITTEE**

The Nomination and Remuneration Committee comprises of three Non- Executive Directors, viz. Mrs. Kinjal Bhavin Gandhi, Mr. Sachin Shivaji Wagh and Mr. Parth Shashikantbhai Kakadiya. The constitution of the Committee meets the requirements of Section 178 of the Act and Regulation 19 of the Listing Regulations, 2015.

i. Terms of Reference/Policy:

The terms of reference of the Nomination and Remuneration Committee are in conformity with Section 178 of the Act and Regulation 19 of the Listing Regulations, 2015. The terms of reference are as follows:

- The Company has framed a policy as per Section 178 of the Companies Act, 2013 for selection and appointment of Directors, Senior Management and their remuneration same is posted on the website of the company.
- Determine the compensation package of the Executive Directors, Secretary and other senior management personnel.
- Formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees.
- Formulate the criteria for evaluation of performance of Independent Directors and the Board of Directors.
- Devise a policy on diversity of Board of Directors.
- Identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board of Directors their appointment and removal.
- Decide on whether to extend or continue the term of appointment of the Independent Directors, on the basis of the performance evaluation report of Independent Directors.

ii. Meetings and Attendance:

During the Financial Year 2022-23, 3 (Three) Meetings were held on 25th April 2022, 30th August, 2022 and 01st February, 2023.

Sr No.	Particulars	Designation	Category	No. of Meeting attended
1	Mr. Sachin Shivaji Wagh	Chairman	Non-Executive Independent Director	3
2	Mrs. Kinjal Bhavin Gandhi	Member	Non-Executive Independent Director	3
3	Mr. Parth Shashikantbhai Kakadiya	Member	Non-Executive Director	3

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee comprises of Four Directors viz Mrs. Kinjal Bhavin Gandhi, Mr. Sachin Shivaji Wagh, Mr. Ghanshyambhai Nanjibhai Patel and Mr. Parth Shashikantbhai Kakadiya. Ms. Riddhi Dilip Sidhpura, Company Secretary is designated as the Compliance Officer of the Company. The constitution of the Stakeholders' Relationship Committee meets the requirements of Section 178 of the Act and Regulation 20 of the Listing Regulations, 2015.

**i. TERMS OF REFERENCE**

The Committee inter alia oversees the redressal of Member and investor complaints / requests for transmission of shares, sub-division and consolidation of share certificates, issue of duplicate share certificates, requests for dematerialization and rematerialization of shares, non-receipt of declared dividend and non-receipt of Annual Report. It also recommends measures for improvement in investor services. The Committee also keeps a close watch on the performance of Link Intime India Private Limited, the Registrar & Share Transfer Agents (RTA) of the Company. The Committee also reviews 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 Members of the Company. The Committee meets as often as is necessary for resolution of important matters within its mandate.

ii. Meetings and Attendance:

During the Financial Year 2022-23, 4 (Four) Meetings were held on 27th May 2022, 05th August, 2022, 09th November, 2022 and 01st February, 2023

Sr No.	Particulars	Designation	Category	No. of Meeting attended
1	Mr. Sachin Shivaji Wagh	Chairman	Non-Executive Independent Director	4
2	Mrs. Kinjal Bhavin Gandhi	Member	Non-Executive Independent Director	4
3	Mr. Ghanshyambhai Nanjibhai Patel	Member	Managing Director	4
4	Mr. Parth Shashikantbhai Kakadiya	Member	Non-Executive Director	4

CORPORATE SOCIAL RESPONSIBILITY

During the FY 2022-23, Corporate Social Responsibility is not applicable to the company.

SEXUAL HARASSMENT POLICY

As required under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules framed thereunder, the Company has implemented a policy on prevention, prohibition and redressal of sexual harassment at workplace. This has been widely communicated internally. Your Company has constituted 'Internal Complaints Committee' to redress complaints relating to sexual harassment at its workplaces. The Company has not received any complaints relating to sexual harassment during financial year 2022-23.

CODE OF CONDUCT

Your Company has established a Code of Conduct and Code of Fair Disclosures for Prohibition of Insider Trading ("Code of Conduct" or "Code") which is applicable to the Employees, Directors, designated persons, immediate relatives of designated persons and connected persons of the Company. The Code lays down the standard of conduct, which is expected to be followed by the Directors and employees in their business dealings, and in particular, on matters relating to integrity in the work place, dealing with stakeholders and in business practices. All the Board Members and the Senior Management employees have confirmed compliance with the Code. The Code is available on website of the Company.

**30. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS**

There are no significant material orders passed by the Courts/ Regulators or Tribunals impacting the going concern status and Company's operations in future.

31. COMPLIANCE OF ACCOUNTING STANDARDS:

As per requirements of the SEBI Listing Regulations and applicable Accounting Standards, your Company has made proper disclosures in the Financial Statements. The applicable Accounting Standards have been duly adopted pursuant to the provisions of Sections 129 and 133 of the Act.

32. COMPLIANCE OF SECRETARIAL STANDARDS

The Company has complied with all applicable mandatory Secretarial Standards issued by the Institute of Company Secretaries of India.

33. DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016

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

34. DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT IN 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. APPRECIATION

Your Directors take this opportunity to convey their deep sense of gratitude for valuable assistance and Co-operation extended to the Company by all valued customers and bankers of the Company.

Your Directors also wish to place on record their sincere appreciation for the valued contribution, unstinted efforts by the employees at all levels which contributed, in no small measure, to the progress and the high performance of the Company during the year under review.

By Order the Board of Directors,

Date : 09th August, 2023

Place : Mumbai

Sd/-

Riddhi Dilip Sidhpura

Company Secretary & Compliance officer

Registered Office:

Yogi Limited

(Formerly known as Parsharti Investment Limited)

CIN: L70100MH1992PLC069958

B/404, The Capital, G-Block, Bandra Kurla Complex,

Behind ICICI Bank, Bandra East Mumbai 400051

Tel. No. 022-49428888 / 9930268888,

Email address: info@yogiltd.com

Website: www.yogiltd.com



Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

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

To the Members

Yogi Limited

(Formerly known as Parsharti Investment Limited)

B/404, The Capital, G-Block,
Bandra Kurla Complex Behind ICICI Bank,
Bandra East Mumbai 400051
CIN: L70100MH1992PLC069958

We have conducted the Secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Yogi Limited** *(Formerly known as Parsharti Investment Limited)* (CIN: **L70100MH1992PLC069958**) (hereinafter called “The Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company, information to the extent provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on 31st March, 2023 generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by the Company for the financial year ended on 31st March, 2023 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the Rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the Rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’) to the extent applicable to the Company: -
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2018;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, Regulations, 2018;
 - c. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other amendments thereof (hereinafter collectively referred to as “**Listing Regulations**”);



- d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;
 - e. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
 - f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
 - g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2018; and
 - i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- VI. The Management has identified and confirmed the applicable Acts, Laws and Regulations specifically applicable to the Company as mentioned below:
- The Contract Labour (Regulation and Abolition) Act, 1970;
 - Environment Protection Act, 1986
 - Waste Management Rules, 2016;
 - Pollution Control Act, Rules and Notification issued thereof;
 - Maharashtra Fire Prevention and Life Safety Measures Act, 2006
 - Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

We have also examined compliances with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited and Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements), Regulations 2015.

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

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. No changes in the composition of the Board of Directors that took place during the period under review.

Adequate notice is given to all directors to schedule the Board meetings, agenda and detailed notes on agenda were sent with proper time gap in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

We further report that during the audit period following material events were occurred:



1. The Board of Directors of the Company at their meeting held on 25th April, 2022 considered and approved-
 - Change in name of the company and consequent amendment in Memorandum and Articles of Association of the company;
 - Change in Main Object of the Company;
 - Alteration of the matters which are necessary for furtherance of the Objects specified in clause III (A) of Memorandum of Association;
 - Re-Adoption of new set of Articles of Association in place of existing Articles;
 - Appointment of Mr. Ghanshyambhai Nanjibhai Patel as an Managing Director for a period of 5 years;
 - Appointment of Mr. Pareshbhai Nanjibhai Patel as Whole Time Director for a period of 5 years;
 - Appointment of Mrs. Kinjal Bhavin Gandhi as Non- Executive Independent Director for a period of 5 years;
 - Appointment of Mr. Sachin Shivaji Wagh as Non- Executive Independent Director for a period of 5 years;
 - Appointment of Mr. Parth Shashikant Kakadiya as a Non- Executive Non Independent Director;
 - Increase in Authorized Share Capital of the company from Rs.. 5 crores to Rs. 15 crores
 - Alteration of Share Capital Clause of Memorandum of Association
 - Authorisation under section 180 of the Companies, Act, 2013
 - Loans, Investments, Guarantee or security u/s 185 of Companies act, 2013:
 - Making Investments /Extending Loans and giving Guarantees or providing Securities in connection with loans to persons / Bodies Corporate u/s 186 of the Companies Act,2013
 - Issue, Offer & Allot 1,00,00,013 Convertible Warrants on Preferential Basis:
2. The Board of Directors of the Company at their meeting held on 18th June, 2022 allotted of 32,61,043 Convertible Warrants of Rs. 10/- each issued on Preferential Basis;
3. The Board of Directors of the Company at their meeting held on 21st June, 2022 considered and approved-
 - Allotment of 67,38,970 Convertible Warrants of Rs. 10/- each issued on Preferential Basis;
 - Appointment of M/s. Mohan L Gupta & Associates, Chartered Accountants as an Internal Auditor of the company;
4. The Board of Directors of the Company at their meeting held on 30th August, 2022 considered re-appointment of B.K.G & Associates, Statutory Auditors for a period of 5 years;
5. The Board of Directors of the Company at their meeting held on 07th September, 2022 considered and approved-
 - Allotment of first tranche of 8,00,000 Equity Shares on Conversion of 8,00,000 Convertible Warrants (out of 1,00,00,013 convertible warrants) into equity shares of Rs. 10/- each issued on Preferential Basis;
 - Re-appointment of Secretarial Audit Report issued by M/s. Nishant Bajaj & Associates as Secretarial Auditor for the Financial Year 2022-23



6. The Board of Directors of the Company at their meeting held on 24th March, 2023 considered and approved-
- Allotment of second tranche of 41,03,543 Equity Shares on Conversion of 41,03,543 Convertible Warrants (out of 1,00,00,013 convertible warrants) into equity shares of Rs. 10/- each issued on Preferential Basis;

We further report that during the audit period there were no instance of:

- (i) Right issue of shares / debentures/ Sweet Equity.
- (ii) Redemption / buy-back of securities.
- (iii) Merger / amalgamation / reconstruction, etc.
- (iv) Foreign technical collaborations.

Further, our report of even dated to be read along with the following clarifications:

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

For Nishant Bajaj & Associates
Practicing Company Secretaries
Peer Reviewed Firm- 2582/2022

Company Secretary in Practice
M.No.: 28341
CP No.: 21538

Place : Mumbai
Date : 09th August, 2023
UDIN : A028341E000770588



ANNEXURE - A

To,
The Members,
Yogi Limited

(Formerly known as Parsharti Investment Limited)

CIN: L70100MH1992PLC069958

B/404, The Capital, G-Block,
Bandra Kurla Complex Behind ICICI Bank,
Bandra East Mumbai 400051

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provided a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Book of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulation, standards is the responsibility of management. Our examination was limited to the verification of procedures on the test basis.
6. The Secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Nishant Bajaj & Associates
Practicing Company Secretaries
Peer Reviewed Firm- 2582/2022

Company Secretary in Practice
M.No.: 28341
CP No.: 21538

Place : Mumbai
Date : 09th August, 2023
UDIN : A028341E000770588



ANNEXURE - B

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Indian Industry Structure and Development:

Your company has incurred loss of Rs. (30.21) Lakh during the financial year under review against a loss of Rs. (0.23) Lakh in previous year.

Opportunities and threats:

The Government is committed to encourage the healthy growth of Capital Market for development of the Economy. The market regulators are also concerned in regaining the confidence of investors.

The company constantly monitors the threats from competition, industry, costs and takes steps to maintain/enhance existing competence.

Segment-wise or product-wise performance:

The Company's business activity falls within a single business segment i.e. Real Estate.

Outlook:

It is fair to say that Yogi Limited has overcome the challenges and has to carry on the business of Real estate, contractors, Builders, Town planners, Infrastructure developers, Estate developers and Engineers land developers buying, purchasing or otherwise acquire any immovable or movable property of all kinds and description and right, title and interest therein and to carry on the business of renting, letting or other similar arrangements of immovable and moveable properties including but not limited to equipment of all kinds and description, building equipment, construction equipment and houses, building, market, shops, industrial sheds, plots, flats, vehicles, plants, machineries, ships, aircrafts, vessels, apparatuses, computers and any other assets.

Moreover, we are committed to the development of the company in real estate segment.

All said and done, there are good reasons to believe that Yogi Limited will perform even better in FY 2024. We hope that this forward-looking statement turns out to be true.

Risk and Concerns:

External environment remains uncertain and challenging. Your Company being a financial/ management services company is primarily exposed to various risks relating to financial which includes the volatile capital market, interest rate risks change in government policies, liquidity risks and lost but not least is the competition risks.

Internal Control System and their adequacy:

The company has adequate internal audit and control system. Internal auditors comprising of professional firm of Chartered Accountants have been entrusted the job to conduct regular internal audit and report to the management any lapses, if any.

**Discussion on financial performance with respect to operational performance:***(Rs. In Lakhs)*

Particular	For the year ended 31.03.2023	For the year ended 31.03.2022
Revenue from Operation	0	114.07
Other Income	18.01	1.65
Profit/Loss Before Depreciation and Tax	-40.25	13.82
Tax (Including Deferred Tax) Net	10.04	14.05
Profit/Loss After Depreciation and Tax	-30.21	-0.23
Other Comprehensive Income (Net of Tax)	0	-0.14
Total Comprehensive Income for the Year	-30.21	-0.37

Human Resource development / Industrial relations:

The company continues to focus on training and motivation of manpower so as to develop team of qualified and skilled personnel to effectively discharge their responsibilities in a number of projects and activities. It is in this context, we have been working towards promoting the skills and professionalism of our employees to cope with and focus on the challenges and growth. The overall industrial relations atmosphere continues to be cordial.

Details of significant changes:*(Rs. In Lakhs)*

Particulars	FY 2022-23	FY 2021-22
Debtors Turnover	-	-
Inventory Turnover	-	0.39
Interest Coverage Ratio	-	-
Current Ratio	1.78	125.43
Debt Equity Ratio	0.98	-
Operating Profit Margin(%)	-223.55%	11.94%
Net Profit Margin(%)*	-167.79%	-0.32%

***Note: Net Profit Margin is Reduced due to reversal of MAT Credit and Deferred Tax Assets**

Details of any change in Return on Net Worth:

The Company Return on Net Worth (RoNW) has reduced by -1.74% for financial year 2022-23 as compared to -0.17% for financial year 2021-22. The decrease in RoNW was primarily due to loss in the financial year.



ANNEXURE “C” TO THE DIRECTOR’S REPORT

PARTICULARS OF EMPLOYEES PURSUANT TO THE PROVISIONS SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE, 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 AND ANNEXED TO AND FORMING PART OF THE DIRECTORS REPORT FOR THE YEAR ENDED 31ST MARCH, 2023:

(I)	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year :-	
Sr. No.	Name of the Director	Ratio of remuneration to the median remuneration of the employees
1	Ghanshyam Bhai Nanji Bhai Patel	N.A.
2	Pareshbhai Nanjibhai Patel	N.A.
3	Sachin Shivaji Wagh	N.A.
4	Kinjal Bhavin Gandhi	N.A.
5	Parthbhai Shashikant Bhai Kakadiya	N.A.
(ii)	The percentage increase in remuneration of each director, CFO , CEO, Company Secretary or Manager, if any, in the financial year :-	
Sr. No.	Name of the Director/CFO/Company Secretary	% Increase over last F.Y.
1	Mr. Mahesh Kumar Rajguru, Chief Financial Officer	25%
2	Ms. Riddhi Dilip Sidhpura, Company Secretary	N.A.
(iii)	The percentage increase/ decrease in the median remuneration of employees in the financial year	116%
(iv)	The number of permanent employees on the rolls of the Company as on 31 st March, 2023	3
(v)	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:	N.A.
(vi)	The key parameters for any variable Component of remuneration availed by the directors	N.A.
(vii)	Affirmation that the remuneration is as per the remuneration policy of the Company:	Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and Senior Management is as per the Remuneration Policy of your Company.

**(II) Statement showing details of Employees of the Company as per Section 197 (12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:**

In pursuant to the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Pursuant to the provisions of the first proviso to Section 136(1) of the Companies Act, 2013 the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection at the Registered Office of the Company during working hours and any member interested in obtaining such information may write to the Company Secretary of the Company and the same will be furnished without any fee.

**CEO/CFO Certification**

I Mahesh Kumar Rajguru, Chief Financial Officer of Yogi Limited (*Formerly known as Parsharti Investment Limited*) (“the Company”) to the best of my knowledge and belief hereby certify that:

- a) I have reviewed financial statements including the cash flow statement for the year ended 31st March, 2023 and that to the best of my knowledge, I state that these statement:
 - i. Do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading and
 - ii. Together present a true and fair view of the listed entity’s affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) There are no transactions entered into by the Company during the year, which are fraudulent, illegal or violation of the Company’s code of business conduct and Ethics.
- c) I accept the responsible for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which I am aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) I have indicated to the Auditors and the Audit Committee that there have been:
 - i. no changes in internal control during the year.
 - ii. no changes in accounting policies during the year, and there are no instances of fraud during the year.

Place: Mumbai
Date : 09th August, 2023

Mahesh Kumar Rajguru
Chief Financial Officer

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

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

To the Members

Yogi Limited

(Formerly known as Parsharti Investment Limited)

B/404, The Capital, G-Block,
Bandra Kurla Complex Behind ICICI Bank,
Bandra East Mumbai 400051
CIN: L70100MH1992PLC069958

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of YOGI LIMITED (Formerly known as Yogi Limited) (CIN L70100MH1992PLC069958) having registered office at B/404, The Capital, G-Block, Bandra Kurla Complex, Behind ICICI Bank, Bandra East, Mumbai, 400051 (hereinafter referred to as “the Company”), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2023 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr No.	Name of the Director	DIN No.	Date of Appointment in Company
1	Mr. Ghanshyambhai Nanjibhai Patel	06647250	10/02/2022
2	Mr. Pareshbhai Nanjibhai Patel	07257928	10/02/2022
3	Mr. Parth Shashikantbhai Kakadiya	09545820	30/03/2022
4	Mr. Sachin Shivaji Wagh	01056774	10/02/2022
5	Mrs. Kinjal Bhavin Gandhi	09376071	10/02/2022

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

For Nishant Bajaj & Associates
Practicing Company Secretaries
Peer Reviewed Firm- 2582/2022

Company Secretary in Practice
M.No.: 28341
CP No.: 21538

Place : Mumbai

Date : 10th August, 2023

UDIN : A028341E000770588



Independent Auditor's Report

**To
The Members,
Yogi Limited
Mumbai**

Report on the Audit of Ind AS Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of Yogi Limited (The Company), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (Including Other Comprehensive Income), the Cash Flow Statement, the Statement of Changes in Equity and Notes to the Ind AS Financial Statement for the year then ended including a summary of significant accounting policies and other explanatory information (Hereinafter referred to as the "Ind AS Financial Statement").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind AS 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 accounting principles generally accepted in India including Indian Accounting Standards ('Ind AS') specified under Section 133 of the Act, of the state of affairs (financial position) of the Company as at March 31, 2023, and its Loss (including other Comprehensives income) its Cash Flows and changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143 (10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Ind AS Financial Statements Section of our report. We are Independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the Ind As Financial Statements under the provisions of the Act and the Rules there-under, and we have fulfilled our ethical responsibilities in accordance with these requirements and the Code of the Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Ind AS 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 of the current period.

We have determined that there are no key audit matters to communicate in our report.

Information other than the Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the other information. The Other information comprises the information included in Management Discussion and Analysis, Board's Report including Annexures in the Board Report and Shareholder information, but does not include the financial statements and our auditor's report thereon.

Our opinion on the Ind AS 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 Ind AS 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 in the audit or otherwise appears to be materially misstated. If based on the work we have performed, we concluded that there is a material misstatement of this other information we are required to report that fact. We have nothing to report in this regard.

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

The Company's Board of Director is responsible for the matters stated in Section 134(5) of The Companies Act, 2013 ("The Act"), with respect to the preparation and presentation of these Ind AS financial statements that give a true and fair view of the state of affairs (financial position), Profit/Loss (financial performance) (Including Other Comprehensive Income) and changes in the Equity and cash flows of the Company in accordance with the Accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act read with the Companies (Indian Accounting Standard) Rules 2015, as amended.

This responsibility also includes the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgment 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS 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 operation, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS Financial statements as whole are free from material misstatement, whether due to fraud or errors 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 Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or errors 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 Ind AS financial statements.

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

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or errors, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error as, fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of the internal 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 Ind AS financial statements, or if such disclosures are inadequate to modify our opinion. Our conclusions are based on the audit evidence obtained upto the date of audit report.

However, future conditions or events 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 Ind AS 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 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 deficiency 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 safeguard.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in audit of Ind As financial statements of the current period and are therefore the key audit matters .We describe these matters in our auditor's report unless law or regulation precludes about public disclosures about the matters or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order,2020 (The 'Order') issued by the Central Government of India in terms of Section 143(11) of the Act , we give in the **Annexure A**, a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. Further to our comment in Annexure 'A' As required by section 143 (3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit:
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Ind AS financial statements dealt with by this Report are in agreement with the books of account.



- d. In our opinion, the aforesaid Ind As Financial Statement comply with the Ind AS specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 as amended.
- e. On the basis of written representation received from the directors, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023, from being appointed as a director in terms of Section 164(2) of the Act.
- f. We have also audited the internal financial controls over financial reporting (IFCoFR) of the Company as on 31st March 2023 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date and our report as per **Annexure B** expressed an unmodified opinion;
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules 2014, in our opinion and to the best of our information and according to the explanation given to us:
- 1) The Company does not have any pending litigation as at 31st March, 2023 which would impact its financial position.
 - 2) The Company did not have any long term contracts including derivative contracts as at 31st March 2023 for which there were any material foreseeable losses.
 - 3) There has been no delay in transferring amounts to the Investor Education and Protection Fund by the Company during the year ended on 31st March 2023.
 - 4)
 - i) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, 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
 - ii) The management has represented, that, to the best of it's 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
 - iii) Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material misstatement.
 - 5) The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013
- h. With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act: In our opinion and according to the information and explanations given to us, the remuneration paid by the company to its director during the current year is in accordance with the provisions of section



197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us

FOR BKG & ASSOCIATES

Chartered Accountants
Firm Reg. No.: 114852W

CA. B.K. Gupta

(Partner)
M. No.: 040889
UDIN: 23040889BGXJUR7839

Place: Mumbai
Date: May 18, 2023



Annexure A to the Independent Auditors' Report

(Referred to in paragraph 1 under "Report on Other Legal and Regulatory Requirements" of our report to the Members of Yogi Limited ("the Company") for the year ended March 31, 2023)

1. In respect of its Fixed Assets:
 - (i) (a) The company is maintaining proper records showing full particulars, including quantitative details and situation of Property Plant and Equipment's;
 - (b) The Company does not have any intangible assets
 - (ii) As explained to us, all the Property Plant and Equipment have been physically verified by the management during the year and no material discrepancies were identified on such verification. The frequency of physical verification is reasonable having regard to the size of the Company and nature of its business.
 - (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.
 - (iv) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2023.
 - (v) 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
2. (a) In our opinion, the management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion the coverage and procedure of such verification by the management is appropriate. As per the information given no material discrepancies were noticed on such verification.
- (b) The Company has not been sanctioned any working capital loan from any bank or Financial institution.
3. (a) According to the Information and explanations given to us, during the year the Company has not made any investment in nor stood guarantee or provided security to any companies, firms, Limited Liability Partnerships or any other parties.

However, the company has provided loan to a Limited Liability Partnership amounting to Rs 280.00 lakhs during the year and the balance outstanding at the year end is Rs 293.91 lakhs. The Company does not have any subsidiaries, joint ventures and associates.

- (b) According to the Information and explanations given to us and in our opinion the terms and conditions of the grant of loan is not prima facie pre-judicial to the interest of the company
- (c) In respect of the aforesaid loan granted by the Company to a party the schedule of repayment of principal and payment of interest has been stipulated and in our opinion, the repayment of principal amounts and receipt of interest are as stipulated.
- (d) There are no overdue of loans granted by the company as at 31-03-2023.
- (e) No loan or advances in the nature of the loan granted which has fallen due during the year has been renewed or extended or fresh loan granted to settle the over dues of existing loan given to the same parties



- (f) The Company has granted an unsecured Loan of Rs 280.00 lakhs to one related party. The Loan constitutes 100% of the total loan granted by the Company.
4. In our opinion and according to the information and explanation given to us the Company has complied with provisions of section 185 and 186 of the Companies Act in respect of loans, investments, guarantees and securities.
5. 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 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
6. The Central Government of India has not prescribed the maintenance of cost records under sub-section 1 of section 148 of the Companies Act.
7. (a) According to the information and explanations given to us and records of the company examined by us The company has generally been regular in depositing liability towards undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income tax, Sales Tax, Service Tax, Duty of Custom, Duty of Excise, Value added Tax, Cess and any other statutory dues, as applicable, with the appropriate authorities. There are no dues of income tax or wealth tax or service tax or duty of customs or duty of excise or value added tax, GST or cess which were in arrears as at 31-03-2023 for a period of more than six months from the day they become payable.
- (b) On the basis of our examination of the documents and records, the company does not have a disputed amount in respect of statutory dues referred in sub-clause (a) above.
8. 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 year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
9. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company has not taken any Term loan during the year.
- (d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.
10. (a) The Company has not raised any money by way of an initial public offer or further public offer (including debt instruments during the year.
- (b) During the year the Company has made preferential allotment of shares and the requirement of section 42 and section 62 of the Companies Act 2013 have been complied with and the funds raised have been used for the purpose for which the funds were raised.



11. (a) No fraud by the Company or on the Company by its officers or employees has been noticed or reported during the period covered by our audit.
 - (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by the cost auditor/secretarial auditor or by using Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
 - (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year
12. The Company is not a Nidhi Company. Hence reporting under clause 3(xii)(a)(b)(c) of the Order is not applicable.
13. In our opinion all the transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013 where applicable, and the requisite details have been disclosed in the Ind AS financial statement etc. as required by the applicable accounting standards
14. (a) The Company has an internal audit system commensurate with the size and nature of its business
 - (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us
15. The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
16. (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 has not conducted any Non-Banking Financial or Housing Finance activities without obtaining a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934
 - (c) The Company is not a Core Investment Company, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.
17. The Company has incurred cash losses of Rs. 40.25 Lakhs in the current year and it has not incurred cash losses during the immediately preceding financial year.
18. There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.
19. On the basis of the financial ratios disclosed in note to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.



20. Since the threshold limits prescribed by section 135 are not reached the Company is not required to constitute Corporate Social Responsibility Committee and spend any amount on corporate Social activity hence reporting under clause xx(a) and (b) of the Order are not applicable.
21. The Company has no subsidiary and no requirement of consolidation hence report on clause 3(xxi) of the Order is not applicable to the Company.

FOR BKG & ASSOCIATES

Chartered Accountants
Firm Reg. No.: 114852W

CA. B.K. Gupta

(Partner)

M. No.: 040889

UDIN: 23040889BGXJUR7839

Place: Mumbai

Date: May 18, 2023

**ANNEXURE “B” TO THE INDEPENDENT AUDITORS’ REPORT of even date to the Members of Yogi Limited on the Ind AS Financial statement for the year ended 31st March, 2023****Independent Auditor’s report on the Internal Financial Controls under clause(i)of Sub- section 3 of Section 143 of The Companies Act, 2013 (The” Act”)**

In conjunction with our audit of the Ind As financial Statements of Parsharti Investment Ltd (The Company) as at and for the year ended on March 31, 2023, we have audited the internal financial Controls over financial reporting (IFCoFR) of the Company as of that date.

Management’s Responsibility for Internal Financial Controls

The Company’s Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of the internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial reporting (The “Guidance note”) issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting (IFCoFR) based on our audit. We conducted our audit in accordance with the Standards on auditing ,issued by the ICAI and deemed to be prescribed under section 143(10) of the Act , to the extent applicable to an audit of IFCoFR and Guidance Note issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate IFCoFR were 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 IFCoFR and their operating effectiveness. Our audit of IFCoFR included obtaining an understanding of IFCoFR, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk.

The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s IFCoFR.

Meaning of Internal Financial Controls Over Financial Reporting

A company’s IFCoFR 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 the Generally Accepted Accounting Principles. A company’s IFCoFR includes those policies and procedures that:(i) pertain to the maintenance of records that, in reasonable details, accurately and fairly reflect the transaction and dispositions of the assets of the company; (ii) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with the 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 (iii) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or dispositions of the company’s assets that could have a material effect on the financial statements

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

Because of the inherent limitations of IFCoFR, 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 IFCoFR to future periods are subject to the risk that the IFCoFR may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

FOR BKG & ASSOCIATES

Chartered Accountants

Firm Reg. No.: 114852W

CA. B.K. Gupta

(Partner)

M. No.: 040889

UDIN: 23040889BGXJUR7839

Place: Mumbai

Date: May 18,2023



Balance Sheet as at March 31, 2023

(Rs. in Lakh)

Particulars	Notes	As at March 31, 2023	As at March 31, 2022
Assets			
Non-Current assets			
a) Property, Plant and Equipment	3	0.24	-
b) Intangible Asset under development	-	-	-
c) Financial Assets			
i. Investments	4(a)	-	-
ii. Trade receivables	5(a)	-	-
iii. Loans			
- To related parties	6	293.91	-
iv. Other financial assets	7	-	-
d) Deferred tax assets (net)	8	17.02	6.98
e) Other Non-Current Assets	9	42.00	20.00
Total Non-Current Assets		353.17	26.98
Current assets			
a) Inventories	10	3127.76	-
b) Financial Assets			
(i) Trade Receivables	5(b)	-	-
(ii) Cash and Cash Equivalents	11	4.43	187.01
(iii) Bank balance other than cash and cash equivalents	11(a)	-	0.10
c) Current Tax Assets(IT and GST)	13	1.74	4.75
d) Other Current Assets	14	1.29	0.07
Total Current Assets		3135.23	191.93
Total Assets		3488.40	218.91
Equity and Liabilities			
Equity			
a) Equity Share Capital	15(a)	826.08	335.73
b) Other Equity	15(b)	586.96	-118.35
c) Money Received agaisnt Share warrant		318.53	-
Total Equity		1731.57	217.38
Non-Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	16	-	-
(ii) Trade payables	17	-	-
Total Non-Current Liabilities		0.00	0.00
Current Liabilities			
a) Financial Liabilities			
(i) Borrowings		1695.57	-
(ii) Trade and Other Payables		-	-
a) total outstanding due to MSME	17	49.65	-
b) total outstanding due to other than MSME		6.64	0.02
b) Provisions	18	2.88	1.45
c) Current Tax Liabilities	19	2.09	0.06
Total Current Liabilities		1756.83	1.53
Total Liabilities		1756.83	1.53
Total Equity And Liabilities		3488.40	218.91

Significant Accounting Policies and Notes to Accounts

Note 1-39

The accompanying notes are an integral part of Financials Statements

As per our report of even date attached

For M/s B. K. G. & Associates

Chartered Accountants

Firm Reg. No.: 114852 (W)

CA B. K. Gupta

Partner

Membership No. : 040889

UDIN: 23040889BGXJUR7839

Place: Mumbai

Date: 18/05/2023

Ghanshyambhai Nanjibhai Patel

Managing Director

(DIN : 06647250)

Mahesh Rajguru

(Chief Financial Officer)

For and on behalf of the Board**Pareshbhai Nanjibhai Patel**

Whole Time Director

(DIN : 07257928)

Riddhi Sidhpura

(Company Secretary & Compliance Officer)



Statement of Profit and Loss for the period ended March 31, 2023

(Rs.in Lakh)

Particulars	Notes	For the year ended March 31, 2023	For the year ended March 31, 2022
Income			
Revenue from Operations	20	-	114.07
Other Income	21	18.01	1.65
Total Income		18.01	115.72
Expenses			
Cost of Land	10	2,768.66	-
Cost of Material and Services Consumed	10	359.10	-
Purchase of stock in trade	23	-	3.60
Changes in inventory of finished goods, stock in trade and WIP	10	-3,127.76	82.56
Employee Benefit Expenses	25	18.64	7.31
Finance Costs	26	-	0.07
Depreciation and Amortization Expense	3	0.02	-
Other Expenses	27	39.61	8.35
Total Expense		58.26	101.90
Profit(Loss) before exceptional items and tax		-40.25	13.82
Exceptional items			
Profit(Loss) Before Tax		-40.25	13.82
Tax Expense:			
Current Tax		-	0.15
Tax charge relating to earlier periods		-	-0.74
Mat credit entitlement reversed		-	7.00
Deferred Tax Assets(created)Reversed	8	10.04	7.64
Total Tax Expenses		10.04	14.05
Profit/(Loss) for the period from continuing operations	(A)	-30.21	-0.23
Profit/(loss) from discontinued operations		-	-
Tax expense of discontinued operations		-	-
Profit/(loss) from discontinued operations (after tax)		-	-
Profit or loss for the period		-30.21	-0.23
Other Comprehensive Income	28		
Items that will not be reclassified to profit or loss			
a) Equity Instruments through other comprehensive income		-	-0.16
Income tax relating to items that will not be reclassified to profit or loss		-	0.02
sub total		0.00	-0.14
Items that will be reclassified to profit or loss			
Income tax relating to items that will be reclassified to profit or loss			
	(B)	0.00	-0.14
Total Comprehensive (Loss) for the year	(A)+(B)	-30.21	-0.37
Earnings/(Loss) per Share - (Face value of ₹ 10 each) Basic (in Rs)		-0.78	-0.01
Diluted (in Rs)		-0.78	-0.01

Significant Accounting Policies and Notes to Accounts

The accompanying notes are an integral part of Financials Statements

As per our report of even date attached

For M/s B. K. G. & Associates

Chartered Accountants

Firm Reg. No.: 114852 (W)

CA B. K. Gupta

Partner

Membership No. : 040889

UDIN: 23040889BGXJUR7839

Place: Mumbai

Date: 18/05/2023

Ghanshyambhai Nanjibhai Patel

Managing Director

(DIN : 06647250)

Mahesh Rajguru

(Chief Financial Officer)

Note 1-39**For and on behalf of the Board****Pareshbhai Nanjibhai Patel**

Whole Time Director

(DIN : 07257928)

Riddhi Sidhpura

(Company Secretary & Compliance Officer)



Statement of Cash Flows For the year ended March 31, 2023

(Rs. in Lakh)

	Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
A.	Cash Flow From Operating Activities		
	Profit after tax	-30.21	-0.23
	Adjustments For:		
	Deferred Tax Assets (created)Reversal	-10.04	7.64
	Reversal of MAT credit Entitlement	-	7.00
	Other Comprehensive Income	-	-0.59
		-40.25	13.82
	Depreciation and Amortisation Expenses	-0.02	-
	Finance Income	18.01	1.04
	Income From Dividend	-	0.61
	Operating (Loss) Before Working Capital Changes	-58.24	12.17
	Movements in Working Capital :		
	Decrease(Increase) in Inventories	-3127.76	82.56
	Decrease / (Increase) in Trade Receivables	-	1.71
	Decrease(Increase) in Other Financial Assets	-	2.72
	Other current Assets	1.78	-4.06
	(Increase) in Other Assets	-0.26	-
	Increase in Trade Payables	56.26	-
	Increase in Other Financial Liabilities	3.47	-3.23
	Cash Generated (used) in operations	-3124.75	91.87
	Direct Taxes Paid (Net of Refunds)	-	-0.59
	Net Cash Outflow From Operating Activities	-3124.75	92.46
B.	Cash Flows From Investing Activities		
	Payment for Land Development	-22.00	-20.00
	Proceeds from Sale of Investment	-	5.72
	Loss on sale of Investment Through OCI	-	-0.16
	Non Current Investment- Loan to Related Party	-293.92	-
	Interest Received	18.01	1.04
	Income from dividend	-	0.61
	Net Cash (Outflow) from Investing Activities	-297.91	-12.79
C.	Cash Flows From Financing Activities		
	Proceeds from Issuance of Share Capital	490.35	-
	Share Application Money Pending Allotment	318.53	-
	Premium on Shares Issued	735.53	-
	Proceeds from Long-Term Borrowing	1695.57	-
	Repayment of Long-Term Borrowings	-	-
	Net Cash Inflow from Financing Activities	3239.98	0.00
D.	Net Increase in Cash & Cash Equivalents (A + B + C)	-182.68	79.67
E.	Cash & Cash Equivalents at the beginning of the year / period	187.11	107.44
F.	Cash & Cash Equivalents at the end of the year / period	4.43	187.11
	Component of Cash and Cash Equivalents		
	Cash on hand	1.47	0.40
	Balances with Scheduled Bank		
	- On Current Accounts	2.96	186.61
	- Deposits with original maturity of less than three months	0.00	0.10
	Cash and Cash Equivalents at the end of the year / period	4.43	187.11

Notes:

- (1) The Cash Flow Statement has been prepared under the Indirect method as set out in Ind AS 7 on Cash Flow Statements notified under Section 133 of The Companies Act 2013, read together with Paragraph 7 of the Companies (Indian Accounting Standard) Rules 2015 (as amended).

Ind AS 7 Statement of Cash Flows: Disclosure Initiative

Ind AS 7 require entities to provide disclosure of changes in their liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes (such as foreign exchange gains or losses). The Company has provided the information for current period if applicable.

Significant Accounting Policies and Notes to Accounts

Note 1-39

The accompanying notes are an integral part of Financials Statements

As per our report of even date attached

For M/s B. K. G. & Associates

Chartered Accountants
Firm Reg. No.: 114852 (W)

C A B. K. Gupta

Partner
Membership No. : 040889
UDIN: 23040889BGXJUR7839

Place: Mumbai
Date: 18/05/2023

Ghanshyambhai Nanjibhai Patel

Managing Director
(DIN : 06647250)

Mahesh Rajguru
(Chief Financial Officer)

For and on behalf of the Board

Pareshbhai Nanjibhai Patel

Whole Time Director
(DIN : 07257928)

Riddhi Sidhpura
(Company Secretary & Compliance Officer)



Statement of Changes in Equity for the Year ended March 31, 2023

A Equity Share Capital (Ref Note 15)

(Rs. In Lakh)

Particulars	As at 31.03.2023	As at 31.03.2022
Opening Balance	335.73	335.73
Changes during the year	490.35	-
Closing Balance	826.08	335.73

B Other Equity

For the year ended March 31, 2023

(Rs. In Lakh)

Particulars	Reserves and Surplus			Equity instrument through OCI	Other items OCI (Specify nature)	Total
	Security Premium	Other Reserves	Retained Earnings			
Balance as at 01/04/2022	66.80	-	-185.25	0.10	-	-118.35
Changes in accounting policy or prior period error	-	-	-	-	-	-
(Loss) for the period	-	-	-30.21	-	-	-30.21
Restated balance at the beginning of the current reporting period	-	-	-	-	-	-
Total Comprehensive (Loss) for the year	-	-	-	-	-	-
Dividends	-	-	-	-	-	-
Transfer to retained earnings	-	-	0.10	-0.10	-	-
Any other changes (Allotment of Share agst Warrant)	735.53	-	-	-	-	735.53
Balance as at 31/03/2023	802.33	-	-215.37	-	-	586.96

For the year ended March 31, 2022

(Rs. In Lakh)

Particulars	Reserves and Surplus			Equity instrument through OCI	Other items OCI (Specify nature)	Total
	Security Premium	Other Reserves	Retained Earnings			
Balance as at 01/04/2021	66.80	-	-184.88	0.10	-	-117.98
Changes in accounting policy or prior period error	-	-	-	-	-	-
(Loss) for the period	-	-	-0.37	-	-	-0.37
Restated balance at the beginning of the current reporting period	-	-	-	-	-	-
Total Comprehensive (Loss) for the year	-	-	-	-	-	-
Dividends	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-
Any other changes (to be specified)	-	-	-	-	-	-
Balance as at 31/03/2022	66.80	-	-185.25	0.10	-	-118.35

Significant Accounting Policies and Notes to Accounts

The accompanying notes are an integral part of Financials Statements

As per our report of even date attached

For M/s B. K. G. & Associates

Chartered Accountants

Firm Reg. No.: 114852 (W)

CA B. K. Gupta

Partner

Membership No. : 040889

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Ghanshyambhai Nanjibhai Patel

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(DIN : 06647250)

Mahesh Rajguru

(Chief Financial Officer)

Note 1-39

For and on behalf of the Board

Pareshbhai Nanjibhai Patel

Whole Time Director

(DIN : 07257928)

Riddhi Sidhpura

(Company Secretary & Compliance Officer)

**Notes to the financial statements as at and for the year ended 31st March, 2023****Note 1 Corporate Information:**

Yogi Ltd (Previously Parsharti Investment Limited) is a public limited company incorporated on 14th December 1992 and has its registered office B-404, 4th Floor, The Capital, G Block, Bandra Kurla Complex, Bandar (East) Mumbai-400051. Its equity shares are listed on the BSE in India. The Company's object has been changed from the business of providing advisory and consultancy services to real Estate development.

Note: 2 Significant Accounting Policies**A. Basis of preparation of financial statements:****(i) Statement of Compliance**

Financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 as amended.

The financial statements of the Company for the year ended 31st March, 2023 have been approved by the Board of Directors in the meeting held on 18th May, 2023

(ii) Basis of preparation

The financial statements of the company have been prepared on the accrual basis and under historical cost convention except for certain financial instruments measured at fair value at the end of each reporting year as explained in the accounting policies below.

The Financial statements of the Company are presented in Indian Rupee, which is also its functional currency and all the values are rounded off to Lac, except when otherwise indicated. The accounting policies are applied consistently to all the periods presented in the financial statements

B Summary of Significant accounting policies:**(i) Current Versus Non-Current**

The Company presents assets and liabilities in the balance sheet based on current/noncurrent classification.

An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in the normal operating cycle
- It is held primarily for the purpose of trading



- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The real estate development projects undertaken by the Company generally run over a period ranging up to 5 years. Operating assets and liabilities relating to such projects are classified as current based on an operating cycle of up to 5 years. Borrowings in connection with such projects are classified as short-term (i.e. current) since they are payable over the term of the respective projects.

Assets and liabilities, other than those discussed above, are classified as current to the extent they are expected to be realised/are contractually repayable within 12 months from the balance sheet date and as non-current, in other cases.

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

ii Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker Regularly monitors and reviews the operating result of the whole Company as one segment of “Construction and Real Estate development”. Thus, as defined in Ind AS 108 “Operating Segments”, the Company’s entire business falls under this one operational segment and hence the necessary information has already been disclosed in the Balance Sheet and the Statement of Profit and Loss.

iii Foreign Currency

Transactions in foreign currencies are recognized at the prevailing exchange rates on the transaction dates. Realised gains and losses on settlement of foreign currency transactions are recognised in the Statement of Profit and Loss.

Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss

iv Revenue from Contracts with Customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue is measured based on the transaction price, which is the consideration, adjusted for discounts and other credits, if any, as specified in the contract with the customer. The Company presents revenue from contracts with customers net of indirect taxes in its statement of profit and loss.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price, the Company considers the effects of variable consideration, the existence of significant financing components, non-cash consideration, and consideration payable to the customer, if any.

Revenue from real estate development is recognised at the point in time, when the control of the asset is transferred to the customer.



Revenue consists of sale of an undivided share of land and constructed area to the customer, which have been identified by the Company as a single performance obligation, as they are highly interrelated/interdependent.

The performance obligation in relation to real estate development is satisfied upon completion of project work and transfer of control of the asset to the customer.

For contracts involving the sale of real estate units, the Group receives the consideration in accordance with the terms of the contract in proportion of the percentage of completion of such real estate project and represents payments made by customers to secure performance obligation of the Company under the contract enforceable by customers. Such consideration is received and utilised for specific real estate projects in accordance with the requirements of the Real Estate (Regulation and Development) Act, 2016.

Consequently, the Group has concluded that such contracts with customers do not involve any financing element since the same arises for reasons explained above, which is other than for the provision of finance **to/from the customer**.

Contract balances

Contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Trade receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

Contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

Other Income

- 1) **Dividend income** from investments is recognised when the Company's right to receive dividend has been established. which is generally when shareholders approve the dividend.
- 2) **Interest income** is accrued on a time basis, by reference to the principal outstanding and at the interest rate applicable.
- 3) **Insurance** Claims are accounted for based on claims admitted/expeted to be admitted and to the extent that there is no uncertainty in receiving the Claims.

v. Property, plant and equipment

Property, plant, and equipment are stated at cost, net of accumulated depreciation, and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met, and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. Each part of an item of property, plant, and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately. This applies mainly to components for machinery. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them



separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred.

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

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

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets.

An item of property, plant and equipment and any significant part initially recognized is de-recognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the Property, plant and equipment is de-recognized.

Expenditure directly relating to construction activity is capitalized. Indirect expenditure incurred during construction period is capitalized to the extent to which the expenditure is indirectly related to construction or is incidental thereto. Other indirect expenditure (including borrowing costs) incurred during the construction period which is neither related to the construction activity nor is incidental thereto is charged to the statement of profit and loss.

Costs of assets not ready for use at the balance sheet date are disclosed under capital work-in-progress. Capital work in progress is stated at cost, net of accumulated impairment loss, if any

vi. Depreciation and amortisation

Depreciation commences when the assets are ready for their intended use. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives, using straight-line method as per the useful lives and residual value prescribed in Schedule II to the Act as under.

Class of Property, plant and equipment	Useful life
Office equipment Electronic Devices CCTV and Mobiles	3 Years

The estimated useful lives, residual value and depreciation/amortisation method are reviewed annually and, if expectations differ from previous estimates, the change is accounted for as a change in accounting estimate on a prospective basis.

vii. Impairment of Property, plant and equipment

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the



recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss.

Any reversal of the previously recognised impairment loss is limited to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

Intangible Assets:

Intangible assets acquired separately are measured on initial recognition at cost.

Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

Intangible assets comprising of computer software are amortized on a written-down value basis over a period of six years, which is estimated by the management to be the useful life of the asset.

The residual values, useful lives and methods of amortization of intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Costs of assets not ready for use at the balance sheet date are disclosed under intangible assets under development.

viii. Taxation:

Income tax expense represents the sum of the tax currently payable and deferred tax. Income tax expense is recognised in the Statement of Profit and Loss except to the extent it relates to items directly recognised in equity or in other comprehensive income.

Current tax is the amount of tax payable based on the taxable profit for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961. Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance Sheet date.

The tax effect of the timing differences that results between taxable income and accounting income and are capable of reversal in one or more subsequent periods are recorded as a deferred tax asset or a deferred tax liability. They are measured using the substantively enacted tax rates and tax laws as on balance sheet date. Deferred tax assets are recognized only when there is a reasonable certainty that sufficient future taxable income will be available against which they will be realized. Where there is



a carry forward losses or unabsorbed depreciation, deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence of availability of taxable income against which such deferred tax asset can be realized in the future.

ix. Fair Value measurements

The Company measures financial instruments, at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, In the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period. At each reporting date, the Management analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Company's accounting policies. For this analysis, the Management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

The Management also compares the change in the fair value of each asset and liability with relevant external sources to determine whether the change is reasonable.

This note summarises accounting policy for fair value. Other Fair Value related disclosures are given in relevant notes

**x. Investment properties**

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as investment property. Investment property is measured at its cost, including related transaction costs and where applicable borrowing costs less depreciation and impairment if any. Depreciation on building is provided over its useful life using the SLM method, in a manner similar to PPE.

xi. Impairment of Non-Financial Assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss.

Any reversal of the previously recognised impairment loss is limited to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised.

xii. Financial Instrument

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

A) Financial Assets**a) Initial recognition and measurement**

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

b) Subsequent measurement**Debt Instruments at amortised cost:**

A financial asset is subsequently measured at amortised 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. Interest income from these financial assets is included in finance income using the effective interest rate method. A gain or loss on a debt investment that is subsequently measured at amortised cost is recognized in profit or loss when the asset is derecognised or impaired.

Debt instrument at Fair Value through Other Comprehensive Income (OCI)

A financial asset is subsequently measured at fair value through other comprehensive income 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. Interest income from these financial assets is included in finance income using the effective interest rate method. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment gains or losses and foreign exchange gains and losses in the statement of profit and loss. On de-recognition of the asset, the cumulative gain or loss previously recognised in OCI is reclassified from equity to statement of profit and loss.

Debt instrument at Fair Value through Profit or Loss (FVTPL)

A financial asset which does not meet the criteria for categorization as at amortized cost or at fair value through other comprehensive income is classified as fair value through profit or loss. Debt instruments subsequently measured at fair value through profit or loss are measured at fair value with all changes recognized in the statement of profit and loss.

Equity instruments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company may make an irrevocable election to present subsequent changes in the fair value in OCI. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

Dividends from such investments are recognized in profit or loss. There is no recycling of the amounts from OCI to Profit and Loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments subsequently measured at fair value through profit or loss are measured at fair value with all changes recognized in the statement of profit and loss.

Investment in subsidiaries is carried at cost in the financial statements.

c) De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e. removed from the company balance sheet) when:

The rights to receive cash flows from the asset have expired, or

The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the company has transferred substantially



all the risks and rewards of the asset, or (b) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the company continues to recognise the transferred asset to the extent of the company's continuing involvement. In that case, the company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the company could be required to repay.

d) Impairment of financial assets

The Company recognises impairment loss applying the expected credit loss (ECL) model on the financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual right to receive cash or other financial asset and financial guarantee not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12 months expected credit losses.

For trade receivables or any contractual right to receive cash or other financial assets that result from transactions that are within the scope of Ind AS 11 and Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company applies 'simplified approach' permitted by Ind AS 109 Financial Instruments. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

B) Financial Liabilities

a) Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

b) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss



Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk is recognized in OCI. These gains/ loss are not subsequently transferred to P&L. However, the company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. 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.

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the effective interest rate amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. Such amortisation is included as finance costs in the statement of profit and loss.

c) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**xiii. Reclassification of financial assets**

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

Original classification	Revised classification	Accounting treatment
Amortised cost	FVTPL	Fair value is measured at reclassification date. Difference between previous amortized cost and fair value is recognised in Statement of Profit and Loss.
FVTPL	Amortised Cost	Fair value at reclassification date becomes its new gross carrying amount. EIR is calculated based on the new gross carrying amount.
Amortised cost	FVTOCI	Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in OCI. No change in EIR due to reclassification.
FVTOCI	Amortised cost	Fair value at reclassification date becomes its new amortised cost carrying amount. However, cumulative gain or loss in OCI is adjusted against fair value. Consequently, the asset is measured as if it had always been measured at amortised cost.
FVTPL	FVTOCI	Fair value at reclassification date becomes its new carrying amount. No other adjustment is required.
FVTOCI	FVTPL	Assets continue to be measured at fair value. Cumulative gain or loss previously recognized in OCI is reclassified to Statement of Profit and Loss at the reclassification date.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Inventories

Direct expenditure relating to real estate activity is inventorised. Other expenditure (including borrowing costs) during construction period is inventorised to the extent the expenditure is directly



attributable cost of bringing the asset to its working condition for its intended use. Other expenditure (including borrowing costs) incurred during the construction period which is not directly attributable for bringing the asset to its working condition for its intended use is charged to the statement of profit and loss. Direct and other expenditure is determined based on specific identification to the real estate activity.

- i. Work-in-progress: Represents cost incurred in respect of unsold area (including land) of the real estate development projects or cost incurred on projects where the revenue is yet to be recognized. Work-in-progress is valued at lower of cost and net realizable value.
- ii. Finished goods - Stock of Flats: Valued at lower of cost and net realizable value.
- iii. Raw materials, components and stores: Valued at lower of cost and net realizable value. Cost is determined based on FIFO basis.
- iv. Land stock: Valued at lower of cost and net realizable value. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale

v. Land

Advances paid by the Company to the seller/ intermediary toward outright purchase of land is recognized as land advance under other assets during the course of obtaining clear and marketable title, free from all encumbrances and transfer of legal title to the Company, whereupon it is transferred to land stock under inventories/ capital work in progress

Lease

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

Where the Company is lessee A contract is, or contains, a lease if the contract involves – (a) The use of an identified asset, (b) The right to obtain substantially all the economic benefits from use of the identified asset, and (c) The right to direct the use of the identified asset

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets

i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment.

**ii) Lease Liabilities**

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including insubstance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

(iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option. It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term. Where the Company is the lessor Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of the asset are classified as operating leases. Assets subject to operating leases are included under Investment property. Lease income from operating lease is recognized on a straight-line basis over the term of the relevant lease including lease income on fair value of refundable security deposits, unless the lease agreement explicitly states that increase is on account of inflation. Costs, including depreciation, are recognized as an expense in the statement of profit and loss. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income

xiv Borrowing costs

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

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized/ inventorised as part of the cost of the respective asset. All other borrowing costs are charged to statement of profit and loss

xv Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments which are issued for cash are recorded at the proceeds received, net of direct issue costs. Equity instruments which are issued for consideration other than cash are recorded at fair value of the equity instrument

**xvi Dividends**

Dividends are recognised in the Statement of Profit and Loss only when the right to receive payment is established

xvii PROVISIONS & CONTINGENT LIABILITIES

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

A disclosure for contingent liabilities is made where there is a possible obligation or a present obligation that may probably not require an outflow of resources or an obligation for which the future outcome cannot be ascertained with reasonable certainty. When there is a possible or a present obligation where the likelihood of outflow of resources is remote, no provision or disclosure is made.

xviii EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The diluted EPS is calculated on the same basis as basic EPS, after adjusting for the effects of potential dilutive equity shares unless impact is anti-dilutive

xix. CASH AND CASH EQUIVALENTS

Cash and cash equivalent in the Balance Sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

xx. EMPLOYEES' BENEFITS

Retirement benefits in the form of state-governed Employee Provident Fund, Employee State Insurance, Employee Pension Fund Schemes and Gratuity are defined contribution schemes (collectively the 'Schemes') are not applicable to the company since there no employees eligible for retirement and other employees benefits.

xxi. STATEMENT OF CASH FLOW

Cash flows are reported using the indirect method, whereby profit / (loss) before 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.

Note 3 Critical Accounting Judgements and Estimates

The preparation of the financial statements requires that the Management make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. The recognition, measurement, classification or disclosure of an item or information in the financial statements is made relying on these estimates.

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Actual results could differ from those estimates. Revisions to accounting estimates are recognised in the period in



which the estimates are revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Application of accounting policies that require critical accounting estimates and the use of assumption in the financial statements are as follows:

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility.

Changes in assumptions about these factors could affect the reported fair value of financial instruments.

Depreciation and useful lives of property plant and equipment

Property, Plant and Equipment are depreciated over the estimated useful lives of the assets, after taking into account their estimated residual value. Other Intangible assets are amortised over its estimated useful lives. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation/ amortisation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation/ amortisation for future periods is adjusted if there are significant changes from previous estimates.

Provisions and Contingent Liabilities

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances.



Notes to the financial statements as at and for the year ended 31st March, 2023

Note : 3 Property, Plant and Equipments

For the Year ended March 31, 2023

(Rs. In Lakh)

Description of Assets	Building	Plant & Machinery	CC TV Camera	Telephone/ Mobile	Office Equipment	Total
I. Cost						
Balance as at 1st April, 2022	-	-	-	-	2.45	2.45
Additions during the year	-	-	0.19	0.07	-	0.26
Disposals during the year	-	-	-	-	-	-
Less: De-recognised during the year					2.45	2.45
Balance as at March 31, 2023	-	-	0.19	0.07	-	0.26
II. Accumulated depreciation						
Balance as at 1st April, 2022	-	-	-	-	2.45	2.45
Depreciation expense for the year	-	-	0.02	0.00	-	0.02
Disposals during the year	-	-				-
Less: De-recognised during the year					2.45	2.45
Balance as at March 31, 2023	-	-	0.02	0.00	-	0.02
III. Net Block						
As at March 31, 2023	-	-	0.17	0.06	-	0.24

For the year ended March 31, 2022

(Rs. In Lakh)

Description of Assets	Building	Plant & Machinery	CC TV Camera	Telephone/ Mobile	Office Equipment	Total
I. Cost						
Balance as at 1st April, 2021					2.45	2.45
Additions during the year					-	-
Disposals during the year	-				-	-
Balance as at March 31, 2022	-	-	-	-	2.45	2.45
II. Accumulated depreciation						
Balance as at 1st April, 2021	-				2.45	2.45
Depreciation expense for the year	-					-
Disposals during the year	-					-
Balance as at March 31, 2022	-	-	-	-	2.45	2.45
III. Net Block						
As at March 31, 2022	-	-	-	-	-	-

Note: Assets having a Gross Carrying Value of Rs. 244820 and having accumulated depreciation of Rs. 244819 have been de-recognized since they have no disposal value as a result net carrying value has of Rs 1 has been charged to P& L Account

2. Capital Work in Progress	As at March 31, 2023	As at March 31, 2022
Capital Work in Progress	-	-
Total	-	-



Notes to the financial statements as at and for the year ended 31st March, 2023

Note : 4 Investments

(Rs. In Lakh)

Sr. No	Particulars	As at 31-Mar-2023	As at 31-Mar-2022
(a)	Non Current	-	-
(b)	Current	-	-

Note : 5 Trade Receivables

(Rs. In Lakh)

Sr. No	Particulars	As at 31-Mar-2023	As at 31-Mar-2022
(a)	Non Current	-	-
(b)	Current	-	-

(Rs. In Lakh)

Notes	Particulars	As at 31-Mar-2023	As at 31-Mar-2022
6	Loan Receivables		
	(a) Non Current		
	Loan to related parties		
	- Loans Receivables considered good - Unsecured:		
	Yogi Realtors LLP where Directors are partner	293.92	-
	Other Loans	-	-
	(b) Current		
	Loan to related parties	-	-
	Other Loans		
7	Other Financial assets(Non-Current)		
8	Deferred Tax Assets		
	on eligible c/f of Losses	17.01	7.40
	Deferred tax asset on investment sold	0.02	0.01
		17.03	7.41
	<u>Timing differences -depreciation</u>	-0.01	0.00
	Inventory	-	-0.43
		-0.01	-0.43
	Net Deferred Tax Assets	17.02	6.98
9	Other Non Current Assets		
	Capital Advances	42.00	20.00
	Note: In sink with the New business plan the company is in the process of buying land parcels for the Development of Commercial & Residential Projects and has given an advance of Rs. 4200000 for the Purchase of land and a New Project Near Mumbai		



Notes to the financial statements as at and for the year ended 31st March, 2023

(Rs. In Lakh)

Notes	Particulars	As at 31-Mar-2023	As at 31-Mar-2022
10	Inventories		
	(a) Raw Materials	-	-
	(b) Work-in-Progress	3127.76	-
	- Purchase of Land	2768.66	-
	- Purchase of Material and Direct Expenses	359.10	-
	(c) Finished Goods	-	-
	(d) Stock-in-trade (goods acquired for trading) Stock-in-Trade-shares and securities	-	-
11	Cash and cash equivalents		
	(a) Balances with Banks	2.96	186.61
	(b) Cash on Hand	1.47	0.40
		4.43	187.01
11a	<u>Bank balances other than cash and cash equivalents</u>		
	(a) Balance held as Margin Money	-	-
	(b) Term Deposits with original maturity over 3 months but less than 12 months	-	0.10
12	Other Current Financial assets		
	Interest Accrued & Due	-	-
13	Current Tax Assets		
	TDS Receivables	1.75	3.69
	GST Receivables	0.00	1.06
		1.75	4.75
14	Other current assets	1.29	0.07
	Deposit with Govt. Authotities/Security Deposit	0.74	-
	Prepaid Expenses	0.05	-
	Other advances	0.50	-
	Advances to directors or other officers of company	-	-

Note 15 (a) : Equity Share capital

(Rs. In Lakh)

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	Number	Rs.	Number	Rs.
Authorised Capital				
Equity Shares of Rs.10/- each.	150.00	1,500.00	50.00	500.00
	150.00	1,500.00	50.00	500.00
Issued, subscribed and fully paid up share capital				
Equity Shares of Rs. 10/- each, Fully paid up	82.61	826.08	33.57	335.73

**Notes to the financial statements as at and for the year ended 31st March, 2023****Notes:**

- (a) Reconciliation of the number of the shares outstanding at the beginning and at the end of the reporting period:**

(Rs. In Lakh)

Particulars	As at 31st March, 2023		As at 31st March, 2022	
	Number	Rs.	Number	Rs.
As the beginning of the year/ period	33.57	335.73	33.57	335.73
Share capital issued during the year/ period	49.04	490.35	-	-
Outstanding at the end of the year/ period	82.61	826.08	33.57	335.73

- (b) Details of shareholder holder more than 5% shares in the Company**

(Rs. In Lakh)

S. No	Particulars	As at 31st March, 2023		As at 31st March, 2022	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding
1	Patel Ghanshyambhai Nanjibhai	9.76	11.81	9.76	29.06
2	Patel Pareshbhai Nanjibhai	40.20	48.66	9.84	29.31
3	Jitendrakumar P Ranka	5.38	6.51	-	-
4	Manjulata Jitendrakumar Ranka	5.30	6.42	-	-

- (c) Shareholding of Promoters**

Shares held by promoters as at March 31, 2023*(Rs. In Lakh)*

S. No.	Promoter name	No. of Shares	% of total shares	% Change during the year
1	Ghanshyambhai Nanjibhai Patel	9.76	11.81	-17.25
2	Pareshbhai Nanjibhai Patel	40.20	48.66	19.36
	Total	49.96	60.47	2.11

Shares held by promoters as at March 31, 2022*(Rs. In Lakh)*

S. No	Promoter name	No. of Shares	% of total shares	% Change during the year
1	Ghanshyambhai Nanjibhai Patel	9.76	29.06	-
2	Pareshbhai Nanjibhai Patel	9.84	29.31	-
	Total	19.59	58.36	-

The Company has not allotted any equity shares as fully paid up without payment being received in cash or as Bonus Shares or Bought back any equity shares.

The company has only one Class of Equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by each shareholder.



Notes to the financial statements as at and for the year ended 31st March, 2023

Note 15 (b) : Other Equity

(Rs. In Lakh)

Sr. No	Particulars	As at 31st March, 2023	As at 31st March, 2022
1	Securities Premium	802.33	66.80
2	Surplus (Profit & Loss Account)	-215.37	-185.25
3	Other Comprehensive Income	-	0.10
	Total	586.96	-118.35

Note 15 (c) : Money Received against Share warrant

The Company has allotted 1,00,00,013 warrants on 10/06/2022 Out of which full price @Rs 25 per warrant on 4903543 has been received and shares have been allotted in lieu of the warrants. Allotment money for 5096470 warrant is pending to be received for which application money @ Rs 6.25 has been received.

(Rs. In Lakh)

Notes	Particulars	As at 31-Mar-2023	As at 31-Mar-2022
16	Borrowings		
	A Non Current	-	-
	B Current		
	a. Loans repayable on demand	-	-
	(i) From Banks	-	-
	(ii) From Other Parties, Unsecured	-	-
	Galary Trading Pvt. Ltd	1,310.00	-
	Ganon Products Limited	256.57	-
	b. Loans from Related Parties, Unsecured		
	Ghanshyam Bhai Patel	20.00	-
	Yogi Homes Pvt Ltd	109.00	-
	Total Current borrowing, unsecured	1,695.57	-

Note 17 : Trade Payables

(Rs. In Lakh)

S. No	Particulars	As at 31-Mar- 2023	As at 31-Mar- 2022
1	Non Current		
	Total outstanding dues of micro enterprises and small enterprises	-	-
	Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
2	Current		
	Total outstanding dues of micro enterprises and small enterprises	49.65	-
	Total outstanding dues of creditors other than micro enterprises and small enterprises	6.64	0.02
		-	-



Notes to the financial statements as at and for the year ended 31st March, 2023

Trade Payables Ageing Schedule

As at March 31, 2023

(Rs. In Lakh)

Sr No	Particulars	Outstanding for following periods from due date of Payment				
		Less than 1 year	1-2 years	2-3 Years	More than 3 years	Total
1	MSME	49.65	-	-	-	49.65
2	Others	6.64	-	-	-	6.64
3	Disputed dues - MSME	-	-	-	-	-
4	Disputed dues - Others	-	-	-	-	-
	Total	56.28	-	-	-	56.28

As at March 31, 2022

(Rs. In Lakh)

Sr No	Particulars	Outstanding for following periods from due date of Payment				
		Less than 1 year	1-2 years	2-3 Years	More than 3 years	Total
1	MSME	-	-	-	-	-
2	Others	0.02	-	-	-	0.02
3	Disputed dues - MSME	-	-	-	-	-
4	Disputed dues - Others	-	-	-	-	-
	Total	0.02	-	-	-	0.02

Payable to MSME Suppliers

Information required to be furnished as per Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) and Schedule III of the Companies Act, 2013 for the year ended March 31, 2023. This information has been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by auditors.

(Rs. In Lakh)

Sr No	Particulars	Outstanding for following periods from due date of Payment				
		Less than 1 year	1-2 years	2-3 Years	More than 3 years	Total
1	Principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year.	-	-	-	-	-
	Principal	49.65	-	-	-	-
	Interest	-	-	-	-	-



Notes to the financial statements as at and for the year ended 31st March, 2023

(Rs. In Lakh)

Notes	Particulars	As at 31-Mar- 2023	As at 31-Mar- 2022
18	Other Financial Liabilities		
	Non Current		
	Current		
	Provisions		
	Non Current	-	-
	Current		
	Provision for employee benefits	2.07	1.00
	Others (specify nature)-Provision for expenses	0.81	0.45
		2.88	1.45
	Deferred tax liabilities (net)		
Other Non-Current Liabilities			
Other Current Liabilities			
19	Current Tax Liabilities		
	Professional Tax Payable	0.01	0.00
	TDS Payable-AY 2021-22	-	0.06
	TDS Payable-AY 2023-24	0.83	-
	GST Payable (RCM)	1.26	-
	2.09	0.06	
20	Revenue from Operations		
	Sales of Products / Turnover		
	Sale of Securities	-	106.97
	Sale of services		
	Consultancy Fees	-	2.55
	Other Operating Revenue		
	Interest on Fixed Deposits	-	4.36
	Other Operating Income	-	0.19
Total	-	114.07	
21	Other Income		
	Interest Income-On loan	16.91	1.04
	Interest on Fixed Deposits	0.57	-
	Other Operating Income	0.20	-
	Dividend Income	-	0.61
	Other Non-Operating Income (net of expenses directly attributable to such income)	0.33	-
Total	18.01	1.65	
	Total income	18.01	115.72
22	Cost of Material Consumed	-	-
23	Purchase of stock in trade		
	Others-Share and Securities for Trading	-	3.60



Notes to the financial statements as at and for the year ended 31st March, 2023

(Rs. In Lakh)

Notes	Particulars	As at 31-Mar- 2023	As at 31-Mar- 2022
24	Changes in inventory of finished goods, stock in trade and WIP		
	Opening Stock		
	(i) Stock of shares for Trading	-	82.56
	Closing Stock		
	(i) Stock of shares for Trading	-	-
	Change in inventory	-	82.56
25	Employee Benefit Expenses		
	Salaries and Wages	18.64	6.98
	Staff welfare expenses	-	0.33
		18.64	7.31
26	Finance Costs		
	Interest expense -Bank OD	-	0.07
		-	0.07
27	Other Expenses		
	Payments to auditor as		
	(a) auditor	1.00	0.65
	Advertisement Expenses	1.56	0.17
	Courier Charges	0.42	-
	Donation	1.36	-
	EOGM/AGM Expenses	0.56	-
	GST Reversal	1.06	-
	Licence Fees	0.10	-
	Listing fees	7.08	3.00
	Loan Processing Fees	1.18	-
	Office Expenses	0.21	-
	Office Rent	4.25	0.50
	Printing & Stationary	2.57	0.52
	Processing Fees for Name Change	0.59	-
	Registrar & transfer Fees	0.90	0.57
	ROC fees for increase of authorised capital	9.81	-
	Share Registry corporate Action Fees	1.24	-
	Stamp Suty Charges	0.21	-
	TDS Receivable Reverse	0.33	-
	Telephone Expenses	0.13	0.20
	Travelling & Conveyance	-	0.70
Legal & professional fees	2.01	0.42	
Miscellaneous Expenses	3.06	1.61	
		39.61	8.35



Notes to the financial statements as at and for the year ended 31st March, 2023

Note 28 : Other Comprehensive income for 12 months ended

(Rs. In Lakh)

Sr. No	Particulars	Amount (Rs.)
A	For the year ended March 31, 2023	
	Investment as 01.04.2022 (Market Value)	-
	Investment as 31.03.2023 (Market Value)	-
	Difference in Investment (Profit)	-
	Deferred Tax Liability @10.4%	-
	Net other Comprehensive Income	-
B	For the year ended March 31, 2022	
	Investment as 31.03.2021 (Market Value)	5.72
	Investment as 31.03.2022 (Market Value)	5.56
	Difference in Investment (Profit)	-0.16
	Deferred Tax Liability @10.4%	0.02
	Net other Comprehensive Income	-0.15

Note : 29 Income Tax

A. Tax expense recognised in the statement of Profit and Loss:

(Rs. In Lakh)

Particulars	2022-23	2021-22
Current Tax:		
Current Income Tax Charge	0.00	0.15
Deferred Tax:		
Relating to Origination /reversal of temporary differences		
Decrease/(Increase) in deferred Tax Assets	(9.62)	7.62
(Decrease)/Increase in deferred Liabilities	(0.42)	0.00
	(10.04)	7.62

**Notes to the financial statements as at and for the year ended 31st March, 2023****B. Reconciliation of income tax expense applicable to accounting profit before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as under:***(Rs. In Lakh)*

Particulars	2022-23	2021-22
Profit before tax	(40.25)	13.82
Enacted tax rate in India*	25.17%	25.17%
	(10.13)	3.48
reversal of DTA on Losses(of prev yr) not eligible for C/f		
Disallowances		
Effects of exempt income	-	-
Tax effects on expenditure not deductible	-	0.02
Effects on income not chargeable to tax	-	-
Set off of B/f Losses	10.13	(3.34)
Effects of timing differences Temporary changes in recognised deductible differences	-	(0.00)
Effects of MAT credit entitlement reversal	-	-
Reversal of provisions	-	-
Others	-	-
Total	-	0.15
Effective tax rate	0.00%	1.11%
* (Minimum Alternate Tax-in 2020-21)		

C. The movement in deferred tax assets/ liabilities during the year ended March 31, 2023*(Rs. In Lakh)*

Particulars	As at 31st March, 2022	Credit/ (charge) in Statement of Profit & Loss	As at 31st March, 2023
Deferred Tax Asset			
On Carry forward loss from business	7.40	9.61	17.01
On Capital Loss	0.01	-	0.01
	7.41	9.61	17.02
Deferred Tax Liabilities			
Inventories	(0.43)	0.43	-
Depreciation	-	-	-
	(0.43)	0.43	-
Total	6.98	10.04	17.02
Unused tax assets (MAT Credit Entitlement)	7.00	-	-
less: Reversed on adoption of new tax regime	7.00	-	-

**Notes to the financial statements as at and for the year ended 31st March, 2023****The movement in deferred tax assets/ liabilities during the year ended March 31, 2022***(Rs. In Lakh)*

Particulars	As at 31st March, 2021	Credit/ (charge) in Statement of Profit & Loss	As at 31st March, 2022
Deferred Tax Asset			
On Carry forward loss from business	15.03	(7.64)	7.40
Investment	(0.00)	0.02	0.01
	15.03	(7.62)	7.41
Deferred Tax Liabilities			
Depreciation	-	-	-
Inventories	(0.43)	-	(0.43)
	(0.43)	(0.00)	(0.43)
Total	14.60	(7.62)	6.98
Unused tax assets (MAT Credit Entitlement)	7.00	-	7.00
less: Reversed during the year (change to new scheme of IT u/s 155 BAA)	-	7.00	7.00

Note 30: Financial Instruments**A. Categories of Financial Instruments**

Particulars	As at March 31, 2023		As at March 31, 2022		Fair Value Level
	Carrying Values	Fair Value	Carrying Values	Fair Value	
Financial assets					
Measured at amortised cost:					
Cash and cash equivalents	4.43	4.43	187.01	187.01	-
Bank Balance other than above	0.00	0.00	0.10	0.10	-
Long term Loans	293.91	293.91	-	-	Level 2
Other financial assets	-	-	-	-	-
Sub-total (A)	298.34	298.34	187.10	187.10	
Measured at fair value through other comprehensive income:					
Investments	-	-	-	-	Level 1
Sub-total (B)	-	-	-	-	-
	298.34	298.34	187.10	187.10	-
Financial liabilities					
(At Amortises Cost)					
Long Term Borrowings	-	-	-	-	-
Trade Payables	56.28	56.28	0.02	0.02	-
Total Financial liabilities	56.28	56.28	0.02	0.02	-

The carrying amount of cash and cash equivalents, other financial assets, other financial liabilities and trade payable are considered to be the same as their fair values due to their short term nature.

The management consider that the carrying amounts of financial assets and financial liabilities recognised in the financial statements approximate their fair values

**Notes to the financial statements as at and for the year ended 31st March, 2023****Note 31****A. Capital risk management**

The Company's objectives when managing capital are to safeguard their ability to continue as a going concern, so that they can continue to provide returns for shareholders and benefits for other stakeholders and maintain an optimal capital structure to reduce the cost of capital.

The Company monitors Capital on the basis of following Debt Equity Ratio:

(Rs. In Lakh)

Particulars	As at March 31, 2023	As at March 31, 2022
Net Debt	-	-
Total Equity	1,413.05	217.38
Total Debt to Total Equity	-	-

Company believes in conservative leverage policy. Its debt equity ratio is lower than the industry average.

B. Risk management framework

Board of Directors of the Company has developed and monitoring the Company's risk management policies. The Company has in place a Risk Management Policy to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through risk response strategies and mitigating actions.

C. Financial risk management

The Company is exposed to market risk, credit risk and liquidity risk which may adversely impact the fair value of it financial instruments. The Company's financial risk management policy is set and governed by overall direction of Board of Directors of the Company.

The risk management policies aim to mitigate the following risks arising from the financial instruments

i. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in the market prices. Such changes in the values of financial instrument may result from changes in the interest rates and other market changes.

Price Sensitivity analysis:

The fair value of equity instruments held as Investment not held for trading purposes as at March 31, 2023 and March 31, 2022 was ₹ Nil Lakhs and ₹ Nil Lakhs respectively. A 5% change in price of equity instruments held as at March 31, 2023 and March 31, 2022 would result in:

(Rs. In Lakh)

% Change	Other Comprehensive Income (OCI)	
	As at March 31, 2023	As at March 31, 2022
5% Increase	-	-
5% Decrease	-	-

**Notes to the financial statements as at and for the year ended 31st March, 2023****ii. Interest rate risk**

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

iii. Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration risks. The Company has adopted a policy of only dealing with creditworthy counterparties to mitigating the risk of financial loss from defaults.

The Company maintains its cash & cash equivalents and deposits with banks having good reputation and high quality credit rating.

iv. Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial assets. The Company's approach to managing liquidity is to ensure that it will have sufficient liquidity to meet its liability when they are due, under both normal and stressed conditions without incurring unacceptable losses or risking damage to the Company's reputation, typically the Company ensures that it has sufficient cash on demand to meet expected operational expenses, servicing of financial obligations.

v. Foreign currency risk management

The Company's functional currency is Indian Rupees (INR). The Company does not have any foreign currency exposures.

Note 32: Earning per Share*(Rs. In Lakh)*

Particulars	As at March 31, 2023	As at March 31, 2022
Profit for the year (As per Statement of Profit and Loss) (₹)	-30.21	-0.37
Weighted average number of shares for calculating EPS	38.88	33.57
Earnings Per Share (Basic and Diluted) (Nominal value - Rs. 10 per share) (₹)	(0.78)	(0.01)
*Since the earnings /(loss) per share computation based on diluted average number of share is anti-dilutive, the basic and diluted earnings(loss) per share is the same		

Note 33: Auditor Remuneration Includes:*(Rs. In Lakh)*

Particulars	As at March 31, 2023	As at March 31, 2022
Statutory Audit fees	0.75	0.65
In other capacity	0.00	0
Internal Auditors	0.20	0
Total	0.95	0.65



Notes to the financial statements as at and for the year ended 31st March, 2023

Note 34: Disclosure on Related Party Transactions:

(Rs. In Lakh)

Particulars	Name of Company
Parent Company	NA
Fellow Subsidiary Companies	NA
Entities over which major shareholders of holding company are able to exercise Significant Influence	NA

Key Managerial Personnel	Date of Appointment
Mr. Ghanshyambhai Nanjibhai Patel - Director	10-02-2022
Mr. Pareshbhai Nanjibhai Patel - Director	10-02-2022
Mr. Sachin Shivaji Wagh - Independent Director	10-02-2022
Mrs. Kinjal Bhavin Gandhi - Independent Director	10-02-2022
Mr. Parth Shashikantbhai Kakadiya - Non- Executive Director	30-03-2022
Ms. Riddhi Dilip Sidhpura - Company Secretary & Compliance Officer	30-03-2022
Mr. Mahesh Kumar Rajguru - Chief Financial Officer	10-02-2022

(Rs. In Lakh)

Related Party Transactions	Nature of transaction	During the year	Balance at the year end
Yogi star LLP- Mr. Ghanshyambhai Nanjibhai Patel - Director	Office Rent	4.25	0.97
Yogi Realtors LLP- Mr. Ghanshyambhai Nanjibhai Patel - Director	Loan	293.92	293.92
Yogi Homes Pvt Ltd- Mr. Ghanshyambhai Nanjibhai Patel - Director	Borrowing	150.00	109.00
Loan From Mr. Ghanshyambhai Nanjibhai Patel - Director	Borrowing	232.50	20.00

(Rs. In Lakh)

Nature of Transactions	Mr. R.D.Goyal		Mr. J.K Panchal	
	2022-23	2021-22	2022-23	2021-22
Managerial Remuneration paid	0	1.65	0	1.65
Outstanding at year end	0	0	0	0

**Notes to the financial statements as at and for the year ended 31st March, 2023***(Rs. In Lakh)*

	Mr. Mohd Shakeel Kayamkhani		Ms. Riddhi Sidhpura	
	Company Secretary & Compliance Officer		Company Secretary & Compliance Officer	
Nature of Transactions	2022-23	2021-22	2022-23	2021-22
Managerial Remuneration paid	-	2.00	3.3	-
Outstanding at year end	-	-	0.30	-

(Rs. In Lakh)

	Mr. Mahesh Kumar Rajguru	
	CFO	
Nature of Transactions	2022-23	2021-22
Managerial Remuneration paid	13.75	0.68
Outstanding at year end	1.18	1.00

Note 35:

As Company's business activities fall within a single primary business segment, the disclosure requirements of Ind AS 108 are not applicable

Note 36 : Disclosure of Struck off companies

The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

Note 37 : Other Statutory Information

- a) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- b) The Company has not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, of 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- c) The company is not declared as a wilful defaulter by any bank or financial institution or other lenders.
- d) The Company does not have any approved schemes of arrangements during the year.
- e) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or,
 - ii) provide any guarantee, security, or the like to or on behalf of the Ultimate Beneficiaries.
- f) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

**Notes to the financial statements as at and for the year ended 31st March, 2023**

- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or,
- (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Note 38:

The additional information pursuant to Schedule III to the Companies Act, 2013 are either Nil or Not Applicable.

Note 39:

Previous year figures have been reclassified/regrouped, wherever necessary, to conform to current year's classification.

Significant Accounting Policies and Notes to Accounts

Note 1-39

The accompanying notes are an integral part of Financials Statements

As per our report of even date attached

For and on behalf of the Board

For M/s B. K. G. & Associates
Chartered Accountants
Firm Reg. No.: 114852 (W)

Ghanshyambhai Nanjibhai Patel
Managing Director
(DIN : 06647250)

Pareshbhai Nanjibhai Patel
Whole Time Director
(DIN : 07257928)

CA B. K. Gupta

Partner
Membership No. : 040889
UDIN: 23040889BGXJUR7839

Mahesh Rajguru
(Chief Financial Officer)

Riddhi Sidhpura
(Company Secretary & Compliance Officer)

Place: Mumbai

Date: 18/05/2023



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YOGI LIMITED

(Formerly known as Parsharti Investment Limited)

B/404, The Capital, G-Block, Bandra Kurla Complex Behind ICICI Bank,
Bandra East Mumbai 400051
