

MANOR ESTATES AND INDUSTRIES LIMITED

Regd. Office: S No. 321, Kallakal Village, Gajwel TQ, Medak District, Telangana 502336
CIN: L45400TG1992PLC014389 Phone: 8897642711 E-mail: meilmedak@gmail.com
Website: www.meilmedak.in GSTIN: 36AABCK2979A1ZO

Medak, 31st August, 2024

To
BSE Limited,
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai – 400 001.

Dear Sir/Ma'am,

Subject: Submission of Annual Report for the Financial Year 2023-24 along with Notice of AGM and Intimation regarding cut-off date for remote-e-voting

Scrip Code: 526115

Pursuant to Regulation 34 and other relevant provisions of the SEBI (Listing Obligations & Disclosure Requirements), 2015, we are forwarding herewith the Annual Report for the financial year 2023-24 along with Notice of the 32nd Annual General Meeting of the Company which will be held on Monday, the 30th of September 2024. The Company is providing e-voting facility to the shareholders to vote on the resolutions proposed at the 32nd Annual General Meeting.

The e-voting will commence at 09.00 AM on 27th September, 2024 and end at 05.00 PM on, 29th September, 2024. The Company has fixed 23rd September, 2024 as the cut-off date to reckon eligibility to vote on the e-voting platform. A copy of the Notice calling 32nd AGM along with the Annual report for the financial year 2023-24 will be mailed to the shareholders and will be uploaded on the company's website at <http://www.meilmedak.in/>

Yours faithfully,
For Manor Estates and Industries Limited



Krati Garg
Company Secretary & Compliance Officer

MANOR ESTATES AND INDUSTRIES LIMITED

**32nd ANNUAL REPORT
2023-2024**

CONTENTS

S No.	PARTICULARS	Page No.
1.	Notice	4
2.	Directors' Report	15
3.	Secretarial Audit Report: Annexure I	24
4.	Certificate of MD/CFO	28
5.	Management Discussion and Analysis Report	29
6.	Certificate by a Company Secretary In Practice	31
7.	Auditor's Report	32
8.	Balance Sheet	42
9.	Statement of Profit and Loss	43
10.	Cash Flow Statement	44
11.	Significant Accounting Policies and Notes to Accounts	46
12.	Proxy Form	63
13.	Attendance Slip	64
14.	Location Map	65

MANOR ESTATES AND INDUSTRIES LIMITED

Board of Directors

1. Sri. Anil Agarwal : Director & CFO, Promoter
2. Sri. Rishabh Agarwal : Whole-time Director, Promoter
3. Smt. Nalini Agarwal : Director (Non-Executive)
4. Sri. Siddarth Sanghi : Director, Independent, Non-Executive
5. Sri. Raghavendra Rahul : Director, Independent, Non-Executive
Korlam

Key Managerial Personnel (KMP):

1. Sri. Rishabh Agarwal : Whole-time Director, Promoter
2. Sri. Anil Agarwal : Chief Financial Officer
3. Smt. Krati Garg : Company Secretary

Corporate Identification Number:

L45400TG1992PLCO14389

Registered Office:

Survey No. 321, Kallakal Village,
Medak District, Telangana – 502336
Email: meilmedak@gmail.com

Statutory Auditors:

M/s. Nataraja Iyer & Co.
Chartered Accountants
1-10-126, Ashok Nagar,
Hyderabad, Telangana – 500 020

Secretarial Auditor:

Mr. Kashinath Sahu
Practicing Company Secretary
Flat No. 101, Arunodhaya Enclave, Annapurna Colony,
Mallapur, Telangana – 500076

Internal Auditor:

M/s. Sattiraju Sathyanarayan Murthy,
Chartered Accountant
506, 5th Floor, Swapnalokh Complex,
S.P.Road, Secunderabad, Telangana – 500003

Registrar and Share Transfer Agent:

Bigshare Services Private Limited
306, Right Wing, 3rd Floor, Amrutha Ville,
Opp. Yashoda Hospital, Somajiguda, Raj Bhawan Road,
Hyderabad, Telangana – 500082
Ph: 040-23374967
Email: bsshyd@bigshareonline.com

NOTICE

Notice is hereby given that the 32nd Annual General Meeting of the members of MANOR ESTATES AND INDUSTRIES LIMITED will be held on Monday, the 30th day of September 2024 at 11:00 A.M. at the registered office of the company situated at Survey No. 321, Kallakal Village, Medak District, Telangana 502336 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2024, the Auditor's Report thereon and the report of the Board of Directors and in this regard to consider and if thought fit to pass the following resolution as an ordinary resolution:

RESOLVED THAT the audited financial statements of the Company for the financial year ended 31st March, 2024 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.

2. To appoint a Director in place of Smt. Nalini Agarwal (DIN: 07164298), who retires by rotation at this Annual General Meeting, and being eligible, offers herself for re-appointment and of thought fit to pass the following resolution as an ordinary resolution.

RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Smt. Nalini Agarwal (DIN: 07164298), who retires by rotation at this meeting, be and is hereby appointed as Non-executive Director of the Company.

By order of the Board of Directors
For **MANOR ESTATES AND INDUSTRIES LIMITED**
Sd/-
Krati Garg
Company Secretary
Membership No. 58962

Date: 14.08.2024

Place: Medak

Registered Office:

Survey No.321, Kallakal Village,

Medak District, Telangana – 502336

CIN: L45400TG1992PLCO14389

Phone No.: 8897642711

Email: meilmedak@gmail.com

Website: www.meilmedak.in

NOTES:

1. A statement giving the relevant details of the director seeking re-appointment under the accompanying Notice, as required by Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 is annexed herewith. The director has furnished the requisite declarations for re-appointment.
2. A member entitled to attend, and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxies in order to be effective must be received by the company not later than forty-eight (48) hours before the meeting. Proxy form attached herein. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/ authority, as applicable.

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder as per Rule 19 of the Companies (Management and Administration) Rules, 2014.

3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided not less than three days' notice in writing is given to the Company.
4. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/Folio No., which is enclosed herewith, and hand over the same at the entrance of AGM venue.
5. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote at the meeting.
6. Relevant documents referred to in the accompanying notice are open for inspection by the members at the company's registered office on all working days of the company, during business hours up to the date of the meeting.
7. Corporate members intending to send their authorized representatives to attend the meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the company, a certified copy of the relevant board resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the meeting.
8. Members seeking any information with regard to the accounts are requested to write to the company at an early date, at least 10 days prior to the meeting so as to enable the management to keep the information ready at the meeting.

9. Any director himself/herself or any member intending to propose any person as a director other than a retiring director, has to give a notice as to his/her intention to propose him/her as a candidate for that office not less 14 (fourteen) days before the meeting along with deposit of Rs.1,00,000 (Rupees One Lakh only).
10. Members holding shares in dematerialized form (electronic form) are requested to intimate any changes in their respective addresses, bank mandates etc., directly to their respective Depository Participants.
11. The notice of the AGM along with the Annual Report 2023-24 is being sent by electronic mode to those members whose e-mail addresses are registered with the Company/Depositories.
12. Members may also note that the notice of the 32nd AGM and the Annual Report for 2023-2024 will also be available on the company's website www.meilmedak.in for download and BSE website www.bseindia.com.
13. The Securities 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 the PAN to their Depository Participant with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the company's Registrar and Transfer Agent.
14. Members holding shares in physical mode are also requested to register/update their e-mail addresses with the Company/Registrar and Share Transfer agents of the Company for receiving all communications from the Company electronically.
15. Members holding shares in the company and who have not registered their e-mail ID with the company or the depository and wish to avail e-voting may write to the company's registrar and share transfer agent – Bigshare Services Private Limited or to the company quoting their Client ID/Folio no. and DP ID so as to send the password for e-voting. Hard copy of the ballot paper will be provided at the venue of the AGM for those members who have not exercised their e-voting.
16. Pursuant to prohibition imposed vide Secretarial Standards on General Meetings (SS-2) issued by ICSI and the MCA Circular, no gifts shall be distributed at the meeting.
17. Voting through electronic means:
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the company is pleased to provide facility to the members to exercise their right to vote at the 32nd Annual General Meeting (AGM) by electronic means and the business may be transacted through remote e-voting platform provided by CDSL.
 - The Company is also providing the facility for voting by way of physical ballot at the Annual General Meeting, for members attending the meeting and who have not cast their vote by

remote e-voting shall be able to exercise their right at the meeting through the ballot paper. Mr. Kashinath Sahu, practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as the ballot process at the Annual General Meeting in a fair and transparent manner.

- Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e., 23th September, 2024 only shall be entitled to avail the facility of remote e-voting.

The instructions for Remote E-Voting are as under:

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

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

- i. The voting period begins on 27th September, 2024 at 9.00 A.M. and ends on 29th September, 2024 at 5.00 P.M. During this period any shareholders' of the company holding shares either in physical form or in dematerialized form, as on the cut-off date, i.e., 23rd September, 2024 (end of the day) may cast his/her vote electronically. The remote 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 December 9, 2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 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 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 December 9, 2020** on e-Voting facility provided by Companies, Individual shareholders holding securities in Demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 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 users to login to Easi/Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, 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 cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available in 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 e-voting 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 Depository	<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-

	<p>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 or joining virtual meeting & voting during the meeting.</p> <p>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.jsp</p> <p>3) 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.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>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 or joining virtual meeting & voting during the meeting.</p>

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

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

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 toll free no. 1800 22 55 33
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: 022-4886 7000 and 022-2499 7000.

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

v. Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should 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 e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both Demat shareholders as well as physical shareholders) <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)	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. <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.

- vi. After entering these details appropriately, click on “SUBMIT” tab.
- vii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in Demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- viii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- ix. Click on the EVSN for the relevant Manor Estates and Industries Limited on which you choose to vote.
- x. 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.
- xi. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xii. 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.
- xiii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xv. If a Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvi. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- xvii. **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- 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 will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; meilmedak@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the 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 **Company/RTA email id**.
2. For Demat shareholders – please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no.: 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, a Wing, 25th Floor, Marathon Futorex, Mafatlal Mills Compound, N M Joshi Marg, Lower Parel (East), Mumbai – 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800225533.

The voting results declared along with the Scrutinizer's Report shall be placed on the company's website, www.meilmedak.in and the website of the registrar and share transfer agent viz., www.bigshareonline.com immediately after the declaration of the result by the Chairman or a person authorised by the Chairman. The results shall also be immediately forwarded to the BSE Limited.

Annexure

Details of the Director seeking Re-appointment at the forthcoming Annual General Meeting
[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015]

Name of Director	Nalini Agarwal
Nationality	Indian
Date of Birth	14/04/1979
Date of Appointment	30/09/2022
Expertise in specific functional areas	Legal and Commercial matters
Qualification	LLB
List of other companies in which directorship is held as on March 31, 2024*	Nil
Chairman / Member of the Committees of the Board of the other Companies in which he/she is a director as on March 31, 2024*	Nil
Equity Shares held in the Company as on 31.03.2023	Nil
Relationship between Directors inter se	Spouse of Sri. Rishabh Agarwal Daughter-in-law of Sri. Anil Agarwal

* Directorships and Committee memberships in Manor Estates and Industries Limited are not included in the aforesaid disclosure. Also, directorships in Private Limited Companies, Foreign Companies and Section 8 companies and their Committee memberships are excluded. Membership and Chairmanship of Audit Committees, Nomination & Remuneration committee and Stakeholders Relationship committees of only public companies have been included in the aforesaid table.

**FORM FOR REGISTRATION OF EMAIL ADDRESS FOR RECEIVING DOCUMENTS / NOTICES
BY ELECTRONIC MODE**

To

M/s. Bigshare Services Private Limited,
306, Right Wing, 3rd Floor, Amrutha Ville,
Opp. Yashoda Hospital, Somajiguda,
Raj Bhawan Road, Hyderabad - 500082
Telangana
Email: bsshyd@bigshareonline.com

Company: Manor Estates & Industries Limited

I agree to receive all documents / notices including the Annual Report from the Company in electronic mode. Please register my email address given below in your records for sending communication through email.

Name of Sole / First Holder : _____

DP ID / Client ID / Regd. Folio No : _____

PAN No. : _____

E-Mail Address : _____

Date:

Place:

(Signature of the member)

DIRECTORS' REPORT

Dear Members,

Your directors present their 32nd Annual Report on the business and operations of the Company and the accounts for the financial year ended 31st March, 2024.

1. Financial summary or highlights/performance of the Company

The performance of the Company during the year ended 31st March 2024 has been as under:
(Amounts in Lakhs)

Particulars	2023-24	2022-23
Gross Income	4.25	2.87
Expenses	60.20	62.88
Profit [Loss] Before Interest and Depreciation	(55.79)	(59.85)
Provision for Depreciation	0.16	0.16
Exceptional Items	NIL	NIL
Net Profit [Loss] Before Tax	(55.95)	(60.01)
Provision for Tax	NIL	NIL
Net Profit [Loss] After Tax	(55.95)	(60.01)
Paid up Equity Share Capital	823.50	823.50
Basic Earnings [Loss] per share	(0.68)	(0.73)
Diluted Earnings [Loss] per share	(0.68)	(0.73)

2. Brief description of the company's working during the year/state of company's affairs

Work on the Company's real estate project is moving at a good pace and final layout permission is expected to be received in the current year.

3. Material changes and commitments

There are no material changes and commitments affecting the financial position of the Company which occurred between the end of the financial year to which the financial statements relate and the date of this report.

4. Dividend

Since the Company is incurring losses, the board of directors has not recommended any dividend for the current financial year.

5. Transfer to reserve

The Company does not propose to transfer any amount to the general reserve for the financial year ended 31st March 2024.

6. Share Capital

During the year the Company has not allotted any shares. The authorized share capital of the Company is ₹11,00,00,000 divided into 1,10,00,000 equity shares of ₹10/- each.

The paid-up share capital is ₹8,23,50,000 divided into 82,35,000 equity shares of ₹10/- each.

7. Directors and Key Managerial Personnel as on 31st March, 2024 and details of change in Directors and Key Managerial Personnel

Your Directors believe that the Board must consciously create a culture of leadership to provide a long-term vision and policy approach to improve the quality of governance. The Board's actions and decisions are aligned with the Company's best interests.

The company has maintained an optimum combination of Executive and Non-Executive Directors. The composition of the Board, Category, DIN and shareholding of Directors are as follows:

Sl No.	Name of the Director	Designation	DIN	No. of shares held
1.	Sri. Anil Agarwal	Director (CFO) Promoter	00040449	35,70,849
2.	Smt. Nalini Agarwal	Director (Non-Executive)	07164298	-
3.	Sri. Rishabh Agarwal	Whole-time Director, Promoter	06963740	16,647
4.	Sri. Raghavendra Rahul Korlam	Director, Independent, Non-Executive	07461756	-
5.	Sri. Siddarth Sanghi	Director, Independent, Non-Executive	00033401	-

The Key Managerial personnel of the Company as on 31st March, 2024 were as follows:
Key Managerial Personnel (KMP)

1. Sri. Rishabh Agarwal : Whole-time Director, Promoter
2. Sri. Anil Agarwal : CFO & Director
3. Smt. Krati Garg : Company Secretary

PROPOSED APPOINTMENTS / RE-APPOINTMENTS IN THE 32nd ANNUAL GENERAL MEETING

Approval of the shareholders is being sought for the re-appointment of Ms. Nalini Agarwal, (DIN 07164298) as Director (Non- Executive) of the Company, who retires by rotation at the ensuing Annual General Meeting of the Company and being eligible offers herself for re-appointment in accordance with the provisions of the Companies Act and pursuant to Articles of Association of the Company. Your Board recommends the re-appointment of Ms. Nalini Agarwal as a Director of the Company.

8. Directors' Responsibility Statement

Pursuant to the requirement of Section 134, in the Companies Act, 2013, the Board of Directors of the company make the following statements, to the best of their knowledge and belief and according to the information and explanations obtained by them:

- i. in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;

- ii. they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit/loss of the company for that period;
- 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 such internal financial controls are adequate and operating effectively;
- vi. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

9. Selection of Independent Directors

Considering the requirement of skill sets on the Board, eminent people having an independent standing in their respective field/profession and who can effectively contribute to the Company's business and policy decisions are considered by the Nomination and Remuneration Committee, for appointment, as an Independent Director on the Board. The Committee inter alia considers qualification, positive attributes, area of expertise and number of Directorship(s) and Membership(s) held in various committees of other companies by such persons in accordance with the Company's policy for selection of directors and determining directors' independence. The Board considers the Committee's recommendation and takes appropriate decision.

In the opinion of the Board the Independent Directors possess the integrity, expertise and experience (including the proficiency) of the independent directors.

10. Declaration given by independent directors

The company has received necessary declarations from each Independent Director of the company under Section 149(7) of the Companies Act, 2013.

11. Particulars of Employees

The company had no employees during the year 2023-2024 other than the three Key Managerial Personnel.

12. Meetings of Board of Directors

The Board of Directors duly met 4 (Four) times on 20.05.2023, 11.08.2023, 14.11.2023, and 12.02.2024 in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

The intervening gap between the meetings was not more than 120 days as prescribed under the Companies Act, 2013.

13. Policy on Director's appointment and remuneration

The company has framed policy on directors' appointment and remuneration and other matters as provided in section 178(3) of the Act and is referred to while taking decisions under its purview.

14. Formal Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations 2015, the board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit and Nomination & Remuneration Committees.

The performance of the board was evaluated by the board after seeking inputs from all the directors on the basis of the 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 the criteria such as the composition of committees, effectiveness of committee meetings, etc

The Board and the Nomination and Remuneration committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole and performance of the chairman was evaluated, taking into account the views of directors. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the board, its committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

The overall performance of the non-executive directors of the company is satisfactory. The review of performance was based on the criteria of performance, knowledge, analysis, quality of decision making etc.

15. Audit Committee

The Audit Committee of the company is duly constituted as per Section 177 of the Companies Act, 2013.

Audit Committee has acted in accordance with the terms of Section 177 of the Companies Act, 2013

- (i) recommended for appointment, remuneration and terms of appointment of auditors of the company;
- (ii) reviewed and monitored the auditor's independence and performance, and effectiveness of audit process;
- (iii) examination of the financial statement and the auditors' report thereon;
- (iv) approval or any subsequent modification of transactions of the company with related parties;
- (v) scrutiny of inter-corporate loans and investments; if any
- (vi) valuation of undertakings or assets of the company, wherever it is necessary;
- (vii) evaluation of internal financial controls and risk management systems;
- (viii) monitoring the end use of funds raised through public offers and related matters.

The Audit Committee consists of a combination of Director (CFO) and Non-Executive Independent Directors and assists the Board in fulfilling its overall responsibilities.

The details of composition of Audit committee for the year ended 31.03.2024 is as follows:

Directors	Chairperson/Member	Category
Sri. Raghavendra Rahul Korlam	Chairperson	Independent Director
Sri. Siddarth Sanghi	Member	Independent Director
Sri. Anil Agarwal	Member	Non-Independent, Chief Financial Officer

Meetings and attendance at Audit Committee meetings during the year 2023- 2024			
Sl. No.	Date of meeting	Total number of Members as on the date of meeting	Number of Members attended
1.	20.05.2023	03	03
2.	10.08.2023	03	03
3.	14.11.2023	03	03
4.	12.02.2024	03	03

16. Nomination and Remuneration Committee

The company has constituted the Nomination and Remuneration Committee under section 178 of the Companies Act, 2013.

The Nomination and Remuneration Committee consists of a combination of Non-Executive Director and Non-Executive Independent Directors and assists the Board in fulfilling its overall responsibilities.

The details of composition of Nomination and Remuneration committee for the year ended 31.03.2024 is as follows.

Directors	Chairperson/Member	Category
Sri. Siddarth Sanghi	Chairperson	Independent Director
Sri. Raghavendra Rahul Korlam	Member	Independent Director
Smt. Nalini Agarwal	Member	Non-Independent & Non-Executive Director

Meetings and attendance of Nomination and Remuneration Committee Meetings during the year 2023 – 2024			
Sl. No.	Date of meeting	Total No of Members as on the date of meeting	Number of Members attended
1.	10.08.2023	03	02

The Nomination and Remuneration policy of the company is provided below:

a) Selection and evaluation of directors:

The board has based on the recommendations of the Nomination and Remuneration Committee, laid down following policies.

1. Policy for determining qualifications, positive attributes and independence of a director.
2. Policy for board & independent directors' evaluation.

b) Performance evaluation of board, committees and directors.

The company believes in a formal evaluation of the board and of the individual directors, on an annual basis, is a potentially effective way to respond to the demand for greater board accountability and effectiveness. For the company, evaluation provides an ongoing means for directors to assess their individual and collective performance and effectiveness. In addition to greater board accountability, evaluation of Board members helps in:

- a) More effective board processes.
- b) Better collaboration and communication.
- c) Greater clarity with regard to members roles and responsibilities.

The evaluation process covers the following aspects:

- Self-evaluation of directors.
- Evaluation of the performance and effectiveness of the board.
- Evaluation of the performance and effectiveness of the committees.
- Feedback from the non-executive directors to the Chairperson.
- Feedback on management support to the board.

17. Risk management policy

The Risk Management Policy in place in the company enables the company to proactively take care of the internal and external risks of the company and ensures smooth business operations. The company's risk management policy ensures that all its material risk exposures are properly covered, all compliance risks are covered, and the company's business growth and financial stability are assured. The board of directors decide the policies and ensure their implementation to ensure protection of company from any type of risks.

18. Statutory Auditors

M/s, Nataraja Iyer & Co. Chartered Accountants were appointed as the Statutory auditors of the Company at the 29th Annual General Meeting of members held on 30.09.2021 for a period of four years commencing from financial year 2021-22 upto 2024-25.

19. Board's comment on the Auditors' Report

The observations of the Statutory Auditors, when read together with the relevant notes to the accounts and accounting policies are self-explanatory.

20. Secretarial Audit Report

In terms of Section 204 of the Act and Rules made there under, Sri. Kashinath Sahu, practicing Company Secretary has been appointed as Secretarial Auditor of the company for the financial year under review.

Secretarial Audit Report issued by Sri. Kashinath Sahu, practicing Company Secretary is attached as Annexure I to this report and the same is self-explanatory as the report is clean.

21. Cost Auditors

The provisions of Section 148 of the Companies Act, 2013 do not apply to the company. Hence, the company has not appointed Cost Auditors for financial year 2023-24.

22. Reporting of frauds by auditors

During the year under review, neither the Statutory auditors nor the Secretarial auditor has reported to the Audit committee, under Section 143 (12) of the Companies Act, 2013, any instance of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Directors Report.

23. Vigil Mechanism

Pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism to report genuine concerns has been established. The mechanism provides for adequate safeguards.

24. Prevention of Insider Trading

The company has adopted a code of conduct for prevention of insider trading with a view to regulate trading in securities by the directors and designated employees of the company. The code requires pre-clearance for dealing in the company's shares and prohibits the purchase or sale of company shares by the directors and the designated employees while in possession of unpublished price sensitive information in relation to the company and during the period when the trading window is closed. The Company Secretary is responsible for implementation of the code along with the management of the Company.

Members of the board have confirmed compliance with the code.

25. Internal Financial Controls

Internal Financial Controls are an integral part of the Risk Management framework and processes that address financial as well as financial reporting provisions of the Act and the Listing Regulations.

The company has adequate Internal Financial Controls consistent with the nature of business and size of the operations, to effectively provide for safety of its assets, reliability of financial transactions with adequate checks and balances, adherence to applicable statutes, accounting policies, approval procedures and to ensure optimum use of available resources. These systems are reviewed and improved on a regular basis. It has a comprehensive budgetary control system to monitor revenue and expenditure against approved budget on an ongoing basis. However, Company has not carried out any business operation during the year.

26. Annual Return

The Annual Return of the Company as on 31st March 2023 is available on the company's website and can be accessed at www.meilmedak.in.

27. Secretarial standards

The company complies with all applicable secretarial standards.

28. Particulars of loans, guarantees or investments under section 186

There were no transactions carried out during the year under section 186 with respect to loans, guarantees and investments.

29. Significant and Material Orders passed by the Regulators or Courts

There are no significant material orders passed by the Regulators/Courts which would impact the going concern status of the company and its future operations.

30. Particulars of contracts or arrangements with related parties

No contracts or arrangements have been entered into by the company with related parties as referred to in sub-section (1) of section 188 of the Companies Act, 2013 except payment of remuneration to CFO – Sri. Anil Agarwal and Whole-time director – Sri. Rishabh Agarwal which were done in routine course at arm's length.

31. Subsidiary & associates/joint ventures

Company does not have any subsidiary/ associate company and joint ventures.

32. Corporate Governance Report and Management Discussion & Analysis

As per Regulation 15 of SEBI (Listing Obligations and Disclosure Requirements), 2015, provisions relating to corporate governance are not applicable to your company and therefore there is no separate report on corporate governance.

However, in pursuance of Schedule V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, a certificate from Sri. Kashinath Sahu, practicing Company Secretary, in compliance with (i) of Point (10) of Para C of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed as Annexure-III and forms part of this Report.

Management Discussion and Analysis Report, pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, forms part of this report and same is attached as Annexure II.

33. Disclosure Under the Sexual Harassment of Women at Workplace (Prevention, Prohibition And Redressal) Act, 2013

At present the company has no women employees other than a KMP.

34. Conservation of energy, technology absorption and foreign exchange earnings and outgo

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

- a) Conservation of energy: No energy conservation was considered applicable during the year.
- (b) Technology absorption: Not Applicable.

The foreign exchange earned in terms of actual inflows during the year and the foreign exchange outgo during the year in terms of actual outflows is as follows:

Foreign Exchange Inflows: NIL

Foreign Exchange Outflows: NIL

35. Corporate Social Responsibility (CSR)

The provisions of Section 135 of the Companies Act, 2013, relating to Corporate Social Responsibility are not applicable to the company for the time being.

36. Deposits

The company has neither accepted nor renewed any deposits during the year under review. As such no amount of principal or interest was outstanding on the date of the Balance Sheet.

37. Transfer of Amounts to Investor Education and Protection Fund

Your company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore, there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

38. Listing with stock exchanges

The shares of the company are listed on The Bombay Stock Exchange. All dues to the exchange have been paid in full.

39. The details of application made or any proceeding pending under the insolvency and bankruptcy code, 2016

During the period under review, there was no application made nor any proceeding initiated or pending under the Insolvency and Bankruptcy code, 2016.

40. The details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the banks or financial institutions along with the reasons thereof

During the period under review, there was no one time settlement with any bank nor are there any outstanding loans.

41. General

Your Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions on these matters during the year under review:

- Issue of equity shares with differential rights as to dividend, voting or otherwise.
- Issue of shares (including sweat equity shares) to employees of the company under any scheme save and except Employees' Stock Options Schemes referred to in this report.
- There has been no change in the nature of business of the company.
- There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.
- There was no instance of onetime settlement with any bank or financial institution.

42. Acknowledgements

Your directors wish to place on record their appreciation of the contribution made by the stakeholders, of the company and for their continued support.

Date: 14.08.2024
Place: Medak

By the order of the Board of Directors
for **Manor Estates and Industries Limited**

Sd/-
Anil Agarwal
Director
DIN: 00040449

Sd/-
Rishabh Agarwal
Whole-time Director
DIN: 06963740

**FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2024
[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 of
Manor Estates & Industries Limited
Survey No. 321, Kallakal Village, Gajwel TQ,
Medak District-502 336

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. MANOR ESTATES & INDUSTRIES LIMITED (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's Books, Papers, Minute Books, Forms and Returns filed and other Records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year commencing from 1st April, 2023 and ended 31st March, 2024, complied with the statutory provisions listed hereunder and also that the Company has proper Board process and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2024 and made available to me, according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made there under;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment – **(Not applicable to the Company during the Audit Period);**
- V. The following Regulations and Guidelines prescribed under the Securities and

Exchange Board of India Act, 1992 ('SEBI Act'):-

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- b. Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015;
- c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **-(Not applicable to the Company during the Audit Period);**
- e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 notified on 28th October, 2014-**(Not applicable to the Company during the Audit Period);**
- f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008-**(Not applicable to the Company during the Audit Period);**
- 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, 2009-**(Not applicable to the Company during the Audit Period).**
- i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998-**(Not applicable to the Company during the Audit Period).**

I have relied on the representations made by the Company and its officers for the systems and mechanism formed by the Company for compliances of other specific applicable Acts, Laws and Regulations to the Company.

I have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

I report that, during the year under review, the Company has complied with the provisions of the Acts, Rules, Regulations and Guidelines mentioned above herein and that during the audit period, there were no specific events/actions in pursuance of the above referred rules, regulations, guidelines, standards etc, having a major bearing on the Company's affairs.

I further report that:

- a. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive, Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Companies Act, 2013.
- b. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days 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 of the meeting.
- c. As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

I further report that, based on the review of the compliance reports and the certificates of Company Secretary/ Managing Director taken on record by the Board of Directors of the Company, in my opinion there are adequate systems and processes in the Company with the

size and operation of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines

I further report that there were no other instances of:

- (i) Rights/debentures/sweat equity.
- (ii) Redemption/buy-back of securities.
- (iii) Merger/ amalgamation etc.
- (iv) Foreign technical collaborations.

**For M/s Kashinath Sahu & Co
Practising Company Secretaries**

Place: Hyderabad

Date: 10.06.2024

**Sd/-
CS. Kashinath Sahu
Proprietor
FCS: 4790, CP: 4807
UDIN No: F004790F000550522
Peer Review No: 2957/2023**

Note:

{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.}

“Annexure – A”

To
The Members of
Manor Estates & Industries Limited
Survey No. 321, Kallakal Village, Gajwel TQ,
Medak District-502 336

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

Maintenance of secretarial records is the responsibility of the management of M/s. Manor Estates & Industries Limited (“the Company”). Our responsibility is to express an opinion on these secretarial records based on our audit.

- I 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 provide a reasonable basis for our opinion.
- I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
- The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For M/s Kashinath Sahu & Co
Practising Company Secretaries**

Place: Hyderabad
Date: 10.06.2024

**Sd/-
CS. Kashinath Sahu
Proprietor
FCS: 4790, CP: 4807
UDIN No: F004790F000550522
Peer Review No: 2957/2023**

CERTIFICATE OF THE CFO

To,
The Directors,
Manor Estates and Industries Limited

I, Anil Agarwal, Chief Financial Officer of Manor Estates and Industries Limited, to the best of my knowledge and belief, certify that:

1. I have reviewed the Balance Sheet as on 31st March 2024, the statement of Profit and Loss, the statement of changes in equity and the statement of Cash flows for the year ended 31st March 2024 along with the summary of the significant accounting policies and other explanatory information of the company and the board's report for the year ended 31st March 2024.
2. These statements do not contain any material untrue statement, omit any material fact nor do they contain statements that might be misleading.
3. The financial statements and other financial information included in this report, present all material respects in a true and fair view of the company's affairs, the financial condition, results of operations and cash flows of the company as at and for the periods presented in this report. Further the said financial statements are in compliance with the existing accounting standards, applicable laws and regulations.
4. There are no transactions entered into by the company during the year that are fraudulent, illegal, or violative of the company's code of conduct and ethics.
5. I accept responsibility for establishing and maintaining internal controls for financial reporting and I have evaluated the effectiveness of company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.
6. I have indicated to the auditors and the audit committee that:
 - i. there are no significant changes in internal control over financial reporting during the year.
 - ii. there are no significant changes in accounting policies during the year.
 - iii. there are no instances of significant fraud of which we have become aware.

**By order of the Board
for MANOR ESTATES AND INDUSTRIES LIMITED**

**sd/-
Anil Agarwal
Chief Financial Officer**

**Place: Medak
Date: 14.08.2024**

MANAGEMENT DISCUSSION & ANALYSIS REPORT

1. FORWARD-LOOKING STATEMENTS

Work on the company's real estate project is moving at a good pace and final layout permission is expected to be received in the current year.

2. OPPORTUNITIES & THREATS:

The company has commenced its marketing efforts in good steam aided by the huge government pushed infra development and investor interest in the North of the city of Hyderabad where the company's current project is located.

The company is also examining purchase of real estate assets in peripheral areas of major metro cities which have huge potential for value appreciation in the near term.

Your directors aim to achieve maximum value addition by astute use of the company's resources. However, geopolitics can alter any situation and crumple every pie in the oven.

3. OUTLOOK:

Your company has been following the philosophy of providing the highest quality products and services at the lowest possible prices. Your company's philosophy to provide high class quality products i.e. full value for money, to consumers would greatly benefit in the long run. Your company will continue to follow this philosophy in the new operations too.

4. RISKS AND CONCERNS:

The company has no secured or unsecured loans. The company does not foresee any area of risk or concern. However, the outcome of the real estate activities depends on the continued robust growth of this sector.

5. INTERNAL CONTROL SYSTEMS:

The company has proper and adequate systems of internal controls in order to ensure that all assets are safeguarded against loss from unauthorized use or disposition and that all transactions are authorized recorded and reported correctly. An Audit Committee headed by a non-executive independent director is in place to review various areas of the control systems.

6. DISCUSSION OF FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

The details of the financial performance of the Company are appearing in the Balance Sheet, Profit & Loss Account and other financial statements etc. appearing separately. Highlights for the year 2023-24 are as under:

Particulars	Amount (Rs. in lakhs)
Gross income for the year 2023 - 2024	4.25
Provision for taxation	-
Profit after tax/ (Loss)	(55.95)
Paid up equity share capital as on 31st March, 2024	823.50

The financial performance of the Company has been explained in the Directors Report appearing separately.

7. HUMAN RESOURCES:

At present the company has no employees other than the key managerial personnel.

8. CAUTIONARY STATEMENT:

Certain statements in the Management Discussion and Analysis describing the company's views about the industry, expectations/predictions, objectives etc, may be forward looking within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed in the statement. Company's operations may inter-alia affect with the supply and demand situations, input prices and their availability, changes in Government regulations, tax laws and other factors such as Industrial relations and economic developments etc. Investors should bear the above in mind.

9. INDUSTRY STRUCTURE AND DEVELOPMENTS:

The real estate structure is the most recognised sector, globally. It comprises: housing, hospitality, commercial and retail. The growth of this sector is complemented by the change in the corporate environment and the demand for office spaces as well as urban and semi-urban accommodations. The real estate sector is dominated by the housing segment which makes approximately 80% of the real estate sector.

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 of
Manor Estates & Industries Limited
Survey No. 321, Kallakal Village, Gajwel TQ,
Medak District-502 336

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Manor Estates & Industries Limited, having CIN: L45400TG1992PLC014389 and having registered office at Survey No. 321, Kallakal Village, Gajwel TQ, Medak District-502336 (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 and 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 here by certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India (SEBI) and Ministry of Corporate Affairs (MCA).

Details of Directors:

Name	Designation	DIN No.	Date of Appointment
RISHABH AGARWAL	Wholetime Director	06963740	26.06.2020
SIDDARTH SANGHI	Director	00033401	26.06.2020
ANIL AGARWAL	Director & CFO	00040449	31.08.1996
NALINI AGARWAL	Director	07164298	30.03.2015
RAGHAVENDRA RAHUL KORLAM	Director	08925952	25.02.2022

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 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 Kashinath Sahu & Co
Practising Company Secretaries

Place: Hyderabad
Date: 10.06.2024

Sd/-
(Kashinath Sahu)
Proprietor
FCS: 4790; CP No. 4807
UDIN No: F004790F000550544
Peer Review No: 2957/2023

Independent Auditor's Report

To the Members of
Manor Estates and Industries Limited

Report on the Audit of the Standalone Financial Statements

1. Opinion

We have audited the accompanying standalone financial statements of Manor Estates and Industries Limited (the "Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024 and its Loss, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

2. Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing ("SA"s) 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 Standalone 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 standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

3. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significant in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have to identify the matters depending on the facts and circumstances of the entity. Based on the audit performed there are no key audit matters to communicate as there are no significant audit judgements relating to areas in the Standalone Financial Statements that involved significant management judgement including accounting estimates that have been identified as having high estimation and uncertainty.

4. 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 the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon. Our opinion on the standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

5. Management's Responsibilities for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

6. Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls 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 the 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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone 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 standalone 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 deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances,

we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

7. Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164(2) of the Act
- (f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, remuneration paid/payable by the Company to its directors is in accordance with the provisions of the Act.

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, as amended in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has no pending litigations which have an impact on its standalone financial statements.
- ii. The Company has no long term contract including derivative contracts requiring disclosure of material foreseeable losses.
- iii. There are no amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv. a. The management has represented that to the best of its knowledge and belief, no funds 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

persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:

- directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
- provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

b. The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

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

c. Based on such audit procedures as 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 (iv) (a) and (b) contain any material misstatement.

- v. The Company has not declared or paid dividend during the year.
- vi. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1 April 2023 and based on our examination we draw attention to Note No.2.41 of Notes on Accounts, we have nothing to report in respect of Audit Trail as the Company could not implement the same as explained in the note. The transactions of the Company relate to administrative expenses and having verified substantively non-existence of Audit Trail in the software used for recording accounting transactions do not have any adverse effect.

- 2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For NATARAJA IYER & CO.
CHARTERED ACCOUNTANTS
Firm's Registration No. 002413S

Sd/-
PARTNER
Membership No. 013924
UDIN: 24013924BKFHFZ9403

HYDERABAD,
DATE: 23.05.2024

Annexure "A" to the Independent Auditor's report of even date to the members of MANOR ESTATES AND INDUSTRIES LIMITED on the standalone financial statements for the year ended 31st March, 2024

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

We have audited the internal financial controls with reference to financial statements of Manor Estates and Industries Limited ("the Company") as of 31st March, 2024 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls With reference to financial statements 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 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 with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls With reference to financial statements (the "Guidance Note") and the Standards on Auditing issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal Financial Controls and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements 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 internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal controls based on the assessed risk. The procedures selected depends on our judgment, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to Financial Statements.

A company's internal financial control with reference to financial statements is a process designed

to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Financial Statements.

Inherent Limitations of Internal Financial Controls with reference to Financial Statements.

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements 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 with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March, 2024, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note.

Hyderabad,

Date: 23.05.2024

For NATARAJA IYER & CO.
Chartered Accountants
FR No. 002413S

Sd/-
E.Sri Ranganath
Partner
MNo-013924
UDIN:24013924BKFHFZ9403

Annexure “B” to the Independent Auditor’s Report of even date to the members of Manor Estates and Industries Limited on the standalone financial statements for the year ended 31st March 2024

Based on the audit procedures performed for the purpose of reporting a true and fair view on the standalone financial statements of the Company and taking into consideration the information and explanations given to us and the information examined by us in the course of audit, and to the best of our knowledge and belief we report that:

- (i) a) A. The Company has maintained proper records showing full particulars including quantitative details and situation of property, Plant and Equipment.

B. The company does not have intangible assets hence records are not maintained.

b) The Company carried out physical verification of its Property, Plant and Equipment and no discrepancies were noticed on such verification.

c) The company does not hold any immovable properties under Property Plant & Equipment.

d) The company has not revalued its Property Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

e) As informed there are no proceedings initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.
- (ii) a) As informed, the company held land as stock in Trade and physical verification of documents has been carried.

b) According to the information and explanation given to us the company during the year does not have sanctioned working capital limits from banks or financial institutions.
- (iii) According to the information and explanation given to us, during the year the company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Hence sub clauses (a) to (f) of clause (iii) of the order are not applicable to the company for the year.
- (iv) According to the information and explanation given to us, the company has not given any loans, investments, guarantees, and security, in terms of provisions of section 185 and 186 of the Companies Act, 2013, and hence sub-clause (iv) is not applicable to the company for the year.
- (v) The Company has not accepted any deposits during the year as per section 73 to 76 of the Act. hence sub-clause (v) is not applicable to the company for the year.
- (vi) As informed, maintenance of cost records as per the provisions under Section 148 of the Companies Act, 2013 are not applicable to the Company.

- (vii) (a) The company is generally regular in depositing the undisputed statutory dues such as income-tax and goods and services tax, with the appropriate authorities;
According to the information and explanation given to us, no undisputed amounts payable in respect of Income-tax, and Goods and Service Tax, and other material statutory dues, were in arrears as at 31st March, 2024, for a period of more than six months from the date they became payable.
(b) There are no disputed statutory dues remaining unpaid due to pending litigations.
- (viii) As per the information and explanations given to us there are no transactions which are not recorded in the books of accounts and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix) (a) As per the information and explanation given to us the company has not borrowed loans or other borrowings from banks, financial institutions or government. Hence default on repayment of loans does not arise.
(b) As informed the company was not declared as willful defaulter by any bank or financial institution or other lender during the year.
(c) During the year the company has not availed any term loans hence reporting under the clause about diversion of funds is not applicable.
(d) During the year the company has not raised funds on short term basis hence reporting under the clause is not applicable.
(e) The company does not have any subsidiaries, associates or joint ventures hence reporting under the clause is not applicable for the year.
(f) The company does not have any subsidiaries, associates or joint ventures hence reporting under the clause is not applicable for the year.
- (x) The company has not raised moneys by way of Initial public offer or further public offer including debt instruments and also has not made preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible).
- (xi) (a) To the best of our knowledge and according to the information and explanation given to us, no material fraud by the Company or on the Company has been noticed or reported during the year.
(b) During the year no report under sub-section (12) of section 143 of the Act has been filed by us in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
(c) As per the information and explanations given to us there are no whistle-blower complaints received by the company during the year.
- (xii) The Company is not a Nidhi Company as per section 406 of the Act, and hence the sub-clauses (a) to (c) of 3(xii) is not applicable to the company.
- (xiii) According to the information and explanation given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 and details have been disclosed in the standalone Financial Statements to the extent applicable.

- (xiv) As per the information and explanation given to us the company has internal audit system commensurate to the size and nature of its business and we have considered the report of internal audit for the period under audit.
- (xv) The company has not entered into any non-cash transactions with directors or persons connected with them with regard to the provisions of section 192.
- (xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (xvii) The company has incurred cash losses in the financial year and in the immediately preceding financial year to the tune of Rs. 55.79 lakhs and Rs. 59.85 lakhs respectively.
- (xviii) There has been no resignation of the statutory auditors during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is 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.
- (xx) As per the information and explanations given to us provisions of section 135 of the act are not applicable to the company and hence sub-clauses (a) and (b) of (xx) are not applicable for the year.

For NATARAJA IYER & CO.,
Chartered Accountants
FRN:002413S

Sd/-
E.S RANGANATH
Partner
M No. 013924
UDIN: 24013924BKFHFZ9403

Place: Hyderabad
Date: 23.05.2024

MANOR ESTATES AND INDUSTRIES LIMITED				
Balance Sheet as at 31-03-2024				
	Particulars	Note no	As at 31-03-2024	As at 31-03-2023
			Rs in Lakhs	Rs in Lakhs
	ASSETS			
1	Non-Current Assets			
	(a) Property, Plant and Equipment	2.1	0.44	0.60
2	Current assets			
	(a) Inventories	2.2	13.10	13.10
	(b) Financial Assets			
	(iii) Cash and cash equivalents	2.3	0.09	0.16
	(c) Other current assets	2.4	1.59	1.23
			14.78	14.49
	Total Assets		15.22	15.09
	Equity and Liabilities			
	Equity			
	(a) Equity Share Capital	2.5	823.50	823.50
	(b) Other Equity	2.6	-1,105.97	-1,050.02
			-282.47	-226.52
	Liabilities			
1	Non-current liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	2.7	70.59	69.22
	(ii) Other financial liabilities	2.8	100.00	100.00
			170.59	169.22
2	Current liabilities			
	(a) Financial Liabilities			
	(ii) Trade Payables	2.9		
	(A) total outstanding dues of micro enterprises and small enterprises; and		-	-
	(B) total outstanding dues of creditors other than micro enterprises and small enterprises.		0.05	0.10
	(c) Provisions	2.10	127.05	72.29
	(d) Current Tax Liabilities (Net)		-	-
			127.10	72.39
	Total Equity and Liabilities		15.22	15.09
	Significant Accounting Policies	1		
	Notes to Accounts	2		

As per our review report of even date
For NATARAJA IYER & CO
Chartered Accountants

For and on behalf of the Board

Sd/-
E S Ranganath
Partner

Sd/-
Anil Agarwal
Director
00040449

Sd/-
Rishabh Agarwal
Whole Time Director
06963740

Sd/-
Krati Garg
Company Secretary

Place: Hyderabad
Date: 23.05.2024

Place: Medak
Date: 23.05.2024

MANOR ESTATES AND INDUSTRIES LIMITED				
Statement of Profit and Loss for the year ended 31-03-2024				
	Particulars	Note No.	For the year ended 31-03-2024	For the year ended 31-03-2023
			Rs in Lakhs	Rs in Lakhs
I	Revenue from Operations		-	-
II	Other Income	2.11	4.25	2.87
III	Total Income (I+II)		4.25	2.87
IV	Expenses			
	(a) Employee Benefits Expense	2.12	54.00	54.00
	(b) Finance Costs	2.13	0.01	0.03
	(c) Depreciation and amortization expenses	2.1	0.16	0.16
	(d) Other Expenses	2.14	6.03	8.69
	Total Expenses		60.20	62.88
V	Profit/(loss) before exceptional items and tax (III-IV)		(55.95)	(60.01)
VI	Exceptional Items		-	-
VII	Profit/ (loss) before tax(V-VI)		(55.95)	(60.01)
VIII	Tax expense:			
	(1) Current tax		-	-
	(2) Deferred tax		-	-
	(3) Tax of earlier years		-	-
			-	-
IX	Profit/(loss) for the period from continuing operations (VII-VIII)		(55.95)	(60.01)
X	Tax expenses of discontinued operations		-	-
XI	Profit/(loss) from Discontinued operations (after tax) (X-XI)		(55.95)	(60.01)
XII	Other Comprehensive Income		(55.95)	(60.01)
			-	-
XIII	Total Comprehensive Income for the period		(55.95)	(60.01)
XIV	Earnings per equity share (for continuing operation):			
	(1) Basic		(0.68)	(0.73)
	(2) Diluted		(0.68)	(0.73)
	Significant Accounting Policies	1		
	Notes to Accounts	2		

As per our review report of even date

For NATARAJA IYER & CO
Chartered Accountants

Sd/-
E S Ranganath
Partner

Place: Hyderabad
Date: 23.05.2024

For and on behalf of the Board

Sd/-
Anil Agarwal
Director
00040449

Place: Medak
Date: 23.05.2024

Sd/-
Rishabh Agarwal
Whole Time Director
06963740
Sd/-
Krati Garg
Company Secretary

MANOR ESTATES AND INDUSTRIES LIMITED			
Cash Flow Statement for the year ended 31-03-2024			
	Particulars	For the year ended	For the year ended
		31-03-2024 Rs in Lakhs	31-03-2023 Rs in Lakhs
A	Cash Flow from Operating Activities		
	Net Profit /(Loss) before tax and extraordinary items	(55.95)	(60.01)
	Adjustments For :		
	Depreciation	0.16	0.16
	Loss on Sale of Asset/Inventories written off	-	-
	Provision for obsolescence of Inventory	-	-
	Operating Profit /(Loss) before Working Capital Changes	(55.79)	(59.85)
	Adjustments For :		
	Trade Payables	(0.05)	0.10
	Other Current Assets	(0.35)	(0.33)
	Provisions	54.75	53.54
	Cash Generated from Operations	(1.44)	(6.54)
	Less: Direct Taxes	-	-
	Cash Flow before Extraordinary Items	(1.44)	(6.54)
	Extraordinary / Prior period Items	-	-
	Net Cash Flow from Operating Activities	(1.44)	(6.54)
B	Cash Flow from Investing Activities		
	Purchase of Fixed Assets	-	-
	Decrease/ (Increase) in Investment	-	-
	Sale of Fixed Assets (Gross Value)	-	-
	Net Cash Flow from Investing Activities	-	-
C	Cash Flow from Financing Activities		
	Proceeds from/repayment of Long Term Borrowings	1.37	3.70
	Net Cash Flows from Financing Activities	1.37	3.70
	Net Increase/(Decrease) in Cash and Cash Equivalents	(0.07)	(2.84)
	Opening Balance	0.16	3.00
	Closing Balance	0.09	0.16

As per our review report of even date

For NATARAJA IYER & CO.

Chartered Accountants

Sd/-

E S Ranganath

Partner

Place: Hyderabad

Date: 23.05.2024

For and on behalf of
the Board

Sd/-

Anil Agarwal

Director

DIN: 00040449

Place: Medak

Date: 23.05.2024

Sd/-

Rishabh Agarwal

Whole time

Director

DIN: 06963740

Sd/-

Krati Garg

Company

Secretary

MANOR ESTATES AND INDUSTRIES LIMITED						
Statement of Changes in Equity						
A.Changes in Equity Share Capital						
(All amounts in Indian Rupees , except share data)						
Particulars		No of Shares	Value			
Equity Share Capital			Rupees in Lacs			
Balance as at 31st March 2022		82,35,000	823.50			
Changes in equity share capital		-	-			
Balance as at 31st March 2023		82,35,000	823.50			
Changes in equity share capital		-	-			
Balance as at 31st March 2024		82,35,000	823.50			
Changes in equity share capital		-	-			
B. Changes in Other Equity						
Current Reporting Period 31-03-2024						
Sl no	Particulars	Capital Reserve	Retained Earnings	Total	Others	Total Other Equity
1	Balance at the beginning of the current reporting period	22.48	-1,072.50	-1050.02	-	-1050.02
2	Changes in accounting policy or prior period errors	-	-	-	-	-
3	Restated balance at the beginning of the current reporting period	22.48	-1072.50	-1050.02	-	-1050.02
4	Total Comprehensive Income for the current period	-	-55.95	-55.95	-	55.95
5	Dividends	-	-	-	-	-
6	Transfer to retained earnings	-	-	-	-	-
7	Balance at the end of the current reporting period	22.48	-1128.45	-1105.97	-	-1105.97
Previous Reporting Period 31-03-2023						
Sl no	Particulars	Capital Reserve	Retained Earnings	Total	Others	Total Other Equity
1	Balance at the beginning of the current reporting period	22.48	-1,012.49	-990.01	-	-990.01
2	Changes in accounting policy or prior period errors	-	-	-	-	-
3	Restated balance at the beginning of the current reporting period	22.48	-1,012.49	-990.01	-	-990.01
4	Total Comprehensive Income for the current period	-	-60.01	-60.01	-	-60.01
5	Dividends	-	-	-	-	-
6	Transfer to retained earnings	-	-	-	-	-
7	Balance at the end of the current reporting period	22.48	-1,072.50	-1,050.02	-	-1,050.02
As per our review report of even date For NATARAJA IYER & CO Chartered Accountants		For and on behalf of the Board				
Sd/- E S Ranganath Partner		Sd/- Anil Agarwal Director DIN:00040449		Sd/- Rishabh Agarwal Whole Time Director DIN: 06963740		
Place: Hyderabad Date: 23.05.2024		Place: Medak Date: 23.05.2024		Sd/- Krati Garg Company Secretary		

MANOR ESTATES AND INDUSTRIES LIMITED
SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS
NOTE [1] – SIGNIFICANT ACCOUNTING POLICIES

1 .CORPORATE INFORMATION

a. The company was originally incorporated as Karan Woo-Sin Limited at Hyderabad as a public limited company under the Companies Act 1956 pursuant to a certificate of incorporation dated 18th June 1992 issued by the Registrar for Companies Andhra Pradesh Hyderabad. The name of the company was changed to Manor Estates and Industries Limited and a fresh certificate of incorporation dated 31st October 2014 consequent upon change of name was issued by the Registrar of Companies, Telangana at Hyderabad. The Company has its registered office at Survey No.321 Kallakal Village, Medak Dist, Telangana – 502336. The equity shares of the company are listed on BSE Limited. The company presently engaged in real estate and construction activity

b. These financial statements were authorized for issue in accordance with a resolution of the Board of Directors passed in its meeting held on 23-05-2024.

2 .BASIS OF PREPARATION AND PRESENTATION OF FINANCIAL STATEMENTS

a. These Financial Statements have been prepared under the historical cost basis in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (“Act”) – to the extent modified, read with Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act and rules thereunder as well as the guidelines issued by the Securities and Exchange Board of India (SEBI).

b. The Company’s presentation and functional currency is Indian Rupees. All figures appearing in the financial statements are rounded up to lakhs

3. USE OF JUDGMENTS AND ESTIMATES

In the preparation of the Company’s financial statements the management has–made judgements, estimates and assumptions that may affect the reported amounts of revenue, expenses, assets, liabilities and the accompanying disclosures along with contingent liabilities. In view of the uncertainty about these assumptions and estimates they may result in outcomes that require material adjustments to the carrying amount of assets or liabilities affected in future periods. The Company continuously evaluates these estimates and assumptions based on the most recently available information.

The following are the areas where estimates and judgments in applying accounting policies have been made which may have the most significant effect on the amounts recognized in the financial statements are as below:

- Estimates in the useful lives of Property, Plant & Equipment (PPE)

- Valuation of Inventories
- Provisions
- Evaluation of recoverability of Deferred Tax Assets
- Contingencies

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to the accounting estimate are recognised in the period in which the estimate is revised and in any future periods affected.

4. PROPERTY, PLANT AND EQUIPMENT

a. Property, Plant & Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Such cost includes purchase price, non-recoverable taxes, borrowing cost and other directly attributable cost to bring the asset to its working condition for its intended use.

b. Gain and losses on disposal/de-recognition of an item of property, plant and equipment are measured as a 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 disposed/de-recognized.

c. Depreciation on property, plant and equipment (except Land and Development Cost) has been provided on the cost less estimated residual value using Straight line method over the useful life of asset as stipulated in Schedule II to the Companies Act, 2013

d. The assets residual value, useful lives and methods of depreciation are reviewed at each financial year end, and adjustment if any, is made prospectively.

5. INVENTORIES

Inventories comprise of land. Inventories are valued at lower of cost or net realisable value. [Land which was forming part of Property, Plant and Equipment was converted to stock in trade on 15.10.2021, the date on which the company commenced its real-estate activity].

6. REVENUE RECOGNITION

a. Revenue from contracts with customers is recognized as and when the company satisfies the performance obligation by transferring control of promised goods or services to a customer, which usually coincides with title passing to the customer and the customer taking physical possession.

b. When the performance obligation is satisfied, the company recognizes as revenue the transaction price that is allocated to that performance obligation in the contract based on the standalone selling price of the goods and services promised. The transaction price is the amount of consideration to which the company is entitled.

Interest Income

Interest income is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the deposits and the interest rate settled with the Bank.

7. TAXES ON INCOME

- a. Tax comprises of Current tax and Deferred Tax. Current tax is the expected tax payable on the taxable income or Book profit for the current year. The amount of current tax reflects the best estimate of the tax amount to be paid after considering the uncertainty, if any, related to income taxes.
- b. Deferred tax is recognized on temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.
- c. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

8. PROVISIONS AND CONTINGENCIES

- a. Provision is made in the books of account where there is a present obligation as a result of past event that probably requires an outflow of resources and reasonable estimate can be made.
- b. A disclosure for contingent liability is made when there is a possible obligation or present obligation that arises from past event and the outflow of resources embodying economic benefit is not probable.
- c. A contingent liability or a provision at the balance sheet date is not disclosed or recognized unless the possibility of any outflow of resources in settlement is remote
- d. Contingent Assets are neither recognized nor disclosed in the financial statements.
- e.

9. FINANCIAL INSTRUMENTS

- a. Financial assets other than equity instruments are classified into financial assets at fair value through profit or loss and at amortized cost using effective interest rate method.
- b. The company measures the trade receivable at their transaction price, if they do not contain a significant financing component.

c. The company de-recognizes a financial asset only when the contractual rights to the cash flows from the financial asset expires or it transfers the financial assets and transfer qualifies for de-recognition under Ind AS 109.

Financial Liabilities

a. Financial liabilities are classified into financial liabilities at fair value through profit and loss and at amortized cost using effective interest rate method.

b. For trade and other payables maturing within one year from the balance sheet date, carrying amount is considered as fair value, as it approximates fair value due to the short-term maturity of these liabilities.

c. A financial liability is de-recognized when the obligation is discharged, cancelled or expires.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amounts are presented in the financial statements, if there is a currently legally enforceable right to offset the recognized amount and the company intends to settle or realize on net basis.

10. IMPAIRMENT OF ASSETS

a. At each balance sheet date, the company assesses whether there is any indication that any asset may be impaired. If any indication exists, the recoverable amount of such assets is estimated to determine the extent of impairment, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of Cash Generating Unit to which the asset belongs.

b. Recoverable amount is the higher of fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to present value using a pre-tax discount rate that reflects current market assessment 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.

c. 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.

11. LEASES

a. At the inception of lease, the lease arrangement is classified as either as finance lease or an operating lease, based on the substance of the lease arrangement.

b. Assets taken on operating lease, lease payments made are recognized in the Statement of Profit and Loss on straight-line basis over the term of lease.

12. FAIR VALUE MEASUREMENT

a. Fair value is the price that is received / paid to buy / sell an asset or to transfer a liability, as the case may be, in an orderly transaction between market participants at the measurement date in the principal market or in its absence most advantageous market or, in its absence, the most advantageous market to which the Company has access at that date. The fair value of a liability also reflects its non-performance risk.

b. While measuring the fair value of an asset or liability, the Company uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation technique as follows:

c. Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

d. Level 2: inputs other than quoted prices included in Level 1 that are observable for the assets or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

e. Level 3: inputs for the assets or liability that are not based on observable market data (unobservable inputs)

13 Accounting policies not specifically referred above are consistent with generally accepted accounting practices.

MANOR ESTATES AND INDUSTRIES LIMITED											
Regd. Office: S.No.321, Kallakal Village, Toopran Mandal, Meda Dist., Telangana - 502336, India											
CIN L45400TG1992PLC014389 Phone : 8897642711 Email: melmedak@gmail.com Website www.melmedak.in											
Notes forming Part of the Financial Statements											
2.1. Property Plant and Equipment											
Rupees in Lakhs											
DESCRIPTION	GROSS BLOCK			DEPRECIATION			NET BLOCK				
	As At 31.03.2023	Additions/Adj During the year	Adj/Disposals During the year	As At 31.03.2024	As At 31.03.2023	Depreciation for the year	Deductions	As At 31.03.2024	As At 31.03.2024	As At 31.03.2023	
Land freehold	-	-	-	-	-	-	-	-	-	-	
Plant & Machinery	-	-	-	-	-	-	-	-	-	-	
Office Equipment	0.82	-	-	0.82	0.22	0.16	-	0.37	0.44	0.60	
Furniture & Fixture	-	-	-	-	-	-	-	-	-	-	
Vehicle	-	-	-	-	-	-	-	-	-	-	
Electrical Installation	-	-	-	-	-	-	-	-	-	-	
TOTAL	0.82	-	-	0.82	0.22	0.16	-	0.37	0.44	0.60	
Previous year Total	0.82	-	-	0.82	0.06	0.16	-	0.22	0.60	0.60	

Manor Estates and Industries Limited
Notes forming part of the Financial Statements

PARTICULARS	As at 31.03.2024 Rs in lakhs	As at 31.03.2023 Rs in Lakhs
2.2 Inventories		
Stock in trade at lower of cost or net realisable value		
As taken, valued and certified by Directors		
Stock in Trade - Land	13.10	13.10
Total	13.10	13.10
2.3 Cash and Cash equivalents		
Cash on hand	0.01	0.01
Balances with scheduled banks		
- In current accounts	0.08	0.15
Total	0.09	0.16
2.4 Other Current Assets		
(Unsecured and considered good)		
Pre-Paid Expenses	-	0.10
Other deposits	0.76	0.76
Input CGST	0.14	0.14
Input SGST	0.02	0.02
Input IGST	0.67	0.22
Total	1.59	1.23

Manor Estates and Industries Limited
Notes forming part of the Financial Statements

2.5 Equity Share Capital				
Particulars			As at 31.03.2024	As at 31.03.2023
			Rs. in Lakhs	Rs. in Lakhs
Share Capital				
Authorised				
1,10,00,000 Equity Shares of Rs.10/- each			1,100.00	1,100.00
Issued				
82,35,000 Equity Shares of Rs.10/- each			823.50	823.50
Subscribed and Paid-up				
82,35,000 Equity Shares of Rs.10/- each			823.50	823.50
Total			823.50	823.50
The Company has issued only one class of shares referred to as Equity Shares having par value of Rs.10/- each. Equity Shareholder is entitled to one vote per share.				
Equity shareholders holding more than 5% shares.				
Name	As at 31.03.2024		As at 31.03.2023	
	No. of Shares	%	No. of Shares	%
Anil Agarwal	35,70,849.00	43.36	35,70,849.00	43.36
W.T Company	10,68,300.00	12.97	10,68,300.00	12.97
Note				
There is no change in the paid-up capital at the beginning and closing of the year.				
Current reporting Period 31-03-2024			Rupees in lakhs	
Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current reporting period	Balance at the end of the current reporting period
823.50	-	823.50	-	823.50
Previous reporting period 31-03-2023			Rupees in lakhs	
Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous reporting period	Balance at the end of the previous reporting period
823.50	-	823.50	-	823.50
Shares held by the promoters at the end of the period				
SI no	Promoter Name	No of Shares	% of total Shares	% Change during the period
1	Chitrita Agarwal	35,700	0.43	-
2	Anil Agarwal	35,70,849	43.36	-
3	Rishabh Agarwal	16,647	0.20	-
		36,23,196	44.00	
Note:				
There is no change in the share holding pattern of the Promoters since 31-03-2023 to 31-03-2024				

2.6 Other Equity				
Particulars		As at		
		31.03.2024	31.03.2023	
		Rs. in Lakhs	Rs. in Lakhs	
Capital Reserve				
As per last balance sheet		22.48	22.48	
Add: Current period adjustments		-	-	
		22.48	22.48	
Statement of Profit and Loss				
Deficit as per last Balance sheet		(1,072.50)	(1,012.49)	
Add: Surplus/ (Deficit) for the period		(55.95)	(60.01)	
		(1,128.45)	(1,012.49)	
Total		(1,105.97)	(1,050.02)	

Manor Estates and Industries Limited
Notes forming part of the Financial Statements

Particulars		As at	As at
		31.03.2024	31.03.2023
		Rs. in Lakhs	Rs. in Lakhs
2.7 Long-Term borrowings			
Unsecured Loans			
Loan from Directors		70.59	69.22
Total		70.59	69.22
2.8 Other Financial Liabilities			
Refundable Non Interest Bearing Security Deposit		100.00	100.00
Total		100.00	100.00
2.9	Trade Payables		
(a)	Total outstanding dues of micro and small enterprises	-	-
(b)	Total outstanding dues of creditors other than micro and small enterprises	0.05	0.10
Total		0.05	0.10
2.10 Provisions			
Expenses		2.25	1.50
Remuneration Payable to Directors		124.80	70.79
TDS payable		-	-
Total		127.05	72.29

Manor Estates and Industries Limited
Notes forming part of the Financial Statements

Particulars	For the year ended	For the year ended
	31.03.2024 Rs in Lakhs	31.03.2023 Rs in Lakhs
2.11 Other Income		
Sale of scrap	4.21	2.87
Excess provision written back	0.04	
Total	4.25	2.87
2.12 Employee Benefit Expenses		
Remuneration to Directors	54.00	54.00
Total	54.00	54.00
2.13 Finance Costs		
Bank charges	0.01	0.03
Total	0.01	0.03
2.14 Other Expenses		
Advertisement Expenses	0.31	0.39
AGM Expenses	0.18	0.14
Auditors Remuneration - Audit Fee	0.75	0.75
BSE Listing Fee	3.25	3.00
Custodial and Monitoring Fee	0.55	0.58
Damages for Late payment of PF	-	3.05
Postage	0.27	0.06
Printing & Stationery	-	0.01
Professional Charges	-	0.13
Registrar & Share Transfer Agent fees	0.20	0.20
Electricity Charges	0.23	0.24
ROC Filing Fees	0.04	0.08
License Fees	0.10	0.03
Web Maintenance	0.15	0.03
Total	6.03	8.69

2.15 NOTES TO FINANCIAL STATEMENTS

Earnings Per Share			(In Rs)
Particulars	As at 31-03-2024	As at 31-03-2023	
Total Comprehensive Income	(5,594,765)	(60,01,355)	
No of equity shares used in computing earnings per share	82,35,000	82,35,000	
Basic earnings per share (FV of Rs.10/- each)	(0.68)	(0.73)	
Diluted earnings per share	(0.68)	(0.73)	

2.16 FINANCIAL INSTRUMENTS

Capital Management

Company's capital management objectives are to:

- ensure the company's ability to continue as a going concern
- provide an adequate return to shareholders by pricing products and services commensurately with the level of risk for the purposes of the Company's Capital Management, capital includes issued capital and all other equity reserves. Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of financial covenants.

		(In Rs)			
Particulars	As at 31st March 2024	As at 31st March 2023			
Equity Share Capital	8,23,50,000	8,23,50,000			
Other Equity Reserves	(11,05,96,694)	(10,50,01,929)			
Total	(2,82,46,694)	(2,26,51,929)			

Categories of Financial Assets and Financial Liabilities as at 31st March 2024

(In Rs)					
Particulars	Amortised Cost	Fair Value through Profit or Loss	Fair Value through OCI	Total Carrying Value	Total Fair Value
Current Assets					
Trade Receivables	-	-	-	-	-
Cash & Cash Equivalents	-	-	-	8,725	-
Other Bank balances	-	-	-	-	-
Total Financial Assets	-	-	-	8,725	-
Current Liabilities					
Trade Payables	-	-	-	4,990	-
Other Financial liabilities	-	-	-	1,00,00,000	-
Total Financial Liabilities	-	-	-	1,00,04,990	-

As at 31st March, 2023						(In Rs)
Particulars	Amortised Cost	Fair Value through Profit or Loss	Fair Value through OCI	Total Carrying Value	Total Fair Value	
Current Assets						
Trade Receivables	-	-	-	-	-	-
Cash & Cash Equivalents	-	-	-	15,710	-	-
Other Bank balances	-	-	-	-	-	-
Total Financial Assets	-	-	-	15,710	-	-
Current Liabilities	Amortised Cost	Fair Value through Profit or Loss	Fair Value through OCI	Total Carrying Value	Total Fair Value	
Trade Payables	-	-	-	10,208	-	-
Other Financial liabilities	-	-	-	1,00,00,000	-	-
Total Financial Liabilities	-	-	-	1,00,10,208	-	-
Financial Risk Management Framework						
Company's activities expose it to financial risks viz credit risk and liquidity risk.						
Credit Risk						
The Company has no outstanding receivables, hence no credit risk assessment required.						
Liquidity risk						
(i) Liquidity Risk management						
The Company manages liquidity risk by maintaining adequate borrowing facilities and by continuously monitoring and forecasting actual cash flow and by matching the liquidity requirement.						
(ii) Maturities of Financial Liabilities						
The following tables contains details of the Company's remaining contractual maturities for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the earliest date on which the Company can be required to pay. Financial liabilities include trade payables, refundable deposits, Capital purchases, unpaid/unclaimed dividends etc., which are in the normal course of business having maturity plan of less than one year and non-interest bearing.						
					(In Rs)	
Particulars	Less than 1 Year	1-3 years	3 years to 5 years	5 years and above		
31st March, 2024						
Long Term Borrowings	-	70,59,351	-	-		
Short Term Borrowings	-	-	-	-		
Trade Payables	4,990	-	-	-		
Other Financial Liabilities	-	1,00,00,000	-	-		

	Total	4,990	1,70,59,351	-	-	
31st March, 2023						
	Long Term Borrowings	-	69,21,564	-	-	
	Short Term Borrowings	-	-	-	-	
	Trade Payables	10,208	-	-	-	
	Other Financial Liabilities	-	1,00,00,000	-	-	
	Total	10,208	1,69,21,564	-	-	

As at 31st March, 2024, the Company had a working capital of Rs.14,72,694/-, including cash and bank balance & bank deposits of Rs 8,725/-.

As at 31st March, 2023, the Company had a working capital of Rs.14,39,058/-, including cash and bank balance & bank deposits of Rs. 15,710/-.

(iii) Financial arrangements

The Company had access to the following undrawn borrowing facilities at the end of the reporting period:

Particulars	As at 31st March 2024	(In Rs)	
		As at 31st March 2023	
Secured Bank Overdraft facility			
- Expiring within one year	-	-	
- Expiring beyond one year	-	-	
Total	-	-	

2.17 RELATED PARTY TRANSACTIONS

List of related parties

i) Related Companies : Nil

ii) Directors:

a) Anil Agarwal

b) Nalini Agarwal

c) Korlam Raghavendra Rahul

d) Siddarth Sanghi

e) Rishabh Agarwal

f) Krati Garg - Company Secretary

Details of transactions between the Company and its related parties are disclosed below

Particulars	As at 31st March 2024	(In Rs)	
		As at 31st March 2023	
i) Related Companies	NIL	NIL	
ii) Unsecured Loan Outstanding as at 31 March from Directors			
Anil Agarwal	66,78,615	65,76,220	
Rishabh Agarwal	3,80,736	3,45,344	

		70,59,351	69,21,564			
Details of transactions between the Company and its related parties are disclosed below:						
						(In Rs)
Particulars	2023-24	2022-23	Up to 31-03-2024	Up to 31-03-2023		
iii) Remuneration to Directors (Due and payable)						
Anil Agarwal - Director	24,00,000	24,00,000	55,57,500	31,57,500		
Rishabh Agarwal - Whole-time Director	30,00,000	30,00,000	69,22,000	39,22,000		
	54,00,000	54,00,000	1,24,79,500	70,79,500		
2.18 Trade Receivables as at 31-03-2024						
Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	more than 3 years	Total
Undisputed Trade receivables — considered good						
Undisputed Trade Receivables — considered doubtful						
Disputed Trade Receivables considered good						
Disputed Trade Receivables considered doubtful						
						NIL
2.19 Trade Receivables as at 31-03-2023						
Particulars	Outstanding for following periods from due date of payment					
	Less than one year	1-2 years	2-3 years	more than 3 years	Total	

Undisputed Trade receivables — considered good	NIL
Undisputed Trade Receivables — considered doubtful	
Disputed Trade Receivables considered good	
Disputed Trade Receivables considered doubtful	

2.20 Trade Payables as at 31-03-2024						(In Rs)
Particulars	Outstanding for following periods from due date of payment					
	Less than one year	1-2 years	2-3 years	more than 3 years	Total	
MSME	4,990	-	-	-	4,990	
Others	-	-	-	-	-	
Disputed dues - MSME	-	-	-	-	-	
Disputed Dues – Others	-	-	-	-	-	

2.21 Trade Payables as at 31-03-2023						(In Rs)
Particulars	Outstanding for the following periods from due date of payment					
	Less than one year	1-2 years	2-3 years	more than 3 years	Total	
MSME	10,208	-	-	-	10,280	
Others	-	-	-	-	-	
Disputed dues - MSME	-	-	-	-	-	

Disputed Dues – Others	-	-	-	-	-	
2.22 Contingent Liabilities and Commitments (To the extent not provided for)						(In Rs)
Particulars			As At			
			31st March, 2024	31st March, 2023		
Contingent Liabilities						
Claims against the company not acknowledged as debts			NIL	NIL		
Commitments						
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances and deposits)			NIL	NIL		
Outstanding Bank Guarantees			NIL	NIL		
2.23 There are no dividends proposed to be distributed to equity shareholders for the year.						
2.24 During the year the company has not issued any securities for any specific purposes.						
2.25 All the title deeds of the property are in the name of the company.						
2.26 The company does not hold any property under investment property category which may be required to be valued by a registered valuer.						
2.27 During the year company has not carried out any revaluation of its property, plant and equipment and the company has no intangible assets.						
2.28 The company during the year has not granted any loans or advances in the nature of loans to promoters, directors, KMPs and the related parties either severally or jointly with any other person that are repayable on demand or without specifying any terms or period of repayment.						
2.29 During the year or in earlier year the company has not undertaken any capital works which are in progress or there are no Intangible assets which are under progress.						
2.30 The company is not holding any benami property hence there are no proceedings initiated or pending under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.						
2.31 The Company does not have any borrowings from banks or financial institutions on the basis of security of current assets.						
2.32 The company does not have any borrowings from banks financial institutions or other lenders hence declaration of the company as wilful defaulter does not arise.						
2.33 The company does not have any relation with the companies which are struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.						
2.34 There are no charges or satisfaction yet to be registered with registrar of companies beyond the statutory period.						
2.35 The company has no subsidiaries, hence violation of provisions of clause (87) of Section 2 of the Act read with Companies (Restriction on number of layers) Rules, 2017 does not arise.						
2.36 The company has not applied for any approved scheme or arrangements in terms of sections 230 to 237 of the Companies Act, 2013.						
2.37 The company has neither advanced or loaned invested (either share premium, borrowed funds or any sources or kind of funds) to any other person(s), entities including						

foreign entities nor received any fund from any person including foreign entities 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.

2.38 The company does not have any income which is not recorded in the books of accounts that has been surrendered or disclosed as income in any of the tax assessments under the Income Tax Act, 1961.

2.39 Segment Information – Real estate and construction operations commenced from 15-10-2021 is considered as only reportable segment. There are no reportable transactions carried out.

2.40 Ratios

Ratio	As at 31-03-2024	As at 31-03-2023
Current	0.12	0.20
Debt Equity	-0.60	0.74
Debt Service Coverage	-	-
Return on Equity	-	-
Inventory TO	-	-
Trade receivables TO	-	-
Trade Payable TO	-	-
Net Capital TO	-	-
Net Profit ratio	-	-
Return on Capital Employed	-	-
Return on Investment	-	-

2.41 The company during the year, used hired accounting software for maintaining its books of account as financial transactions of the company are very few as the company commenced its real estate and construction activity recently and as informed by the software vendor the software has no feature of recording audit trail of each and every transaction creating a edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled. Hence the company has not complied with the provisions of proviso to Rule 3(1) of the Companies (Accounts) Rule 2014.

**As per our report of even date
For NATARAJA IYER & CO.
CHARTERED ACCOUNTANTS**

**Sd/-
E. S. Ranganath
Partner
Mno- 013924**

**Place: Hyderabad
Date: 23.05.2024**

For and on Behalf of the Board

**Sd/-
Anil Agarwal
Director
00040449**

**Place: Medak
Date: 23.05.2024**

**Sd/-
Rishabh Agarwal
Whole time Director
06963740**

**Sd/-
Krati Garg
Company Secretary**

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]

Name of Member(s):

Registered Address:

E-mail ID:

Folio No /Client ID:

DP ID:

I/We, being the member(s) of Manor Estates and industries Limited and holding equity shares of the company hereby appoint:

Name:	E-Mail ID:
Address:	
Signature:	

Or failing him,

Name:	E-Mail ID:
Address:	
Signature:	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 32nd Annual General Meeting of the company, to be held on Monday, the 30th day of September, 2024 at 11:00 AM at the Registered office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2024, the Auditor's Report thereon and the report of the Board of Directors.
2. To appoint a Director in place of Ms. Nalini Agarwal (DIN: 07164298), who retires by rotation at this Annual General Meeting, and being eligible, offers herself for re-appointment.

* Applicable for investors holding shares in electronic form

Signed this _____ day of _____, 2024

Affix Revenue
Stamp

Signature of Shareholder

Signature of Proxy holder(s)

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

MANOR ESTATES AND INDUSTRIES LIMITED

Regd. Office: S No. 321, Kallakal Village, Toopran Mandal, Medak District, Telangana 502336
CIN: L45400TG1992PLC014389 Phone: 8897642711 E-mail: meilmedak@gmail.com
Website: www.meilmedak.in

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

32nd Annual General Meeting

I hereby state that I am a registered shareholder/proxy for the registered shareholder of the Company. I hereby record my presence at the 32nd Annual General Meeting of the Company held on Monday, the 30th day of September, 2024 at 11 A.M. at the registered office of the Company, or/any adjournment thereof.

Full name of the Shareholder attending _____
(In block capitals)

Name of proxy _____

Ledger Folio No./Client ID No. _____ No. of shares held: _____

(Member's /Proxy's Signature)

Note:

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 3) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

LOCATION MAP FOR VENUE OF AGM

