



# DIGGI MULTITRADE LIMITED

CIN: L65900MH2010PLC210471

Registered Office: 312, Bldg K-2 Gala-5, Sagar Complex Owali Village Thane Bhiwandi-421302, Shastrinagar (Thane),-421302

Tel.: 022-26744367; E-mail ID: [info@diggitrade.com](mailto:info@diggitrade.com); Website: [www.diggitrade.co.in](http://www.diggitrade.co.in)

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Date: 06/09/2024

To,  
The Department of Corporate Services  
BSE Limited  
P.J. Towers, Dalal Street,  
Mumbai - 400 001

Scrip Code: 540811

**Subject: Submission of Annual Report for the FY 2023-24 along with the Notice of 14<sup>th</sup> Annual General Meeting (AGM) of the Company under Regulation 34(1) & 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

In terms of Regulation 34(1) & 30 of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015, please find enclosed the Annual Report for the FY 2023-24 along with the Notice of 14<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, scheduled to be held on Monday, 30<sup>th</sup> September, 2024 AT 02:00 PM through VC/OAVM.

The Notice of 14<sup>th</sup> Annual General Meeting along with the Annual Report is being sent to the shareholders of the Company separately through permitted mode.

The above is also uploaded on the websites of the Company.

Please take the same on your record and acknowledge the receipt of the same.

Thanking You.

Yours Faithfully,

For Diggi Multitrade Limited



Samarth Prabhudas Ramanuj

Director

DIN: 06660127

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**EXEMPTION FROM REQUIREMENT OF DISPATCHING THE PHYSICAL COPIES OF THE ANNUAL REPORT**

MCA has vide General Circular no. 17/2020 dated 13th April, 2020 and further Vide General Circular No. 02/2021 dated 13th January, 2021 and has relaxed the requirements of sending notices required in terms of Section 101 read with Rule 19 of the Companies (Management and Administration) Rules, 2014. In similar lines, it is requested to exempt the companies from the requirements of the dispatch of the annual reports in physical form as envisaged under Sections 136 of the Companies Act, 2013 and rules framed thereunder.

According to the Circular of MCA the company will send Notice of AGM and Annual Report to all the members through email registered in the records of the company and company request to the members whose email id is not registered in the records of Company/RTA they should get register their email id with Company/RTA, the members whose Email Id is not registered with company/RTA can download the copy of AGM Notice and Annual Report from Website of the Company [www.diggimultitrade.com](http://www.diggimultitrade.com).

**HOLDING OF THE ANNUAL GENERAL MEETING ('AGM') THROUGH VC/OAVM FACILITY:**

In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its circular dated 5<sup>th</sup> May 2020 read with circulars dated 8th April 2020, 13th April 2020, 13th January, 2021 and 5th May, 2022 (collectively referred to as 'MCA Circulars') and SEBI circular dated 12th May 2020 read with 15th January, 2021 and 13th May, 2022 permitted holding of the annual general meeting ('AGM') through VC/OAVM facility, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the 'Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') and MCA Circulars, the AGM of the Company is being conducted through VC/OAVM hereinafter called as 'e-AGM'.

The Company has already embarked on this initiative and proposes to send documents including Annual Reports in electronic form to the Members on the email address provided by them to the R&T Agent/the Depositories.

The Members whose email Id is not Registered with the Company are requested to intimate/update their email address to the Company/R&T Agent, those members whose email id is not registered with company can send a request to the Company/RTA to send copy of the annual report and notice of AGM through email as per the Circular of MCA for annual report and notice of AGM which is available on the Company's Website members can download the same from website

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Regd Office: 312, Bldg K-2 Gala-5, Sagar Complex Owali Village Thane Bhiwandi-421302,

Tel No: 022- 022-26744365; Email: [diggimultitradeltd@gmail.com](mailto:diggimultitradeltd@gmail.com) ; Website: [www.diggimultitrade.co.in](http://www.diggimultitrade.co.in)

## CORPORATE INFORMATION

<b>BOARD OF DIRECTORS</b>	
Mr. Anilkumar Pannalal Patni	Managing Director (Resigned w.e.f 04 <sup>th</sup> July, 2024)
Mr. Pradeepkumartana Jankiramulu Naidu	Executive Director (Resigned w.e.f 20 <sup>th</sup> December, 2023)
Mrs. Sangeeta Hariprasad Naidu	Executive cum Woman Director/CFO (Resigned w.e.f 20 <sup>th</sup> December, 2023)
Mr. Selvendran Seevanyagam	Independent Director (Resigned w.e.f 12 <sup>th</sup> July, 2024)
Mr. Parameswarannair Suresh Kumar	Independent Director (Resigned w.e.f 12 <sup>th</sup> July, 2024)
Samarth Prabhudas Ramanuj	Managing Director (Appointed as Managing Director 19 <sup>th</sup> July 2024)
Shruti Ramanuj	CFO/Executive Director (Appointed w.e.f 20 <sup>th</sup> December, 2023)
Manish Keshavlal Solanki	Independent Director (Appointed w.e.f 15 <sup>th</sup> February, 2024)
Utkarshkumar Sanjaykumar Dave	Independent Director (Appointed w.e.f 15 <sup>th</sup> February, 2024)
<b>CHIEF FINANCIAL OFFICER</b>	<b>COMPANY SECRETARY</b>
Mrs. Sangeeta Hariprasad Naidu (Resigned w.e.f 20 <sup>th</sup> December, 2023) Ms. Shruti Ramanuj (Appointed w.e.f 20 <sup>th</sup> December, 2023)	Mr. Saket Sugandh (Resigned w.e.f. 11 <sup>th</sup> June, 2023) Ms. Vinita Ojha (Appointed w.e.f. 15 <sup>th</sup> June, 2023)
<b>STATUTORY AUDITOR</b>	<b>INTERNAL AUDITOR</b>
S K JHA & Co. Chartered Accountants  Office: 203-204, Iscon Plaza, Nr. ISRO Satellite Road, Satellite, Ahmedabad - 380015	J. A. K & Co. Chartered Accountants
<b>SECRETARIAL AUDITOR</b> Abhilasha Chaudhary & Associates B-614, Crystal Plaza, Opp. Infinity Mall, New Link Road, Andheri (W) 400 053	<b>REGISTERED OFFICE OF COMPANY</b> 312, Bldg K-2 Gala-5, Sagar Complex Owali Village Thane Bhiwandi-421302, Tel: 022-26744367; E-mail Id: <a href="mailto:diggimultitradeltd@gmail.com">diggimultitradeltd@gmail.com</a> Website: <a href="http://www.diggimultitrade.co.in">www.diggimultitrade.co.in</a>
<b>LISTED ON STOCK EXCHANGE</b>  BSE SME Platform	<b>REGISTRAR AND SHARE TRANSFER AGENT</b> Purva Sharegistry (India) Pvt. Ltd, 9, Shiv Shakti Industrials Estate, J.R. Boricha Marg, Lower Parel (East), Mumbai, Maharashtra,400011 E-mail Id: <a href="mailto:Support@purvashare.com">Support@purvashare.com</a> Website: <a href="http://www.purvashare.com">www.purvashare.com</a>

**NOTICE OF 14<sup>TH</sup> ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT 14<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF DIGGI MULTITRADE LIMITED WILL BE HELD ON MONDAY, 30<sup>TH</sup> SEPTEMBER, 2024 AT 02:00 THROUGH VIDEO CONFERENCING ('VC')/OTHER AUDIO VISUAL MEANS ('OAVM') TO TRANSACT THE FOLLOWING BUSINESS:

**ORDINARY BUSINESS:****ITEM NO.1: ADOPTION OF THE AUDITED FINANCIAL STATEMENTS AS AT 31ST MARCH, 2024**

To receive, consider and adopt the audited Balance Sheet as on 31<sup>st</sup> March, 2024 and the Profit and Loss Account for the year ended on that date and the Directors' and Auditors' Reports thereon and, in this regard, to consider and if thought fit, to pass the following resolution as Ordinary Resolution:

**"RESOLVED THAT** the Audited financial statement of the Company for the financial year ended 31<sup>st</sup> 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.

**RESOLVED FURTHER THAT** any of the Director of the company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be deemed necessary, proper or expedient to give effect to this resolution and file necessary form with concerned ROC."

**ITEM NO.2: APPOINTMENT OF MS. SHRUTI RAMANUJ (DIN 09093690) AS A DIRECTOR LIABLE TO RETIRE BY ROTATION.**

To appoint a Director in place of **Ms. Shruti Ramanuj r (Din 09093690)**, who is retiring by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment in this regard, to consider and if thought fit, to pass the following resolutions with or without modifications, if any as Ordinary Resolutions:

**"RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, **Ms. Shruti Ramanuj r (Din 09093690)**, who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company and that his period of office be liable to determination by retirement of Directors by rotation by rotation;"

**SPECIAL BUSINESS:****ITEM NO.3: APPOINTMENT OF MANAGING DIRECTOR SAMARTH PRABHUDAS RAMANUJ SPECIAL RESOLUTION:-**

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force), and subject to approval of members of the company in ensuring General meeting and such sanctions as may be necessary, the consent of the members, be and is hereby accorded to appoint **Mr. Samarth Prabhudas Ramanuj (DIN: 06660127)**, as Managing Director of the Company for a period of 5 years starting from **30<sup>th</sup> September, 2024 to 29<sup>th</sup> September, 2029** on the terms and conditions including the remuneration as approved by the Nomination and Remuneration Committee of Rs. 5,00,000/- and minimum remuneration in the event of absence or inadequacy of profits as set out in the Explanatory Statement relating to this resolution and in the Agreement entered between the Company and Mr. Samarth Prabhudas Ramanuj (DIN: 06660127) and such agreement is hereby approved, with liberty to the Board of Directors (which term shall be deemed to include any duly authorized committee thereof or the time being exercising the power conferred on the Board by this resolution), to alter and vary the terms and conditions and remuneration including minimum remuneration in such manner as it may deem fit and as may be agreed to between the Board of Directors and Mr. Samarth Prabhudas Ramanuj (DIN: 06660127).

**RESOLVED FURTHER THAT** as per the Articles of Association of the Company, Mr. Samarth Prabhudas Ramanuj (DIN: 06660127) shall not be subject to retire by rotation unless the total number of Directors (including Managing Director) as are not subject to retirement by rotation exceeds one-third of total number of Directors. In such case, Mr. Samarth Prabhudas Ramanuj (DIN: 06660127) shall be liable to retire by rotation so that the total number of Directors not liable to retire by rotation does not exceed one third of total number of Directors and after re-appointment Mr. Samarth Prabhudas Ramanuj (DIN: 06660127) shall automatically continue to hold the office of the Managing Director.

**RESOLVED FURTHER THAT** the any Director and the Company Secretary of the Company be and are hereby severely authorized by the Board on behalf of Company to do all such acts, deeds, resolutions and things and execute all such agreements, documents and instruments as may be required from time to time for giving effect to the above resolution and matters related thereto.

**ITEM NO. 4: APPROVE RECLASSIFICATION REQUEST OF OUTGOING PROMOTER/ PROMOTER GROUP "PROMOTER GROUP" CATEGORY TO "PUBLIC" CATEGORY:-:-**

**"RESOLVED THAT** pursuant to the provisions of Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("Listing Regulations") including any statutory modification(s) or re- enactments thereof, for the time being in force and other relevant provisions, and subject to necessary approvals from BSE Limited, (hereinafter referred to as Stock Exchanges), and such other statutory authorities as may be required, approval of the Members be and is hereby accorded for re-classification of the following Promoters/ Promoter Group (collectively referred to as 'Outgoing Promoters') from "Promoters / Promoter Group" category to "Public" category."

Sr. No.	Name of the Promoter / Promoter Group	No. of Shares held	Percentage of the total equity capital of the Company (%)
1	Dr. Sangeeta Hariprasad Naidu	NIL	NIL
2	Dr. Pradeepkumartana Jankiramulu Naidu	NIL	NIL

**"RESOLVED FURTHER THAT each** of the above persons have separately confirmed that all the conditions specified in Regulation 31A(3)(b) of the Listing Regulations have been complied with.

**"RESOLVED FURTHER THAT** upon receipt of the necessary approval(s) from the Stock Exchange(s) for reclassification of the above persons, the Company shall effect such reclassification in the Shareholding pattern filed from immediate succeeding quarter under Regulation 31 of Listing Regulations and compliance to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions."

**"RESOLVED FURTHER THAT** any of the Directors (including any committee thereof or the officers authorized by the Board in this regard), Chief Financial Officer and the Company Secretary of the Company, be and are hereby severally authorized, to perform and execute all such acts, matters and things including but not limited to submit requisite application(s), requisition(s), intimation/ fillings, undertakings, seeking approvals from the Stock Exchanges, and to execute all other documents required to be filed in the above connection and to settle all such questions, difficulties or doubts whatsoever which may arise and take all such steps and decisions in this regard to give full effect to the aforesaid resolution."

**Registered Office:**

312, BLDG K-2 Gala-5, Sagar Complex Owali Village  
Thane Bhiwandi-421302,  
Tel: 022-26744365  
Website: [www.diggimultitrade.com](http://www.diggimultitrade.com)

By Order of the Board of Directors  
For Diggi Multitrade Limited  
Sd/-  
Samarth Prabhudas Ramanuj  
Managing Director  
DIN: 06660127



Email: [diggimultitradeltd@gmail.com](mailto:diggimultitradeltd@gmail.com)

Place: Thane  
Date: 04/09/2024

**NOTES:**

- 1) In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its circular dated 5 May 2020 read with circulars dated 8 April 2020, 13 April 2020 and 13 January, 2021, 05 May, 2022 (collectively referred to as 'MCA Circulars') and SEBI circular dated 12 May 2020 read with circular dated 15 January, 2021 and 13 May, 2022 permitted holding of the annual general meeting ('AGM') through VC/OAVM facility, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the 'Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') and MCA Circulars, the AGM of the Company is being conducted through VC/OAVM hereinafter called as 'e-AGM'. A Member Entitled to attend and Vote at The AGM Is entitled to appoint a Proxy to Attend and Vote in the Meeting instead of himself /herself, and the Proxy need not be a Member of the Company. A person can act as a proxy on behalf of not exceeding fifty (50) members in aggregate not more than ten (10) Percent of the total Share Capital of the Company.
- 2) Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
- 3) Institutional/Corporate shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (pdf/jpg format) of its board or governing body's resolution/authorization, etc., authorizing their representative to attend the e-AGM on its behalf and to vote through remote e-voting. The said resolution/authorization shall be sent to the scrutinizer by email the Members / proxies / authorized representatives should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
- 4) The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
- 5) Pursuant to Reg. 42 of the SEBI (LODR) Regulations, 2015 read with section 91 of the Companies Act, 2013 the Register of Members and Share Transfer Books will remain closed from **(24/09/2024 to 30/09/2024)** (Both days inclusive) for the purpose of AGM.
- 6) Members are requested to notify any correction /change in their name / address including Pin Code number immediately to the Companies Register/ Depository Participant. In the event of non - availability of Members latest address either in the Companies records or in Depository Participant's records, members are likely to miss notice and other valuable correspondence sent by the company.
- 7) Members are requested to kindly mention their Folio Number/ Client ID Number (in case of Demat shares) in all their correspondence with the Companies Registrar to enable prompt reply to their queries.
- 8) With a view to using natural resources responsibly, we request shareholders to update their mail address, with their Depository Participants to enable the Company to send communications electronically. The Annual Report 2023-24 is being sent through electronic mode only to the members whose email addresses are registered with the Company / Depository Participant(s), unless any member has requested for a physical copy of their port. For members who have not registered their email addresses, physical copies of the Annual Report 2023-24 are being sent by the permitted mode.
- 9) As per Section 108 of the Companies Act, 2013, Rule 20(2) of the Companies (Management and Administration) Rules, 2014, substituted by Companies (Management and Administration) Amendment, Rules 2015, and Chapter XB or Chapter XC of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 , the Company has not provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by Depository due to non-applicability. Apart from e-voting, voting through show of hands in the chat box option at the time of AGM will

be made available to the shareholders who have joined the AGM through VC/OAVM.

**Mr. Nitesh Chaudhary, Practicing Company Secretary, Proprietor of M/s. Nitesh Chaudhary & Associates** (Membership No: 10010, Indore) has been appointed as the scrutinizer to act as scrutinizer for the purpose of Annual General Meeting (E-Voting in 14<sup>th</sup> AGM).

- 10) The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Company.
- 11) All documents referred to in the Notice will be available for inspection at the Company's registered office during 11:00 am to 1:00 pm normal business working days up to the date of the AGM.
- 12) The shareholder needs to furnish the 'attendance slip' along with a valid identity proof such as the PAN card, passport, AADHAR card or driving license, through e-mail on the companies mail id: [diggimultitradeltd@gmail.com](mailto:diggimultitradeltd@gmail.com).
- 13) As per provisions of the Companies Act, 2013, facility for making nominations is available to INDIVIDUALS holding shares in the Company. The Nomination Form-2B prescribed by the Government can be obtained from the Share Transfer Agent or may be down loaded from the website of the Ministry of Company affairs. Information required to be furnished under Reg. 36 of the of the SEBI (LODR) Regulations, 2015 for Directors retired by rotation/Appointment of Director/Reappointment/ratifications:
  - I. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. **23<sup>rd</sup> September, 2024**.
  - II. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice through Electronic means and holding shares as of the cut-off date i.e. **23<sup>rd</sup> September, 2024**, may send a request at [diggimultitradeltd@gmail.com](mailto:diggimultitradeltd@gmail.com).
  - III. 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 only shall be entitled to avail the facility of voting at the AGM through ballot paper.
- IV. **Mr. Nitesh Chaudhary, Practicing Company Secretary (Membership No. F 10010)** has been appointed as the Scrutinizer for the Annual General Meeting voting facility providing to the members of the Company to scrutinize the voting and process the same in a fair and transparent manner.
- V. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of show of hands method in the chat box for all those members who have joined the AGM through VC/OAVM.
- VI. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting in the presence of at least two witnesses not in the employment of the Company and shall provide within two working days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- VII. The Results of AGM voting will be declared along with the report of the Scrutinizer within two working days and shall be placed on the website of the Company [www.diggimultitrade.co.in](http://www.diggimultitrade.co.in) after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited.
- VIII. Since the meeting will be conducted through VC/OAVM facility, the route map is not annexed to this Notice.



**ANNEXURE TO NOTICE  
EXPLANATORY STATEMENT  
(PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013)**

**Item No: 3**

Mr. Samarth Prabhudas Ramanuj (DIN: 06660127) was appointed as Managing Director of the Company by the Board, in its meeting held on July 19<sup>th</sup>, 2024 for a period of five years, subject to approval of members in upcoming Annual General Meeting. The Board has taken the decision of the said appointment based on the recommendations of the Nomination and Remuneration Committee and as approved by the Audit Committee. Mr. Samarth Prabhudas Ramanuj is not disqualified from being appointed as a Director or Managing Director in terms of Section 164 of the Companies Act, 2013. He has communicated his willingness to be appointed and has given his consent to act as a Managing Director of the company. He satisfies all the conditions as set out in section 196(3) of the said Act and Part-I of Schedule V thereof and hence, is eligible for appointment. Based on the recommendation of the Nomination and Remuneration Committee (NRC) and pursuant to the performance evaluation of Mr. Samarth Prabhudas Ramanuj as a Member of the Board and considering his background, experience and contribution, which would be beneficial to the Company, now the board has proposed to Mr. Samarth Prabhudas Ramanuj as a Managing Director of the Company, for a period of 5 years, i.e. w.e.f. September 30<sup>th</sup>, 2024 to September 29<sup>th</sup>, 2029, subject to approval of the Members. The Company has, in terms of Section 160(1) of the Act received in writing a notice from a Member, proposing his candidature for the office of Director. It is proposed to seek members' approval for the re-appointment of and remuneration payable to Mr. Samarth Prabhudas Ramanuj as a Managing Director, in terms of the applicable provisions of the said Act and the Rules made thereunder. Terms of appointment: The tenure of re-appointment of Managing Director shall be for a period of 5 (Five) years commencing from September 30<sup>th</sup>, 2024 to September 29<sup>th</sup>, 2029.

Other than Mr. Samarth Prabhudas Ramanuj and Shruti Ramanuj, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

**ITEM NO. 4: APPROVE RECLASSIFICATION REQUEST OF OUTGOING PROMOTER / PROMOTER GROUP "PROMOTER GROUP" CATEGORY TO "PUBLIC" CATEGORY:--**

The Company had received request letter dated Sep 3, 2024 from (collectively referred to as 'Outgoing Promoters') for reclassifying them from 'Promoters/Promoter Group' to 'Public' under regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

The shareholding of Outgoing Promoters of the Company as on Sep 3, 2024 as follows:

Sr. No.	Name of the Promoter / Promoter Group	No. of Shares held	Percentage of the total equity capital of the Company (%)
1	Dr. Sangeeta Hariprasad Naidu	NIL	NIL
2	Dr. Pradeepkumartana Jankiramulu Naidu	NIL	NIL

Each of the aforesaid promoters have in their respective request letters informed the Company that they are neither a part of the Board of Directors of the Company nor hold any Key Managerial Position in the Company. Further, they had confirmed in their letters that they do not participate in the management of the Company in any manner or capacity and do not have any special rights in the Company through formal or informal arrangements, including any shareholder agreement. Based on the requests received by the Company and pursuant to the provisions of Regulation 31A(3)(b) of the Listing Regulations, the aforesaid Outgoing Promoters seeking reclassification have confirmed that-

- I) They, together with persons acting in concert with them, do not hold more than ten per cent of the total voting rights in the Company; The Outgoing Promoters hold 0.20% per cent of the total shareholding in the Company
- II) They do not exercise control over the affairs of the Company whether directly or indirectly;
- III) They do not have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreements and any special rights as on the date of this resolution, stands superseded;
- IV) They do not represent on the Board of Directors (including not having a Nominee Director) of the Company;
- V) They do not act as a Key Managerial Person in the Company;
- VI) They are not 'wilful defaulters' as per the Reserve Bank of India Guidelines;
- VII) They are not fugitive economic offenders.

Further, the aforesaid Outgoing Promoters have confirmed that subsequent to reclassification, they would continue to comply with the requirements as mentioned in Regulation 31A(4) of the Listing Regulations.

In view of the provisions of Regulation 31A of the Listing Regulations and on satisfaction of the conditions specified in Regulation 31A (3)(b) of Listing Regulations and compliance of Regulation 31A(4) of Listing Regulations, the said requests for reclassification were considered, and approved by the Board of Directors at its meeting held on August 24, 2024.

In accordance with Regulation 31A of the Listing Regulations, the reclassification of status of a shareholder from 'Promoters/ Promoter Group' category to 'Public', inter alia, requires approval of shareholders of the Company by way of an Ordinary Resolution, in which the Outgoing Promoters and persons related to the Outgoing Promoters will not vote to approve the resolution.

Accordingly, the Board recommends the resolution proposed in Item No.9 of the Notice for the approval of members by way of an Ordinary Resolution. Upon receipt of approval of the shareholders, an application in this regard shall be submitted to the stock exchanges' for their approval.

None of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution.

**The details as required under SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 is as follows:**

<b>Name of Director:</b>	SHRUTI RAMANUJ	SAMARTH PRABHUDAS RAMANUJ
<b>Designation</b>	Executive Director	Managing Director
<b>Date of Birth:</b>	22/08/1994	05/12/1989
<b>Appointment Date</b>	20/12/2023	19/07/2024
<b>Nature of his expertise in specific functional areas:</b>	experience in the field of automobile and real estate and also passionately managing Food Business	solar, business process outsourcing, travel and real estate industry
<b>Years of Experience:</b>	7 years of experience	12 years of experience
<b>Directorship in Other Companies:</b>	3	5
<b>Reason for Change</b>	Retire by rotation and eligible for re-appointment and offer himself to appoint as Director in place of retiring director.	eligible for appointment and offer himself to appoint as Managing Director of the Company.

## DIRECTORS' REPORT

To,  
The Members,  
Diggi Multitrade Limited,  
Mumbai,

Your Directors have pleasure in presenting 13<sup>th</sup> Annual Report of the Company together with the Audited Statements of Accounts for the financial year ended 31<sup>st</sup> March, 2024.

## 1. FINANCIAL SUMMARY

The Company's financial performance, for the year ended March 31<sup>st</sup>, 2024 is summarized below:

The Board's Report is prepared based on the Standalone Financial Statements of the company.

Particulars	Amount in Lakhs.	
	31 <sup>st</sup> March 2024	31 <sup>st</sup> March 2023
Income from Operations	0	4.00
Other Income	0	-
<b>TOTAL INCOME</b>	<b>0</b>	<b>4.00</b>
Profit and (Loss) before Depreciation and Tax	(29.49)	(6.43)
Less: Depreciation	0	2.37
<b>PROFIT BEFORE TAX</b>	<b>(27.61)</b>	<b>(8.81)</b>
Less: Provision for Tax		
- Current Tax		-
- Deferred Tax	(0.21)	(.34)
- Excess provision of earlier year written back		
- Adjustment of MAT		
<b>PROFIT AND (LOSS) AFTER TAX</b>	<b>(27.40)</b>	<b>(8.47)</b>
Transferred to General Reserve		
Surplus in the Statement of P & L Account		<b>(8.47)</b>

## 2. RESULT HIGHLIGHTS

The company continues to be engaged in the business of trading of real estate properties and building materials in Mumbai and there has not been substantial change in the nature of business of your Company.

Revenue from operations during the year by Rs. 0.

The bottom line has shown a loss for the year (before tax) of Rs. (27.61) Lakhs as compared to last year Loss of Rs. 8.81 Lakhs Further, there are no significant and material events impacting the going concern status and Company's operations in future.

## 3. DIVIDEND

Your Directors are constrained not to recommend any dividend for the year under report.

## 4. TRANSFER TO RESERVE

For the financial year ended 31<sup>st</sup> March, 2024, your Company has not proposed to carry or transfer any amount to any other specific reserve account.

#### 5. CHANGE IN SHARE CAPITAL

The Company has not raised new capital, hence there is no change in the share capital of the company during the year.

#### 6. MAJOR EVENTS DURING THE F.Y.2023-24

During the year 1 major event happened details of which are given below: -

During the year under review, Open offer by Mr. Samarth Prabhudas Ramanuj ("Acquirer 1") and Mr. Raja Lachhmandas Utwani ("Acquirer 2") (Acquirer 1 and Acquirer 2 are collectively referred as to "Acquirers") alongwith persons acting in concert with the Acquirers viz. Ms. Shruti Ramanuj ("PAC 1"), Mr. Lachhman Ghanshamdas Utwani ("PAC 2"), Ms. Meena Lachhmandas Utwani ("PAC 3"), Ms. Veena Lachhmandas Utwani ("PAC 4") and Haxco Invest Private Limited ("PAC 5") (PAC 1, PAC 2, PAC 3, PAC 4 and PAC 5 are collectively referred as to "PACs"), to the public shareholders of Diggi Multitrade Limited ("Target Company") for acquisition of 25,20,000 equity shares of face value of Rs. 10/- each at a price of Rs. 19/- per fully paid-up equity share pursuant to Regulations 3(1), 4 and other applicable provisions of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amendment ("SEBI (SAST) Regulations, 2011") ("Offer" / "Open Offer").

#### 7. EXTRACT OF ANNUAL RETURN

The Extract of Annual Return as provided under Section 92(3) of the Companies Act, 2013 and as prescribed in form no. MGT- 9 of the Companies (Management and Administration) Rules, 2014 is appended as ANNEXURE- I to this Report.

#### 8. CHANGE IN NATURE OF BUSINESS

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

#### 9. INFORMATION ABOUT SUBSIDIARY/ JV/ ASSOCIATE COMPANY

The Company does not have any Holding, Subsidiary, Joint Venture or Associate during the year under review.

#### 10. DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board is properly constituted as per the provisions of the Companies Act, 2013. The Board at present comprises of:

Sr. No.	Name	Designation
1.	Mr. Anilkumar Pannalal Patni	Managing Director (Resigned w.e.f 04 <sup>th</sup> July, 2024)
2.	Mr. Pradeepkumartana Jankiramulu Naidu	Executive Director (Resigned w.e.f 20 <sup>th</sup> December, 2023)
3.	Mrs. Sangeeta Hariprasad Naidu	Executive Director cum CFO(KMP) (Resigned w.e.f 20 <sup>th</sup> December, 2023)
4.	Mr. Parameswarannair Suresh Kumar	Independent Director (Resigned w.e.f 12 <sup>th</sup> July, 2024)
5.	Mr. Selvendran Seevanayagam	Independent Director (Resigned w.e.f 12 <sup>th</sup> July, 2024)
6.	Mr. Saket Rajendra Sugandh*	Company Secretary and Compliance Officer (Resigned w.e.f. 11 <sup>th</sup> June, 2023)
7.	Ms. Vinita Ojha**	Company Secretary and Compliance Officer

		(Appointed w.e.f. 15 <sup>th</sup> June, 2023)
8.	Mr. Samarth Prabhudas Ramanuj	Executive Director Cum CFO (Appointed w.e.f 20 <sup>th</sup> December, 2023)
9.	Ms. Shruti Ramanuj	Executive Director (Appointed w.e.f 20 <sup>th</sup> December, 2023)
10.	Mr. Manish Keshavlal Solanki	Independent Director (Appointed w.e.f 15 <sup>th</sup> February, 2024)
11.	Mr. Utkarshkumar Sanjaykumar Dave	Independent Director (Appointed w.e.f 15 <sup>th</sup> February, 2024)

- ❖ Mr. Saket Rajendra Sugandh, Company Secretary who has resigned from the post of Company Secretary cum Compliance Officer of the Company with effect from 11<sup>th</sup> June, 2023.
- ❖ Ms. Vinita Ojha, Company Secretary appointed as a Company Secretary and Compliance Officer of the Company with effect from 15<sup>th</sup> June, 2023.
- ❖ Mr. Pradeepkumartana Jankiramulu Naidu who has resigned from the post Executive Director of the company with effect from 20<sup>th</sup> December, 2023.
- ❖ Mrs. Sangeeta Hariprasad Naidu who has resigned from the post of Executive Director cum CFO of the company with effect from 20<sup>th</sup> December, 2023
- ❖ Ms. Shruti Ramanuj who has appointed from the post of Executive Director and cum CFO of the with effect from 20<sup>th</sup> December, 2023.
- ❖ Mr. Samarth Prabhudas Ramanuj who has appointed from the post of Executive Director of the company with effect from 20<sup>th</sup> December, 2023
- ❖ Mr. Manish Keshavlal Solanki who has appointed from the post of independent director of the company with effect from 15<sup>th</sup> February, 2024
- ❖ Mr. Utkarshkumar Sanjaykumar Dave who has appointed from the post of independent director of the company with effect from 15<sup>th</sup> February, 2024
- ❖ Mr. Selvendran Seevanayagam who has resigned from the post of independent director of the company with effect from 12<sup>th</sup> July, 2024
- ❖ Mr. Parameswarannair Suresh Kumar who has resigned from the post of Independent director of the company with effect from 12<sup>th</sup> July, 2024

## 11. NUMBER OF BOARD MEETINGS

During the year under review, 5 (Five) board meetings were held dated, 30<sup>th</sup> May 2023, 05<sup>th</sup> September 2023, 10<sup>th</sup> November, 2023, 20<sup>th</sup> December, 15<sup>th</sup> February, 2024 properly convened & held.

## 12. ANNUAL EVALUATION OF PERFORMANCE OF THE BOARD

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual evaluation of its own performance, the directors individually, as well as the evaluation of the working of its Committees. The Company has devised a questionnaire to evaluate the performances of each of Executive and Independent Directors. Such questions are prepared considering the business of the Company and the expectations that the Board have from each of the Directors. The evaluation framework for assessing the performance of Directors comprises of the following key areas:

- i. Attendance of Board Meetings and Committee Meetings;



- ii. Quality of contribution to Board Deliberations;
- iii. Strategic perspectives or inputs regarding future growth of the Company and its performance;
- iv. Providing perspectives and feedback going beyond information provided by the management.

### 13. COMMITTEES OF THE BOARD:

There are currently three Committees of the Board, as follows:

- I. Audit Committee
- II. Stakeholders' Relationship Committee
- III. Nomination and Remuneration Committee

#### I. AUDIT COMMITTEE:

The term of reference of this committee cover the matter specified for Audit Committee under Reg. 18 of the SEBI (LODR) Regulations, 2015 and provisions of Section 177 of the Companies Act, 2013. The current Audit Committee of the Company comprises three Directors, who possess knowledge of the corporate finance & accounts.

The Constitution of the Audit Committee during the FY 2023-24 is as follows:

Sr. No	Name of the Director	Designation	Nature of Directorship
1.	Mr. Parameswarannair Suresh Kumar	Chairman	Independent Director (Resigned w.e.f 12 <sup>th</sup> July, 2024)
2.	Mr. Selvendran Seevanyagam	Member	Independent Director (Resigned w.e.f 12 <sup>th</sup> July, 2024)
3.	Mr. Pradeepkumartana Jankiramulu Naidu	Member	Executive Director (Resigned w.e.f 20 <sup>th</sup> December, 2023)

The Reconstitution of the audit committee during the financial year 2023-24 is as follow:

Sr. No	Name of the Director	Designation	Nature of Directorship	Date of Appointment
1.	Mr. Manish Keshavlal Solanki	<b>Chairman</b>	Independent Director	12 <sup>th</sup> July 2023
2.	Mr. Utkarshkumar Sanjaykumar Dave	<b>Member</b>	Independent Director	12 <sup>th</sup> July 2023
3.	Ms. Shruti Ramanuj	<b>Member</b>	Executive Director	20 <sup>th</sup> December, 2023)

Company Secretary and Compliance Officer of our Company would act as the Secretary to the Audit Committee.

#### Note:

Ms. Vinita Ojha, Company Secretary appointed as a Company Secretary and Compliance Officer of the Company with effect from 15<sup>th</sup> June, 2023.

During the year under reference, 4 (Four) Audit Committee meetings were dated, 30/05/2023, 10/11/2023, 20/12/2023 & 15/02/2024 properly convened & held.

1. Oversight of our Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, re-appointment and replacement, remuneration and terms of appointment of auditors of our Company;
3. Reviewing and monitoring the auditor's independence and performance and the effectiveness of audit process;
4. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;

5. Reviewing the financial statements with respect to its unlisted Subsidiary (ies), in particular investments made by such Subsidiary(ies);
6. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - a. *Matters required to be stated in the Director's Responsibility Statement to be included in the Board 's report in terms of clause(c)of sub-section 3 of Section 134 of the Companies Act, 2013;*
  - b. *Changes, if any, in accounting policies and practices and reasons for the same;*
  - c. *Major accounting entries involving estimates based on the exercise of judgment by management;*
  - d. *Significant adjustments made in the financial statements arising out of audit findings;*
  - e. *Compliance with listing and other legal requirements relating to financial statements;*
  - f. *Disclosure of any related party transactions; and*
  - g. *Qualifications and Modified opinions in the draft audit report.*
7. Reviewing with the management, the half yearly financial statements before submission to the board for approval;
8. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
9. Review and monitor the auditor 's independence and performance, and effectiveness of audit process;
10. Approval or any subsequent modification of transactions of the company with related parties;
11. Scrutiny of inter-corporate loans and investments;
12. Valuation of undertakings or assets of the company, wherever it is necessary;
13. Evaluation of internal financial controls and risk management systems;
14. Reviewing, with the management, the performance of statutory and internal auditors and adequacy of the internal control systems;
15. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
16. Discussion with internal auditors any significant findings and follow up thereon;
17. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
18. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate; and
20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.  
The powers of Audit Committee:
  - a) To investigate any activity within its terms of reference;
  - b) To seek information from any employee;
  - c) To obtain outside legal or other professional advice; and

d) To secure attendance of outsiders with relevant expertise if it considers necessary. The audit committee shall mandatorily review the following information:

- i. Management discussion and analysis of financial condition and results of operations;
- ii. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
- iii. Management letters/letters of internal control weaknesses issued by the statutory auditors;
- iv. Internal audit reports relating to internal control weaknesses; and
- v. The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.

The quorum of Audit Committee shall be either 3 members or one third of the members of the Audit Committee whichever is greater with at least 2 Independent Directors.

## II. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Committee deals with various matters relating to the transmission of shares, issue of duplicate share certificates, approving the split and consolidation requests and other matters including Shareholder's Complaints and Grievance.

The Constitution of Stakeholders Relationship Committee during the FY 2023-24 is as follows:

Sr. No	Name of the Director	Designation	Nature of Directorship
1.	Mr. Parameswarannair Suresh Kumar	Chairman	Independent Director (Resigned w.e.f 12 <sup>th</sup> July, 2024)
2.	Mr. Selvendran Seevanyagam	Member	Independent Director (Resigned w.e.f 12 <sup>th</sup> July, 2024)
3.	Mr. Pradeepkumartana Jankiramulu Naidu	Member	Executive Director (Resigned w.e.f 20 <sup>th</sup> December, 2023)

The Re-Constitution of Stakeholders Relationship Committee during the FY 2023-24 is as follows:

Sr. No	Name of the Director	Designation	Nature of Directorship	Date of Appointment
1.	Mr. Manish Keshavlal Solanki	<b>Chairman</b>	Independent Director	12 <sup>th</sup> July 2023
2.	Mr. Utkarshkumar Sanjaykumar Dave	<b>Member</b>	Independent Director	12 <sup>th</sup> July 2023
3.	Ms. Shruti Ramanuj	<b>Member</b>	Executive Director	20 <sup>th</sup> December, 2023)

During the year, only 1 Stakeholder's Relationship Committee meeting were held dated, 15/02/2024 properly convened & held.

### Terms & Scope of Work of Committee:

The terms of reference of the Stakeholder's Relationship Committee include the following:

1. Considering and resolving grievances of shareholder's, debenture holders and other security holders;
2. Redressal of grievances of the security holders of our Company, including complaints in respect of transfer of shares, non-receipt of declared dividends, balance sheets of our Company etc.;
3. Allotment of Equity Shares, approval of transfer or transmission of Equity Shares, debentures or any other securities;
4. Issue of duplicate certificates and new certificates on split/consolidation/renewal etc.
5. Overseeing requests for dematerialization and Rematerialization of Equity Shares; and

6. Carrying out any other function contained in the Equity Listing Agreement as and when amended from time to time.

### III. NOMINATION AND REMUNERATION COMMITTEE:

The objective of Nomination and Remuneration Committee is to assess the remuneration payable to our Director; sitting fee payable to our Non-Executive Directors; remuneration policy covering policies on remuneration payable to our senior executives.

The Constitution of Nomination and Remuneration Committee during the FY 2023-24 is as follows;

Sr. No	Name of the Director	Designation	Nature of Directorship
1.	Mr. Parameswarannair Suresh Kumar	Chairman	Independent Director (Resigned w.e.f 12 <sup>th</sup> July, 2024)
2.	Mr. Selvendran Seevanyagam	Member	Independent Director (Resigned w.e.f 12 <sup>th</sup> July, 2024)
3.	Mr. Pradeepkumartana Jankiramulu Naidu	Member	Executive Director (Resigned w.e.f 20 <sup>th</sup> December, 2023)

The Re- Constitution of Nomination and Remuneration Committee during the FY 2023-24 is as follows;

Sr. No	Name of the Director	Designation	Nature of Directorship	Date of Appointment
1.	Mr. Manish Keshavlal Solanki	<b>Chairman</b>	Independent Director	12 <sup>th</sup> July 2023
2.	Mr. Utkarshkumar Sanjaykumar Dave	<b>Member</b>	Independent Director	12 <sup>th</sup> July 2023
3.	Ms. Shruti Ramanuj	<b>Member</b>	Executive Director	20 <sup>th</sup> December, 2023)

During the year, single Nomination and Remuneration Committee meetings was held dated 15<sup>th</sup> June, 2023/20<sup>th</sup> December, 2023/15<sup>th</sup> February, 2024

#### Terms & Scope of Work of Committee:

The terms of reference of the Nomination and Remuneration Committee are:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to our Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of Independent Directors and our Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;
5. Considering and recommending grant if employees stock option, if any, and administration and superintendence of the same; and
6. Carrying out any other function contained in the Equity Listing Agreement as and when amended from time to time.

#### 14. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS:

The Company has practice of conducting familiarization Programme for Independent Directors of the Company.

Every new independent director of the Board attended an orientation program. To familiarize the new inductees with the strategy, operations and functions of our Company, the executive directors/senior managerial personnel make presentations to the inductees about the Company's strategy, operations, product and service offerings, markets, software delivery, organization structure, finance, human resources, technology, quality, facilities and risk management.

The Company has organized the following workshops for the benefit of Directors and Independent Directors:

- a program on how to review, verify and study the financial reports;
- a program on Corporate Governance;
- provisions under the Companies Act,2013; and
- SEBI Insider Trading Regulation, 2015.

Further, at the time of appointment of an independent director, the Company issues a formal letter of appointment outlining his/her role, functions, duties and responsibilities as a director.

#### 15. DECLARATION BY INDEPENDENT DIRECTORS

The Independent Directors of your Company have submitted the declaration of Independence as required under Section 149(7) of the Companies Act, 2013 confirming that they meet the criteria of independence under Section 149(6) of the Companies Act, 2013.

#### 16. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The Policy of the Company on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under sub-section (3) of section 178, is appended as **Annexure II** to this Report.

#### 17. DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) read with Section 134(5) of the Act, on the basis of information placed before them, the Directors state that:

- i. in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- ii. appropriate accounting policies have been selected and applied consistently, and the judgments and estimates that have been made are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March, 2023 and of the loss of the Company for the said period;
- iii. proper and sufficient care has been taken 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. the annual accounts have been prepared on a going concern basis;
- v. the internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- vi. There is a proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### 18. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

No material changes and commitments affecting the financial position of the Company occurred during the financial year 2023-24 to which these financial statements relate and the date of this report.



**19. INSTANCES OF FRAUD, IF ANY REPORTED BY THE AUDITORS**

There have been no instances of fraud reported by the Auditors under Section 143(12) of the Companies Act, 2013.

**20. MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

As required under the Listing Regulation, Management Discussion and Analysis Report is presented in the separate section and forms an integral part of the Directors' Report.

**21. PARTICULARS OF LOANS, GUARANTEES, OR INVESTMENTS**

The details of Loans given, Investments made and guarantees given and securities provided under the Section 186 of the Companies Act, 2013 have been provided in the notes to the financial statements.

**22. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. Accordingly, the disclosure of Related Party Transactions as required under Section 134(3) of the Companies Act in Form AOC-2 is not applicable. Attention of the members is drawn to the disclosures of transactions with the related parties is set out in Notes to Accounts forming part of the financial statement.

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

Your Company has not carried out any business activities warranting conservation of the energy and technology absorption in accordance with Section 134 (3) (m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014. Since the company is not engage in any manufacturing activity, issues relating to technology absorption are not quite relevant to its functioning. During the year under consideration the Company has spent/incurred foreign exchange equivalent to Rs. Nil. There are no foreign exchange earnings during the year.

**24. RISKS MANAGEMENT AND AREA OF CONCERN**

The Company has laid down a well-defined Risk Management Policy covering the risk mapping, trend analysis, risk exposure, potential impact and risk mitigation process. A detailed exercise is being carried out to identify, evaluate, manage and monitoring of both business and non- business risk. The Board periodically reviews the risks and suggests steps to be taken to control and mitigate the same through a properly defined framework.

Although, market conditions are likely to remain competitive, future success will depend upon offering improved products through technology innovation and productivity. The Company continues to invest in these areas.

The Company has the risk management and internal control framework in place commensurate with the size of the Company. However, Company is trying to strengthen the same. The details of the risks faced by the Company and the mitigation thereof are discussed in detail in the Management Discussion and Analysis report that forms part of the Annual Report.

**25. CORPORATE SOCIAL RESPONSIBILITY**

The Company has not developed or implemented any CSR initiatives. The provisions contained in section 135 of the Companies Act, 2013, as well as the Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable to your Company for the year under reference.

**26. CHANGE IN THE NATURE OF BUSINESS**

During the year under review there is no change in the nature of Business of the Company.

**27. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES**

The Company does not have any subsidiary Joint Venture, Associate Company or LLPs during the year under review.

## 28. DETAILS RELATING TO DEPOSITS, COVERED UNDER CHAPTER V OF THE COMPANIES ACT 2013

The Company has not accepted any public deposits and as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the balance sheet.

## 29. DETAILS RELATING TO DEPOSITS, WHICH ARE NOT IN COMPLIANCE WITH THE REQUIREMENTS UNDER CHAPTER V OF THE COMPANIES ACT 2013

During the year under review your Company has not accepted Deposits which are not in compliance with the requirements under Chapter V of Companies Act, 2013.

## 30. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

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.

## 31. INTERNAL FINANCIAL CONTROL SYSTEM

Your Company has an internal financial control system commensurate with the size, scale and complexity of its operations. The Audit Committee has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. The Audit Committee has a process for timely check for compliance with the operating systems, accounting procedures and policies. Major risks identified by the businesses and functions are systematically addressed through mitigating action on continuing basis.

## 32. AUDITORS & REPORT OF THE AUDITORS

The Statutory Auditors, **M/s. S K Jha & Co, Chartered Accountants (FRN: 126173W)**, Ahmedabad, was appointed as the Statutory Auditor of the Company for a term of four consecutive years from the conclusion of 11<sup>th</sup> Annual General Meeting till the conclusion of the 14<sup>th</sup> Annual General Meeting (AGM) of the Company to be held in the year 2024, to examine and audit the Books of Accounts of the Company on such remuneration plus reimbursement of out-of-pocket expense, as may be mutually agreed between the Board of Directors/Audit Committee of the Company and the Statutory Auditors."

The Statutory Auditors contains two observation remark as follow.

- *During the audit it was observed that the company has not deducted TDS of Rs. 1,82,000 u/s 194J on payments made to Sakshi Tarak Dani towards the professional fees of Rs. 18,20,000.*
- *We further draw your reference to the para Vii of Annexure 1 of the audit report wherein it is disclosed that the company has not paid total TDS of Rs. 61750 to the credit of Central Government outstanding for more than six months.*

## 33. SECRETARIAL AUDIT REPORT

The Board of Directors of the Company has appointed **M/s. Abhilasha Chaudhary & Associates, Practicing Company Secretary, Mumbai**, to conduct the Secretarial Audit and her report Secretarial Audit Report is appended to this Report as ANNEXURE III.

The Secretarial Audit Report contains one observation remarks as follow.

- *The company has filed the financial result for the quarter ended 31<sup>st</sup> March, 2023 has delay for one day imposed Penalty 5900/- (Five Thousand Nine Hundred Only) including GST on the Company. The Company has informed to us, that the SOP fine of Rs.5900/- (Five Thousand Nine Hundred Only) including GST paid by the Company dated 25<sup>th</sup> July, 2023 and there were no other fine/penalties was levied during the year.*

**34. COST AUDITORS**

The Board of Directors of the Company here confirmed that according to the Companies working and business the company does not required to appoint the Cost Auditor as per the Section 148 of the Companies Act, 2013.

**35. INTERNAL AUDITORS**

The company has appointed to M/s. J.A.K & Co., Chartered Accountants (FRN- 154272W) as an internal auditor of the company dated 14<sup>th</sup> November, 2022 for the financial year 2023.

**36. POLICY/VIGIL MECHANISM/CODE OF CONDUCT**

The Company has a Whistle Blower Policy in line with the provisions of the Section 177 of the Companies Act, 2013. This policy establishes a vigil mechanism for directors and employees to report their genuine concerns actual or suspected fraud or violation of the Company's Code of Conduct. The said mechanism also provides for adequate safeguards against victimisation of the persons who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee. We confirm that during the financial year 2022-23, no employee of the Company was denied access to the Audit Committee. The said Whistle Blower Policy is available on the website of the Company at [www.diggimultitrade.co.in](http://www.diggimultitrade.co.in).

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The Company believes in "Zero Tolerance" against bribery, corruption and unethical dealings / behaviours of any form and the Board has laid down the directives to counter such acts. The Code has been posted on the Company's website [www.diggimultitrade.co.in](http://www.diggimultitrade.co.in).

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. The Code gives guidance through examples on the expected behaviour from an employee in a given situation and the reporting structure.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard.

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

Your Company is committed to creating and maintaining an atmosphere in which employees can work together, without fear of sexual harassment, exploitation and intimidation. Accordingly, the Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act 2013. Internal Complaints Committee (ICC) was set up to redress complaints received regarding sexual harassment. All employees (Permanent, Contractual, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed of during the year:

No. of Complaints received	Nil
No. of Complaints disposed off	Nil

**38. CORPORATE GOVERNANCE:**

As per the Guideline and direction of the SEBI & Stock Exchange accordingly the company has been adhering to the directions and guideline, as required and if applicable on the companies' size and type (as per the Regulations and rules the Corporate Governance is not applicable on SME Listed Companies).

**39. MEETING OF INDEPENDENT DIRECTORS:**

During the year under review, one Independent Director Meeting held on 20/03/2023 for the F. Y. 2022-23.

The object of Independent Meeting was to review the performance of Non- Independent Director and the Board as a whole including the Chairperson of the Company. The Company assures to hold the Separate Meeting of Independent Director of the Company as earliest possible.

**40. POSTAL BALLOT:**

One Postal ballot was conducted by the company during the year 2023-24.

**41. 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 Board is responsible for implementation of the Code.

All Board of Directors and the designated employees have confirmed compliance with the Code.

**42. LISTING FEES:**

The Equity Shares of the Company is listed on BSE (SME Platform) Limited and the Company has paid the applicable listing fees to the Stock Exchange till date.

**43. SECRETARIAL STANDARDS**

The Company complies with the Secretarial Standards, issued by the Institute of Company Secretaries of India, which are mandatorily applicable to the Company. The same has also been confirmed by Secretarial Auditors of the Company in the Secretarial Audit Report.

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

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

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

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

**46. ACKNOWLEDGEMENT:**

Your Directors wish to place on record their appreciation and sincere thanks to the State Governments, Government agencies, Banks & Financial Institutions, customers, shareholders, vendors and other related organizations, who through their continued support and co-operation have helped, as partners in your Company's progress. Your Directors, also acknowledge the hard work, dedication and commitment of the employees.

**For and on behalf of the Board  
Diggi Multitrade Limited**

**SD/-  
Samarth Prabhudas Ramanuj  
Managing Director  
DIN: 06660127**

**SD/-  
Shruti Ramanuj  
Director & CFO  
DIN: 9093690**

**Date: 04/09/2024  
Place: Mumbai**

**ANNEXURE I**  
**FORM NO.MGT-9**

**Extract of Annual Return as on the Financial Year Ended on 31<sup>st</sup> March, 2024**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12 (1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

i.	CIN	L65900MH2010PLC210471
ii.	Registration Date	01/12/2010
iii.	Name of the Company	Diggi Multitrade Limited
iv.	Category/Sub-Category of the Company	Public Company / Limited by Shares
v.	Address of the Registered office and contact details	312, Bldg K-2 GALA-5, Sagar Complex Owali Village Thane Bhiwandi-421302,  Tel: <a href="tel:91-22-26744365">91-22-26744365</a> ; Fax: <a href="tel:91-22-26744367">91-22-26744367</a> Email : <a href="mailto:info@diggimultitrade.com">info@diggimultitrade.com</a> Website: <a href="http://www.diggimultitrade.co.in">www.diggimultitrade.co.in</a>
vi.	Whether listed company	Yes (BSE Listed -SME)
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Purva Sharegistry (India) Private Limited Unit no. 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai - 400 011  Tel: 91- 22-2301 6761 / 8261 Fax: 91-22-2301 2517 Email : <a href="mailto:Support@purvashare.com">Support@purvashare.com</a>

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:**

All the business activities contributing 10% or more of the total turnover of the company shall be stated as under:

Sr. No.	Name and Description of main product services	NIC Code of the Product/ services	% to total turnover of the company
1.	Trading of Unit Residential buildings	99721210	0
2.	Sell of Construction Services	99541221	0

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

Sr. No.	Name and address of Company	CIN/GLN	Holding/ Subsidiary /Associate	%of shares held	Applicable Section
Not Applicable					

**IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity:**

**V. CATEGORY-WISE SHAREHOLDING:**



A. Category Wise Shareholding									
Category Of Shareholders	No Of Shares held at the beginning of year				No Of Shares held at the end of year				% Change
	31/03/2023				30/03/2024				
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian									
(a) Individuals/ HUF	3165000	0	3165000	32.70	3230000	0	3230000	33.38	0.68
(b) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
(c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
(d) Bodies Corp.	0	0	0	0.00	340000	0	340000	3.51	3.51
(e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
(f) Any Other....									
* DIRECTORS	0	0	0	0.00	0	0	0	0.00	0.00
* DIRECTORS RELATIVES	0	0	0	0.00	0	0	0	0.00	0.00
* PERSON ACTING IN CONCERN	0	0	0	0.00	750000	0	750000	7.75	7.75
Sub Total (A)(1):	3165000	0	3165000	32.70	4320000	0	4320000	44.64	11.94
(2) Foreign									
(a) NRI Individuals	0	0	0	0.00	0	0	0	0.00	0.00
(b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
(c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
(d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
(e) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total (A)(2):	0	0	0	0.00	0	0	0	0.00	0.00
(A)(1)+(A)(2)	3165000	0	3165000	32.70	4320000	0	4320000	44.64	11.94
<b>B. Public Shareholding</b>									
<b>(1) Institutions</b>									
(a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
(b) Banks FI	0	0	0	0.00	0	0	0	0.00	0.00
(c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
(d) State Govet(s)	0	0	0	0.00	0	0	0	0.00	0.00
(e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
(g) FIIs	0	0	0	0.00	0	0	0	0.00	0.00
(h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(i) Others (specify)									
* U.T.I.	0	0	0	0.00	0	0	0	0.00	0.00
* FINANCIAL INSTITUTIONS	0	0	0	0.00	0	0	0	0.00	0.00
* I.D.B.I.	0	0	0	0.00	0	0	0	0.00	0.00
* I.C.I.C.I.	0	0	0	0.00	0	0	0	0.00	0.00
* GOVERNMENT COMPANIES	0	0	0	0.00	0	0	0	0.00	0.00
* STATE FINANCIAL CORPORATION	0	0	0	0.00	0	0	0	0.00	0.00
* QUALIFIED FOREIGN INVESTOR	0	0	0	0.00	0	0	0	0.00	0.00
* ANY OTHER	0	0	0	0.00	0	0	0	0.00	0.00
* OTC DEALERS (BODIES CORPORATE)	0	0	0	0.00	0	0	0	0.00	0.00
* PRIVATE SECTOR BANKS	0	0	0	0.00	0	0	0	0.00	0.00
* NATIONAL INVESTMENT FUND	0	0	0	0.00	0	0	0	0.00	0.00
* TRUST	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(1):	0	0	0	0.00	0	0	0	0.00	0.00

(2) Non-Institutions									
(a) Bodies Corp.									
(i) Indian	770000	0	770000	7.96	450000	0	450000	4.65	-3.31
(ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
(b) Individuals									
capital upto Rs. 1 lakh	630000	0	630000	6.51	615000	0	615000	6.35	-0.16
share capital in excess of Rs 1 lakh	4472500	0	4472500	46.22	3877500	0	3877500	40.07	-6.15
(c) Others (specify)									
ACCOUNT	0	0	0	0.00	0	0	0	0.00	0.00
* IEPF	0	0	0	0.00	0	0	0	0.00	0.00
* LLP	60000	0	60000	0.62	105000	0	105000	1.08	0.46
* FOREIGN NATIONALS	0	0	0	0.00	0	0	0	0.00	0.00
* QUALIFIED FOREIGN INVESTOR	0	0	0	0.00	0	0	0	0.00	0.00
* ALTERNATE INVESTMENT FUND	0	0	0	0.00	0	0	0	0.00	0.00
* N.R.I.	10000	0	10000	0.10	45000	0	45000	0.46	0.36
* FOREIGN CORPORATE BODIES	0	0	0	0.00	0	0	0	0.00	0.00
* TRUST	0	0	0	0.00	0	0	0	0.00	0.00
* HINDU UNDIVIDED FAMILY	430000	0	430000	4.44	265000	0	265000	2.74	-1.70
* EMPLOYEE	0	0	0	0.00	0	0	0	0.00	0.00
* CLEARING MEMBERS	140000	0	140000	1.45	0	0	0	0.00	-1.45
* DEPOSITORY RECEIPTS	0	0	0	0.00	0	0	0	0.00	0.00
* OTHER DIRECTORS & RELATIVES	0	0	0	0.00	0	0	0	0.00	0.00
* MARKET MAKERS	0	0	0	0.00	0	0	0	0.00	0.00
* SOCIETIES	0	0	0	0.00	0	0	0	0.00	0.00
Promoter and Promoter Group	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(2):	6512500	0	6512500	67.30	5357500	0	5357500	55.35	-11.95
Total Public Shareholding (B) = (B)(1)+(B)(2)	6512500	0	6512500	67.30	5357500	0	5357500	55.35	-11.95
ADRs	0	0	0	0.00	0	0	0	0.00	0.00
GrandTotal(A + B + C)	9677500	0	9677500	100.00	9677500	0	9677500	100.00	-0.01

## I. SHAREHOLDING OF PROMOTERS:

B. Shareholding of Promoters								
SL No.	ShareHolder's Name	ShareHolding at the beginning of			ShareHolding at the end of the year			
		31/03/2023			30/03/2024			
		No of Shares	% of Total Shares of the Company	% of Shares Pledged / Encumbered to total shares	No. of Shares	% of Total Shares of the company	% of Shares Pledged / Encumbered to total shares	% change in share holding during the year
1	PRADEEPKUMARTANA	1627500	16.82	0.00	0	0.00	0.00	-16.81
2	SANGEETA HARIPRASAD	1477500	15.27	0.00	0	0.00	0.00	-15.26
3	SIDDHANT PRADEEP	60000	0.62	0.00	0	0.00	0.00	-0.61
4	RAJA LACHHAMANDAS	0	0.00	0.00	1964158	20.30	0.00	20.30
5	SAMARTH PRABHUDAS	50000	0.52	0.00	1265842	13.08	0.00	12.56
6	LACHHMAN	340000	3.51	0.00	340000	3.51	0.00	0.00
7	HAXCO INVEST	340000	3.51	0.00	340000	3.51	0.00	0.00
8	UTWANI VEENA	210000	2.17	0.00	210000	2.17	0.00	0.00
9	SHRUTI RAMANUJ	110000	1.14	0.00	110000	1.14	0.00	0.00
10	MEENA LACHHMANDAS	90000	0.93	0.00	90000	0.93	0.00	0.00

## II. Change in Promoters' Shareholding (Please specify, if there is no change): Change Details as follows:

## C. Change in Promoter's Shareholding:

SL No.	ShareHolder's Name	Share Holding at the beginning of the year		Cumulative Share Holding at the end of the year		Type
		31/03/2023		30/03/2024		
		No of Shares	% of Total Shares of the Company	No. of Shares	% change in share holding during the year	
1	PRADEEPKUMARTANA JANKIRAMULU NAIDU	1627500	16.82			
	29-12-2023	-380000	-3.92	1247500	12.89	Sell
	19-01-2024	-1247500	-12.89	0	0.00	Sell
	30-03-2024			0	0.00	
2	SANGEETA HARIPRASAD NAIDU	1477500	15.27			
	29-12-2023	-380000	-3.92	1097500	11.34	Sell
	19-01-2024	-1097500	-11.34	0	0.00	Sell
	30-03-2024			0	0.00	
3	SIDDHANT PRADEEP	60000	0.62			
	22-12-2023	-60000	-0.61	0	0.00	Sell
	30-03-2024			0	0.00	
4	RAJA LACHHAMANDAS UTWANI	0	0.00			
	29-12-2023	380000	3.93	380000	3.93	Buy
	19-01-2024	1584158	16.37	1964158	20.30	Buy
	30-03-2024			1964158	20.30	
5	SAMARTH PRABHUDAS RAMANUJ	50000	0.52			
	21-07-2023	15000	0.15	65000	0.67	Buy
	22-12-2023	60000	0.62	125000	1.29	Buy
	29-12-2023	380000	3.93	505000	5.22	Buy
	19-01-2024	760842	7.86	1265842	13.08	Buy
	30-03-2024			1265842	13.08	
6	LACHHMAN GHANSHAMDAS UTWANI	340000	3.51			
	30-03-2024			340000	3.51	
7	HAXCO INVEST	340000	3.51			
	30-03-2024			340000	3.51	
8	UTWANI VEENA	210000	2.17			
	30-03-2024			210000	2.17	
9	SHRUTI RAMANUJ	110000	1.14			
	30-03-2024			110000	1.14	
10	MEENA LACHHMANDAS UTWANI	90000	0.93			
	30-03-2024			90000	0.93	

III. Shareholding Pattern of Top Ten Shareholders (Other than Director, Promoters and Holders of GDRs and ADRs):

D. Share holding Pattern of top ten Shareholders:						
SL No.	ShareHolder's Name	ShareHolding at the beginning of the year		Cumulative Share Holding at the end of the year		Type
		31/03/2023		30/03/2024		
		No of Shares	% of Total Shares of the Company	No. of Shares	% change in share holding during the year	
1	LACHHMAN GHANSHAMDAS UTWANI	340000	3.51			
	30-03-2024			340000	3.51	
2	HAXCO INVEST	340000	3.51			
	30-03-2024			340000	3.51	
3	KAPASI MAMTABEN KETANBHAI	220000	2.27			
	08-09-2023	-30000	-0.30	190000	1.96	Sell
	15-09-2023	-20000	-0.20	170000	1.76	Sell
	03-11-2023	-20000	-0.20	150000	1.55	Sell
	17-11-2023	-150000	-1.54	0	0.00	Sell
	30-03-2024			0	0.00	
4	UTWANI VEENA	210000	2.17			
	30-03-2024			210000	2.17	
5	HARNISH B SHAH (HUF)	200000	2.07			
	08-09-2023	-150000	-1.54	50000	0.52	Sell
	15-09-2023	-50000	-0.51	0	0.00	Sell
	30-03-2024			0	0.00	
6	VISHAL VIPINBHAI BHATT	530000	5.48			
	14-04-2023	10000	0.10	540000	5.58	Buy
	21-04-2023	10000	0.10	550000	5.68	Buy
	28-04-2023	-20000	-0.20	530000	5.48	Sell
	05-05-2023	-40000	-0.41	490000	5.06	Sell
	12-05-2023	30000	0.31	520000	5.37	Buy
	19-05-2023	-20000	-0.20	500000	5.17	Sell
	26-05-2023	60000	0.62	560000	5.79	Buy
	09-06-2023	10000	0.10	570000	5.89	Buy
	15-06-2023	30000	0.31	600000	6.20	Buy
	07-07-2023	30000	0.31	630000	6.51	Buy
	28-07-2023	20000	0.21	650000	6.72	Buy
	08-09-2023	60000	0.62	710000	7.34	Buy
	15-09-2023	10000	0.10	720000	7.44	Buy
	06-10-2023	10000	0.10	730000	7.54	Buy
	17-11-2023	25000	0.26	755000	7.80	Buy
	22-12-2023	5000	0.05	760000	7.85	Buy
	08-03-2024	10000	0.10	770000	7.96	Buy
	30-03-2024			770000	7.96	
7	PINKI PANKAJ VORA	260000	2.69			
	30-03-2024			260000	2.69	
8	SUBHODEEP DUTTA	200000	2.07			
	21-04-2023	-20000	-0.20	180000	1.86	Sell
	26-05-2023	-30000	-0.30	150000	1.55	Sell
	23-06-2023	-10000	-0.10	140000	1.45	Sell
	28-07-2023	10000	0.10	150000	1.55	Buy

	31-08-2023	40000	0.41	190000	1.96	Buy
	29-12-2023	-5000	-0.05	185000	1.91	Sell
	05-01-2024	-35000	-0.36	150000	1.55	Sell
	30-03-2024			150000	1.55	
9	ANAND KASHYAP	200000	2.07			
	30-03-2024			200000	2.07	
10	PANKAJ BABULAL VORA	180000	1.86			
	02-02-2024	-30000	-0.30	150000	1.55	Sell
	30-03-2024			150000	1.55	
11	KINGSMAN WEALTH MANAGEMENT PRIVATE LIMITED	170000	1.76			
	07-04-2023	10000	0.10	180000	1.86	Buy
	01-09-2023	20000	0.21	200000	2.07	Buy
	30-03-2024			200000	2.07	
12	ANAND MOHAN .	0	0.00			
	15-06-2023	130000	1.34	130000	1.34	Buy
	30-03-2024			130000	1.34	
13	SHILPZZZ TECHNOLOGIES PRIVATE LIMITED	140000	1.45			
	23-06-2023	-10000	-0.10	130000	1.34	Sell
	30-03-2024			130000	1.34	
14	RAJ B JIVRAJANI	0	0.00			
	08-09-2023	40000	0.41	40000	0.41	Buy
	17-11-2023	60000	0.62	100000	1.03	Buy
	15-12-2023	5000	0.05	105000	1.08	Buy
	22-12-2023	-5000	-0.05	100000	1.03	Sell
	08-03-2024	25000	0.26	125000	1.29	Buy
	30-03-2024			125000	1.29	
15	SHILPA M R .	120000	1.24			
	30-03-2024			120000	1.24	

#### IV. Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name	Shareholding		Increase/ decrease In share-holding	Date	Reason	Cumulative shareholding during the year 01-04-23 to 31-03-2024	
		No of shares at the beginning of the year 01-04-2023	% of total shares				No of shares	% of total shares
1.	SANGEETA HARIPRASAD NAIDU	14,77,500	15.27	-14,77,500	19.01.2024	Sell	Nil	Nil
2.	PRADEEPKUMAR TANA JANKIRAMULU NAIDU	16,27,500	16.82	-16,27,500	19.01.2024	Sell	Nil	Nil
3.	ANILKUMAR PANNALAL PATNI	Nil	Nil	Nil	Nil	Nil	Nil	Nil



4.	SELVENDRAN SEEVANYAGAM	Nil	Nil	Nil	Nil	Nil	Nil	Nil
5.	PARAMESWARA NNAIR SURESH KUMAR	Nil	Nil	Nil	Nil	Nil	Nil	Nil
6.	VINITA HEMANT OJHA	Nil	Nil	Nil	Nil	Nil	Nil	Nil
7.	SAMARTH PRABHUDAS RAMANUJ	Nil	Nil	Nil	Nil	Buy	12,65,842	13.08
8.	SHRUTI RAMANUJ	Nil	Nil	Nil	30.03.2024	Buy	1,10,000	1.14
9.	MANISH KESHAVLAL SOLANKI	Nil	Nil	Nil	Nil	Nil	Nil	Nil
10.	UTKARSHKUMA R SANJAYKUMAR DAVE	Nil	Nil	Nil	Nil	Nil	Nil	Nil

**V. Indebtedness: Indebtedness of the Company including interest outstanding/ accrued but not due for payment:**

Particulars	Secured Loans	Unsecured Loans	Deposits	Total Indebtedness (In Rupees)
<b>Indebtedness at the beginning of the financial year (01-04-2022)</b>				
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (i+ii+iii)</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Change in Indebtedness</b>				
Addition	NIL	NIL	NIL	NIL
Reduction	NIL	NIL	NIL	NIL
<b>Net Change</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Indebtedness at the end of the financial year (31-03-2023)</b>				
i) Principal Amount	NIL	NIL	NIL	NIL
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (i+ii+iii)</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

Sr. No	Particulars of Remuneration	Total Amount
--------	-----------------------------	--------------

1.	Gross salary	Anil Kumar Patni	Pradeepk umartana Jankiramu lu Naidu	Sangeeta Hariprasad Naidu	Samarth Prabhudas Ramana nj	Shruti Ramanuj	Manish Keshavlar l Solanki	Utkarshkuma Sanjaykumar Dave	Shruti Ramanuj	Total
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
2.	Stock Option	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
4.	Commission - as % of profit - Others, specify...	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
5.	Others, please specify	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
6.	Total(A)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Ceiling as per the Act under section 197(3) Schedule V of the Companies Act, 2013)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

**B. REMUNERATION TO OTHER DIRECTORS:**

Sr. No.	Particulars of Remuneration					
1	<u>Independent Directors</u>	Selvendran Seevanayagam	Parameswaran Nair Suresh Kumar	Manish Keshavlar l Solanki	Utkarshkumar Sanjaykumar Dave	Total
a	Fee for attending board committee meetings					
b	Commission	NIL	NIL	NIL	NIL	NIL
c	Others, please specify					
	Total (1)					
2	<u>Other Non-Executive Directors</u>					

a	Fee for attending board committee meetings	NIL	NIL	NIL	NIL	NIL
b	Commission	NIL	NIL	NIL	NIL	NIL
c	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (2)	NIL	NIL	NIL	NIL	NIL
	Total (B)=(1+2)					
	Total Managerial Remuneration					
	Ceiling as per the Act under section 197(3) Schedule V of the Companies Act, 2013)	-	-	-	-	-

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:**

S. no.	Particulars of Remuneration	Key Managerial Personnel - Company Secretary
		Mr. Saket Rajendra Sugandh (Resigned w.e.f. 11 <sup>th</sup> June, 2023)  Mrs. Vinita Hemant Ojha (Appointed w.e.f 15 <sup>th</sup> June, 2023)
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL
2.	Stock Option	NIL
3.	Sweat Equity	NIL
4.	Commission - as % of profit - others, specify...	NIL
5.	Others, please specify	NIL
6.	Total	NIL

**VIII. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Property/ Punishment / Compounding fees imposed	Authority	Appeal made, if any (give details)
				RD/NCLT/COURT	
<b>A) COMPANY</b>					
Penalty		BSE Sop and other The company is non-compliant/not paid fines with the provisions of following Regulation(s) 33 of SEBI LODR as follows:			
Punishments		<ul style="list-style-type: none"> <li>The company has filed the financial result for the quarter ended 31<sup>st</sup> March, 2023 has delay for one day imposed Penalty 5900/- (Five Thousand Nine Hundred Only) including GST on the Company. The Company has informed</li> </ul>			
Compounding					

to us, that the SOP fine of Rs.5900/- (Five Thousand Nine Hundred Only) including GST paid by the Company dated 25<sup>th</sup> July, 2023 and there were no other fine/penalties was levied during the year.

**B) DIRECTORS & C) OTHER OFFICERS IN DEFAULT**

Penalty	None
Punishments	
Compounding	

For and on behalf of the Board  
Diggi Multitrade Limited

SD/-  
Samarth Prabhudas Ramanuj  
Managing Director  
DIN: 06660127

SD/-  
Shruti Ramanuj  
Director & CFO  
DIN: 9093690

Date: 04/09/2024  
Place: Thane

## Annexure II

## MR-3

## SECRETARIAL AUDIT REPORT

For the financial year ended 31<sup>st</sup> 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

M/S. Diggi Multitrade Limited

312, Bldg K-2 Gala-5 Sagar Complex Owali Village Thane

Bhiwandi-421302, Shastrinagar (Thane)-Bhiwandi-421302,

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to corporate practices by **Diggi Multitrade Limited** (hereinafter called the 'Company') for the audit period covering the financial year from 01<sup>st</sup> April 2023 to 31<sup>st</sup> March 2024 ('the audit period') Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the 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, we hereby report that in our opinion, the company has during the audit period complied with the statutory provisions listed hereunder and also that the company has proper Board processes and compliance mechanism in place to the extent in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the **Diggi Multitrade Limited** for the financial year ended on 31<sup>st</sup> March, 2024 according to the provisions of:

1. The Companies Act, 2013 ('the Act') and the Rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 and the Rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Overseas Direct Investment and External Commercial Borrowings;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992:
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; *(During the Audit period the Open offer was triggered and made by the Acquirers promoters for acquisition of up to 25,20,000 (Twenty Five Lakhs Twenty Thousands) Fully Paid Up Equity Shares of the face value of Rs. 10/- each, representing 26.04% of the total Equity and voting Share Capital of the Company, at a price of Rs. 19/- (Rupees Nineteen Only) per fully paid-up Equity Share (the "Offer Price") payable in Cash pursuant to in compliance with the Regulations 3(1) and 4 and other applicable regulations of the SEBI (SAST) Regulations, 2011 for substantial acquisition of shares and voting rights accompanied by change in control over management of the Company.)*
  - (b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; - **during the financial year under review, the company has not issued any capital and has not raised any fund through public. Hence the Provisions of the said regulation are not applicable to the Company.**
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021; -**during the financial year under review, the Company has not issued any shares/options to directors/employees under the (ESOP) said guidelines / regulations. Hence the provisions of the said regulation are not applicable to the company.**
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2021; -**the**

company has not issued any debt securities during the period under review the provisions of the said regulation are not applicable to the company;

- (f) 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; - **the said regulation are not applicable to the company, as the Company is not registered as Registrar to Issue and Share Transfer Agent;**
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; - **the equity shares of the company are neither delisted nor proposed to be delisted. Hence the provision of said regulation not applicable to the company;**
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **During the period under review the company have not bought back any securities. Hence the said regulation is not applicable to the company;**

6. Having regards to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test-check basis, the following laws are also applicable on company;

- Maharashtra state tax on professions, Trades, Callings and Employment Act, 1975;
- Minimum Wages Act.

During the period under review, the Company has complied with the provisions of the Act, Rules, and Regulations.

- Secretarial Standards with respect to Meeting of Board of Director(SS-1), General Meeting (SS-2) and Dividend (SS-3) issued by The Institute of Company Secretaries of India related to Board meetings, General Meeting and Dividend;
- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to following observations:

- *The Company Has Filed The Financial Result For The Quarter Ended 31st March, 2023 Has Delay For One Day imposed Penalty 5900/- (Five Thousand Nine Hundred Only) including GST on the Company. The Company has informed to us, that the SOP fine of Rs.5900/- (Five Thousand Nine Hundred Only) including GST paid by the Company dated 25th July, 2023 and there were no other fine/penalties was levied during the year.*
- The Official Website of the Company is not fully updated.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. **The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.**

**The following changes occurred during the period, and vacancy has been duly filled within the stipulated time as below:-**

- ❖ *Mr. Saket Rajendra Sugandh, Company Secretary who has resigned from the post of Company Secretary cum Compliance Officer of the Company with effect from 11<sup>th</sup> June, 2023.*
- ❖ *Ms. Vinita Ojha, Company Secretary appointed as a Company Secretary and Compliance Officer of the Company with effect from 15<sup>th</sup> June, 2023.*
- ❖ *Mr. Pradeepkumartana Jankiramulu Naidu who has resigned from the post Executive Director of the company with effect from 20<sup>th</sup> December, 2023.*
- ❖ *Mrs. Sangeeta Hariprasad Naidu who has resigned from the post of Executive Director cum CFO of the company with effect from 20<sup>th</sup> December, 2023*
- ❖ *Ms. Shruti Ramanuj who has appointed from the post of Executive Director and cum CFO of the with effect*



from 20<sup>th</sup> December, 2023.

- ❖ Mr. Samarth Prabhudas Ramanuj who has appointed from the post of Executive Director of the company with effect from 20<sup>th</sup> December, 2023
- ❖ Mr. Manish Keshavlal Solanki who has appointed from the post of independent director of the company with effect from 15<sup>th</sup> February, 2024
- ❖ Mr. Utkarshkumar Sanjaykumar Dave who has appointed from the post of independent director of the company with effect from 15<sup>th</sup> February, 2024
- ❖ Mr. Selvendran Seevanayagam who has resigned from the post of independent director of the company with effect from 12<sup>th</sup> July, 2024
- ❖ Mr. Parameswarannair Suresh Kumar who has resigned from the post of Independent director of the company with effect from 12<sup>th</sup> July, 2024 (After closure of FY 23-24 but before the issue of this report)

Proper notice is given to all Directors to schedule the Board meetings in compliance with the provisions of Section 173(3) of the Companies Act, 2013, agenda and detailed notes on agenda were sent at least seven days in advance, however in some cases where the Board /Committee meeting held , with shorter notice, the management of the Company has informed to us, that Company has complied with compliances as applicable Meeting of Board /Committee for Shorter Notice as prescribed under the Companies Act, 2013 and Secretarial Standard of Board Meeting -SS-1 and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the meetings of the Board of Directors of the Company were carried through on the basis of majority. There were no dissenting views by any member of the Board of Directors during the period under review.

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

#### **WE FURTHER REPORT THAT:**

I further Inform/report that during the year under review, the following events or actions had a major bearing on its affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

- (a) During the year the Open offer was triggered and made by the Acquirers promoters for acquisition of up to 25,20,000 (Twenty Five Lakhs Twenty Thousands) Fully Paid Up Equity Shares of the face value of Rs. 10/- each, representing 26.04% of the total Equity and voting Share Capital of the Company, at a price of Rs. 19/- (Rupees Nineteen Only) per fully paid-up Equity Share (the "Offer Price") pursuant to in compliance with the Regulations 3(1) and 4 and other applicable regulations of the SEBI (SAST) Regulations, 2011
- (b) As the substantial acquisition of shares and voting rights accompanied by new promoter and director therefore is change in control over management of the Company.

I further Inform/report that during the audit period, there were no instances of:

- i. Rights/Preferential issue of Shares/debentures/ sweat equity.
- ii. Redemption/buy-back of securities.
- iii. Merger/ amalgamation/ reconstruction etc.
- iv. Foreign technical collaborations.

**For Abhilasha Chaudhary & Associates**  
Practicing Company Secretary

Sd/-

**Abhilasha Chaudhary, Proprietor**  
Mem. No.: ACS 62496; COP No. 23604  
UDIN: A062496F001001764

**Date: 20/08/2024**

**Place: Mumbai**

**Note:**

- This report is to be read with our letter of even date which is annexed as "ANNEXURE A" and forms an integral part if this report.

## Annexure A

## Part of the Secretarial Audit Report 2023-24

To  
The Members  
M/S. Diggi Multitrade Limited  
312, Bldg K-2 Gala-5 Sagar Complex Owali Village Thane  
Bhiwandi-421302,

Secretarial Audit Report of even date is to be read along with this letter.

**Management's Responsibility:**

1. It is the responsibility of Management of the Company to maintain Secretarial records, device proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

**Auditor's Responsibility:**

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial and other legal records, legal compliance mechanism and corporate conduct. The verification was done on test check basis to ensure that correct facts as reflected in secretarial and other records produced to us. I believe that the processes and practices I followed, provides a reasonable basis for our opinion for the purpose of issue of the Secretarial Audit Report.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, I have obtained the management representation about list of applicable laws, compliance of laws, rules and regulations and major events during the audit period.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.

**Disclaimer:**

6. 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 Abhilasha Chaudhary & Associates  
Practicing Company Secretary

Sd/-

Abhilasha Chaudhary, Proprietor  
Mem. No.: ACS 62496; COP No. 23604  
UDIN: A062496F001001764

Date: 20/08/2024  
Place: Mumbai

ANNEXURE III  
TO THE DIRECTORS' REPORT

DISCLOSURES PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ  
WITH RULE 5(1) OF COMPANIES (APPOINTMENT AND REMUNERATION OF  
MANAGERIAL PERSONNEL) RULES, 2014 ARE AS UNDER

Sr. No.	Disclosure Requirement	Disclosure Details		
		Director	Designation	Ratio
1	The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2023-24	Anilkumar Pannalal Patni (Resigned w.e.f 04/07/2024)	Managing Director	NA
		Pradeepkumartana Jankiramulu Naidu (Resigned w.e.f 20/12/2024)	Executive Director	NA
		Sangeeta Hariprasad Naidu (Resigned w.e.f 20/12/2024)	Director & CFO	NA
		Selvendran Seevanayagam (Resigned w.e.f 12/07/2024)	Independent Director	NA
		Parameswaran Nair Suresh Kumar (Resigned w.e.f 12/07/2024)	Independent Director	NA
		Samarth Prabhudas Ramanuj (Appointed w.e.f 20.12.2023)	Executive Director	NA
		Shruti Ramanuj (Appointed w.e.f 20.12.2023)	Executive Director	NA
		Manish Keshavlal Solanki (Appointed w.e.f 15.02.2024)	Independent Director	NA
		Utkarshkumar Sanjaykumar Dave (Appointed w.e.f 15.02.2024)	Independent Director	NA
		2	The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year	<b>Directors and other Key Managerial Personnel</b>
Anilkumar Patni (Resigned w.e.f 04/07/2024)	Managing Director			NA
Pradeepkumartana Jankiramulu Naidu (Resigned w.e.f 20/12/2024)	Executive Director			NA
Sangeeta Hariprasad Naidu (Resigned w.e.f 20/12/2024)	Director & CFO			NA
Selvendran Seevanayagam (Resigned w.e.f 12/07/2024)	Independent Director			NA
Parameswaran Nair Suresh Kumar (12/07/2024)	Independent Director			NA
Samarth Prabhudas Ramanuj (Appointed w.e.f 20.12.2023)	Executive Director			NA

		Shruti Ramanuj (Appointed w.e.f 20.12.2023)	Executive Director	NA
		Manish Solanki (Appointed w.e.f 15.02.2024)	Independent Director	NA
		Utkarshkumar Dave (Appointed w.e.f 15.02.2024)	Independent Director	NA
		Saket R Sugandh	Company Secretary	64%
		Vinita Hemant Ojha	Company Secretary	NA
3	The percentage increase or Decreases in the median remuneration of employees in the financial year	(0%) Decrease in Salary		
4	The number of permanent employees on the rolls of Company	4		
5	The explanation on the relationship between average increase in remuneration and Company performance	<b>No increment</b>		
6	Comparison of the remuneration of the Key Managerial Personnel against the performance of the company	Net profit after tax 0		
7	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial Remuneration	N.A.		
8	Comparison of the each remuneration of the Key Managerial Personnel against the performance of the Company	Key Managerial Personnel		
9	Key parameters for any variable component of remuneration availed by the directors	N.A.		
10	Ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year	NA		
11	It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial personnel and Senior Management	The Company is in compliance with its compensation policy.		

For and on behalf of the Board  
Diggi Multitrade Limited

SD/-  
Samarth Prabhudas Ramanuj  
Managing Director  
DIN: 06660127

SD/-  
Shruti Ramanuj  
Director & CFO  
DIN: 9093690

Date: 04/09/2024  
Place: Thane

## Annexure IV

1. **General Shareholder Information:**

a.	AGM: Day, Date, Time and Venue	At Monday, 30 <sup>th</sup> September, 2024 at 02:00 PM through VC/OAVM deemed venue at the Registered Office situated at 312, Bldg K-2 Gala-5sagar Complex Owali Village Thane Bhiwandi-421302, shall be deemed venue of the AGM.																																																				
b.	Financial Year	1 <sup>st</sup> April, 2023 to 31 <sup>st</sup> March, 2024																																																				
c.	Date of Book Closure	Tuesday 24 <sup>th</sup> September, 2024 to Monday 30 <sup>th</sup> September, 2024																																																				
d.	Listing on Stock Exchanges	The Shares of the Company are listed on the BSE Ltd. <b>BSE Limited (SME Platform)</b>																																																				
e.	Scrip Code	540811																																																				
f.	Scrip ID	DML																																																				
g.	ISIN	INE158R01012																																																				
h.	Payment of Listing Fee	The Company has paid Annual listing fees and confirm that no outstanding till 31 <sup>st</sup> March, 2024.																																																				
i.	Market Price Data (High, Low during each month in last financial year 2023-24)	<table border="1"> <thead> <tr> <th>Month</th> <th>Open</th> <th>High</th> <th>Low</th> </tr> </thead> <tbody> <tr> <td>Apr 23</td> <td>24.00</td> <td>28.00</td> <td>19.00</td> </tr> <tr> <td>May 23</td> <td>23.99</td> <td>23.99</td> <td>19.05</td> </tr> <tr> <td>Jun 23</td> <td>21.95</td> <td>26.00</td> <td>18.05</td> </tr> <tr> <td>Jul 23</td> <td>21.00</td> <td>26.15</td> <td>20.04</td> </tr> <tr> <td>Aug 23</td> <td>21.12</td> <td>26.69</td> <td>19.76</td> </tr> <tr> <td>Sep 23</td> <td>25.00</td> <td>25.00</td> <td>19.99</td> </tr> <tr> <td>Oct 23</td> <td>20.50</td> <td>24.85</td> <td>18.05</td> </tr> <tr> <td>Nov 23</td> <td>20.00</td> <td>26.19</td> <td>17.33</td> </tr> <tr> <td>Dec 23</td> <td>23.49</td> <td>28.95</td> <td>20.60</td> </tr> <tr> <td>Jan 24</td> <td>27.00</td> <td>32.50</td> <td>22.78</td> </tr> <tr> <td>Feb 24</td> <td>27.50</td> <td>31.39</td> <td>24.01</td> </tr> <tr> <td>Mar 24</td> <td>24.70</td> <td>28.00</td> <td>20.00</td> </tr> </tbody> </table>	Month	Open	High	Low	Apr 23	24.00	28.00	19.00	May 23	23.99	23.99	19.05	Jun 23	21.95	26.00	18.05	Jul 23	21.00	26.15	20.04	Aug 23	21.12	26.69	19.76	Sep 23	25.00	25.00	19.99	Oct 23	20.50	24.85	18.05	Nov 23	20.00	26.19	17.33	Dec 23	23.49	28.95	20.60	Jan 24	27.00	32.50	22.78	Feb 24	27.50	31.39	24.01	Mar 24	24.70	28.00	20.00
Month	Open	High	Low																																																			
Apr 23	24.00	28.00	19.00																																																			
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Dec 23	23.49	28.95	20.60																																																			
Jan 24	27.00	32.50	22.78																																																			
Feb 24	27.50	31.39	24.01																																																			
Mar 24	24.70	28.00	20.00																																																			
j.	Registrar and share transfer agents	Purva Sharegistry (India) Pvt. Ltd. 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Lower Parel (East), Mumbai-400011																																																				

2. **Other Information**I. **Half-yearly financial results**

The half yearly and annual results of the Company are available on the website of the Company [www.diggimultitrade.co.in](http://www.diggimultitrade.co.in). The half-year results and annual results of the Company are regularly submitted to the Stock Exchanges in accordance with the SEBI (LODR) Regulations, 2015.

The 'Investors' section on the Company's website keeps the investors updated on material developments in the company by providing key and timely information such as financial results, annual reports etc. Members also have the facility of raising queries/making complaints on share related matters through a facility provided on the Company's website.

The Company has a dedicated help desk with email ID: [info@diggimultitrade.com](mailto:info@diggimultitrade.com) in the Secretarial Department for providing necessary information to the investors.

## II. Official News Releases

Official news releases are made whenever it is considered necessary.

## III. The presentation made to institutional investors or to the analysts

There was no specific presentation made to the investors or analysts during the year

## IV. Dividend payment date: Not Applicable

### Distribution of Shareholding as on 31st March, 2024

Sr.No	Category (Equity Shares)	No. of Shareholders	% of Shareholders	No. of Shares held	% Shareholding	Amount (Rs)	% to Capital
1	1 - 100	0	0	0	0	0	0
2	101 - 200	0	0	0	0	0	0
3	201 - 500	0	0	0	0	0	0
4	501 - 1000	0	0	0	0	0	0
5	1001 - 5000	39	22.16	185000	1.91	1850000	1.91
6	5001 - 10000	54	30.68	540000	5.58	5400000	5.58
7	10001 - 100000	65	36.93	2432500	25.14	24325000	25.14
8	100001 and Above	18	10.23	6520000	67.37	65200000	67.37
	<b>Total</b>	<b>176</b>	<b>100</b>	<b>9677500</b>	<b>100</b>	<b>96775000</b>	<b>100</b>

### Pattern of Shareholding as on 31st March, 2024

Sr. No	Category of Shareholders	No. of shares Held	Percentage of holdings
1.	Promoters	43,20,000	44.64
2.	Foreign Institutional Investors/ Mutual Funds	Nil	Nil
3.	Resident Individuals holding nominal share capital up to Rs. 2 lakhs	937500	9.69
4.	Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	3555000	36.73
6.	Non Resident Indians (NRIs)	45000	0.46
7.	Bodies Corporate	450000	4.65
8.	Any Other (specify)	3,70,000	3.83
	<b>Total</b>	<b>96,77,500</b>	<b>100</b>

### Dematerialization of Shares as on 31st March, 2024

The Equity Shares of the Company are compulsorily traded in dematerialized form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

The Company has arrangement with National Securities Depository Ltd. (NSDL) as well as Central Depository Services (India) Limited (CDSL) for demat facility.

Particulars	No. of Shares	Percentage(in Share Capital)
Held in dematerialized Form in CDSL	8265000	85.40%
Held in dematerialized Form in NSDL	1412500	16.30%
Physical	0	0%
<b>Total Number of Shares</b>	<b>96,77,500</b>	<b>100.00</b>



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

**1. GENERAL OUTLOOK:**

Global real GDP is forecasted to grow by 2.7 percent in 2023, down from 3.3 percent in 2022. We expect further slowing to 2.4 percent in 2024. Economic growth is moderating under the weight of still high inflation and monetary policy tightening. Rather than a global recession, we expect a relatively subdued economic outlook. Growth is generally strongest in emerging Asian economies, and weakest in Europe and the US.

Rapid monetary policy tightening over the last year or so led to weakening in global housing, bank lending, and the industrial sector. However, this weakness has been more than offset by strength in other sectors, most notably service-sector activities, which is visible in labor markets. Strong consumer spending and the fading impact of shocks of recent years have been difficult to assess, leading to ongoing forecast revisions. Nonetheless, recent data point to moderation of these positive trends, leading to slower global growth in the second half of 2023 and early 2024.

**Global Economy**

Global growth is projected to fall from an estimated 3.5 percent in 2022 to 3.0 percent in both 2023 and 2024. While the forecast for 2023 is modestly higher than predicted in the April 2023 World Economic Outlook (WEO), it remains weak by historical standards. The rise in central bank policy rates to fight inflation continues to weigh on economic activity. Global headline inflation is expected to fall from 8.7 percent in 2022 to 6.8 percent in 2023 and 5.2 percent in 2024. Underlying (core) inflation is projected to decline more gradually, and forecasts for inflation in 2024 have been revised upward.

The recent resolution of the US debt ceiling standoff and, earlier this year, strong action by authorities to contain turbulence in US and Swiss banking reduced the immediate risks of financial sector turmoil. This moderated adverse risks to the outlook. However, the balance of risks to global growth remains tilted to the downside. Inflation could remain high and even rise if further shocks occur, including those from an intensification of the war in Ukraine and extreme weather-related events, triggering more restrictive monetary policy. Financial sector turbulence could resume as markets adjust to further policy tightening by central banks. China's recovery could slow, in part as a result of unresolved real estate problems, with negative cross-border spillovers. Sovereign debt distress could spread to a wider group of economies. On the upside, inflation could fall faster than expected, reducing the need for tight monetary policy, and domestic demand could again prove more resilient.

In most economies, the priority remains achieving sustained disinflation while ensuring financial stability. Therefore, central banks should remain focused on restoring price stability and strengthen financial supervision and risk monitoring. Should market strains materialize, countries should provide liquidity promptly while mitigating the possibility of moral hazard. They should also build fiscal buffers, with the composition of fiscal adjustment ensuring targeted support for the most vulnerable. Improvements to the supply side of the economy would facilitate fiscal consolidation and a smoother decline of inflation toward target levels.

**Indian Economy**

This year began with the anticipation that runaway inflation, aggressive policy rate hikes, and high commodity prices might topple a few major economies into recession in 2023. We are halfway past 2023 and, while the world is still in the woods, the probability of a recession this year has trimmed. Labor markets in several advanced countries remain tight, while the largest economy, the United States, is seeing a rebound in consumer confidence and spending. Risk spreads are declining on both sides of the Atlantic after the recent banking crisis in the United States.

India, meanwhile, enjoys a Goldilocks moment as it sees its economic activity gaining momentum amid continuing global uncertainties. The last quarter's GDP data was pleasantly surprising but not completely unexpected. The GDP growth in the fourth quarter has pushed up the full-year GDP growth of FY2022-23 to 7.2%, 200 basis points (bps) higher than the earlier estimate. The recently released Annual Economic Review for the month of May 2023 highlighted that the postpandemic quarterly trajectories of consumption and investment have crossed prepandemic levels.<sup>1</sup>

India grew by 6.1% in the last quarter, which is approximately ~100 bps higher than what the market had anticipated.<sup>2</sup> While the overall growth was broad-based, many sectors such as construction and agriculture experienced more-than-expected growth. In fact, strong growth in manufacturing proved to be a reassuring development as modest growth in the sector in previous quarters had been a concern for policymakers.

Overall, the first-quarter data of FY2024 instils confidence in the improving health of the economy. Inflation in the first quarter was 4.5%, the lowest since the quarter of September 2019. Goods and Services Tax collections remain strong, suggesting that revenue buoyancy will aid in improving the budgeted fiscal deficit ratio to GDP. At the same time, India's external account has been improving, thanks to the falling import bills as oil prices ease.

Interestingly, the credit-deposit ratio has continued to improve strongly from the lows of the pandemic despite the rising interest rates (figure 1). A deeper dive reveals that most of the lending is happening in the industry and services sector.<sup>6</sup> This points to improving investment, which means that the supply side is gearing up to meet the rising demand.

## 2. **REAL ESTATE MARKET:**

The real estate industry is moving beyond what it perceives as cyclical headwinds – i.e., rising interest rates, declining gross domestic product (GDP), sinking deal flows – and taking a long-term approach to real estate assets. The mood among the real estate professionals we interviewed for this year's Emerging Trends is cautious optimism. Their plan: Ride out the current slump and reposition their firms for another period of sustained growth and strong returns.

We find it striking that so many people in the industry are willing to look beyond cyclical headwinds. As one real estate professional told us, "We'll look back in 10 years, and the prices that seem astronomical today will seem like a bargain."

This year's Emerging Trends also reconfirms two sometimes contradictory property market trends: Aspects of the industry are "normalizing" (reverting to pre-COVID patterns), while others appear to have permanently changed as the pandemic has altered how and where we use different types of properties. These patterns are playing out in how real estate professionals view prospects in the 80 markets we tracked. No matter the trends, we believe companies must be flexible and adapt quickly to market changes.

## 3. **OPPORTUNITY AND CHALLENGES**

### (a) Opportunities

As India awaits policy reforms to pick up speed, your Company firmly believes that the demand for Real Estate in a country like India should remain strong in the medium to long term. Your Company's well accepted brand, contemporary architecture, well designed projects in strategic locations, strong balance sheet and stable financial performance even in testing times make it a preferred choice for customers and shareholders. Your Company is ideally placed to further strengthen its development potential by acquiring new land parcels.

**(b) Challenges**

While the management of your Company is confident of creating and exploiting the opportunities, it also finds the following challenges:

- Unanticipated delays in project approvals;
- Availability of accomplished and trained labour force;
- Concerns due to ongoing pandemic situation;
- Increased cost of manpower;
- Rising cost of construction lead by increase in commodity prices;
- Growth in auxiliary infrastructure facilities; and
- Over regulated environment.

**4. BUSINESS OVERVIEW:**

Our Company's business activities may be classified as follows:

Trading in real estate by way of acquiring interests in various real estate projects such as flats, land and commercial offices.

**5. PRESENCE IN CERTAIN AREAS OF MUMBAI SUBURBS:**

A substantial amount of our business activities are concentrated in certain areas of Mumbai suburbs such as Mira Road and Naigaon. We believe that we have good knowledge of the environment in these areas which assist us in identifying opportunities. Our Company believes that these areas are having tremendous growth potential since the said areas are still to be developed and are an attractive real estate market in terms of returns on investment and depth of demand for real estate developments.

**6. CONTINUED FOCUS IN REAL ESTATE ACTIVITIES:**

We intend to continue our focus in the real estate activities. We believe that the areas where we have focused our real estate activities are an attractive market in terms of return of investment and depth of demand for real estate developments.

**7. FOCUS IN NEW AREAS:**

Although, we have historically focused our business activities in Mumbai suburbs such as Mira Road and Naigaon. We are in process of establishing our presence in other areas of Mumbai suburbs.

**8. TO CONTINUE EXPANDING OUR BUSINESS BY INCLUDING NEW SERVICES:**

We intend to explore opportunities to expand our operations by developing new verticals within our existing lines of business. Further expanding our offerings will help us to build on existing diversification of our business.

**For and on behalf of the Board  
Diggi Multitrade Limited**

SD/-  
**Samarth Prabhudas Ramanuj**  
Managing Director  
DIN: 06660127

SD/-  
**Shruti Ramanuj**  
Director & CFO  
DIN: 9093690

Date: 04/09/2024  
Place: Thane

## INDEPENDENT AUDITOR'S REPORT

To,

The Members of DIGGI MULTITRADE LIMITED,

**Report on the Financial Statements****Opinion**

We have audited the financial statements of DIGGI MULTITRADE LIMITED ("the Company"), which comprise the balance sheet as at 31st March 2024, and the statement of Profit and Loss, and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and profit/loss, and its cash flows for the year ended on that date.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

- *During the audit it was observed that the company has not deducted TDS of Rs. 1,82,000 u/s 194J on payments made to Sakshi Tarak Dani towards the professional fees of Rs. 18,20,000.*
- *We further draw your reference to the para Vii of Annexure 1 of the audit report wherein it is disclosed that the company has not paid total TDS of Rs. 61750 to the credit of Central Government outstanding for more than six months.*

**Key Audit Matters**

Key Audit Matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and informing our opinion thereon, and we do not provide a separate opinion on these matters. We have not observed any matters that classifies as the key audit matter to be communicated in our audit report.

**Information Other than the Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure 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 financial statements does not cover the other information and we do not express any

form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the 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.

### **Responsibility of Management for Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors are also responsible for overseeing the company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Financial Statements**

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

Paragraph 40(b) of this SA explains that the shaded material below can be located in an Appendix to the auditor's report. Paragraph 40(c) explains that when law, regulation or the applicable auditing standards expressly permit, reference can be made to a website of an appropriate authority that contains the description of the auditor's responsibilities, rather than including this material in the auditor's report, provided that the description on the website addresses, and is not inconsistent with, the description of the auditor's responsibilities below. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

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

### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the **Annexure 1** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those.



- c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- e) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 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 Control with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure -2”.
- g) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i) The Company does not have any pending litigations which would have impact on its financial positions in its financial statements.
- ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii) There were no amounts which are required to be transferred, to the Investor Education and Protection Fund by the Company.
- a. The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregated) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- b. The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- c. Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

iv) The company has not declared or paid any dividend during the year.

v) The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2015 is applicable from 1 April 2023.

*Based on our examination, the company has used accounting softwares for maintaining its books of account, which does not have feature of recording audit trail (edit log) facility. Hence, we conclude and report that the company has not complied with the Rule 11(g) of the Companies (Audit and Auditors) Rules, 2015.*

**For S. K. Jha & Co.**  
**Chartered Accountants**  
FRN. 126173W

**Sd/-**  
**Nikhil Makhija**  
**Partner**  
**M.No. 176178**  
**UDIN: 24176178BKDZFE5918**

**Date : 27.05.2024**  
**Place: Ahmedabad**

**DIGI MULTITRADE LIMITED**  
**CIN: L65900MH2010PLC210471**  
**BALANCE SHEET AS AT 31 ST MARCH, 2024**

Particulars	Note No.	As at 31/03/2024	As at 31/03/2023
		(Amt in Lakhs)	(Amt in Lakhs)
<b>I. EQUITY AND LIABILITIES</b>			
<b>1 Shareholders' funds</b>			
(a) Share capital	2	967.75	967.75
(b) Reserves and surplus	3	64.32	91.72
(c) Money received against share warrants			
<b>2 Share application money pending allotment</b>			
<b>3 Non-current liabilities</b>			
(a) Long-term borrowings		-	-
(b) Deferred tax liabilities (Net)			
(c) Other Long term liabilities			
(d) Long-term provisions			
<b>4 Current liabilities</b>			
(a) Short-term borrowings			
(b) Trade payables			
Outstanding dues of micro enterprise and small enterpr	4	-	-
creditors other than micro enterprise & small enterprise		2.39	0.33
(c) Other current liabilities	5	25.84	0.64
(d) Short-term provisions	6	1.08	15.12
<b>TOTAL</b>		<b>1,061.38</b>	<b>1,075.57</b>
<b>II. ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Property Plant & Equipment			
(i) Tangible assets	7	5.49	7.27
(ii) Intangible assets			
(iii) Capital work-in-progress			
(iv) Intangible assets under development			
(b) Non-current investments	8	51.81	51.81
(c) Deferred tax assets (net)	9	0.64	0.43
(d) Long-term loans and advances			
(e) Other non-current assets	10	58.98	3.98
<b>2 Current assets</b>			
(a) Current investments			
(b) Inventories		-	-
(c) Trade receivables	11	247.07	287.67
(d) Cash and cash equivalents	12	0.70	2.07
(e) Short-term loans and advances	13	696.64	721.53
(f) Other current assets	14	0.05	0.81
<b>TOTAL</b>		<b>1,061.38</b>	<b>1,075.57</b>

Summary of significant accounting policies

Notes to Financial Statement

As per our Report of Even Date Attached

**For S. K. Jha & Co.**

**Chartered Accountants**

FRNo. 126173W

Sd/-

Nikhil Makhija

Partner

M.No. 176178

UDIN: 24176178BKDZ5918

Date : 27.05.2024

Place : Ahmedabad

For and on behalf of Board of Directors

**DIGI MULTITRADE LIMITED**

Sd/-

Anil Patni

Managing Director

DIN: 06597013

Date : 27.05.2024

Place: Mumbai

Sd/-

Shruti Ramanuj

Director & CFO

PAN: BIEPA7652K

Sd/-

Saket Sugandh

Company Secretary

PAN: CIVPS4894R

## DIGI MULTITRADE LIMITED

CIN: L65900MH2010PLC210471

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2024

Particulars		Refer Note No.	For the Year ended	For the Year ended
			on 31/3/02024	on 31/3/02023
			(Amt in Lakhs)	(Amt in Lakhs)
I.	Revenue from operations	15	-	4.00
II.	Other income	16	-	-
<b>III.</b>	<b>Total Revenue (I + II)</b>		-	<b>4.00</b>
IV.	Expenses:			
(a)	Changes in inventories	17	-	-
(b)	Purchases of Stock in Trade			
(c)	Employee benefits expense	18	1.99	3.00
(d)	Finance costs		-	-
(e)	Depreciation and amortization expense	7	1.78	2.37
(f)	Other expenses	19	25.72	7.44
	<b>Total expenses (IV)</b>		<b>29.49</b>	<b>12.81</b>
V.	<b>Profit before exceptional and extraordinary items and tax (III-IV)</b>		<b>(29.49)</b>	<b>(8.81)</b>
VI.	Exceptional items		1.88	-
VII.	<b>Profit before extraordinary items and tax (V - VI)</b>		<b>(27.61)</b>	<b>(8.81)</b>
VIII.	Extraordinary Items		-	-
IX.	<b>Profit before tax (VII- VIII)</b>		<b>(27.61)</b>	<b>(8.81)</b>
X	Tax expense:			
(1)	Current tax		-	-
(2)	Deferred tax		(0.21)	(0.34)
XI	<b>Profit (Loss) for the period from continuing operations (IX-X)</b>		<b>(27.40)</b>	<b>(8.47)</b>
XII	Profit/(loss) from discontinuing operations		-	-
XIII	Tax expense of discontinuing operations		-	-
XIV	<b>Profit/(Loss) from discontinuing operations(after tax)(XII-XIII)</b>		<b>-</b>	<b>-</b>
XV	<b>Profit for Appropriations</b>		<b>(27.40)</b>	<b>(8.47)</b>
	Transfer to Capital Redemption Reserve			
XVI	<b>Profit (Loss) for the period (XI + XIV)</b>		<b>(27.40)</b>	<b>(8.47)</b>
XVII	Earnings per equity share:			
(1)	Basic		(0.28)	(0.09)
(2)	Diluted		(0.28)	(0.09)

Summary of significant accounting policies

1

Notes to Financial Statement

As per our Report of Even Date Attached

For S. K. Jha &amp; Co.

Chartered Accountants

FRNo. 126173W

Sd/-

Nikhil Makhija

Partner

M.No. 176178

UDIN: 24176178BKDZ5918

For and on behalf of Board of Directors

DIGI MULTITRADE LIMITED

Sd/-

Anil Patni

Managing Director

DIN: 06597013

Sd/-

Shruti Ramanuj

Director &amp; CFO

PAN: BIEPA7652K

Sd/-

Saket Sugandh

Company Secretary

PAN: CIVPS4894R

Date : 27.05.2024

Place : Ahmedabad

Date : 27.05.2024

Place : Mumbai

**DIGI MULTITRADE LIMITED**  
**CIN: L65900MH2010PLC210471**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2024**

Particulars	For the year Ended 31-3-2024	For the year Ended 31-3-2023
	Amt in Lakhs	Amt in Lakhs
<b>(A) Cash flow from Operating Activities</b>		
Profit/ (Loss) before extraordinary items and tax	(27.61)	(8.81)
<u>Adjustments for:-</u>		
<u>Add:</u>		
Finance Cost	-	-
Depriciation and Amortisation	1.78	2.37
<u>Less:</u>		
Interest Income	-	-
Profit on sale of Machinery	-	-
<b>Operating Profit/(Loss) before changes in Working Capital</b>		
<u>Changes In Working Capital</u>		
Increase /(Decrease) in Trade Payables	2.06	(0.19)
Increase /(Decrease) in Other Current Liabilities	25.20	0.32
(Increase) /Decrease in Inventories	-	-
(Increase) /Decrease in Trade Receivables	40.60	61.18
(Increase)/Decrease in Short Term Loans & Advances	24.90	(53.61)
(Increase)/Decrease in Other Current Asset	0.75	0.84
Increase /(Decrease) in Short Term Provision	(14.04)	(1.95)
(Increase)/Decrease in Other Non-Current Asset	(55.00)	-
<b>Operating Profit/(Loss) after changes in Working Capital</b>	<b>(1.37)</b>	<b>0.16</b>
Less: Taxes Paid	-	-
<b>Net Cash Flow from Oprating Activities (A)</b>	<b>(1.37)</b>	<b>0.16</b>
<b>(B) Cash flow from Investing Activities</b>		
Purchase of Fixed Assets	-	-
Sale of Fixed Assets	-	-
Intrest Received	-	-
<b>Net Cash Flow from Investing Activities (B)</b>	<b>-</b>	<b>-</b>
<b>(C) Cash flow from Financing Activities</b>		
Proceeds from Borrowings	-	-
Finance Cost	-	-
<b>Net Cash Flow from Financing Activities (C)</b>	<b>-</b>	<b>-</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents(A+B+C)</b>	<b>(1.37)</b>	<b>0.16</b>
Cash and Cash Equivalents at the Beginning of the Period	2.07	1.91
<b>Cash and Cash Equivalents at the Ending of the Period</b>	<b>0.70</b>	<b>2.07</b>

As per our Report of Even Date Attached

For S. K. Jha & Co.  
Chartered Accountants

FRNo. 126173W

Sd/-

Nikhil Makhija

Partner

M.No. 176178

UDIN: 24176178BKDZFFZ5918

Date : 27.05.2024

Place : Ahmedabad

For and on behalf of Board of Directors  
DIGI MULTITRADE LIMITED

Sd/-

Anil Patni

Managing Director CFO

DIN: 06597013

Sd/-

Shruti Ramanuj

CFO

PAN: BIEPA7652K

Date : 27.05.2024

Place : Mumbai

Sd/-

Saket Sugandh

Company Secretary

PAN: CIVPS4894R

## DIGI MULTITRADE LIMITED

CIN: L65900MH2010PLC210471

## NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024

## Note 2 :

<u>Share Capital</u>	As at 31/03/2024	As at 31/03/2023
<b>Authorised</b>		
1,00,00,000 (P.Y. 1,00,00,000) Equity shares of Rs. 10 each	1,000.00	1,000.00
<b>TOTAL</b>	<b>1,000.00</b>	<b>1,000.00</b>
<b>'Issued, Subscribed and Paidup Capital'</b>		
96,77,500 (P.Y. 96,77,500) Equity shares of Rs. 10 each	967.75	967.75
<b>TOTAL</b>	<b>967.75</b>	<b>967.75</b>

**B. Terms/ rights attached to shares:****i. Equity Shares**

The company has Equity shares having par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share. Any shareholder whose name is entered in to Register of Members of the company shall enjoy the same rights and subject to the same liabilities as all other shareholders of the same class.

In the event of liquidation of the company, the holder of Equity Shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in the proportion to the no. of equity shares held by the share holder.

**C. The reconciliation of the number of shares outstanding and the amount of share capital as at 31st March, 2024 and 31st March, 2023 is set out below:**

PARTICULARS	As at 31/03/2024		As at 31/03/2023	
Equity Shares	Number	(Amt in Lakhs)	Number	(Amt in Lakhs)
At the beginning of the year	96,77,500	967.75	96,77,500	967.75
Add: Further Issue During the Period Issued and Allotted	-	-	-	-
At the end of the year	<b>96,77,500</b>	<b>967.75</b>	<b>96,77,500</b>	<b>967.75</b>

**D. Details of Shares held by each share holder (Holding more than 5% of Equity Shares)**

NAME OF THE PERSON	As at 31/03/2024		As at 31/03/2023	
	Number	%	Number	%
RAJA LACHHAMANDAS UTWANI	19,64,158	20.30%	14,07,500	14.54%
SAMARTH PRABHUDAS RAMANUJ	12,65,842	13.08%	14,47,500	14.96%
Vishal Bhatt	77,00,000	7.96%	30,000	0.31%

As per records of the Company, including its register of shareholders/ members and other declaration received from the shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

E. During the period of 5 years immediately preceding the reporting date, the company has not issued any shares for consideration other than cash, has not bought back any shares and has not allotted any shares as fully paid-up by way of bonus shares.

**F. Shares held by promoters at the end of the Year 2024**

Name of Promoter	No. of shares held	% of Total Shares	% Change during the Year
RAJA LACHHAMANDAS UTWANI	19,64,158	20.30	100.00
SAMARTH PRABHUDAS RAMANUJ	12,65,842	13.08	
Pradeepkumartana Naidu	-	-	100.00
Sangeeta Naidu	-	-	100.00
Siddhant Pradeep	-	-	100.00



## DIGI MULTITRADE LIMITED

CIN: L65900MH2010PLC210471

## NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024

## Note 3

<u>Reserves &amp; Surplus</u>	As at 31/03/2024 Amt in Lakhs	As at 31/03/2023 Amt in Lakhs
<b>a. Surplus/(deficit) in Statement of Profit and Loss</b>		
Opening balance	13.72	22.19
(+) Net Profit/(Net Loss) For the current year	(27.40)	(8.47)
(-) Transfer to Capital Redemption Reserve	-	-
Closing Balance	(13.68)	13.72
<b>b. Securities Premium</b>		
Opening balance	78.00	78.00
(+) Transfer from Profit & Loss A/c	-	-
Closing Balance	78.00	78.00
<b>Total</b>	<b>64.32</b>	<b>91.72</b>

## Note 4

<u>Trade Payables</u>	As at 31/03/2024 Amt in Lakhs	As at 31/03/2023 Amt in Lakhs
Micro and Small Enterprises Creditors	-	-
Other than Micro and Small Enterprises Creditors	2.39	0.33
<b>Total</b>	<b>2.39</b>	<b>0.33</b>

## 4.1 Trade Payables Ageing Schedule

Particulars	As at 31/03/2024	As at 31/03/2023
Other than MSME		
Less than 1 year	2.39	0.21
1-2 years	-	0.12
2-3 years	-	-
More than 3 years	-	-
<b>Total</b>	<b>2.39</b>	<b>0.33</b>

The Company has certain dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosure pursuant to the said MSMED Act are as follows:

Particulars	As at 31/03/2024 Amt in Lakhs	As at 31/03/2023 Amt in Lakhs
Principal Amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	-
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	-	-
Principal Amount due to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest paid , other than under section 16 of MSMED Act, beyond the appointed day during the year	-	-
Interest paid , under section 16 of MSMED Act, beyond the appointed day during the year	-	-
Interest due and payable towards suppliers registered under the MSMED Act, for payments already made	-	-
Further interest remaining due and payable for earlier years	-	-

<b>Note 5</b>		
	As at 31/03/2024	As at 31/03/2023
<u>Other Current Liabilities</u>	Amt in Lakhs	Amt in Lakhs
a) Other payables		
(i) Statutory remittances (Contributions to PF and ESIC, Excise Duty, VAT, Service Tax, GST etc.)	0.76	0.64
(ii) Outstanding towards C & F Agreement Deposits	25.08	-
<b>Total</b>	<b>25.84</b>	<b>0.64</b>
<b>Note 6</b>		
	As at 31/03/2024	As at 31/03/2023
<u>Short Term Provisions</u>	Amt in Lakhs	Amt in Lakhs
(a) Provision for Employee Benefits		
Related Parties	-	13.23
Others	-	-
(b) Others		
Provision for Expenses	1.08	1.89
Provision for Income Tax	-	-
<b>Total</b>	<b>1.08</b>	<b>15.12</b>
<b>Note 8</b>		
	As at 31/03/2024	As at 31/03/2023
<u>Non Current Investments</u>	Amt in Lakhs	Amt in Lakhs
<b>Non Trade Investment In Unquoted Equity Shares</b>		
- Narvada Real Estate Pvt Ltd 52,356 (P.Y. 52,356) Equity Shares of Re. 10/- each	51.81	51.81
<b>Total</b>	<b>51.81</b>	<b>51.81</b>
<b>Note 9</b>		
	As at 31/03/2024	As at 31/03/2023
<u>Deferred Tax Assets</u>	Amt in Lakhs	Amt in Lakhs
Opening Balance	0.43	0.09
Add/ (Less):- During the year	0.21	0.34
<b>Closing Balance</b>	<b>0.64</b>	<b>0.43</b>
<b>Note 10</b>		
	As at 31/03/2024	As at 31/03/2023
<u>Other Non-Current Assets</u>	Amt in Lakhs	Amt in Lakhs
<b>(i) Security Deposits- Unsecured Considered Good</b>		
Rent Deposit	4.60	0.60
BSE	3.38	3.38
C&F Deposit	51.00	-
<b>Total</b>	<b>58.98</b>	<b>3.98</b>

Note 11		
	As at 31/03/2024	As at 31/03/2023
<u>Trade Receivable</u>	Amt in Lakhs	Amt in Lakhs
<b>Unsecured, Considered Good</b>		
Exceeding Six Months	247.07	287.67
Others	-	-
<b>Total</b>	<b>247.07</b>	<b>287.67</b>
<b>11.1 Trade Receivable Ageing Schedule</b>		
	As at 31/03/2024	As at 31/03/2023
<u>Particulars</u>		
<b>Undisputed</b>		
Less than 6 months	-	-
6 months - 1 year	-	-
1-2 years	-	217.77
2-3 years	177.17	69.90
More than 3 years	69.90	-
<b>Total</b>	<b>247.07</b>	<b>287.67</b>
<b>Note 12</b>		
	As at 31/03/2024	As at 31/03/2023
<u>Cash and Cash Equivalents</u>	Amt in Lakhs	Amt in Lakhs
Cash on Hand	-	0.01
Balance in With Bank	0.70	2.06
<b>Total</b>	<b>0.70</b>	<b>2.07</b>
<b>Note 13</b>		
	As at 31/03/2024	As at 31/03/2023
<u>Short Term Loans and Advances</u>	Amt in Lakhs	Amt in Lakhs
<b>Others - (Unsecured, Considered Good)</b>		
(a) Loans and Advances		
Interest Bearing	574.60	573.90
Non Interest Bearing	112.03	87.63
(b) Advance Against		
Real Estate Projects	10.00	10.00
Purchase of Flats	-	50.00
(c) Advance to Suppliers	-	-
<b>Total</b>	<b>696.64</b>	<b>721.53</b>
<b>Loans and Advances in the Nature of Loans Granted to Promoters, Directors, Relatives</b>		
	Amount of Loan	Amount of Loan
Type of Borrower	% to Total Advances in the Nature of Loans	% to Total Advances in the Nature of Loans
Promoter	-	-
Directors	-	-
KMPs	-	-
Related Parties	20.85	20.15
	2.99%	2.79%

<b>Note 14</b>		
<u>Other Current Assets</u>	As at 31/03/2024	As at 31/03/2023
	Amt in Lakhs	Amt in Lakhs
<b>(A) Balances with Govt. Authorities</b>		
Income Tax Receivable (TDS Credit / Refund Receivable)	0.05	0.05
GST Credit Receivable	-	0.75
<b>Total</b>	<b>0.05</b>	<b>0.81</b>

Note 8 : Property Plant & Equipment										(Amt in Rs.)
Tangible Assets	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 01.04.2020	Additions	Disposals/ Transfer	As at 31.03.2021	As at 01.04.2020	Depreciation charge for the year	Disposals/ Transfer	As at 31.03.2021	As at 31.03.2021	As at 31.03.2020
	Amt in Rs.	Amt in Rs.	Amt in Rs.	Amt in Rs.	Amt in Rs.	Amt in Rs.	Amt in Rs.	Amt in Rs.	Amt in Rs.	Amt in Rs.
Computer & Data Processing Units	68,402	-	-	68,402	67,785	-	-	67,785	617	617
Office Equipments	30,754	-	-	30,754	26,413	-	-	26,413	4,341	4,341
<b>Total (A)</b>	<b>99,156</b>	<b>-</b>	<b>-</b>	<b>99,156</b>	<b>94,198</b>	<b>-</b>	<b>-</b>	<b>94,198</b>	<b>4,958</b>	<b>4,958</b>
Previous Year	99,156	-	-	99,156	93,956	242	-	94,198	5,200	

## DIGI MULTITRADE LIMITED

CIN: L65900MH2010PLC210471

## NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2024

**Note 15**

<u>Revenue From Operation</u>	For the Year ended 31st March 2024	For the Year ended 31st March 2023
	Amt in Lakhs	Amt in Lakhs
Sales of Goods Residential Flats & Shops	-	-
Sale of Services	-	4.00
<b>Total</b>	<b>-</b>	<b>4.00</b>

**Note 16**

<u>Other Income</u>	For the Year ended 31st March 2024	For the Year ended 31st March 2023
	Amt in Lakhs	Amt in Lakhs
Comission Income	-	-
Interest Income Loan	-	-
Incometax Refund	-	-
Sundry Balances written back	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

<b>Note 17</b>		
<u>Changes in Inventories</u>	For the Year ended 31st March 2024	For the Year ended 31st March 2023
	Amt in Lakhs	Amt in Lakhs
Opening Stock		
Residential Flats	-	-
Shops	-	-
Less: Closing Stock		
Residential Flats	-	-
Shops	-	-
<b>Cost of Raw Material Consumed</b>	<b>-</b>	<b>-</b>
<b>Note 18</b>		
<u>Employee Benefites Expense</u>	For the Year ended 31st March 2024	For the Year ended 31st March 2023
	Amt in Lakhs	Amt in Lakhs
Salary	1.99	3.00
Director Remuneration	-	-
<b>Total</b>	<b>1.99</b>	<b>3.00</b>
<b>Note 19</b>		
<u>Other Expenses</u>	For the Year ended 31st March 2024	For the Year ended 31st March 2023
	Amt in Lakhs	Amt in Lakhs
Advertisement Exp	-	-
Audit Fees	1.18	1.00
Bank Charges	0.02	-
BSE/Depository Charges	2.60	3.70
BSE Late Fees	0.69	-
Conveyance Exp	-	-
Director Sitting Fees	-	-
Office Expense	0.20	-
Office Rent	0.80	-
Printing & Stationery	-	-
Professional Fees	19.29	2.11
Stamp & Registration Charges	-	-
ROC Filing Fees	-	-
Rate and Taxes	0.75	0.63
Travelling Expense	0.18	-
<b>Total</b>	<b>25.72</b>	<b>7.44</b>

**Annexure -1 referred to in paragraph 1 of the section on "Report on other legal and regulatory requirements" of our report of even date**

- i. In respect of the Company's Property, Plant and Equipment and Intangible Assets:
  - (a)
    - A. The Company has maintained proper records showing full particulars, including quantitative details and situation of the Property, Plant and Equipment.
    - B. The company does not carry intangible assets during the financial year, hence reporting under clause 3 (i) (a) B is not applicable to the company.
  - (b) All the assets have been physically verified by the management during the year and no discrepancy was noticed on such verification.
  - (c) The Company does not have any immovable property as on balance sheet date hence reporting under clause 3 (i) (c) is not applicable to the company.
  - (d) The company has not revalued any Property, Plant and Equipment or intangible assets during the year, hence reporting under clause 3 (i) (d) is not applicable to the company.
  - (e) No Proceeding have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. In respect of the Company's Inventories:
  - (a) The Company does not have any inventory as on the balance sheet date and hence reporting under clause 3(ii)(a) of the Order is not applicable.
  - (b) The Company has not been sanctioned any working capital limits at any points of time during the year, from banks or financial institutions on the basis of security of security of current assets and hence reporting under clause 3 (ii)(b) of the order is not applicable.
- iii. Whether during the year the company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity
  - a.
    - (A) In our opinion and according to the information and explanations given to us, during the year no loans or advances and guarantees or security are given by the company to subsidiaries, joint ventures and associates and hence reporting under clause 3 (iii) a (A) is not applicable to the company.
    - (B) In our opinion and according to the information and explanations given to us, during the year loans of Rs. 12.00 lakhs and Rs. 32.90 lakhs is given to Dadhimati Contracting Private Limited and SNPB Capital Private Limited respectively. Amount outstanding as at the balance sheet date is Rs. 1.00 lakhs and Rs. 56.90 lakhs from Dadhimati Contracting Private Limited and SNPB Capital Private Limited respectively.
  - b. Since, there are no written terms and conditions of the advances given in the nature of loan are provided we are not able to comment on whether such conditions are prejudicial to the company's interest or not. However, the company has not received any income in nature of interest or any other form with respect to such advances amounting to Rs. 686.64 Lakhs outstanding as at balance sheet date.



- c. in respect of loans and advances in the nature of loans, the schedule of repayment of principal and payment of interest has not been stipulated hence we are unable to comment on the regularity of repayments or receipts
- d. No amount is overdue, for more than ninety days, hence reporting under this clause is not applicable.
- e. During the year, no loan or advance in the nature of loan granted has fallen due hence reporting under this clause is not applicable.
- f. During the year, the company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms however, there is opening outstanding of such loan.
- Rs. 20.85 lakhs i.e 2.99% of total advance is given to Brookfield Sangeevini Healthcare Private Limited, an Enterprise Controlled by Key Managerial Personnel of the company without specifying any terms or period of repayment.
- iv. In our opinion and according to the information and explanations given to us, the company has not complied with the provisions of section 185 or section 186 of the Companies Act, 2013 in respect of loans , investments, guarantees, and securities provided, as applicable. Since, the company has not received any income in nature of interest or any other form with respect to such advances amounting to Rs. 686.64 Lakhs outstanding as at balance sheet date;
- v. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- vi. As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- vii. In respect of statutory dues:
- (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Goods & Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities except TDS. According to the information and explanations given to us, undisputed amounts of Rs. 61,750 payable in respect of TDS is outstanding as at March 31, 2024 for a period of more than six months from the date on when they become payable.
- (b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- viii. In our opinion and according to the information and explanations given to us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- ix. In our opinion and according to the information and explanations given to us, in respect of loans taken and funds raised:
- (a) The company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.
- (b) The company has not been declared willful defaulter by any bank or financial institutions or government or any government authority.
- (c) The company has not taken any term loan during the year and there are no outstanding term loans at the

beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

- (d) On an overall examination of the financial statements of the company, no funds are raised on short term basis have, prima facie, not been used during the year for long-term purposes by the company.
  - (e) On an overall examination of the financial statements of the company, the company has not taken any funds from any entity or person on account of or to meet the obligations of subsidiaries.
  - (f) The company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the order is not applicable.
- x. In respect of money raised:
- (a) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
  - (b) During the year, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- xi. In respect of fraud:
- (a) No fraud by the company and no material fraud on the company has been noticed or reported during the year.
  - (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
  - (c) We have taken into consideration the whistle blower complaints received by the company during the year (and upto the date of this report, while determining the nature, timing and extent of our audit procedures.
- xii. The Company is not a Nidhi Company hence reporting under clause 3 (xii) of the Order is not applicable.
- xiii. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- xiv. In respect of Internal Audit System:
- (a) In our opinion the company has an adequate internal audit system commensurate with the size and the nature of its business.
  - (b) We have considered the internal audit reports for the year under audit, issued to the company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Hence, provisions of section 192 of the Companies Act, 2013 are not applicable to the company.
- xvi.
- (a) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and hence reporting under clause 3 (xvi) (a) to (c) of the Order are not applicable.
  - (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3 (xvi) (d) of the Order is not applicable.

- xvii. The company has incurred cash loss of Rs. 27.71 lakhs during the financial year covered by our audit and has incurred cash loss of 6.44 lakhs in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attentions, which causes us to believe that any material uncertainty exists on the date of the audit report indicating that the company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts upto the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- xx. In our opinion and according to the information and explanations given to us, the provisions of section 135 of the Companies Act, 2013 are not applicable to the company and hence reporting under clause 3(xx) (a) and (b) of the order is not applicable.
- xxi. According to the information and explanations given to us, the company is neither holding nor subsidiary of any company and hence reporting under clause 3(xxi) of the order is not applicable.

**For, S K Jha & Co.**  
**Chartered Accountants**  
FRN: 126173W

**Nikhil Makhija**  
**Partner**  
M.No. 176178

Date: 27.05.2024  
Place: Ahmedabad

**Annexure -2 Referred To In Paragraph 2 (F) Of the Section on “Report On Other Legal And Regulatory Requirements” Of Our Report Of Even Date**

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

**To the Members of Bisil Plast Limited**

We have audited the internal financial controls over financial reporting of Diggi Multitrade Limited (“the Company”) as of March 31, 2024 which is based on criteria established in Internal Control – Integrated Framework issued by the Committee of Sponsoring Organizations of the Tread way Commission (2013 framework) (the COSO 2013 criteria) 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 over financial reporting criteria established under the COSO 2013 criteria, which considers the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditor’s Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

**Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company;

and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the internal control over financial reporting in COSO 2013 criteria, considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For, S K Jha & Co.**  
**Chartered Accountants**  
FRN: 126173W

Sd/-  
**Nikhil Makhija**  
**Partner**  
M.No. 176178

Date: 27.05.2024  
Place: Ahmedabad

## 1. SIGNIFICANT ACCOUNTING POLICIES

### a. Company Overview

Diggi Multitrade Limited (L65900MH2010PLC210471) (the Company) was incorporated under the provisions of the Companies Act, 1956 on 01 December, 2010 as a Private Limited Company namely "Diggi Securities Private Limited" with Registrar of Companies - Mumbai (ROC).

The Company vide resolutions dated 24 April 2014, resolved to change the name and the status of the Company from private limited to public limited company. The said resolutions were duly filed with ROC. Pursuant to the said approvals, the name of the Company was changed from "Diggi Securities private Limited" to "Diggi Multitrade Limited" with effect from 05 June 2014.

The Company is engaged in the business of

- To act as a Super Stockiest, C & F (Clearing and Forwarding) Agent, Dealer, Distributor, Trader or Franchiser in India or elsewhere to deal in all types of Fast-moving consumer goods Product including but not limited to fruits, vegetables, sea foods, health foods, protein foods, food products, agro foods, fast foods, packed foods and others.
- Trading in fabrics, real estate viz. Flats, Land, Construction material and acquiring interest in various real estate projects.

### b. Basis of Preparation of Financial Statements:

The financial statements of the Company have been prepared on accrual basis and under historical cost convention method and in accordance with Generally Accepted Accounting Principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the Accounting Standards notified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified).

As per MCA notification dated 16th February 2015, the companies whose shares are listed on BSE SME Platform as referred to in Chapter XB of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2009 are exempted from the compulsory requirements of adoption of IND-AS. As the Company is covered under exempted category from the compulsory adoption of IND AS, it has not adopted IND AS for preparation of financial statements.

### c. Use of Estimate:

The preparation of financial statements require management to make estimates and assumptions that affects the reported amount of assets and liabilities, the disclosure of contingent assets and liabilities on the date of the financial statements and reported amount of revenue and expenses during the year. Actual results could differ from those estimates. Any revision in the accounting estimate are recognized prospectively in the current and future periods.

### d. Property, Plant and Equipment:

Property, Plant and Equipment are recorded and stated at cost less accumulated depreciation and impairment losses, if any. The cost comprises of the purchase price and other costs directly attributable to bringing the assets to its working condition for its intended use.



**e. Depreciation:**

Depreciation on Property Plant and Equipments is provided by complying the provisions contained in Schedule - II of the Companies Act, 2013.

Depreciation is provided using Written down Value Method, after retaining residual value at the rate of 5% of the cost, over the useful lives of the assets prescribed in Schedule - II of the Act.

In case of assets purchased during the year, Depreciation is provided on prorata basis on the basis of use full lives prescribed in Schedule - II.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the Statement of Profit and Loss.

**f. Impairment of Property, Plant and Equipment:**

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to the present value at interest rate specific to the asset and in case where the specific rate is not available at the weighted average cost of capital which is adjusted for country risk/currency risk.

**g. Investments:**

Investments have been classified as long-term investments in accordance with the Accounting Standard 13, as notified by the Companies (Accounting Standards) Rules, 2006 (as amended). Long term investments are carried at cost. Provision for diminution in value is made to recognize a decline other than temporary in the value of the investments. On disposal of the investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.

Dividends are accounted for when the right to receive the payment is established.

**h. Inventories:**

Inventories are carried at cost or net realizable value whichever is lower. Cost of inventories is generally ascertained on FIFO (First-In-First-Out) basis. The cost comprises of cost of purchase and other costs incurred in bringing the inventory to its present location and condition.

Inventories of residential flats are valued at actual cost based on the information provided.

**i. Revenue Recognition:**

As per AS - 9 "Revenue Recognition" Revenue from the sale of goods or services are recognized when ownership or control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. In other cases revenue is recognized when right to receive income is established.

**j. Subsequent Events**

Subsequent Events are those events which occur after the Balance Sheet date and before the date on which Books of Accounts are approved by Board of Directors. All the subsequent events which provide further

evidence of conditions that existed at the Balance Sheet date have been duly incorporated by the Management in the Financial Statements.

**k. Prior Period, Extra Ordinary and Exceptional Items**

- Items of Incomes or Expenses which aroused in the current year but the conditions, events or evidences for those transactions relates to one or more prior periods are separately disclosed in the Financial Statements.
- The Items of Incomes or Expenditure which does not relates to ordinary business activities are classified as Extra ordinary items in the Financial Statements.
- Incomes or Expenditures which relates to ordinary business activities but are exceptionally high or low as compared to one or more comparatives are classified as Exceptional Items.

**l. Taxes on Income:**

Tax expense comprises Current and Deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with Income-tax Act, 1961.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets are recognized for timing differences only to the extent that there is reasonable certainty exists that sufficient future taxable income will be available against which these can be realized.

**m. Earnings Per Share:**

The Company reports basic and diluted earnings per equity share in accordance with Accounting Standard 20, 'Earnings Per Share'. Basic earnings per equity share is computed by dividing net profit/(loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per equity share is computed by adjusting net profit or loss and using the weighted average number of equity shares outstanding during the year for dilution.

**n. Employee Benefits:**

The amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognized during the period when the employee renders the service. Post-employment benefits such as gratuity have not been provided for as the Company employs less than 10 employees during the year.

**o. Segment Reporting**

The accounting policies adopted for segment reporting are in conformity with the accounting policies adopted for the Company. Revenue and expenses have been identified to segments on the basis of their relationship to the operating activities for the segment. Revenue and expenses, which relate to the Company as a whole and are not allocable to segments on a reasonable basis, have been included under " Unallocated corporate expenses/income.

**p. Provisions, Contingent Liabilities and Contingent Assets:**

Provisions are recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which are liable estimate can be made. Provisions are not discounted to their present value and are determined based on the

best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are recognized only when there is a possible obligation arising from past events, not wholly within the control of the Company, or where any present obligation cannot be measured in terms of future outflow of resources of, or where reliable estimate cannot be made. Obligations are assessed on going concern basis and only those having a largely probable outflow of resources are provided for. Contingent liabilities, if any, are not provided for in the financial statements but are separately shown by way of note. Contingent assets are neither recognised nor disclosed in the financial statements.

**q. Significant Notes:**

**i. Current Assets, Loans & Advances and Liabilities:**

In the opinion of the Board, the value of realization of current assets, loans & advances, if realized in the ordinary course of the business, shall not be less than the amount, which is stated, in the current year Balance Sheet. The provision for all known liabilities is reasonable and not in excess of the amount considered reasonably necessary.

**ii. Directors Remuneration:**

During the year under consideration, the company has not paid director remuneration to any director.

**iii. Disclosure Requirement for Sundry Creditors Covered Under MSME Act, 2006:**

As informed by the management, the Company has circulated confirmation for the identification of suppliers registered under the Micro, Small and Medium Enterprises Development Act, 2006.

*The company has disclosed the amounts unpaid, if any as at the yearend together with interest paid/payable relating to the suppliers from whom confirmation regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 is obtained.*

**iv. Previous Year's Figures:**

Previous years' figures have been recast so as to make them comparable with current year's figures.

**20. EARNING PER SHARE**

Particulars	31 <sup>st</sup> March, 2024 (Amt in Lakhs)	31 <sup>st</sup> March, 2023 (Amt in Lakhs)
Net Profit/(Loss) after tax for the year	(27.40)	(8.47)
Weighted No. of ordinary shares for basic EPS (Actual)	9,677,500	9,677,500
Nominal Value of Ordinary Share (Actual)	10.00	10.00
Basic and Diluted Earning for Ordinary Shares	<b>(0.28)</b>	<b>(0.09)</b>

**21. DEFERRED TAX ASSETS / LIABILITIES**

Provision for current tax is made after taking into consideration benefits admissible under the provisions of Income-tax Act, 1961. Deferred tax resulting from timing difference between book and taxation profit is accounted for using the tax rates and laws that have been enacted or substantively enacted on the date of balance sheet. The deferred tax asset and liabilities are recognized and carried forward only to the extent that there is reasonable certainty that the assets will be realized in future.

Break up of Net Deferred Tax Liability (Assets) into major components is given below:

Particulars	As at 31/03/2024	As at 31/03/2023
WDV as per Books	5.49	7.27
WDV as per Income Tax	7.96	8.92
Difference	2.47	1.65
<b>Tax effect @ 26.00% (Previous Year 26%)</b>	<b>0.64</b>	<b>0.43</b>

## 22. ROUNDING OFF OF FIGURES

Figures have been rounded off to the nearest rupee.

## 23. SEGMENT REPORTING

The accounting policies adopted for segment reporting are in conformity with the accounting policies adopted for the Company. Revenue and expenses have been identified to segments on the basis of their relationship to the operating activities for the segment. Revenue and expenses, which relate to the Company as a whole and are not allocable to segments on a reasonable basis, have been included under "Unallocated corporate expenses/income."

## 24. RELATED PARTY TRANSACTIONS

### a) Key Managerial Personnel & their Relatives:

i.	ANILKUMAR PANNALAL PATNI (Till 04/07/2024)	Director
ii.	SANGEETA HARIPRASAD NAIDU (Till 20/12/2023)	Director and CFO
iii.	PRADEEPKUMARTANA J NAIDU (Till 20/12/2023)	Director
iv.	PARAMESWARANNAIR SURESH KUMAR (Till 12/07/2024)	Director
v.	SELVENDRAN SEEVANAYAGAM (Till 12/07/2024)	Director
vi.	SAMARTH PRABHUDAS RAMANUJ (w.e.f. 20/12/2023)	Director
vii.	SHRUTI RAMANUJ (w.e.f. 20/12/2023)	Director and CFO
viii.	MANISH SOLANKI (w.e.f. 15/02/2024)	Director
ix.	UTKARSHKUMAR DAVE (w.e.f. 15/02/2024)	Director
x.	SAKETH SUGANDH (Till 11.06.2023)	Company Secretary
xi.	VINITA HEMANT OJHA (w.e.f. 15.06.2023)	Company Secretary

### b) Enterprises Controlled By Key Management Personnel or Their Relatives

- Rising East Developers Private Limited
- Dhandh Foundation - Trustee (Mr. Varun Dhandh) Is A Director
- Brookefield Sanjeevini Healthcare Pvt Ltd
- Haxco Invest Private Limited
- Mspr Infotech Private Limited
- Aficionados Consulting Private Limited
- Orange Arka Infraspace (Opc) Private Limited

### c) Transaction taken place during the year with related parties

Particulars	As at 31.03.2024	As at 31.03.2023
Loan Given		
- Brookfield Sangeevini Healthcare Private Limited	0.70	-
	-	1.85
Payment made on behalf of Company		
- Brookfield Sangeevini Healthcare Private Limited		

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d) Details of Amount due to & due from as at 31st March, 2024 and 31st March, 2023

Particulars	Outstanding As On 31.03.2024	Outstanding As On 31.03.2023
Varun Dhandh	0	2.41
	0	10.57
Anil Patni	0	0.12
	0	0.12
Satyaprakash Harinath Singh	20.85	20.15
Jitendrakumar Sharma		
Brookfield Sangeevini Healthcare Private Limited		

**25. Exceptional Items**

Exceptional items of Rs. 1.88 lakhs represent the balances written off on account of cessation of liabilities of i. Director Sitting fees of Rs. 0.25 lakh, ii. Rent Payable of Rs. 1.19 lakh, iii. Director Remuneration of Rs. 0.41 lakh & iv. Professional Tax of Rs. 0.03 lakh.

**26. Payment to Auditors**

Payment to Auditor	2023-24	2022-23
Statutory Audit & Limited Review Fees	1.00	1.00
<b>Total</b>	<b>1.00</b>	<b>1.00</b>

**27. Undisclosed Income**

There are no transactions not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

**28. Corporate Social Responsibility**

The company is not covered under section 135 of The Companies Act, 2013.

**29. Details of Crypto Currency**

Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

**30. Additional Regulatory Information**

**i. Registration of Charges:**

There are no charges or satisfaction yet to be registered with ROC beyond the statutory period.

**ii. Compliance with Number of Layers of Companies:**

Since the Company does not have any holding/subsidiary, thus the clause is not applicable.

**iii. Relationship with Struck off Companies:**

There are no transactions and balance outstanding to and from any struck off companies as on the balance sheet date.

**iv. Willful Defaulter:**

Company is not declared willful defaulter by any bank or financial Institution or other lender.

**v. Compliance with approved Scheme(s) of Arrangements:**

No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

**vi. Utilization of Borrowed funds and share premium:**

- a. Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) 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 the company.
- b. Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

**vii. Financial Ratios:**

Ratio	Numerator	Denominator	For Year ended 31-03-2024	For Year ended 31-03-2023	Variance
Current Raio	Current Assets	Current liabilities	32.22	62.86	-49%
Debt Equity Ratio	Debt	Shareholder's equity	-	-	NA
Debt Service Coverage Ratio	Earning Available for Debt Servicing	Total Debt Service	-	-	NA



Return on Equity	Net Profit After Taxes	Average Shareholders' Equity	-1.75	-0.53	230%
Inventory Ratio	Cost of Goods Sold	Average Inventory	-	-	NA
Trade Receivables Turnover Ratio	Revenue From Operations	Average Trade Receivable	-	0.01	-100%
Trade Payable Turnover Ratio	Purchases	Average Trade Payables	-	-	NA
Net Capital Turnover Ratio	Revenue	Working Capital	-	0.00	-100%
Net Profit Ratio	Net Profit After Taxes	Net Sales	-	-211.82	-100%
Return on Capital Employed	Earnings Before Interest and Taxes	Capital Employed	-1.76	-0.55	219%
Return on investment	Return on Investment	Cost of Investment	-	-	NA

**Reason for Variance**

**For, S K Jha & Co.**  
Chartered Accountants  
FRN: 126173W

**For and on behalf of Board of Directors**  
**Diggi Multitrade Limited**

**Nikhil Makhija**  
Partner  
M.No.: 176178  
Date: 27.05.2024  
Place: Ahmedabad

**Anit Patni**  
Managing Director  
DIN: 06597013  
AMPPT8721J

**Shruti Ramanuj**  
CFO/Director

**Vinita Ohja**  
Company secretary  
BIEPA7652K