

YASH TRADING AND FINANCE LIMITED

CIN: L51900MH1985PLC036794

Registered Office: Bagri Niwas, 53/55, N. M. Path, Mumbai - 400002

Corporate Office: 1207-A, P.J. Towers, Dalal Street, Fort, Mumbai – 400001

Tel.: +91-22-2272 0000

Email: yashtradingandfinancelimited@gmail.com website: www.yashtradingfinance.com

Date: September 5, 2024

To,
Department of Corporate Relations
BSE Limited
P.J. Towers, Dalal Street,
Fort, Mumbai – 400 001.

Sub: Notice of the 39th Annual General Meeting (AGM) and Annual Report for the financial year 2023-2024 (Scrip Code: 512345)

Dear Sir/Madam,

This is further to our letter dated September 3, 2024, wherein the Company had informed that the Annual General Meeting (AGM) of the Company is scheduled to be held on Monday, September 30, 2024.

Pursuant to Reg. 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed 39th Annual Report of the Company for the financial year 2023-24 including the Notice convening Annual General Meeting for the Financial Year 2023-24, which is being sent to the Members, who have registered their email address with the Company/Depositories/RTA through electronic mode.

The Annual Report including Notice convening Annual General Meeting is also uploaded on the Company's website: <http://www.yashtradingfinance.com/index.php>.

This is for your information and records.

Thanking you,
Yours faithfully,

For Yash Trading and Finance Limited

Sadiq Patel
Whole Time Director
DIN-06911684



Encl: as above

Copy to –

Central Depository Services (India) Limited A-Wing, 25 th Floor, Marathon Futurex, Mafatlal Mills Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400013.	National Securities Depository Limited Trade World, 'A' Wing, 4 th floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013.	Purva Share Registry (India) Pvt. Ltd. Unit No. 9, Shiv Shakti Ind. Estate, J. R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (East) Mumbai-400 011.
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YASH TRADING AND FINANCE LIMITED

(CIN-L51900MH1985PLC036794)

39TH ANNUAL REPORT FOR THE YEAR ENDED ON 31ST MARCH, 2024

COMPANY INFORMATION

BOARD OF DIRECTORS

Sadiq Dawood Patel (DIN-06911684), Whole Time Director
Dinesh Mundhra (DIN-00389283), Director
Jyoti Budhia (DIN-00332044), Independent Director
Ajay Sharma (DIN-06960753), Independent Director

KEY MANAGERIAL PERSONNEL

Sadiq Patel, Whole Time Director & Chief Financial Officer
Kavita Akshay Chajjer, Company Secretary & Compliance Officer

CONTACT

Registered Office - Bagri Niwas, 53/55, N.M. Path, Mumbai – 400 002.
Corporate Office – 1207-A, P. J. Towers, Dalal Street, Fort, Mumbai – 400 001.
Tel. No.: 91-22-2272 0000

E-mail: yashtradingandfinancelimited@gmail.com

Website: www.yashtradingfinance.com

REGISTRAR AND SHARE TRANSFER AGENTS

Purva Shareregistry (India) Private Limited
9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Lower Parel (East), Mumbai – 400 011.
Tel. Nos.: +91 22 4961 4132 / +91 22 3199 8810
E-mail: support@purvashare.com Website: www.purvashare.com

BANKERS

Bank of India, Stock Exchange Branch, Fort, Mumbai 400 001.
RBL Bank Limited, Fort Branch, Mumbai 400 001.

STATUTORY AUDITORS

M/s. Bhattar & Co.,
Chartered Accountants
307, Tulsiani Chambers, Nariman Point, Mumbai – 400 021.

INTERNAL AUDITORS

M/s. MAKK & Co. (Formerly known as M/s. R Jaitlia & Co.), Chartered Accountants
408, Manish Chambers, Sonawala Road, Opp. Hotel Karan Palace,
Goregoan (East), Mumbai – 400 063.

SECRETARIAL AUDITORS

Sonam Jain, Practicing Company Secretary, Mumbai
Flat No.103, Building No.-3, Shanti Gardens, Sector-5, Mira Road (East), Thane- 401107
Email - cssonamjain3@gmail.com

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DIRECTORS' REPORT

To the Members of
YASH TRADING AND FINANCE LIMITED,

Your Directors have pleasure in presenting the 39th Board's Report on the business and operations of your Company together with the audited financial statements for the year ended March 31, 2024.

Financial summary of your Company

A summary of the Company's financial performance during the financial year:

(Amt in Rs. in lac except EPS)

Particulars	As on 31st March, 2024	As on 31st March, 2023
Total revenue including other income	2.75	-
Total Expenditure	22.68	18.27
Profit / (Loss) before tax	(19.93)	(18.27)
Tax Expenses		
Profit / (Loss) after tax	(19.93)	(18.27)
EPS		
-Basic	(8.13)	(7.46)
-Diluted	(8.13)	(7.46)

Disclosure on state of the Company's affairs

During the year under review, there was no business activity carried on by the Company. The Company has incurred a net loss of Rs. 19.93 Lacs during the current year as compared to Net loss of Rs. 18.27 Lacs incurred during the previous year.

Promoters/ Management of the Company

Mr. Pradeep Kumar Sethy became the promoter of the Company w.e.f. FY 2011-12 post completion of the open offer process under the erstwhile SEBI Takeover Code, 1997.

Post the same, there was a Governmental inquiry against the Artha Tatwa Group of our promoter Mr. Pradeep Kumar Sethy leading to inter alia the arrest of Mr. Pradeep Kumar Sethy. BSE Limited thereafter suspended the trading of the securities of the Company from BSE Limited vide BSE's notice number 20131205-19 dated 5th December, 2013 due to failure to comply with various provisions of the Listing Agreement.

On August 5, 2014, the minority public shareholders of the Company held an Extra Ordinary General Meeting of the Company under Section 100 of the Companies Act, 2013 where new directors were appointed as Directors to ensure compliance with laws.

The Company has received communication ref. no. F. No. ECIR/04/BBSZO/2014 dated 12th January, 2015 from the Directorate of Enforcement, Foreign Exchange Management Act and Prevention of Money Laundering Act, Bhubaneswar Sub-Zonal Office, contents reproduced as under:

Re: Artha Tatwa Group of Companies – Pradeep Kumar Sethy – reg.

- 1. This office has initiated an investigation against the captioned group under the provisions of Prevention of Money Laundering Act 2002*
- 2. In this connection it appears that Pradeep Kumar Sethy has acquired 49% shares of Yash Trading and Finance Limited Regd office at Bagri Niwas, 53/55 N M Path, Mumbai 400 002 (Corporate Office at 1209 P J Towers, Dalal Street, Fort, Mumbai 400 001)*
- 3. It is requested that the said Shares should not be transferred, leased or mortgaged without the prior permission of the undersigned*

Your faithfully

Sd/-

D.V.S. Kishore,

Assistant Director

It is understood that current promoter Mr. Pradeep Kumar Sethy is in jail and is not in touch with the current management.

The past promoter Mr. Uttam Bharat Bagri who is now a public shareholder post the 2011 open offer process has been supporting the company since August 2014 inter alia by giving pro bono administrative support for office operations including provision of desk space at their office(s) to use as corporate office and usage of office facilities like computers, electricity, manpower, etc. However, he has indicated to the company management that more than a decade has passed and he will be unable to continue this arrangement indefinitely.

The Board of Directors express their gratitude to him for the support provided to the company in the interest of smaller shareholders.

Dividend

Your directors do not recommend any dividend for the year under review due to losses incurred by the Company.

Changes in the nature of business of the Company

During the year, no major business activity was carried out by the Company except investment / trading in the securities markets.

Transfer to Reserve

The Board of Directors of your company has decided not to transfer any amount to the reserves for the year under review.

Share Capital

There is no change in the authorised, issued, subscribed and paid-up share capital of your Company during the financial year 2023-24.

Disclosure under Companies (Share Capital and Debentures), Rules, 2014

- No equity shares with the differential rights as to dividend, voting rights etc, number of shares issued, diluted EPS etc., were issued during the year and thus no disclosure required.
- No Sweat Equity shares were issued during the year and thus no disclosure required.
- No shares were issued under a scheme of employees' stock option and thus no disclosure required.
- There exists no scheme for provision of money for purchase of or subscription of shares by employees or by trustees for the benefit of employees of the company, and thus no disclosure is required.

Disqualification of Director

No intimation regarding disqualification of Directors (in form DIR-8), on account of non-filing of financial statements or annual returns for continuous period of 3 years or non-repayment of deposits, non-redemption of debentures, non-payment of declared dividend, were received by the Company and thus, no disclosure required.

Material changes and commitments, if any, affecting the financial position of your Company which have occurred between the end of the financial year of your Company to which the financial statements relate and the date of the report

During the year under review, there are no material changes and commitments, which affect the financial position of your Company which have occurred between the end of the financial year to which the financial statements relate and the date of this Report.

Extract of Annual Return

Pursuant to Section 92(3) and Section 134(3)(a) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of your Company in prescribed Form MGT-7 for the financial year ended March 31, 2024 is available on your Company's website at <http://www.yashtradingfinance.com>

Particulars of loans, guarantees and investments

The particulars of loans, guarantees and investments given/made during the financial year under review and governed by the provisions of Section 186 of the Act, 2013 forms part of financial statements.

Internal control financial systems and their adequacy

Your Company has adequate systems of internal control, to ensure that all assets are safeguarded and protected against loss from unauthorized use and procedures commensurate with the size and nature of business. Your Company continuously upgrades its systems in line with the best availability practices. These systems are supported by periodical reviews by the management and standard policies and guidelines to ensure that financial and other records are prepared accurately. During the year under review, the Internal Financial Controls were operating effectively and no material or serious observations were received from the Auditors of your Company for inefficiency or inadequacy of such controls.

Even through this non-production period the Company continues to ensure proper and adequate financial systems and procedures commensurate with its size and nature of its business.

Energy Conservation Measures, Technology Absorption and R&D Efforts and Foreign Exchange Earnings and Outgo

In view of the nature of activities carried on by the Company, the requirements for disclosure in respect of Conservation of Energy, Technology Absorption, in terms of the Companies (Accounts) Rules, 2014 are not applicable to the Company. However, the Company takes all possible efforts towards energy conservation. The requirement for disclosure with regard to technology absorption does not apply to the Company as the activities in which the Company operates does not require any technology.

During the financial year under review the Company has earned Foreign Exchange of 'Nil' and incurred the Foreign Exchange outgo of 'Nil'.

Risk Management

The Company has devised and implemented a mechanism for risk management and has developed a Risk Management Policy. The Policy provides for constitution of a Risk Committee, which will work towards creating a Risk Register, identifying internal and external risks and implementing risk mitigation steps. The Committee will, on a quarterly basis, provide status updates to the Board of Directors of the Company.

Related Party Transactions

During the year there was no Related Party Transactions that were entered into during the financial year except sitting fees to independent directors. All transactions were on arm's length and were in the ordinary course of business and were in compliance with the applicable provisions of the Companies Act, 2013. There were no materially significant Related Party Transactions made by the Company during the year that would have required shareholders' approval.

As the paid-up equity share capital of the Company is less than Rs. 10 Crore and net worth is less than Rs. 25 Crore, as on the last day of the previous financial year, regulations of SEBI (LODR), 2015, specifically dealing with Related Party Transactions are not applicable.

Statutory Auditors

M/s. Bhattar & Co., Chartered Accountants (ICAI Firm Registration No.: 131092W) were appointed as the Statutory Auditors of your Company at Annual General Meeting (AGM) of your Company held on September 30, 2022 for a term of five consecutive years from the conclusion of the Annual General Meeting held on September 30, 2022 until the conclusion of 42nd Annual General Meeting of your Company to be held in the year 2027.

Statutory Auditors' Report:

M/s. Bhattar & Co., Statutory Auditors of your Company has audited books of account of your Company for the financial year ended March 31, 2024 and have issued the Auditors' Report on the Financial Statements thereon. The Auditor's Report does not contain any qualification, reservation or adverse remark or Disclaimer.

Internal Auditor

Your Company had designated M/s. MAKK & Co. (Formerly Known as M/s. R. Jaitlia & Co.), Chartered Accountants, (ICAI FRN 117246W) as an Internal Auditor of your Company, in compliance with the provisions of Section 138 of the Act and Rules framed thereunder.

Internal Audit Reports are reviewed by the Audit Committee of your Company at their meetings held during quarterly intervals. Internal Auditor carried out his functions as per the scope of work assigned and placed his reports at the meetings of the Audit Committee, during quarterly intervals.

Secretarial Auditor and their report

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s. Sonam Jain, Practising Company Secretaries were appointed as Secretarial Auditor of your Company to undertake the Secretarial Audit of your Company for the year under review. The report of Secretarial Audit in Form No. MR-3 for the FY 2023-24 is annexed herewith as '**Annexure I**'. The said report does not contain any qualification, reservation or adverse remark or disclaimer.

Corporate Governance

Since the Company does not have paid up equity share capital exceeding Rs.10 Crore and Net Worth exceeding Rs.25 Crore, compliance with Regulations 17 to 27, Regulation 46(2)(b) to 46(2)(i) and para-C, D and E of Schedule V, are not applicable to the Company.

Directors and Key Managerial Personnel (KMP)

As the paid-up equity share capital of the Company is less than Rs. 10 Crore and net worth is less than Rs. 25 Crore, as on the last day of the previous financial year, regulations of SEBI (LODR), 2015, specifically dealing with constitution of Board & committees thereof, KMP, corporate governance requirements etc, are not applicable

Board of the Company is duly constituted in compliance with Section 149 of the Companies Act, 2013 read with rules made thereunder. All the Directors of the Company are resident of India.

i. Independent Director(s):

In compliance with Chapter XI - Appointment and Qualifications of Directors and Chapter XIII - Appointment and Remuneration of Managerial Personnel read with rules made thereunder and Schedule IV - Code for Independent Directors, Company have appointed Ms. Jyoti Budhia (DIN: 00332044) and Mr. Ajay Sharma (DIN: 06960753) as Independent Directors to hold office for a term of 5 consecutive years not liable to retire by rotation, on the Board of your Company. The current term of Ms. Jyoti Budhia (DIN: 00332044) and Mr. Ajay Sharma (DIN: 06960753) as Independent Directors of the Company will be ending on 25th September, 2024.

Company is in receipt of "Declaration of Independence" for the financial year 2023-24, as prescribed under 149(7), stating that the Independent Directors meets the criteria of independence as provided in section 149(6) of the Companies Act, 2013.

Independent Directors of the Company have successfully cleared the 'Online Proficiency Self-Assessment' as required under Ministry of Corporate Affairs vide its notification dated 22nd October, 2019 has issued the Companies (Appointment and Qualification of Directors) Fifth Amendment Rules, 2019.

ii. Woman Director(s):

In compliance with Section 149 of the Companies Act, 2013 read with Rule 3 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, Ms. Jyoti Budhia (DIN: 00332044) is appointed as woman director on the Board of the Company whose current term will be ending on 25th September, 2024.

iii. Executive/Non-Executive Directors:

Mr. Sadiq Patel (DIN: 06911684) is re-appointed as Whole time Director in compliance with section 202, 203, 196 and 197 of the Companies Act, 2013 read with rules made thereunder for a term of 5 years ending 29th September, 2025.

Mr. Dinesh Mundhra (DIN: 00389283) is a Non-Executive Director on the Board of the Company. In accordance with the provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Dinesh Mundhra retires from the Board by rotation, and being eligible, offers himself for re-appointment.

Pursuant to section 152(6) of the Companies Act, 2013 2/3rd of total number of directors of public company are liable to retire by rotation.

Board of your Company, as on the date of this report, composes of:

Name	Designation
Sadiq Patel	Whole Time Director
Dinesh Mundhra	Non-Executive Director
Jyoti Budhia	Non-Executive and Independent Director
Ajay Sharma	Non-Executive and Independent Director

Apart from the above, there are no changes in the composition of Board of Directors during the financial year 2023-24.

iv. Key Managerial Personnel (KMP):

In compliance with Section 204 of the Companies Act, 2013 read with rules made thereunder and Regulation 6 of SEBI (LODR), 2015, Mr. Sadiq Patel is appointed as Whole Time Director and Ms. Kavita Akshay Chhajer as Company Secretary and Compliance officer, of the Company w.e.f 01st April, 2023 in place of Ms. Krisha Mehta, Company Secretary and Compliance officer of the Company who has resigned from the Company w.e.f. 07th October, 2022.

Composition of Audit Committee

The Audit Committee of your Company composes of the following members:

Name	Designation
Ms. Jyoti Budhia	Chairperson
Mr. Ajay Sharma	Member
Mr. Dinesh Mundhra	Member

Number of meetings of the Board

Four meetings of the Board were held during the year on 12th May, 2023, 28th July, 2023, 20th October, 2023 and 2nd February, 2024.

The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013, Rules framed thereunder read with the Secretarial Standards on Meetings of the Board of Directors.

Appointment of Independent Directors

a. Ms. Himani Bhootra - (DIN 09811030)

Pursuant to the provisions of the Section 161 (1) of the Companies Act, 2013 and the Articles of Association of the Company, and based on the recommendations of the Nomination and Remuneration Committee the Board of Directors of the Company appointed, Ms. Himani Bhootra (DIN 09811030) as an Additional Director the Company with effect from 25th September, 2024.

Pursuant to provisions of Section 161 (1) of the Act, Ms. Himani Bhootra (DIN 09811030) would hold office up to the date of this Annual General Meeting.

Further the Board of Directors also appointed her as an Independent Director pursuant to Section 149 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder. The Company has received a notice in writing, from Ms. Himani Bhootra (DIN 09811030), under the provisions of Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director of the Company for consideration of members in the 39th Annual General Meeting.

The Company has received from Ms. Himani Bhootra (DIN 09811030), consent in writing to act as a Director of the Company and declaration to the effect that she is not disqualified under Section 164 of the Companies Act, 2013. Also Ms. Himani Bhootra (DIN 09811030) has given a declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Act.

Ms. Himani Bhootra (DIN 09811030) is a Company Secretary with strong knowledge of company laws and legislation.

b. Mr. Bhartkumar Pramodbhai Suchak (DIN 05154775)

Pursuant to the provisions of the Section 161 (1) of the Companies Act, 2013 and the Articles of Association of the Company, and based on the recommendations of the Nomination and Remuneration Committee the Board of Directors of the Company appointed, Mr. Bhartkumar Pramodbhai Suchak (DIN 05154775) as an Additional Director the Company with effect from 25th September, 2024.

Pursuant to provisions of Section 161 (1) of the Act, Mr. Bhartkumar Pramodbhai Suchak (DIN 05154775) would hold office up to the date of this Annual General Meeting.

Further the Board of Directors also appointed him as an Independent Director pursuant to Section 149 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder. The Company has received a notice in writing, from Mr. Bharatkumar Pramodbhai Suchak (DIN 05154775), under the provisions of Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company for consideration of members in the 39th Annual General Meeting.

The Company has received from Mr. Bharatkumar Pramodbhai Suchak (DIN 05154775), consent in writing to act as a Director of the Company and declaration to the effect that he is not disqualified under Section 164 of the Companies Act, 2013. Also Mr. Bharatkumar Pramodbhai Suchak (DIN 05154775) has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act.

Mr. Bharatkumar Pramodbhai Suchak (DIN 05154775) is a Chartered Accountant with 13 years of comprehensive expertise in visionary leadership, executive oversight, and strategic advisory roles. In addition to providing advisory services in Direct and Indirect Taxation, He has a proven track record in auditing PSU bank branches. He has specialization in project finance and subsidy-related consultancy.

Directors Responsibility Statement

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

- In the preparation of annual financial statements, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year 2023-24 and of the profit of the Company for that period;
- The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- The Directors have prepared the annual accounts on a going concern basis;
- The Directors had laid down proper internal financial controls and such internal financial controls are adequate and were operating effectively;
- The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.
- Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants and the reviews performed by management and the relevant board committees, including the audit committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2023-24.

Remuneration of the Directors/Key Managerial Personnel (KMP)/Employees

The information required under Section 197 (12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in respect of ratio of remuneration of each director to the median remuneration of the employees of the Company for the financial year are as follows:

Sr. No.	Name of Director	Designation	Remuneration per annum (Rs.)	Median Remuneration per annum (Rs.)	Ratio (Remuneration of Director to Median Remuneration of Employees)
1.	Mr. Sadiq Patel	Whole Time Director	Nil	Nil	N.A.

Note: In view of losses incurred by the Company during the year, the Whole Time Director has foregone his remuneration for the financial year ended 2023-24.

Percentage increase in Remuneration of Directors and Key Managerial Personnel	2022-23	2023-24	Differential	% increase/ (decrease)
Ms. Krisha Mehta (Company Secretary and Compliance Officer) (*resigned from the company w.e.f 07 th October, 2022)	88,800	-	N.A.	N.A.
Kavita Akshay Chhajer (Company Secretary & Compliance Officer) (Appointed w.e.f. 01-Apr-2023)	-	2,04,000		

There is no employee covered under the provisions of Section 197(14) of the Act.

Ms. Kavita Akshay Chhajer, Company Secretary and Compliance Officer is the only permanent employee on the pay roll of the Company, and hence disclosure under Rule 5(viii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended) is not applicable for the Company.

It is affirmed that the remuneration is as per the remuneration policy of the Company.

Integrity, Expertise, Experience and Proficiency

Your Board consists of personalities with professional expertise and credentials. Their experience and professional credentials is expected to help your Company for strategy formulation and its implementation, thereby enabling its growth objectives.

In the opinion of the Board, the independent director(s) appointed/ continuing during the year possesses requisite integrity, expertise, experience and proficiency.

Declarations given by Independent Directors under Section 149(6) of the Companies Act, 2013

The Company has received declarations from the Independent Directors of the Company under section 149(7) of the Companies Act, 2013 confirming that they meet the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and there has been no change in the circumstances which may affect their status as Independent Directors.

Further, they have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

During the Financial year 2023-24 separate meeting exclusively of Independent Directors was held on 02nd February 2024.

Annual Evaluation of the Board

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act. The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of Board processes, information and functioning, etc.

The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and the Nomination and Remuneration Committee (“NRC”) reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the Board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the Board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

Remuneration Policy for the Directors, Key Managerial Personnel and other employees

In terms of the provisions of Section 178(3) of the Act, the Nomination and Remuneration Committee (NRC) is responsible for formulating the criteria for determining qualification, positive attributes and independence of a Director. The NRC is also responsible for recommending to the Board a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees. The Board has on the recommendation of the NRC framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The said policy is stated in **Annexure-II** of this report.

Deposits

During the year under review, your Company has not accepted any deposits in terms of Section 73 of the Act read with the Companies (Acceptance of Deposit) Rules, 2014, no amounts were outstanding which were classified as ‘Deposits’ under the applicable provisions of Act as on the date of Balance Sheet.

Vigil mechanism

The Company has adopted a Vigil Mechanism Policy to provide a mechanism for the Directors and employees to report genuine concerns about any unethical behavior, actual or suspected fraud or violation of the Company’s Code of Conduct. The provisions of this policy which is uploaded on the Company’s website are in line with the provisions of Section 177 (9) of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015/Listing Agreement.

Particulars of Employees and Remuneration

- i. The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year – ***No remuneration was paid to the Directors during the year under review other than sitting fees to independent directors.***
- ii. The percentage increase in remuneration of each director, Chief Financial Officer (CFO), Chief Executive Officer (CEO), Company Secretary or Manager, if any, in the financial year - ***Not applicable***
- iii. The percentage increase in the median remuneration of employees in the financial year – ***Not applicable***
- iv. The number of permanent employees on the rolls of the company; - ***There was only one employee on the payroll of the Company.***
- v. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration – ***During the year under review, except for Company Secretary, no other managerial personnel was paid remuneration and thus, no comparative data is available for disclosure.***
- vi. Remuneration payable to the managerial personnel is as per the Remuneration policy of the Company.

- vii. The names of the top ten employees in terms of remuneration drawn – *There is only one employee on the payroll of the Company, viz. CS Kavita Akshay Chhajjer*
- viii. The name of every employee, who
- if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than Rs.1.2 Crore – *No such case during the year under review.*
 - if employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than Rs. 8.5 lac per month – *No such case during the year under review.*
 - if employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than 2% of the equity shares of the Company – *No such case during the year under review.*

Stock Exchange

The Company is currently listed on BSE Limited under scrip code 512345 and under scrip id YASTF. Your Company has paid Annual listing fee for the financial year 2023-24 to the abovementioned exchange.

Maintenance of Cost Records

The Central Government has not prescribed maintenance of cost records for your Company under Section 148 (1) of the Act.

Application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016

During the year under review, your Company has not made application under the Insolvency and Bankruptcy Code, 2016 and no proceeding was pending under the said code.

Difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof

There was no difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions as there was no one time settlement and the valuation done during the year.

Disclosure requirements for certain types of agreements binding listed entities

As on the date of notification of clause 5A to para A of part A of schedule III of SEBI Listing Regulations, 2015 i.e. 15th July, 2023 there exist no agreements as stated under the said clause.

Corporate Social Responsibility Initiatives

The criteria prescribed for the applicability of Corporate Social Responsibility u/s 135 of the Companies Act, 2013 is not applicable to your Company.

Management Discussion and Analysis Report

The Management Discussion and Analysis Report for the financial year under review, as per Regulation 34(2)(e) of the SEBI Listing Regulation is presented in a separate section forming part of this Annual Report.

Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future

There is no significant material orders passed by the Regulators / Courts or Tribunals which would impact the going concern status of your Company and its future operations.

Disclosures with respect to demat suspense account/ unclaimed suspense account

There are no shares in the demat suspense account or unclaimed suspense account, hence no disclosure made.

Disclosure on constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, if applicable

The disclosure on the constitution of Internal Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is not applicable to your Company.

Details of Companies which have become or ceased as Subsidiary, Associates and Joint Ventures, during the year under review

There is no such Company which has become or ceased as a subsidiary, associates and joint ventures, during the year under review.

Acknowledgement

Your Directors would like to express their sincere appreciation of the co-operation and assistance received from Shareholders, Bankers, regulatory bodies and other business constituents during the year under review.

Your Directors also wish to place on record their deep sense of appreciation for the commitment displayed by all executives, officers and staff, resulting in successful performance of the Company during the year.

For and on behalf of the Board of Directors

Yash Trading and Finance Limited

Sd/-

Sadiq Patel
Whole time Director
DIN-06911684

Sd/-

Dinesh Mundhra
Director
DIN-00389283

Place: Mumbai

Date: September 5, 2024

Management Discussion and Analysis

Industry Structure and Developments

The Company currently does not have any significant business operations. The management is in the process of exploring various options/ business opportunities for the same and take decisions in due course in the best interest of the Company and all stakeholders of the Company.

Opportunities and Threat

There are various opportunities available to your Company in the Indian markets. However, the Company is currently small in size and is looking for various new opportunities suitable to its size and the manpower available with it.

The management is looking at various fund raising options for the company. The Board of Directors have decided to appoint Merchant Bankers/ Investment bankers to advice the company on various options available for the same.

Segment-wise or Product-wise Performance

Currently, the Company has only one products/ segments of securities trading.

Outlook

Your Board of the Company is examining various possible business options available with them.

Risks and Concerns

Your Board of the Company is examining various possible business options available with them.

Internal control System and their adequacy

Company at present has adequate internal control procedures, which is commensurate with the present business volume and its requirements. Internal controls are being monitored, reviewed and upgraded on an ongoing basis and on from time to time depending upon situation.

Financial performance with respect to operational performance

Your Company's Present performance vis-à-vis the financial performance for the previous year as given below in tabular format.

Particulars	(Rs. In lac)	
	As on 31 st March, 2024	As on 31 st March, 2023
Total revenue including other income	2.75	-
Total Expenditure	22.68	18.27
Profit / (Loss) before tax	(19.93)	(18.27)
Tax Expenses	-	-
Profit / (Loss) after tax	(19.93)	(18.27)

Human resources / Industrial Relations front

The Board is keen to have a fully equipped Human Resource Department, once the business activity is resumed/started in a normal way. During the year under review, since, there were no business activities and manpower utilization was meagre, there was no such department.

Disclosure of Accounting Treatment:

Detailed disclosure of accounting treatment during the year 2023-24 has been made in Notes to accounts of the financials.

Caution

The views expressed in the Management Discussions and Analysis are based on available information, assessments and judgment of the Board. They are subject to alterations. The Company's actual performance may differ due to national or international ramifications, government regulations, policies, Tax Laws, and other unforeseen factors over which the Company may not have any control.

For and on behalf of the Board of Directors

Yash Trading and Finance Limited

Sd/-

Sadiq Patel
Whole time Director
DIN-06911684

Sd/-

Dinesh Mundhra
Director
DIN-00389283

Place: Mumbai

Date: September 5, 2024

Related Party Transactions
FORM No. AOC-2

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

1. Details of contracts or arrangements or transactions not at arm's length basis: Nil

2. Details of material contracts or arrangement or transactions at arm's length basis: Nil (other than Independent Director Sitting Fees)

Sr. No.	Name(s) of the related party and nature of relationship	Nature of contracts / arrangements / transactions	Duration of the contracts /arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board if any	Amount paid as advance, if any
1.	Ms. Jyoti Budhia (Independent Director)	Sitting fee	April 2023 to March 2024	Rs. 0.80 lac p.a.	26-Sep-2014	Nil
2.	Mr. Ajay Sharma (Independent Director)	Sitting fee	April 2023 to March 2024	Rs. 0.80 lac p.a.	26-Sep-2014	Nil

For and on behalf of the Board of Directors
Yash Trading and Finance Limited

Sd/-

Sadiq Patel
Whole time Director
DIN-06911684

Sd/-

Dinesh Mundhra
Director
DIN-00389283

Place: Mumbai
Date: September 5, 2024

Annexure - I
FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON 31st March, 2024

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

To,
The Members,
YASH TRADING AND FINANCE LIMITED,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **YASH TRADING AND FINANCE LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2024 ('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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **YASH TRADING AND FINANCE LIMITED** for the financial year ended on March 31, 2024 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(not applicable to the Company during the audit period)**
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and amendment made thereunder;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and amendment made thereunder;
 - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999, The Securities and Exchange Board of India (Share Based Employee Benefits) Regulation 2014; **(Not applicable to the company during the Audit Period)**
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the company during the Audit Period)**
 - 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;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the company during the Audit Period)** and
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the company during the Audit Period)**
 - i. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendment made thereunder

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

- I. Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.
- II. The Listing Agreements entered into by the Company with BSE Limited read with the SEBI (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.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

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

We further report that the Compliance by the Company of the applicable financial laws, like direct and indirect tax laws, and labour law compliances, have been subject to review by statutory, financial audit and other designated professionals.

We further report that during the audit period the Company has not passed any resolution for:

- i. Public/Right/Preferential issue of shares / debentures/sweat equity, etc.
- ii. Redemption / buy-back of securities.
- iii. Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013.
- iv. Merger / amalgamation / reconstruction, etc.,
- v. Foreign technical collaborations

For KOTHARI H. & ASSOCIATES

Company Secretaries

(Peer Review S2003MH067700)

Sd/-

Sonam Jain

Membership No. F9871

Certificate of Practice No. 12402

UDIN-F009871F000886329

Place: Mumbai

Date: 02-Aug-2024

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

Annexure- A

To,

The Members

YASH TRADING AND FINANCE LIMITED

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
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 records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
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 the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
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 KOTHARI H. & ASSOCIATES

Company Secretaries

(Peer Review S2003MH067700)

Sd/-

Sonam Jain

Membership No. F9871

Certificate of Practice No. 12402

Place: Mumbai

Date: 02-Aug-2024

Annexure - II**POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION**

The Nomination and Remuneration Committee (NRC) has recommended a Policy which, inter alia, deals with the manner of selection of Executive/Non-Executive Directors & Senior Management employees and their remuneration. The said Policy has been adopted by the Board and has been outlined below:

Criteria of Selection of Non-Executive Directors

- The Non-Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of marketing, finance, taxation, law, governance and general management
- In case of appointment of Independent Directors, the NRC shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.
- The NRC shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.
- The NRC shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director.
 - Qualification, expertise and experience of the Directors in their respective fields;
 - Personal, Professional or business standing;
 - Diversity of the Board
- In case of re-appointment of Non-Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

Remuneration for the Non-Executive Directors

- The Non-Executive Directors shall be entitled to receive remuneration by way of sitting fees, reimbursement of expenses for participation in the Board / Committee meetings and commission as detailed hereunder:
- A Non-Executive Director shall be entitled to receive sitting fees for each meeting of the Board or Committee of the Board attended by him, of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014;
- The Independent Directors of the Company shall not be entitled to participate in the Stock Option Scheme of the Company, if any, introduced by the Company.

Executive Director/ Senior Management Employees - Criteria for Selection / Appointment

- For the purpose of selection of the Executive Directors, the NRC shall recommend the Promoter, Directors as Executive Director who is person of integrity who possess relevant expertise, experience and leadership qualities required for the position.

Remuneration for the Executive Director

- At the time of appointment or re-appointment, the Executive Director shall be paid such remuneration as may be mutually agreed between the Company (which includes the NRC and the Board of Directors) and the Executive Director within the overall limits prescribed under the Companies Act, 2013.
- The remuneration shall be subject to the approval of the Members of the Company in General Meeting.
- The remuneration of the Executive Director may be containing variable components

Remuneration Policy for the Senior Management Employees

- In determining the remuneration of the Senior Management Employees (i.e. KMPs and Executive Committee Members) the N&R Committee shall ensure / consider the following:
 - The relationship of remuneration and performance benchmark;
 - The balance between fixed and incentive pay reflecting short and long-term performance objectives, appropriate to the working of the Company and its goals;
 - The remuneration is divided into two components viz. fixed component comprising salaries, perquisites and retirement benefits and a variable component comprising performance bonus;
 - The remuneration including annual increment and performance bonus is decided based on the criticality of the roles and responsibilities, the Company's performance vis-à-vis the annual budget achievement, individual's performance vis-à-vis KRAs / KPIs, industry benchmark and current compensation trends in the market.
 - The Managing Director will carry out the individual performance review based on the standard appraisal matrix and shall take into account the appraisal score card and other factors mentioned herein-above, whilst recommending the annual increment and performance incentive to the NRC for its review and approval.

For and on behalf of the Board of Directors

Yash Trading and Finance Limited

Sd/-

Sadiq Patel
Whole time Director
DIN-06911684

Sd/-

Dinesh Mundhra
Director
DIN-00389283

Place: Mumbai

Date: September 5, 2024

INDEPENDENT AUDITOR’S REPORT

To
The Board of Directors of
Yash Trading and Finance Limited
(CIN-L51900MH1985PLC036794)

Report on the audit of the Standalone Financial Results

Opinion

We have audited the accompanying IND AS financial results of Yash Trading and Finance Limited (‘the Company’) for the quarter ended 31st March, 2024 and the year-to-date results for the period from 1st April, 2023 to 31st March, 2024, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (‘Listing Regulations’).

In our opinion and to the best of our information and according to the explanations given to us these standalone financial results:

- i. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India of the net profit/loss and other comprehensive income and other financial information for the quarter ended 31st March, 2024 as well as the year-to-date results for the period from 1st April, 2023 to 31st March, 2024.

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 (the Act). Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Standalone Financial Results 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 results under the provisions of the Companies Act, 2013 and the Rules thereunder, 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.

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 in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How our audit addressed the key audit matter
<p>The Company is subject to a number of income tax related claims which have been disclosed in financial statements based on the facts and circumstances of each case.</p> <p>Taxation and litigation exposures have been identified as a key audit matter due to complexities involved in these matters, the potential financial impact of these on the financial statements, exposure of each case and thus a risk that such cases may not be adequately provided for or disclosed.</p>	<p>Our audit procedures included the following:</p> <ol style="list-style-type: none"> 1. Gained an understanding of the process of identification of claims, litigations and contingent liabilities and identified key controls in the process. For selected controls, we have performed tests of controls. 2. Obtained the summary of Company’s disputed Tax cases and critically assessed management’s position through discussions with the Head of Tax and operational management, on both the probability of success in significant cases, and the magnitude of any potential loss. 3. Engaged tax specialists to technically appraise the tax position taken by the management with respect to local tax issues. 4. Assessed the relevant disclosures made within the financial statements to address whether they appropriately reflect the facts and circumstances of the respective tax and requirements of relevant accounting standards.

Management’s Responsibilities for the Standalone Financial Results

These quarterly financial results as well as the year-to-date standalone financial results have been prepared on the basis of the interim financial statements. The Company’s Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the net profit/loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, ‘Interim Financial Reporting’ prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. 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 standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the Board of Directors are 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 the Board of Directors 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 Standalone Financial Results

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

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 standalone financial results, 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, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' 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 results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "**Annexure A**".
2. Further to our comments in Annexure A, as required by sub-section (3) of section 143 of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The Balance Sheet, Statement of Profit and Loss (Including other comprehensive income), the Cash Flow Statement and statement of Change in Equity 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 written representations received from the Directors as on 31st March, 2024 and taken on record by the Board of Directors, none of the directors are 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 controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company has made provision, as required under the applicable laws or IND AS for material foreseeable losses, if any, on long term contract including derivative contract.
 - (ii) As per information and explanation given to us Company does have pending litigations which would impact its financial position. For details, please refer financial statement
 - (iii) There were no amount which were required to be transferred to the Investor Education and Protection Fund during the year.

For Bhatler & Co.
Chartered Accountants
FRN No. 131092W

Sd/-
Daulal H. Bhatler
Proprietor
Membership No. 016937
UDIN – 24016937BKBYKX9805

Place : Mumbai
Date : 10-May-2024

“Annexure A” to the Independent Auditor’s Report of even date on the Financial Statements of YASH TRADING AND FINANCE LIMITED

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2024

- i. The Company is not having any fixed asset and therefore this clause is not applicable to the Company.
- ii. The Company is not having any inventory and therefore this clause is not applicable to the Company.
- iii. The Company has not granted unsecured loans to party covered in the register-maintained u/s 189 of the Company Act, 2013. Accordingly, this clause is not applicable to the Company.
- iv. According to the information and explanation given to us, the Company has not given any loan, guarantee, made investment, nor provided any security under the provisions of Section 185 and 186 of the Act.
- v. According to the information and explanation given to us, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- vi. Maintenance of cost records has not been specified for this Company by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
- vii. a. According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues including provident fund, income tax, sales tax, service tax, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities.
b. As at the year-end, according to the records of the Company and information and explanations given to us, following are the disputed statutory dues outstanding as per Income Tax site –

A.Y.	Section Code	Demand Identification Number (DIN)	Date on which demand is raised	Outstanding demand (In Rs.)
2007-08	143(1)	2009200851007063324C	21-Mar-2010	2,49,624
2007-08	153C	2014200851115295205C	27-Mar-2015	2,64,630
2006-07	254	2022200740410098583C	08-Aug-2022	4,15,123
			Grand Total	9,29,377

The Company filed appeal before Income Tax Appellate Tribunal (ITAT) against the appellate order and the appeal has been ruled in the Company. However, the Income Tax Website has not accounted for the same and there are no dues as on date.

- viii. According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to banks. The Company has not issued debentures nor borrowed any funds from financial institutions or Government.
- ix. 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 or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- x. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- xi. Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act;
- xii. In our opinion and according to information and explanation given to us, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 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. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.
- 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. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- xvi. In our opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and

accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For Bhatler & Co.
Chartered Accountants
FRN No. 131092W

Sd/-
Daulal H. Bhatler
Proprietor
Membership No. 016937
UDIN – 24016937BKBYKX9805

Place : Mumbai
Date : 10-May-2024

Annexure B” to the Independent Auditor’s Report of even date on the Financial Statements of YASH TRADING AND FINANCE LIMITED

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

In conjunction with our audit of the Standalone financial statements of the Company as of and for the year ended March 31, 2024, we have audited the internal financial controls over financial reporting of **YASH TRADING AND FINANCE LIMITED** (“the Company”) which is a Company incorporated in India, as of that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

- i. Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- ii. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and
- iii. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Bhatler & Co.
Chartered Accountants
FRN No. 131092W

Sd/-
Daulal H. Bhatler
Proprietor
Membership No. 016937
UDIN – 24016937BKBYKX9805

Place : Mumbai
Date : 10-May-2024

Yash Trading and Finance Limited
(CIN - L51900MH1985PLC036794)
Balance Sheet for the year ended March 31, 2024

(in Rs.)

Particulars	Notes	As at	As at
		31.03.2024	31.03.2023
ASSETS			
Non-current assets			
Property, Plant and Equipment		-	-
Intangible assets			
<u>Financial Assets</u>			
Non-Current Investments		-	-
Other financial assets		-	-
Other non-current assets		-	-
Sub-total (I)		-	-
Current assets			
Inventories		-	-
<u>Financial Assets</u>			
Trade receivables		-	-
Current Investments		-	3,588,985
Cash and Cash equivalents	2	1,198,105	921,323
Bank balances other than cash & cash equivalents		-	-
Other financial assets		-	-
Other current assets	3	4,650	-
Sub-total (II)		1,202,755	4,510,308
TOTAL (I+II)		1,202,755	4,510,308
EQUITY AND LIABILITIES			
EQUITY			
Equity Share capital	4	2,450,000	2,450,000
Other Equity	5	(11,632,050)	(9,638,792)
Sub-total (III)		(9,182,050)	(7,188,792)
LIABILITIES			
Non-current liabilities			
Deferred tax liabilities (net)		-	-
Provisions		-	-
Sub-total (IV)		-	-
Current liabilities			
<u>Financial Liabilities</u>			
Current Borrowings	6	10,090,000	11,627,500
Trade payables		-	-
Other financial liabilities		-	-
Other current liabilities	7	294,805	71,600
Current tax liabilities (Net)			
Sub-total (V)		10,384,805	11,699,100
TOTAL (III+IV+V)		1,202,755	4,510,308
The accompanying notes form an integral part of the financial statements	12		

As per our report of even date attached
Chartered Accountants
Firm Registration No.: 131092W

For and on behalf of the Board
Yash Trading and Finance Limited

Sd/-

Daulal H. Bhatler
Proprietor
Membership No. 016937

Sd/-

Sadiq Patel
Whole Time Director
DIN 06911684

Sd/-

Dinesh Mundhra
Director
DIN 00389283

Sd/-

Kavita Akshay Chhajer
Company Secretary

Place: Mumbai
Date: 10-May-2024

Yash Trading and Finance Limited
(CIN - L51900MH1985PLC036794)
Statement of Profit and Loss for the year ended March 31, 2024

(in Rs.)

Particulars	Notes	31.03.2024	31.03.2023
INCOME			
Revenue from operations		-	-
Other income	8	274,700	-
Total income		274,700	-
EXPENSES			
Cost of materials consumed		-	-
Employee benefits expenses	9	216,000	90,000
Finance costs		1,245,000	560,770
Depreciation and amortisation expenses		-	-
Other expenses	10	808,958	1,175,632
Total expenses		2,269,958	1,826,402
Profit / (Loss) before tax		(1,993,258)	(1,826,402)
Less : Tax expenses			
- Current tax		-	-
- Deferred tax		-	-
Total tax expense		-	-
Profit / (Loss) for the year		(1,993,258)	(1,826,402)
Other Comprehensive Income			
Items that will not be reclassified subsequently to profit or loss		-	-
Total comprehensive income for the year		(1,993,258)	(1,826,402)
Earnings per equity share	11		
Nominal value of share Rs.10			
Basic		(8.13)	(7.46)
Diluted		(8.13)	(7.46)
The accompanying notes form an integral part of the financial statements	12		

As per our report of even date attached
Chartered Accountants
Firm Registration No.: 131092W

For and on behalf of the Board
Yash Trading and Finance Limited

Sd/-
Daulal H. Bhatler
Proprietor
Membership No. 016937

Sd/-
Sadiq Patel
Whole Time Director
DIN 06911684

Sd/-
Dinesh Mundhra
Director
DIN 00389283

Sd/-
Kavita Akshay Chhajer
Company Secretary

Place: Mumbai

Date: 10-May-2024

Yash Trading and Finance Limited
(CIN - L51900MH1985PLC036794)
Cash Flow Statement for the year ended March 31, 2024

(in Rs.)

Particulars	2023-24		2022-23	
A. Cash Flow from Operating Activities				
Net Profit Before Tax and Extraordinary item:		(1,993,258)		(1,826,700)
Adjustment for:				
Increase / (Decrease) in Financial Liabilities	219,000		(18,000)	
(Increase) / Decrease in Financial Asset	--	219,000	(50,000)	
				(68,000)
Cash generated from Operations		1,774,258		(1,758,700)
Taxes Paid		-		-
Net Cash Flow from operating activity		1,774,258		(1,758,700)
B. Cash Flow from Investing Activities	3,588,985	3,588,985	3,588,985	3,588,985
C. Cash Flow from Financing Activities				--
Loans Taken/Paid	1,537,500	1,537,500	6,101,504	6,101,504
Net cash flow from financing activities			(18,000)	9,690,489
D. Net Increase/ (Decrease) in cash and other equivalents (A+B+C)		276,782		754,578
E. Cash and cash equivalents at beginning of period		921,323		166,745
F. Cash and cash equivalents at end of period = (D+E)		1,198,105		921,323

Note: Previous year's figures have been regrouped/rearranged to confirm to the current year's presentation, wherever necessary.

As per our report of even date attached
Chartered Accountants
Firm Registration No.: 131092W

For and on behalf of the Board
Yash Trading and Finance Limited

Sd/-

Sd/-

Sd/-

Sd/-

Daulal H. Bhatler
Proprietor
Membership No. 016937

Sadiq Patel
Whole Time Director
DIN-06911684

Dinesh Mundhra
Director
DIN-00389283

Kavita Akshay Chhajer
Company Secretary

Place: Mumbai
Date: 10-May-2024

Note 2: Bank balances other than cash & cash equivalents

Particulars	As at 31.03.2024	As at 31.03.2023
Balances with Banks in		
-Rupees Current Accounts	1,198,105	921,323
-Foreign Currency Current Accounts	-	-
Cash on Hand	-	-
Total	1,198,105	921,323

Note 3: Other current assets

Particulars	As at 31.03.2024	As at 31.03.2023
Unsecured, Considered Good		
Deposit with BSE Limited	-	-
Others	4,650	-
Total	4,650	-

Note 4: Equity Share Capital

Particulars	As at 31.03.2024	As at 31.03.2023
Authorized Share Capital		
10,00,000 Equity Shares of Rs. 10/- each	1,00,00,000	1,00,00,000
Issued, Subscribed and Fully Paid Up		
2,45,000 Equity Shares of Rs. 10/- each	24,50,000	24,50,000

The Company has only one class of equity shares of par value of Rs.10/-. The holder of these Equity shares is entitled to one vote per share.

Particulars	As at 31.03.2024		As at 31.03.2023	
	No. of Shares	Amount	No. of Shares	Amount
<u>Equity Shares</u>				
At the beginning of the year	245,000	24,50,000	245,000	24,50,000
Add: Issued during the year	-	-	-	-
Outstanding at the end of the year	245,000	24,50,000	245,000	24,50,000

Details of Shareholders holding more than 5% shares in the Company

Particulars	As at 31.03.2024		As at 31.03.2023	
	No. of Shares	% of holding	No. of Shares	% of holding
Mr. Pradeep Kumar Sethy	1,75,230	71.52%	1,75,230	71.52%
Uttam Bagri	20,000	8.16%	29,985	12.24%

Other Information

Equity Share Capital	Balance as at 1 st April, 2022	Changes in equity share capital during the year	Balance as at 1 st April, 2023	Changes in equity share capital during the year	Balance as at 31 st March, 2024
Paid up Capital	24,50,000	-	24,50,000	-	24,50,000

Note 5:

Particulars	As at 31.03.2024	As at 31.03.2023
Securities Premium		
Balance at the beginning and end of the period		-
Other Reserves		
Balance at the beginning and end of the period	985,093	985,093
Surplus / (deficit) in the statement of profit and loss		
Balance at the beginning of the period	(10,623,885)	(8,797,483)
Add: Profit / (loss) for the year	(1,993,258)	(1,826,402)
Less:		
Interim Dividend Paid	-	-

Dividend Tax Paid on Interim Dividend	-	-
Provision for final Dividend payable	-	-
Capital Reduction	-	-
Depreciation	-	-
Provision for Dividend Tax Paid on final Dividend payable	-	-
Balance at the end of the period	(12,617,143)	(10,623,885)
Closing Balance	(12,617,143)	(9,638,792)

Nature and Purpose of Reserves:

- Securities Premium Reserve is used to record the premium on issue of shares. The reserve is utilized in accordance with the provisions of the Act.
- Capital reserve will be utilized in accordance with provision of the Act.
- Retained Earnings represents surplus/accumulated earnings of the Company and are available for distribution to shareholders

Note 6: Current Borrowings

Particulars	As at 31.03.2024	As at 31.03.2023
Unsecured Loan	-	-
Secured Loan from NBFC (along with interest)	10,090,000	11,627,500
Total	10,090,000	11,627,500

Note 7: Other Current Liabilities

Particulars	As at 31.03.2024	As at 31.03.2023
Director Sitting Fees Payable	72,000	-
Audit Fees Payable	23,600	47,200
TDS / GST Payable	42,400	24,400
Others	156,805	-
Total	294,805	71,600

Note 8: Other Income

Particulars	For the Year Ended 31.03.2024	For the Year Ended 31.03.2023
Profit on securities dealings	274,700	-
Total	274,700	-

Note 9: Employee Benefits Expenses

Particulars	For the Year Ended 31.03.2024	For the Year Ended 31.03.2023
Salaries and Wages	216,000	90,000
Staff Welfare Expense	-	-
Total	216,000	90,000

Note 10: Other Expenses

Particulars	For the Year Ended 31.03.2024	For the Year Ended 31.03.2023
BSE Expenses	383,500	354,000
Audit Fees	23,600	23,600
Finance Cost	1,245,000	560,770
Other Expenses	401,858	888,330
Total	2,053,958	1,826,700

Note 11: Earning Per Share

Particulars	For the Year Ended 31.03.2024	For the Year Ended 31.03.2023
Net Profit/(Loss) as per Statement of Profit & Loss (A)	(1,993,258)	(1,826,402)
Weighted average number of Equity Share used in computing basic/diluted earning per share (B)	245,000	245,000
Earning Per Share (Rs.) Basic/Diluted (A/B)	(8.13)	(7.46)

There is no Potential Equity Shares

Note 12: Disclosures in notes per Schedule III of the Companies Act 2013**11.1 Non-Current Assets**

The Company does not have any Non-Current Assets like I. Property, Plant and Equipment, II. Investment Property, III. Goodwill IV.

Other Intangible assets, V. Biological Assets other than bearer plants, VI. Investment, VII. Trade Receivable, VIII. Loans, IX. Other financial assets and X. Other non-current asset. Therefore, the same is not applicable

11.2 Current Assets

The Company does not have any Current Assets (other than bank balances) like I. Inventories; II. Investment; III. Trade Receivables, IV. Loans. Therefore, the same is not applicable

11.3 Equity

Statement of Changes in Equity

i. Current Reporting period

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
24,50,000	--	--	--	24,50,000

ii. Previous reporting period

Balance at the beginning of the previous reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the previous reporting period	Changes in equity share capital during the previous year	Balance at the end of the previous reporting period
24,50,000	--	--	--	24,50,000

Shares held by promoters at the end of the year				% Change during the year
S. No	Promoter name	No. of Shares	% of total shares	
1.	Pradeep Kumar Sethy	175,230	71.52%	No change during the FY

Note 4: B. Other Equity

i. Current Reporting period

	Reserves and Surplus										Total
	Equity component of compound financial instruments	Capital Total Reserve	Securities Premium	Other Reserves (specify nature) General Reserves	Retained Earnings	Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation	Other items of Other Comprehensive Income (specify nature)	
Balance at the beginning of the current reporting period	-	-	-	(985,093)	(12,617,143)	-	-	-	-	-	(12,617,143)
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-	-	-	-	-	-	-	-
Total Comprehensive Income for the current year	-	-	-	-	-	-	-	-	-	-	-
Dividends	-	-	-	-	-	-	-	-	-	-	-
Transfer to	-	-	-	-	-	-	-	-	-	-	-

retained earnings											
Any other change (to be specified)	-	-	-	-	-	-	-	-	-	-	-
Balance at the end of the current reporting period	-	-	-	(985,093)	(12,617,143)	-	-	-	-	-	(12,617,143)

ii. Previous Reporting period

	Reserves and Surplus										Total
	Equity component of compound financial instruments	Capital Total Reserve	Securities Premium	Other Reserves (specify nature) General Reserves	Retained Earnings	Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation	Other items of Other Comprehensive Income (specify nature)	
Balance at the beginning of the current reporting period	-	-	-	985,093	(10,623,885)	-	-	-	-	-	(9,638,792)
Changes in accounting policy or prior period errors	-	-	-	-	-	-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	-	-	-	-	-	-	-	-	-
Total Comprehensive Income for the current year	-	-	-	-	-	-	-	-	-	-	-
Dividends	-	-	-	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-	-	-	-	-	-
Any other change (to be specified)	-	-	-	-	-	-	-	-	-	-	-
Balance at the end of the current reporting period	-	-	-	985,093	(10,623,885)	-	-	-	-	-	(9,638,792)

- i. There is no Share application money pending allotment
- ii. Debt instruments through Other Comprehensive Income
- iii. No money received against share warrants

11.4 Non-Current Liabilities

Borrowings - During the year under review, the Company has an outstanding loan of Rs. 1 crore from NBFC

11.5 Current Liabilities

There are no current liabilities except GST payable, Auditors Fees and Sitting fees payable.

11.6 Trade Payables

The Company does not have Trade Payables Therefore, the same is not applicable.

11.7 Contingent Liabilities and Commitments (to the extent not provided for)

(a) The Company is generally regular in depositing undisputed statutory dues including provident fund, income tax, sales tax, service tax, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities.

(b) As at the year-end, following are the disputed statutory dues outstanding as per Income Tax site. However, the Company has filed appeal before the Income Tax Appellate Tribunal (ITAT) against the appellate order and the appeal has been ruled in favour of the Company. However, the Income Tax Website has not accounted for the same and there are no dues as on date.

A.Y.	Section Code	Demand Identification Number (DIN)	Date on which demand is raised	Outstanding demand (In Rs.)
2007-08	143(1)	2009200851007063324C	21-Mar-2010	2,49,624
2007-08	153C	2014200851115295205C	27-Mar-2015	2,64,630
2006-07	254	2022200740410098583C	08-Aug-2022	4,15,123
			Grand Total	9,29,377

11.8 Additional Regulatory Information

- (i) Title deeds of Immovable Properties not held in name of the Company – Not applicable, no such case
- (ii) Fair market value of Investment property – Not applicable, no investment property
- (iii) Revaluation of Property, Plant and Equipment - Not applicable, no property, plant or equipment
- (iv) Disclosure on revaluation of Intangible asset - Not applicable, no intangible asset
- (v) Disclosure on Loans or advances granted to promoters, Directors, KMPs and the related parties - Not applicable, no loans/ advances granted
- (vi) Capital-Work-in Progress (CWIP) - Not applicable, no CWIP
- (vii) Intangible assets under development - Not applicable, no Intangible assets under development
- (viii) Benami Property held - No proceeding has been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)
- (ix) Borrowings from banks or financial institutions on the basis of security of current assets – Outstanding loan of Rs. 1 crore taken from NBFC is against charge on current assets
- (x) Wilful Defaulter – Company is not declared been as a wilful defaulter by any bank or financial institution or other lender
- (xi) Relationship with Struck off Companies – Company has not entered into any transactions with companies struck off u/s 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- (xii) Registration of charges or satisfaction with Registrar of Companies (ROC) – Not Applicable during the financial year.
- (xiii) Compliance with number of layers of companies – Company does not have any subsidiary and hence no disclosure required
- (xiv) **Disclosure on Ratios**

	Current Year (31.03.2024)	Previous Year (31.03.2023)
Current Ratio		
Numerator	Cash and Cash equivalents & Other Current Assets	Cash and Cash equivalents & Other Current Assets
Denominator	Current Borrowings & other Current liabilities	Current Borrowings & other Current liabilities
Ratio	0.05	0.08
Debt-Equity Ratio		
Numerator	Current Borrowings & Other Current Liabilities	Current Borrowings & Other Current Liabilities
Denominator	Total shareholders' equity	Total shareholders' equity
Ratio	4.45	4.77
Debt Service Coverage Ratio		
Numerator	Net Profit + Depreciation + Interest on long term loans	Net Profit + Depreciation + Interest on long term loans
Denominator	Total amount of interest & principal of long-term loan payable or paid during the year	Total amount of interest & principal of long term loan payable or paid during the year
Ratio	-	-
Return on Equity Ratio		
Numerator	Net Profit	Net Profit
Denominator	Total shareholders' equity	Total shareholders' equity
Ratio	-	-
Inventory turnover ratio		

Numerator	Cost of goods	Cost of goods
Denominator	Average inventory	Average inventory
Ratio	-	-
Trade Receivables turnover ratio		
Numerator	Net sales	Net sales
Denominator	Average account receivables	Average account receivables
Ratio	-	-
Trade payables turnover ratio		
Numerator	Average number of days that an amount due to a creditor remains unpaid	Average number of days that an amount due to a creditor remains unpaid
Denominator	365	365
Ratio	-	-
Net capital turnover ratio		
Numerator	Total sales	Total sales
Denominator	Total shareholders' equity	Total shareholders' equity
Ratio	-	-
Net profit ratio		
Numerator	Net Profit after Tax	Net Profit after Tax
Denominator	Net Sales	Net Sales
Ratio	-	-
Return on Capital employed		
Numerator	Earnings before Interest and Tax	Earnings before Interest and Tax
Denominator	Total Assets – Current liabilities	Total Assets – Current liabilities
Ratio	-	-
Return on investment		
Numerator	Net Profit	Net Profit
Denominator	Cost of the investment	Cost of the investment
Ratio	-	-

- (xv) 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, therefore Not Applicable.
- (xvi) Utilization of Borrowed funds and share premium – The Company has not advanced or loaned or invested funds to any other person(s) or entity (ies). The 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 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) - therefore not applicable

11.9 Others (Balance Sheet)

- The Company has not applied any accounting policy retrospectively or makes a restatement of items in the financial statements not has it reclassified items in its financial statements.
- The Company has not received any Share application money, not is there any Share application money pending allotment.
- There are no preference shares or compound financial instruments such as convertible debentures.

11.10 Others (Profit and Loss)

- All employee Benefits expense are in the form of salaries and there is Nil contribution to provident and other funds, share based payments to employees and staff welfare expenses.
- All payments to the auditor are for audit fees and Nil for taxation matters, Company law matters, for other services and for reimbursement of expenses (in Rs. thousand)

Particulars	2023-24	2022-23
Audit Fees (incl. Service Tax/ GST)	0.24	0.24
Certification Fees (incl. Service Tax/ GST)	0.05	0.05
Total	0.29	0.29

- Corporate Social Responsibility (CSR) – Section 135 of the Companies Act, 2013 is not applicable to the Company during the financial year.
- There are no items of exceptional nature.
- There are no transaction 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 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

6. Details of Crypto Currency or Virtual Currency - The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
7. The Company does not have subsidiaries, associates and joint venture Company.

As per our report of even date attached
Chartered Accountants
Firm Registration No.: 131092W

For and on behalf of the Board
Yash Trading and Finance Limited

Sd/-

Sd/-

Sd/-

Sd/-

Daulal H. Bhatler
Proprietor
Membership No. 016937

Sadiq Patel
Whole Time Director
DIN-06911684

Dinesh Mundhra
Director
DIN-00389283

Kavita Akshay Chhajer
Company Secretary

Place: Mumbai
Date: 10-May-2024

NOTICE

NOTICE is hereby given that the **39th Annual General Meeting** of **Yash Trading and Finance Limited** will be held at **1207/A, P.J. Towers, Dalal Street, Fort, Mumbai – 400 001** on **Monday, 30th September, 2024 at 10:00 A.M.** to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2024, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Mr. Dinesh Mundhra (DIN: 00389283), who retires by rotation and being eligible offers himself for re-appointment.

Special Business:**3. Appointment of Ms. Himani Bhootra (DIN 09811030) as an Independent Director of the Company**

To consider and if thought fit, to pass with or without modification the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV of the Act the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being in force) and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) (‘SEBI Listing Regulations, 2015’), Ms. Himani Bhootra (DIN 09811030), who is appointed by the Board of Directors as an Additional Director with effect from 25th September, 2024 in terms of the provisions of Section 161 of the Act read with Article of Association of the Company and who holds office as such up to the date of this Annual General Meeting and who has submitted the declaration in accordance with Section 149(7) of the Act that she meets the requisite criteria of independence as provided under Section 149 (6) of the Act and in respect of whom the Company has received a notice under Section 160 of the Act in writing, proposing her candidature for the office of director and further pursuant to the recommendation of the Nomination and Remuneration Committee and the Board, approval of the shareholders be and is hereby accorded to appoint Ms. Himani Bhootra (DIN 09811030) as an Independent Director of the Company to hold the office for the term of 5 years up to 25th September, 2029.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and any other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Ms. Himani Bhootra be paid such fees and remuneration and profit related commission as the Nomination and Remuneration Committee and Board of Directors may approve from time to time and subject to such limits prescribed or as may be prescribed from time to time.

RESOLVED FURTHER THAT Ms. Himani Bhootra shall not be considered as a director liable to retire by rotation in terms of Section 152 of the Act unless she is disqualified to act as an Independent Director of the Company before the expiry of the term of 5 years as per the provisions contained in Sections 149 and 152 of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company including its committee thereof and /or Company Secretary of the Company be and are hereby authorized to do all the acts, deeds and things and take all such steps as may be incidental, necessary, proper or expedient to give effect to this resolution”.

4. Appointment of Mr. Bhartkumar Pramodbhai Suchak (DIN 05154775) as an Independent Director of the Company

To consider and if thought fit, to pass with or without modification the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with Schedule IV of the Act the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being in force) and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time) (‘SEBI Listing Regulations, 2015’), Mr. Bhartkumar Pramodbhai Suchak (DIN 05154775), who was appointed by the Board of Directors as an Additional Director with effect from 25th September, 2024 in terms of the provisions of Section 161 of the Act read with Article of Association of the Company and who holds office as such up to the date of this Annual General Meeting and who has submitted the declaration in accordance with Section 149 (7) of the Act that he meets the requisite criteria of independence as provided under Section 149 (6) of the Act and in respect of whom the Company has received a notice under Section 160 of the Act in writing proposing his candidature for the office of director and further pursuant to the recommendation of the Nomination and Remuneration Committee and the Board, approval of the shareholders be and is hereby accorded to appoint Mr. Bhartkumar Pramodbhai Suchak (DIN 05154775) as an Independent Director of the Company to hold the office for the term of 5 years up to 25th September, 2029.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and any other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Bhartkumar Pramodbhai Suchak (DIN 05154775) be paid such fees and remuneration and profit related commission as the Nomination and Remuneration Committee and Board of Directors may approve from time to time and subject to such limits prescribed or as may be prescribed from time to time.

RESOLVED FURTHER THAT Mr. Bharatkumar Pramodbhai Suchak (DIN 05154775) shall not be considered as a director liable to retire by rotation in terms of Section 152 of the Act unless he is disqualified to act as an Independent Director of the Company before the expiry of the term of 5 years as per the provisions contained in Sections 149 and 152 of the Act.

RESOLVED FURTHER THAT the Board of Directors of the Company including its Committee thereof and /or Company Secretary of the Company be and are hereby authorized to do all the acts, deeds and things and take all such steps as may be incidental, necessary, proper or expedient to give effect to this resolution”.

**By Order of the Board of Directors
For Yash Trading and Finance Limited**

**Sd/-
Kavita Akshay Chhajer
(Company Secretary & Compliance Officer)**

Registered Office: Bagri Niwas, 53/55, N.M. Path, Mumbai – 400 002.
Mumbai, September 5, 2024

Notes:

1. The Explanatory Statement relating to special business as mentioned in the Notice pursuant to provisions of Section 102 (1) of the Companies Act, 2013 (the Act) is annexed hereto. The relevant details as required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (SS-2), in respect of the persons seeking appointment as Independent Directors, is also annexed herewith.
2. In line with MCA Circulars read with circulars issued by Securities Exchange Board of India (SEBI) vide SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 (hereinafter referred to as “SEBI Circular for AGM”), the Notice of Thirty Ninth AGM along with the Annual Report for 2023-24 is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company’s Registrar & Share Transfer Agents, Purva Sharegistry (India) Private Limited (“RTA”) /Depositories. Hard copies shall be sent to those members who shall request for the same. Members may note that the Notice of the Thirty Ninth AGM along with the Annual Report 2023-24 is also available for download on the website of the Company at www.yashtradingfinance.com and on the websites of the Stock Exchanges, i.e. BSE Limited at www.bseindia.com and on the website of NSDL at <https://www.evoting.nsdl.com/>
3. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy so appointed need not be a member of the Company. The instrument appointing proxy should, however, be deposited at the registered office of the Company at least 48 hours before the commencement of the meeting. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/ authority, as applicable. A copy of proxy form is enclosed herewith.
4. Corporate members intending to appoint authorized representative(s) to attend and vote on their behalf at the Thirty Ninth AGM are requested to submit to the Company a certified true copy of the resolution of the Board of Directors or other governing body of the body corporate authorizing their representative(s) to attend and vote by e-mail to yashtradingandfinancelimited@gmail.com before the commencement of the Thirty Ninth AGM.
5. In case of joint holders attending this AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
6. Shareholders who would like to express their views/ ask questions during the Thirty Ninth AGM may register themselves by sending their request, mentioning their name, demat account number/folio number, e-mail id and mobile number, at yashtradingandfinancelimited@gmail.com latest by 24th September, 2024. Only registered speakers shall be allowed to express their views/ ask questions during the meeting for a maximum time of 3 (three) minutes each, once the floor is open for shareholder queries. The Company reserves the right to restrict the number of speakers and number of questions depending on the availability of time for the AGM.
7. Members holding shares in dematerialized mode are requested to register/ update their e-mail addresses with the relevant Depository Participants.
8. Relevant documents referred to in the Notice, Register of Directors / Key Managerial Personnel (KMP) and their shareholding maintained under Section 170 of the Companies Act 2013 and Register of Contracts maintained under Section 189 of the Companies Act, 2013 and other relevant registers are available for inspection by the members at the Registered Office of the Company during normal business hours on working days up to the date of the Annual General Meeting.

9. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the Fourteenth AGM of the Company. For this purpose, the Company has appointed National Securities Depository Limited (“NSDL”) for facilitating voting through electronic means, as the authorized e-voting agency.
10. This notice is being sent to the shareholders whose name appears in the Register of Members as on 23rd August, 2024.
11. The Register of Members and Share Transfer Books will remain closed from Tuesday, 24th September, 2024 to Monday, 30th September, 2024 (both days inclusive), for the purpose of Annual General Meeting (AGM).
12. The voting rights of Members shall be in proportion to their shares in the paid-up share capital of the Company as on the Cut-off Date for e-voting, i.e., Monday, 23rd September, 2024. A person who is not member as on the Cut-off Date should treat this Notice solely for information purposes. Those who acquire equity shares of the Company and become members of the Company after the Notice is sent, and hold equity shares as on the Cut-off Date, may obtain the User ID and password by sending a request to the Company’s e-mail address yashtradingandfinancelimited@gmail.com
13. The Board of Directors have appointed Ms. Sonam Jain Practicing Company Secretaries, as the Scrutinizer to scrutinize and conduct the e-voting and ballot voting during the Thirty Ninth AGM in a fair and transparent manner. She has communicated her willingness to be appointed as such and she is available for the said purpose.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

The remote e-voting period begins on 27th September, 2024 at 10:00 A.M. and ends on 29th September, 2024 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23rd September, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd September, 2024.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:


Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IdEAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IdEAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period if you are not registered for IdEAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IdEAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting

	<p>service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p>3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> 
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at Toll Free No. 1800 22 55 33

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and

shareholders holding securities in physical mode.**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsd.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 130510 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:
 - a) Click on **“Forgot User Details/Password?”**(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsd.com.
 - b) **Physical User Reset Password?”** (If you are holding shares in physical mode) option available on www.evoting.nsd.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.

2. 2. Select “EVEN” of company i.e. 130510 “Yash Trading and Finance Limited” for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cssonamjain3@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre – Senior Manager, NSDL at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to yashtradingandfinancelimited@gmail.com
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to yashtradingandfinancelimited@gmail.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.
14. 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 remote e-voting as well as voting at the AGM through ballot paper.
15. The Chairman shall, at the Annual General Meeting (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 “remote e-voting” or “Ballot Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
16. The results shall be declared on or after the AGM of the Company. The results declared along with the Scrutinizers’ Report shall be placed on the Company’s website www.yashtradingfinance.com and on the website of NSDL within two days the passing of the

resolutions at the 39th AGM of the Company on Monday, 30th September, 2024 and communicated to the BSE Ltd. within the prescribed period.

17. The route map showing directions to reach the venue of the 39th AGM is annexed.
18. Members are requested to produce the attendance slip duly signed, for admission to the meeting.

**By Order of the Board of Directors
For Yash Trading and Finance Limited**

Sd/-

**Kavita Akshay Chhajjer
Company Secretary & Compliance Officer
Registered Office: Bagri Niwas, 53/55, N.M. Path, Mumbai – 400 002.**

Place: Mumbai
Date: 5th September, 2024

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Annexure to the Notice calling Thirty Ninth Annual General Meeting

As required under Section 102 of the Companies Act, 2013 (“the Act”), the following Explanatory Statement sets out material facts relating to the Ordinary/ Special Business as set out at Item Nos. 2 to 4 of the accompanying Notice dated 05th September, 2024.

Item No. 2

Under the provisions of Section 152 of the Act, at least one-third of the directors who are liable to retire by rotation, shall retire at every Annual General Meeting of the Company. Mr. Dinesh Mundhra (DIN: 00389283) Non-executive Director, retires by rotation at this Thirty Ninth AGM, and has offered himself for re-appointment.

Mr. Dinesh Mundhra has a Master’s Degree in Commerce and has more than 31 years of experience across various domains of Finance Management, Business Operations, Project Management and Business Development. He is a versatile manager and his area of work involved fund management, administration and project management.

He is a member of Audit Committee, Stakeholder Relationship Committee and Borrowing Committee of the Company. He has attended 4 Board Meetings held during the Financial Year 2023-24. Mr. Dinesh Mundhra holds Nil equity shares in the Company.

None of the other Directors, Key Managerial Personnel of the Company and/or their relatives other than himself Mr. Dinesh Mundhra are concerned or interested, directly or indirectly, financially or otherwise in the proposed resolution.

A statement containing his profile is given as per Annexure 1.

The Board recommends his re-appointment as a Director, liable to retire by rotation and passing of this resolution as an Ordinary Resolution.

Item No. 3

Pursuant to the provisions of the Section 161 (1) of the Companies Act, 2013 and the Articles of Association of the Company, the Board of Directors of the Company appointed, Ms. Himani Bhootra (DIN 09811030) as an Additional Director the Company with effect from 25th September, 2024.

Pursuant to provisions of Section 161 (1) of the Act, Ms. Himani Bhootra (DIN 09811030) would hold office up to the date of this 39th Annual General Meeting.

Further the Board of Directors also appointed her as an Independent Director pursuant to Section 149 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder. The Company has received a notice in writing, from Ms. Himani Bhootra (DIN 09811030), under the provisions of Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director of the Company for consideration of members in the Annual General Meeting.

The Company has received from Ms. Himani Bhootra (DIN 09811030), consent in writing to act as a Director of the Company and declaration to the effect that she is not disqualified under Section 164 of the Companies Act, 2013. Also Ms. Himani Bhootra (DIN 09811030) has given a declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Act.

Ms. Himani Bhootra (DIN 09811030) is a Company Secretary with strong knowledge of company laws and legislation.

In the opinion of the Board, Ms. Himani Bhootra (DIN 09811030) fulfills the conditions specified in the Companies Act, 2013 and the rules framed thereunder and that she is independent of Management. An independent Director can hold office for a term up to 5 consecutive years on the Board and another term of five years subject to necessary approvals. The Board considers that her experience and expertise would enable the Board to discharge its functions and duties effectively and efficiently and therefore it would be desirable to appoint her as an Independent Director of the Company, for a period up to 25th September, 2029. She will not be liable to retire by rotation.

Accordingly, pursuant to the recommendation of the Nomination and Remuneration Committee the Board recommends the passing of the Special Resolution as set out in the Item no. 3 of the Notice for appointment of Ms. Himani Bhootra (DIN 09811030) as an Independent Director, not liable to retire by rotation for the approval of the Members.

A statement containing his profile is given as per Annexure 1.

Except Ms. Himani Bhootra (DIN 09811030), being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested or deemed to be concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

The Board recommends the resolution as set out in the Item no. 3 of the accompanying Notice for the approval of the members of the Company by way of Special Resolution.

Item No. 4

Pursuant to the provisions of the Section 161 (1) of the Companies Act, 2013 and the Articles of Association of the Company, the Board of Directors of the Company appointed, Mr. Bharatkumar Pramodbhai Suchak (DIN 05154775) as an Additional Director the Company with effect from 25th September, 2024.

Pursuant to provisions of Section 161 (1) of the Act, Mr. Bharatkumar Pramodbhai Suchak (DIN 05154775) would hold office up to the date of this 39th Annual General Meeting.

Further the Board of Directors also appointed him as an Independent Director pursuant to Section 149 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder. The Company has received a notice in writing, from Mr. Bharatkumar Pramodbhai Suchak (DIN 05154775), under the provisions of Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company for consideration of members in the Annual General Meeting.

The Company has received from Mr. Bharatkumar Pramodbhai Suchak (DIN 05154775), consent in writing to act as a Director of the Company and declaration to the effect that he is not disqualified under Section 164 of the Companies Act, 2013. Also Mr. Bharatkumar Pramodbhai Suchak (DIN 05154775) has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act.

Mr. Bharatkumar Pramodbhai Suchak (DIN 05154775) is a Chartered Accountant with 13 years of comprehensive expertise in visionary leadership, executive oversight, and strategic advisory roles. In addition to providing advisory services in Direct and Indirect Taxation, He has a proven track record in auditing PSU bank branches. He has specialization in project finance and subsidy-related consultancy.

In the opinion of the Board, Mr. Bharatkumar Pramodbhai Suchak (DIN 05154775) fulfills the conditions specified in the Companies Act, 2013 and the rules framed thereunder and that he is independent of Management. An independent Director can hold office for a term up to 5 consecutive years on the Board and another term of five years subject to necessary approvals. The Board considers that his experience and expertise would enable the Board to discharge its functions and duties effectively and efficiently and therefore it would be desirable to appoint him as an Independent Director of the Company, for a period of 5 years i.e. up to 25th September, 2029. He will not be liable to retire by rotation.

Accordingly, pursuant to the recommendation of the Nomination and Remuneration Committee the Board recommends the passing of the Special Resolution as set out in the Item no. 4 of the Notice for appointment of Mr. Bharatkumar Pramodbhai Suchak (DIN 05154775) as an Independent Director, not liable to retire by rotation for the approval of the Members.

A statement containing his profile is given as per Annexure 1.

Except Mr. Bharatkumar Pramodbhai Suchak (DIN 05154775), being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested or deemed to be concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

The Board recommends the resolution as set out in the Item no. 4 of the accompanying Notice for the approval of the members of the Company by way of Special Resolution.

ANNEXURE 1 TO EXPLANATORY STATEMENT DATED September 5, 2024

Details of Directors seeking appointment at the forthcoming Annual General Meeting

(In pursuance of Secretarial Standard 2 of ICSI)

Name of Director	Mr. Dinesh Mundhra	Ms. Himani Bhootra	Mr. Bharatkumar Pramodbhai Suchak
DIN	00389283	09811030	05154775
Date of Birth	23-Nov-1966	12-Dec-1992	30-Dec-1989
Age	58	32	35
Nationality	Indian	Indian	Indian
Date of first appointment on the Board	22 nd January, 2022	w.e.f. 25 th September, 2024	w.e.f. 25 th September, 2024
Shareholding in Yash Trading and Finance Limited	Nil	Nil	Nil
List of Directorships held in other Companies	1. Computility India Private Limited 2. Malwa Packagings Private Limited 3. Techbins Solutions Private Limited 4. Sunlife Digital Technologies Private Limited 5. Vanvasi Samriddhi Jankalyan Foundation	1. Shreeshay Engineers Limited 2. Panna Industries Limited 3. Sanghvi Housing and Infrastructure Limited 4. CWD Limited	Nil
Membership/Chairmanship of Committees	Audit Committee	Nil	Nil
Qualifications	Mr. Dinesh Mundhra has a Master's Degree in Commerce and has more than 31 years of experience across various domains of Finance Management, Business Operations, Project Management and Business Development. He is a versatile manager and his area of work involved fund management, administration and project management.	Ms. Himani Bhootra (DIN 09811030) is a Company Secretary with strong knowledge of company laws and legislation.	Mr. Bharatkumar Pramodbhai Suchak (DIN 05154775) is a Chartered Accountant with more than 13 years of comprehensive expertise in visionary leadership, executive oversight, and strategic advisory roles. In addition to providing advisory services in Direct and Indirect Taxation, He has a proven track record in auditing PSU bank branches. He has specialization in project finance and subsidy-related consultancy,
Experience	More than 31 years	More than 7 years	More than 13 years
Terms & conditions of appointment / re-appointment	Non-Executive Director	Non-Executive and Independent Director	Non-Executive and Independent Director
Details of remuneration sought to paid	As a Non-Executive Director he is currently not paid any remuneration.	As a Non-Executive Independent Director, she is entitled to receive sitting fees for attending meetings of the Board.	As a Non-Executive Independent Director, he is entitled to receive sitting fees for attending meetings of the Board.
Remuneration last drawn by such person, if applicable	NA	As a Non-Executive Independent Director, she is entitled to receive sitting fees for attending meetings of the Board at Rs. 10,000/- per meeting.	As a Non-Executive Independent Director, he is entitled to receive sitting fees for attending meetings of the Board at Rs. 10,000/- per meeting.
Relationship with Directors, Managers and KMP	NIL	NIL	NIL
No of Board meetings attended during the financial year	4	NIL	NIL
No of Audit Committee Meetings attended during the financial year	4	NIL	NIL
No of Nomination and Remuneration Committee	1	NIL	NIL

Meetings attended during the financial year			
No of Stakeholder Relationship Committee Meetings attended during the financial year	NA	NA	NA
No of Independent Directors Meeting attended during the financial year	NA	NIL	NIL

YASH TRADING AND FINANCE LIMITED

CIN: L51900MH1985PLC036794

Corp. Office: 1207A, P.J. Towers, Dalal Street, Fort, Mumbai-400 001.

Regd. Office: Bagri Niwas, 53/55 Nath Madhav Path, Mumbai – 400 002.

Tel: +91 22 2272 0000

Email: yashtradingandfinancelimited@gmail.com **Website:** www.yashtradingfinance.com

ATTENDANCE SLIP

39TH ANNUAL GENERAL MEETING

(To be signed and handed over at the entrance of the meeting venue)

Regd. Folio No.		No. of Shares held	
DP ID*		Client ID*	
Full Name of the Member (in Block Letters):			
Name of the Proxy: (To be filled-in if the Proxy Form has been duly deposited with the Company)			

I hereby record my presence at the **THIRTY NINTH ANNUAL GENERAL MEETING** of the Company on **Monday, 30th September, 2024** at 10:00 A.M. at 1207/A, P. J. Towers, Dalal Street, Fort, Mumbai – 400 001.

Members / Proxy's Signature

(To be signed at the time of handing over this slip)

* Applicable for members holding shares in electronic form.

Note: Members are requested to bring their copies of the Annual Report to the meeting

YASH TRADING AND FINANCE LIMITED**CIN: L51900MH1985PLC036794**

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 Tel: +91 22 2272 0000

Email: yashtradingandfinancelimited@gmail.com **Website:** www.yashtradingfinance.com

**MGT-11
 PROXY FORM**

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the Member(s)			
Registered Address			
E-mail Id			
Folio No / DP Id		Client ID	

I / We, being the member(s) of shares of the above-mentioned Company, hereby appoint

1. Name: _____ E-mail Id: _____
 Address: _____

Signature: _____ or failing him/her

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

Signature: _____ or failing him/her

3. Name: _____ E-mail Id: _____
 Address: _____

Signature: _____ or failing him/her

As my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the **Thirty Ninth** Annual General Meeting ('AGM') of the Company to be held on the **Monday, 30th September, 2024** at 1207/A, P. J. Towers, Dalal Street, Fort, Mumbai – 400001 and at any adjournment thereof, in respect of such resolutions as are indicated below:

**I wish my above Proxy to vote in the manner as indicated in the box below:

Sr. No.	Resolution:	For	Against
Ordinary Business			
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31 st March, 2024, together with the Reports of the Directors and the Auditors thereon.		
2.	To appoint a Director in place of Mr. Dinesh Mundhra (holding DIN 00389283), who retire by rotation and being eligible offers himself for re-appointment		
Special Business			
3.	Appointment of Ms. Himani Bhootra (DIN 09811030) as an Independent Director of the Company		
4.	Appointment of Mr. Bharatkumar Pramodbhai Suchak (DIN 05154775) as an Independent Director of the Company		

Signed this _____ day of _____, 2024 _____

Affix
 Revenue
 Stamp of Re. 1

Signature of shareholder(s)

 Signature of first proxy holder

 Signature of Second proxy holder

 Signature of Third proxy holder

Notes:

- This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company not less than 48hrs before the commencement of the meeting.
- A proxy need not be a member of the Company
- A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholders.
- **This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave 'For' or 'Against' column blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
- Appoint a proxy does not prevent member from attending the meeting in person if he so wishes.
- In the case of joint holders, the signature of any one holder will be sufficient, but name of all the joint holders should be stated.

YASH TRADING AND FINANCE LIMITED

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Email: yashtradingandfinancelimited@gmail.com Website: www.yashtradingfinance.com**PAPER – MGT -12****BALLOT PAPER / POLLING PAPER***[Pursuant to Section 109(5) of the Companies Act, 2013 and rule 21(1) (c) of the Companies (Management and Administration) Rules, 2014]*

Name(s) of Member(s) : (In BLOCK/CAPITAL LETTERS)	
Registered Address:	
DP ID / Client ID* or Registered Folio No.:	
No. of equity shares held:	

**Applicable in case of Share held in electronic form*

I/We hereby exercise my/our vote in respect of the following resolution(s) as set out in the Notice of 39th Annual General Meeting ('AGM') of Company scheduled to be held on **Monday, 30th September, 2024** at 10:00 A.M. at 1207/A, P.J. Towers, Dalal Street, Fort, Mumbai-400 001, which is proposed to be placed for consideration of members at the aforesaid Annual General Meeting of the Company, by conveying my/our assent and/or dissent to the said Resolution(s) in the relevant box as stated herein below:

Resolution No.	Resolution	No. of Equity Share(s) held	I/We assent to the resolution (For)*	I/We dissent to the resolution (Against)*
Ordinary Business				
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31 st March, 2024, together with the Reports of the Directors and the Auditors thereon.			
2.	To appoint a director in place of Mr. Dinesh Mundhra (holding DIN 00389283), who retire by rotation and being eligible offers himself for re-appointment			
Special Business				
3.	Appointment of Ms. Himani Bhootra (DIN 09811030) as an Independent Director of the Company			
4.	Appointment of Mr. Bharatkumar Pramodbhai Suchak (DIN 05154775) as an Independent Director of the Company			

*Please put a tick mark (✓) in appropriate column against the resolution(s) indicated above. In case of member/proxy wishes his/her vote to be used differently, he/she should indicate the number of shares under the columns 'For' and/or 'Against'.

Place:

Date:

Signature of Member

INSTRUCTIONS

1. This Ballot Paper is provided, pursuant to Regulation 4(2) (a) (iii) read with rule 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 to enable the shareholder(s) or their proxy(ies) for voting by way of Ballot Paper(s), who does not have access to e-voting facility and /or who have not voted through e-voting, so that they can also participate in voting through this physical Ballot Paper.
2. A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot paper if a Member cast votes by both modes, then voting done through remote e-voting shall prevail and voting by Ballot paper shall be treated as invalid.
3. The Scrutinizer will collate the votes downloaded from the e-voting system and votes received through physical ballot paper from member(s) at the venue of AGM for declaring the final result for each of the resolutions forming part of 38th AGM Notice of Company.

Process and manner for Members opting to vote by using the Ballot Paper:

1. Please complete and sign this Ballot Paper and drop in the locked ballot box placed in the meeting hall for voting purpose with respect to 39th AGM of the Company as scheduled on Monday, 30th September, 2024.
2. This ballot Paper should be signed by the Member (s) as per the specimen signature(s) registered with Registrar and Transfer Agent of the Company viz. M/s. Purva Sharegistry (India) Private Limited or by their proxy(ies) duly authorized by the member. In case of joint holding, the ballot Paper should be completed and signed by the first name Member and in his/her absence, by the next name joint holder or by their proxy(ies) duly authorized by any one of the joint holders. A Power of Attorney (POA) holder may vote on behalf of a Member, mentioning the registration number of the POA registered with the Company or enclosing and duly attested copy of the POA registered with the Company or enclosing therewith duly attested/notarized copy of the POA.
3. In case the shares are held by companies, trusts, societies, etc. the duly completed Ballot Paper should be accompanied by a certified true copy of the relevant Board Resolution/Authorization document(s) consisting therein the attested signature(s) of authorized person(s).
4. Votes should be cast in case of each resolution either in favour or against by putting the tick (✓) mark in the respective column(s) provided in the Ballot Paper.
5. The voting rights of shareholders shall be in proportion of the shares held by them in the Paid-up Equity Share Capital of the Company as on Monday, 23rd September, 2024 and each fully paid-up equity shares carries one voting right.
6. A Member may request Ballot Paper from the Company or they can download the Paper from the website of the Company viz. www.yashtradingfinance.com, if so required.
7. Unsigned, incomplete, improperly or incorrectly tick marked Ballot Papers will be rejected. The Ballot Papers will also be rejected if it is received torned, defaced or mutilated to the extent which makes it difficult for the Scrutinizer to identify either the Member or when it is not ascertainable that vote(s) have been cast by member (s) in favour or against the resolution or when the signature(s) of member(s) cannot be verified with the available records of registrar & share transfer agent of Company M/s. Purva Sharegistry (India) Private Limited.
8. The decision of the Scrutinizer on the validity of the Ballot Paper(s) and any other allied matter(s) thereto shall be final and binding the on member(s) of Company.
9. The consolidated result for voting done by the members of Company through e-voting & ballot voting for all the resolution(s) placed in the 39th AGM of Company and as declared by Chairman/duly authorized person along with respective scrutinizer's report shall be uploaded on the Company's website i.e. www.yashtradingfinance.com within 48 hours of conclusion of AGM and on the website of NSDL at www.evoting.nsdl.com whenever they upload, and will simultaneously be also forwarded to the stock exchange(s) (viz. BSE Ltd) where the Company's equity shares are listed, as per respective rules/regulations applicable thereto.

Route Map of the venue of the 39th AGM of the Company

