

Gargi

by P. N. Gadgil & Sons

01st June, 2023

To,
The Corporate Relationship Department,
BSE Limited
1st Floor, PJ Towers,
Dalal Street,
Mumbai 400 001

Ref: BSE Scrip Code – 543709 Ref: Symbol – GARGI

Sub: Submission of Annual Report for FY 2022 - 23 of the Company

Dear Sir/ Madam,

In terms of Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Annual Report for Financial Year 2022 – 23.

The Annual Report along with the Notice of the 14th Annual General Meeting to be held on 30th June, 2023; is being sent to all those Members whose names were appearing in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on Friday, 26th May, 2023.

The Company has also uploaded the Annual Report for FY 2022 - 23 on its website at www.gargibypng.com.

This is for your information and records please.

Thanking you,

Yours sincerely,

For **PNGS Gargi Fashion Jewellery Limited**

Bhargavi Kulkarni

Company Secretary and Compliance Officer

ICSI M. No. A63292

PNGS GARGI FASHION JEWELLERY LIMITED (w.e.f. 02/11/2022)

CIN: - U36100PN2009PLC133691 (Formerly known as PNGS Gargi Fashion Jewellery Private Limited (from 21/09/2022 to 01/11/2022),
P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited (from 22/09/2021 to 20/09/2022) & Resonant Consulting Private Limited (till 21/09/2021))

Registered Office : S. No. 37/1 & 37/2, Near Lokmat News Paper, Wadgaon Khurd. Pune 411041

www.gargibypng.com www.gargi.shop Email-Id: info@gargibypng.com

India +91 020 2991 1980 / 81 / 82 Fax 020 2991 1982

ANNUAL REPORT 2022-23

Gargi

by P. N. Gadgil & Sons

PNGS GARGI FASHION JEWELLERY LIMITED

CIN: - U36100PN2009PLC133691

(Formerly known as PNGS Gargi Fashion Jewellery Private Limited (from 21/09/2022 to 01/11/2022),
P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited (from 22/09/2021 to 20/09/2022) &
Resonant Consulting Private Limited (till 21/09/2021))

From the Promoters of

**P. N. GADGIL
& SONS**

1832

Gold | Silver | Diamonds

WE BELIEVE IN PRINCIPLES



Late. Purushottam Narayan Gadgil



Late. Vishwanath Vasudev Gadgil



BOARD OF DIRECTORS



Mr. Govind Vishwanath Gadgil
Chairman and Non-Executive Director



Mr. Amit Yeshwant Modak
Non-Executive Director



Mr. Aditya Amit Modak
Non-Executive Director



Mrs. Sweta Ashish Khandelwal
Independent Directors



Mr. Ranjeet Sadashiv Natu
Independent Directors



Mr. Ashok Namdeo Gokhale
Independent Directors



Gargi

by P. N. Gadgil & Sons



Gargi

by P. N. Gadgil & Sons



Gargi

by P. N. Gadgil & Sons



Gargi

by P. N. Gadgil & Sons



Gargi

by P. N. Gadgil & Sons



Gargi
by P. N. Gadgil & Sons



INDEX

CONTENTS	PAGE NO.
Notice of Annual General Meeting	1 – 25
Board's Report	26 – 58
- Annexure A to the Board's Report (Management Discussion and Analysis Report)	42 – 48
- Annexure B to the Board's Report	49 – 50
- Annexure C to the Board's Report (Form MR – 3)	51 – 56
- Annexure D to the Board's Report	57 – 58
Independent Auditor's Report	59 – 71
Balance Sheet	72
Statement of Profit and Loss	73
Statement of Cash Flow	74
Statement of Changes in Equity	75
Notes to Financial Statements	76 - 126

CORPORATE INFORMATION

<p>BOARD OF DIRECTORS</p>	<p>Mr. Govind Vishwanath Gadgil Chairman and Non-Executive Director</p> <p>Mr. Amit Yeshwant Modak Non-Executive Director</p> <p>Mr. Aditya Amit Modak Non-Executive Director</p> <p><u>Independent Directors</u></p> <p>Mrs. Sweta Ashish Khandelwal Mr. Ranjeet Sadashiv Natu Mr. Ashok Namdeo Gokhale</p>
<p>KEY MANAGERIAL PERSONNEL</p>	<p>Mr. Vishwas Laxmikant Honrao Chief Financial Officer</p> <p>Ms. Bhargavi Charudatta Kulkarni Company Secretary</p> <p>Mr. Prasad Prabhakar Ghodke Manager</p>
<p>STATUTORY AUDITOR</p>	<p>Khandelwal Jain and Associates 1st Floor, Alankar Cinema Building, Near Railway Station, Pune – 411001</p>
<p>SECRETARIAL AUDITOR</p>	<p>Dakhawe Apte & Associates A/6, “Vishwakul”, Swanand Society, Sahakarnagar No. 2, Pune – 411009</p>
<p>REGISTRAR AND TRANSFER AGENT</p>	<p>M/s. Bigshare Service Private Limited Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri East, Mumbai-400093</p>
<p>BANKERS</p>	<p>ICICI Bank Limited SVC Co-Operative Bank Limited IDBI Bank Limited</p>
<p>REGISTERED OFFICE</p>	<p>S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune 411041</p>
<p>CONTACT DETAILS</p>	<p>Email ID: investor@gargibypng.com Website: www.gargibypng.com Phone no.: 020 29911980 Fax no.: 020 29911982</p>
<p>SHARES OF THE COMPANY LISTED ON</p>	<p>Bombay Stock Exchange (SME Platform) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 ISIN: INE0NT601018 Scrip Code: 543709</p>

NOTICE

NOTICE is hereby given that the Fourteenth Annual General Meeting (AGM) of **PNGS GARGI FASHION JEWELLERY LIMITED** (the Company) will be held at Zapurza Museum of Art & Culture, ahead of Peacock Bay, Survey no. 65, Kudje, Pune – 411023 on Friday, 30th day of June, 2023 at 12:00 Noon to consider and transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March 2023 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of **Mr. Aditya Amit Modak (DIN: 09237633)**, who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

3. **Appointment of Mr. Ranjeet Sadashiv Natu (DIN 02892084) 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. Ranjeet Sadashiv Natu (DIN 02892084)**, who was appointed by the Board of Directors as an Additional Director with effect from 03rd November, 2022 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. Ranjeet Sadashiv Natu (DIN 02892084)** as an Independent Director of the Company to hold the office for the term of 5 consecutive years up to 02nd November, 2027.

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. Ranjeet Sadashiv Natu** 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. Ranjeet Sadashiv Natu 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”.

4. Appointment of Mrs. Sweta Ashish Khandelwal (DIN 00098451) 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’), **Mrs. Sweta Ashish Khandelwal (DIN 00098451)**, who was appointed by the Board of Directors as an Additional Director with effect from 03rd November, 2022 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 **Mrs. Sweta Ashish Khandelwal (DIN 00098451)** as an Independent Director of the Company to hold the office for the term of 5 consecutive years up to 02nd November, 2027.

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), **Mrs. Sweta Ashish Khandelwal** 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 Mrs. Sweta Ashish Khandelwal 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”.

5. Appointment of Mr. Ashok Namdeo Gokhale (DIN 02415119) 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. Ashok Namdeo Gokhale (DIN 02415119)**, who was appointed by the Board of Directors as an Additional Director with effect from 03rd November, 2022 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. Ashok Namdeo Gokhale (DIN 02415119)** as an Independent Director of the Company to hold the office for the term of 5 consecutive years up to 02nd November, 2027.

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. Ashok Namdeo Gokhale** 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. Ashok Namdeo Gokhale 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 Mr. Ashok Namdeo Gokhale be and is hereby approved to continue as an Independent Director even after he attains the age of 75 years on 08th November 2023 during his tenure as such director subject to the above conditions.

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”.

6. To authorize the Board of Directors under Section 180 (1) (c) of the Companies Act, 2013.

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

“RESOLVED THAT in supersession of earlier resolution passed by the members in the Extra Ordinary General Meeting of the Company held on 7th November, 2022, pursuant to the provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter called as an Act) as amended from time to time, and the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the Board, which term shall be deemed to include any committee thereof or any person duly authorized by the Board in this behalf), for borrowing from time to time any sum or sums of moneys which together with moneys already borrowed by the Company, (apart from the temporary loans obtained or to be obtained from the company’s bankers in the ordinary course of the Company’s business) may exceed the aggregate of the paid up capital of the company and its free reserves (i. e. reserves not set apart for any specific purpose), provided that the total amount so borrowed shall not exceed Rs. 50,00,00,000/- (Rupees Fifty Crores only), at any given point of time.

RESOLVED FURTHER THAT Mr. Amit Yeshwant Modak (DIN 00396631), Director and Mr. Govind Vishwanath Gadgil (DIN 00616617) Director of the Company be and are hereby individually authorized to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this Resolution”.

7. To authorize the Board to sell, lease or otherwise dispose undertaking of the Company pursuant to section 180(1)(a) of the Companies Act 2013.

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

“RESOLVED THAT, in supersession of earlier resolution passed by the members in the Extra Ordinary General Meeting of the Company held on 7th November, 2022, pursuant to Section 180 (1) (a) and other applicable provisions, if any, of the Companies Act, 2013, consent of the members of the company be and is hereby given to the board of directors of the Company to create such charges, mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company, on such movable and immovable properties, both present and future, and in such manner as the Board may deem fit, together with power to take over the substantial assets of the Company in certain events in favour of banks/financial institutions, to secure rupee loans or other financial assistance provided that the total amount of Loans together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges, on pre-payment or on redemption, costs, charges, expenses and all other monies payable by the Company in respect of the said Loans, shall not, at any time exceed Rs. 50,00,00,000/- (Rupees Fifty Crores only) or the aggregate of the paid up capital and free reserves of the Company, that is to say, reserves not set apart for any specific purpose at the relevant time, whichever is higher.

RESOLVED FURTHER THAT, the Directors of the Company, be and are hereby severally authorized to take all steps for giving effect to the aforesaid resolution, including filing of the necessary forms with the Registrar of Companies, Pune and do all such acts, deeds, matters and things as may be required to be done to give effect to the above resolution and to settle any question or difficulty that may arise with regard to the aforesaid purpose and which it may deem fit in the interest of the Company.”

By Order of the Board

Place: Pune

Date: 10th May, 2023

Sd/-

Bhargavi Kulkarni

Company Secretary

ICSI M.No. A63292

Reg. Office - S. No.

37/1 & 37/2, Near

Lokmat New Paper,

Wadgaon, Khurd,

Pune 411041

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 Fourteenth AGM along with the Annual Report for 2022-23 is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company’s Registrar & Share Transfer Agents, Bigshare Services Pvt. Ltd. (“RTA”) /Depositories. Hard copies shall be sent to those members who shall request for the same. Members may note that the Notice of the Fourteenth AGM along with the Annual Report 2022-23 is also available for download on the website of the Company at www.gargibypng.com and on the websites of the Stock Exchanges, i.e. BSE Limited at www.bseindia.com and on the website of CDSL at www.evotingindia.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 Fourteenth 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 authorising their representative(s) to attend and vote by e-mail to investor@gargibypng.com before the commencement of the Fourteenth 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 Fourteenth AGM may register themselves by sending their request, mentioning their name, demat account number/folio number, e-mail id and mobile number, at investor@gargibypng.com latest by 24th June, 2023.
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 Central Depository Services (India) Limited ("CDSL") for facilitating voting through electronic means, as the authorised e-voting agency.
10. This notice is being sent to the shareholders whose name appears in the Register of Members as on 26th May 2023.
11. 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., **Friday, 23rd June, 2023**. A person who is not a 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 investor@gargibypng.com
12. The Board of Directors have appointed M/s Dakhawe Apte & Associates, Practising Company Secretaries, through Mr. Raghunath Apte, Partner and failing him, Mr. Abhijit Dakhawe, Partner as the Scrutinizer to scrutinize and conduct the e-voting and ballot voting during the fourteenth AGM

in a fair and transparent manner. They have communicated their willingness to be appointed as such and they are available for the said purpose.

13. Instructions for Remote E-Voting:

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

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

- (i) The **voting period** begins on **Tuesday, 27th June, 2023** at 09:00 a.m. and ends on **Thursday, 29th June, 2023** at 05:00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date** (record date) of **Friday, 23rd June, 2023** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in Demat mode with CDSL Depository</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 to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, 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 a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-

	<p>directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

- (v) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.
- 1) The shareholders should log on to the e-voting website www.evotingindia.com
 - 2) Click on “Shareholders” module.
 - 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 - 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.

OR Date of Birth (DOB)	<ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.
------------------------	--

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only:**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investor@gargibypng.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id.**
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

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

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33.

14. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
15. The Scrutinizer will, immediately after the conclusion of voting at the Fourteenth AGM, start scrutinizing the votes cast at the Meeting along with remote e-voting and prepare a consolidated Scrutinizer's Report and submit thereafter to the Chairman of the Meeting or any person authorized by him in writing. The result declared along with the consolidated Scrutinizer's Report will be placed on the Company's website at www.gargibypng.com and on the website of CDSL at www.evotingindia.com as well as displayed on the notice board at the Registered Office of the Company, within 48 hours of the conclusion of the Meeting. The Company will simultaneously forward the results to BSE Limited, where the shares of the Company are listed.
16. The detailed address of venue of meeting with route map and nearest landmark is attached herewith.

17. Members are requested to notify the Company immediately the changes, if any, in the address in full with the postal area, pin code number, quoting their folio no./ client ID/DP ID to Company's Registrar and Share Transfer Agent, 'BIGSHARE SERVICES PRIVATE LIMITED' at Office No S6-2, 6th floor Pinnacle Business Park Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093 and to their respective Depository Participants (DP) for shares held in electronic form.
18. Members / proxies should carry valid ID proof such as PAN, Voter ID, Passport, Driving License, Aadhar card etc. along with duly filled Attendance Slip enclosed herewith for attending the meeting.
19. Members are requested to produce the attendance slip duly signed, for admission to the meeting venue.

Place: Pune
Date: 10th May 2023

By Order of the Board

Sd/-
Bhargavi Kulkarni
Company Secretary
ICSI M.No. A63292

Reg. Office - S. No.
37/1 & 37/2, Near
Lokmat News
Paper, Wadgaon,
Khurd, Pune 411041

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

Annexure to the Notice calling Fourteenth 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 6 of the accompanying Notice dated 10th May 2023.

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. Aditya Modak (DIN: 09237633) Non-executive Director, retires by rotation at this Fourteenth AGM, and has offered himself for re-appointment. He is a director of the Company from 26th July 2021.

Mr. Aditya Modak has a Bachelors Degree in Commerce. He is a fellow member of the Institute of Chartered Accountants of India. He has qualified the professional exam of the Institute of Company Secretaries of India and has more than 8 years of experience in jewellery industry.

He is a member of Audit Committee, Stakeholder Relationship Committee and Borrowing Committee of the Company. He has attended 12 Board Meetings held during the Financial Year 2022-23.

Mr. Aditya Modak holds 125900 equity shares in the Company.

Mr. Aditya Modak is son of Mr. Amit Modak, who is a Non-Executive Director of the Company. Apart from this none of the other Directors, Key Managerial Personnel of the Company and/or their relatives 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, **Mr. Ranjeet Sadashiv Natu (DIN 02892084)** as an Additional Director the Company with effect from **03rd November, 2022**. Pursuant to provisions of Section 161 (1) of the Act, Mr. Ranjeet Sadashiv Natu 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. Ranjeet Sadashiv Natu (DIN 02892084), 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. Ranjeet Sadashiv Natu, 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. Ranjeet Sadashiv Natu has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act.

Mr. Ranjeet Sadashiv Natu is a Chartered Accountant having an extensive experience in the field of audit and tax matters for more than 25 years and is a partner of M/s. Natu & Pathak, reputed firm of Chartered Accountants from Pune.

In the opinion of the Board, Mr. Ranjeet Sadashiv Natu (DIN 02892084) 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 up to 02th November, 2027. 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. 3 of the Notice for appointment of Mr. Ranjeet Sadashiv Natu (DIN 02892084) 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.

The relevant documents in this regard are open for inspection by the members at the Registered Office of the Company during office hours between 11.30 a.m. to 4.00 p.m. on all working days except Holidays up to the date of the Annual General Meeting.

Except Mr. Ranjeet Sadashiv Natu, 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, **Mrs. Sweta Ashish Khandelwal (DIN 00098451)** as an Additional Director the Company with effect from **03rd November, 2022**. Pursuant to provisions of Section 161 (1) of the Act, Mrs. Sweta Ashish Khandelwal 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 Mrs. Sweta Ashish Khandelwal, (DIN 00098451) 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 Mrs. Sweta Ashish Khandelwal, consent in writing to act as a Director of the Company and a declaration to the effect that she is not disqualified under Section 164 of the Companies Act, 2013. Also Mrs. Sweta Ashish Khandelwal, has given a declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Act.

Mrs. Sweta Ashish Khandelwal, is a Certified Public Accountant (CPA) from the State of California USA. She has also done her Post Graduation in Accountancy, has a Diploma in Training and Development and is a Certified Administrator of the 16 PF Psychometric Tool (a Personality Assessment Tool) from the Institute of Personality and Ability testing, USA. Mrs. Sweta has a cumulative experience of over 25 years and is leading the Accounting & Advisory practice at Shah Khandelwal Jain & Associates.

In the opinion of the Board, Mrs. Sweta Ashish Khandelwal (DIN 00098451) 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 02th November, 2027. 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. 4 of the Notice for appointment of Mrs. Sweta Ashish Khandelwal (DIN 00098451) as an Independent Director, not liable to retire by rotation for the approval of the Members.

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

The relevant documents in this regard are open for inspection by the members at the Registered Office of the Company during office hours between 11.30 a.m to 4.00 p.m. on all working days except Holidays up to the date of the Annual General Meeting.

Except Mrs. Sweta Ashish Khandelwal, being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives 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**.

Item No. 5

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. Ashok Namdeo Gokhale (DIN 02415119)** as an Additional Director the Company with effect from **03rd November, 2022**. Pursuant to provisions of Section 161 (1) of the Act, Mr. Ashok Namdeo Gokhale 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. Ashok Namdeo Gokhale (DIN 02415119), 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. Ashok Namdeo Gokhale, consent in writing to act as a Director of the Company and intimation to the effect that he is not disqualified under Section 164 of the Companies Act, 2013. Also Mr. Ashok Namdeo Gokhale has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act.

Mr. Ashok Namdeo Gokhale is a Mechanical Engineer having extensive experience in the engineering field for more than 40 years. He had worked with international companies.

In the opinion of the Board, Mr. Ashok Namdeo Gokhale (DIN 02415119) 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 up to 02th November, 2027. He will not be liable to retire by rotation.

Further, Mr. Ashok Namdeo Gokhale will attain the age of 75 years on 08th November 2023, i.e. during his proposed tenure as an Independent Director. Accordingly, members consent is sought for his continuation to hold the office as such director after he attains the age of 75 years.

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. 5 of the Notice for appointment of Mr. Ashok Namdeo Gokhale (DIN 02415119) 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.

The relevant documents in this regard are open for inspection by the members at the Registered Office of the Company during office hours between 11.30 a.m to 4.00 p.m. on all working days except Holidays up to the date of the Annual General Meeting.

Except Mr. Ashok Namdeo Gokhale, 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, financial or otherwise, in the resolution set out at Item No. 5.

The Board recommends the resolution as set out in the **Item no. 5** of the accompanying Notice for the approval of the members of the Company by way of **Special Resolution**.

Item No. 6 & 7

In terms of the provisions of Section 180 (1) (c) of the Companies Act, 2013, the Company can borrow in excess of its paid up share capital and free reserves (apart from temporary loans obtained from Company's bankers in the ordinary course of business) only with the consent of the Members of the Company obtained by way of passing a **Special Resolution**. Considering the future capex requirements and Company's growth plan, the loans/credit facilities proposed to be obtained from Bankers,

Directors and other permitted entities may exceed the said limits prescribed under Section 180(1) (c) as aforesaid.

The Company has in place an approval of its Members for said borrowings obtained at the Extra Ordinary General Meeting held on 7th November 2022, for borrowing, an amount not exceeding **Rs. 25,00,00,000/-** (Rupees Twenty Five Crores only) at any given point of time.

Keeping in view the Company's existing and future plans for expansion of its branches and requirement for general corporate purposes, the existing credit limits of the Company may fall short of requirements. The Company would require further funds to support its business operations, It is therefore thought desirable to authorize the Board of Directors of the Company or Committee thereof **to borrow an amount not exceeding Rs. 50,00,00,000/- (Rupees Fifty Crores only) outstanding, at any given point of time, under the aforesaid provisions of the Companies Act, 2013.**

For availing of the said credit facilities, the Company may require to provide security for which it has to create a charge by way of mortgage or otherwise on its immovable properties / undertakings in favour of the lenders. Mortgaging / creating the undertaking / immovable properties of the Company is also deemed to be a disposal of the undertaking of the Company under Section 180 (1) (a) of the Act requiring approval of members by way of a Special Resolution.

None of the Directors or key managerial personnel of the Company or their relatives are concerned or interested or deemed to be concerned or interested, financially or otherwise in these Resolutions.

The Board recommends the resolutions as set out in the **Item no. 6 & 7** of the accompanying Notice for the approval of the members of the Company by way of **Special Resolutions**.

ANNEXURE 1 TO STATEMENT DATED 10th May 2023
Details of Directors seeking appointment at the forthcoming Annual General Meeting
(In pursuance of Secretarial Standard 2 of ICSI)

Name of Director	Mrs. Sweta Ashish Khandelwal	Mr. Ranjeet Sadashiv Natu	Mr. Ashok Namdeo Gokhale	Mr. Aditya Modak
DIN	00098451	02892084	02415119	09237633
Date of Birth	25/05/1975	01/10/1973	08/11/1948	22/12/1990
Age	48	49	74	32
Nationality	Indian	Indian	Indian	Indian
Date of first appointment on the Board	03/11/2022	03/11/2022	03/11/2022	26/07/2021
Shareholding in PNGS GARGI FASHION JEWELLERY LIMITED	NIL	NIL	NIL	125900 shares
List of Directorships held in other Companies	1. Archer Management Services Private Limited 2. Ican Affiliates Private Limited 3. Rk Optronix Private Limited	1. Penosh Transport Pvt Ltd 2. Golden Sparrow Finance And Treasury Private Limited 3. Penosh Finance Pvt Ltd 4. Goubrands Organic Products Private Limited 5. P. N. Gadgil & Sons Limited	1. P. N. Gadgil & Sons Limited	NIL
Membership/ Chairmanship of Committees	Elected as Member of the Audit Committee by the Board w.e.f. 03/11/2022 Member of Stakeholder Relationship Committee w.e.f 03/11/2022	Member of Audit Committee w.e.f 03/11/2022 Elected as Chairman of Audit Committee w.e.f 07/11/2022 Elected as Member of the Nomination and Remuneration Committee by the Board w.e.f. 03/11/2022 Elected as member of Stakeholder Relationship Committee w.e.f 03/11/2022	Member of Nomination and Remuneration Committee w.e.f 03/11/2022 Elected as Chairman of Nomination and Remuneration Committee w.e.f 03/11/2022	Member of Audit Committee w.e.f 03/11/2022 Member of Stakeholder Relationship Committee w.e.f 03/11/2022 Member of Borrowing Committee w.e.f 03/11/2022
Qualifications	Certified Public Accountant (CPA) from the State of California USA, Post-Graduation in Accountancy	B.Com and CA	B.E. Mechanical	B.Com, CA, CS

Experience	Mrs. Sweta Ashish Khandelwal is a Certified Public Accountant (CPA) from the State of California USA, Post Graduate in Accountancy, has a Diploma in Training and Development. Sweta has a cumulative experience of over 25 years and is leading the Accounting & Advisory practice at Shah Khandelwal Jain & Associates.	Mr. Ranjeet Sadashiv Natu is a Chartered Accountant having extensive experience in the field of audit and tax matters for more than 25 years and is a partner of M/s. Natu & Pathak, reputed firm of Chartered Accountants, from Pune.	Mr. Ashok Namdeo Gokhale is a Mechanical Engineer having extensive experience in the engineering field for more than 40 years. He had worked with international companies.	Mr. Aditya Amit Modak has an extensive experience of more than 8 years in Jewellery industry. He is also working as Chief Financial Officer of P. N. Gadgil & Sons since 5 th November 2017.
Terms & conditions of appointment / re-appointment	Non-Executive and Independent Director	Non-Executive and Independent Director	Non-Executive and Independent Director	Non-Executive Director
Details of remuneration sought to paid	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	As a Non-Executive Independent Director, he is entitled to receive sitting fees for attending meetings of the Board	As a Non-Executive Director he is currently not paid any remuneration
Remuneration last drawn by such person, if applicable	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. During the year 2022-23, she received Rs. 70,000 /- towards sitting fees	As a Non-Executive Independent Director, he is entitled to sitting fees for attending meetings of the Board at Rs. 10,000/- per meeting. During the year 2022-23, he received Rs. 70,000 /- towards sitting fees	As a Non-Executive Independent Director, he is entitled to sitting fees for attending meetings of the Board at Rs. 10,000/- per meeting. During the year 2022-23, he received Rs.60,000/- towards sitting fees	NA
Relationship with Directors, Managers and KMP	NIL	NIL	NIL	Mr. Aditya Modak is son of Mr. Amit Modak, who is a Non-Executive Director of the Company.
No of Board meetings attended during the financial year	6	6	6	12
No of Audit Committee meetings attended during the financial year	3	3	N.A.	3

No of Nomination and Remuneration Committee meetings attended during the financial year	N.A.	2	2	N.A.
No of Stakeholder Relationship Committee meetings attended during the financial year	1	1	N.A.	1
No of Independent Directors Meeting attended during the financial year	1	1	1	N.A.

Date: 10th May 2023
Place: Pune

By Order of the Board

Sd/-
Bhargavi Kulkarni
Company Secretary
ICSI M.No. A63292
Reg. Office -
S.No.37/1&37/2, Near
Lokmat News Paper,
Wadgaon, Khurd,
Pune 411041

PNGS GARGI FASHION JEWELLERY LIMITED

(CIN - U36100PN2009PLC133691)

Regd. Office: S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041

Email Id: investor@gargibypng.com website: www.gargibypng.com

Phone No. – +91 020 2991 1980 Fax No. – 020 2991 1982

ATTENDANCE SLIP

[To be presented at the entrance]

Annual General Meeting on Friday, 30th June, 2023 at 12:00 Noon
at Zapurza Museum of Art & Culture, ahead of Peacock Bay, Survey no. 65, Kudje, Pune – 411023

Folio No.....DP ID No.....Client ID.....

No. of Shares held

Name of the MemberSignature.....

Name of Proxy Holder.....Signature.....

I / We hereby record my / our presence at the Annual General Meeting of the Company held on Friday, 30th June, 2023 at 12:00 Noon at Zapurza Museum of Art & Culture, ahead of Peacock Bay, Survey no. 65, Kudje, Pune – 411023.

Note:

1. Only Member / Proxy holder can attend the Meeting.
2. Please fill up the attendance slip and hand it over at the entrance of the meeting hall.

PNGS GARGI FASHION JEWELLERY LIMITED

(CIN - U36100PN2009PLC133691)

Regd. Office: S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041

Email Id: investor@gargibypng.com website: www.gargibypng.com

Phone No. – +91 020 2991 1980 Fax No. – 020 2991 1982

Form No. MGT-11

Proxy form

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

Name of the Member(s):
Registered address:
E-mail Id:
Folio No:
Clint ID/DP ID:

I/ We being the member of, holding.....shares, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:

or failing him

2. Name

Address:

E-mail Id:

Signature:

as my/our proxy to attend and vote for me/us and on my/our behalf at 14th Annual General Meeting of members of the Company, to be held on Friday, 30th June, 2022 at 12:00 P.M. at Zapurza Museum of Art & Culture, ahead of Peacock Bay, Survey no. 65, Kudje, Pune – 411023 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr.No.	Resolution	Vote (For or Against)
Ordinary Business		
1.	To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31 st March 2023 and the reports of the Board of Directors and Auditors thereon	

2.	To appoint a Director in place of Mr. Aditya Amit Modak (DIN: 09237633), who retires by rotation and being eligible offers himself for re-appointment.	
Special Business		
3.	Appointment of Mr. Ranjeet Sadashiv Natu (DIN 02892084) as an Independent Director of the Company.	
4.	Appointment of Mrs. Sweta Ashish Khandelwal (DIN 00098451) as an Independent Director of the Company.	
5.	Appointment of Mr. Ashok Namdeo Gokhale (DIN 02415119) as an Independent Director of the Company.	
6.	To authorize the Board of Directors under Section 180 (1) (c) of the Companies Act, 2013	
7.	Authority to Board to sell, lease or otherwise dispose undertaking of company pursuant to section 180(1)(a) of the Companies Act 2013	

Signed thisday of..... 2023

Affix Revenue Stamp of Re. 1/-

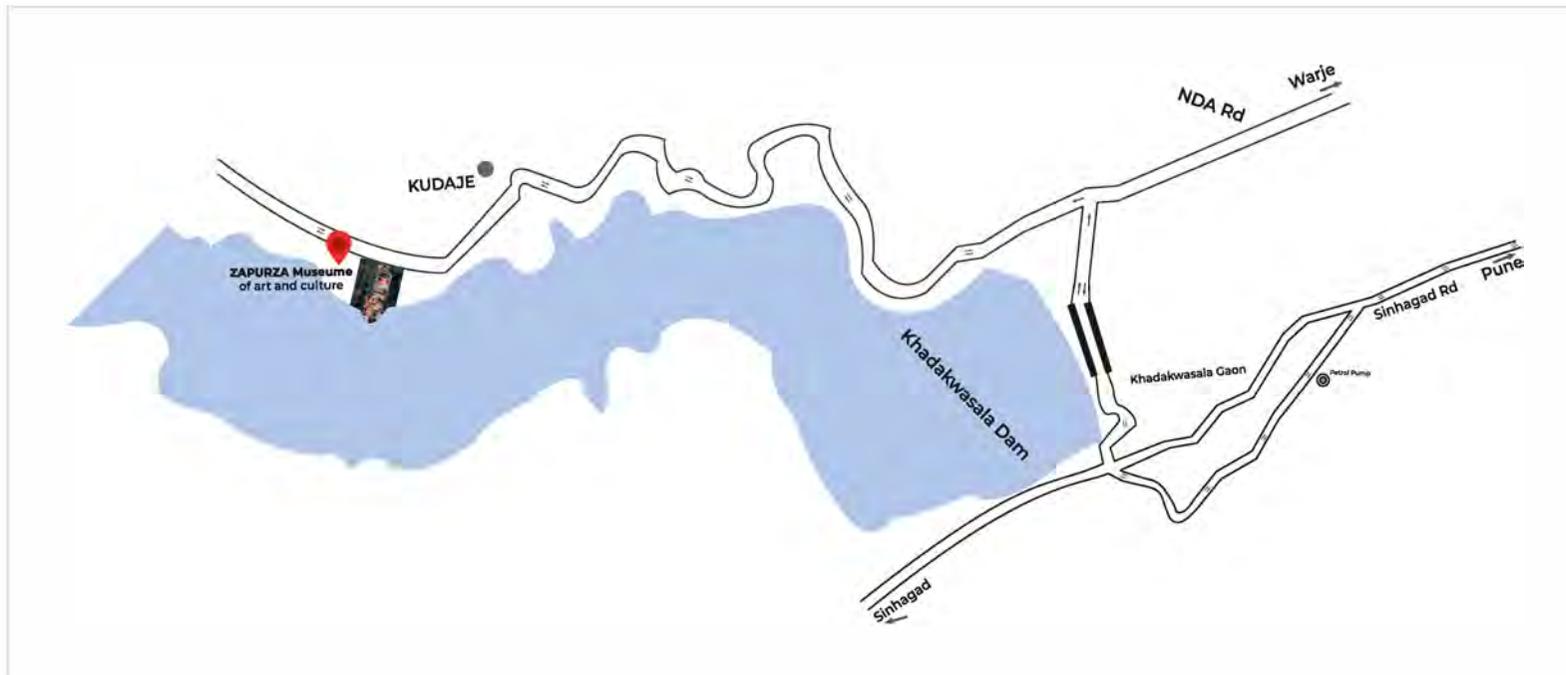
Signature of Shareholder:

Signature of Proxy holder(s):

Note:

- This form of proxy in order to be effective should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.**

Route Map of venue of the Meeting



Zapurza Museum of Art & Culture,
Kudje, ahead of Peacock Bay, Pune
411023, Maharashtra, India.

For queries, contact us:
tel: 020 2991 1980 / 81 / 82

BOARD'S REPORT

To
The Members,

Your Directors have a pleasure in presenting the 14th Annual Report together with the audited financial statements, for the year ended **31st March, 2023**.

1. FINANCIAL RESULTS

(Rs. In Lakhs)

Particulars	For the Financial Year ended 31 st March, 2023	For the Financial Year ended 31 st March, 2022
Turnover	2867.36	593.93
Other Income	15.38	0.01
Gross Income	2882.74	593.94
EBIDTA	665.76	152.37
Interest	13.86	1.95
Depreciation & Amortization	17.71	2.05
Profit / (Loss) before Tax	634.19	148.37
Less : Current Tax	162.59	40.11
(Less) / Add : Previous Year's Tax	3.22	0.15
(Less) / Add: Deferred Tax	(0.57)	(2.42)
Profit / (Loss) after Tax	468.95	110.53
Other Comprehensive Income		
- Re-measurement gain/(loss) on defined benefit plans	(0.82)	(0.23)
- Effect of income tax	0.21	0.06
Other Comprehensive Income, net of tax	(0.61)	(0.17)
Total Income, net of tax	468.34	110.36
Basic and Diluted Earnings Per share (EPS)	10.20	394.70

2. OPERATIONS OF THE COMPANY AND THE STATE OF COMPANY'S AFFAIRS

Your Company is engaged in the retail business of costume and fashion jewellery under the brand name "Gargi by P. N. Gadgil & Sons" which was launched in 2021 under the artificial jewellery segment. The Company deals in 92.5% certified sterling silver jewellery, brass and copper jewellery, idols and other gift articles. During the financial year, your Company has reported a total revenue of Rs. 2882.74 Lakhs against Rs. 593.94 Lakhs in the previous financial year. The net profit for the current financial year stood at Rs. 468.34 Lakhs against Rs. 110.36 Lakhs in the previous financial year.

LISTING OF EQUITY SHARES

Equity shares of your Company were listed on the Bombay Stock Exchange (BSE Limited) on SME Platform on 20th December, 2022. The Company got listing approval from BSE Limited (SME Platform) on 19th December, 2022. The trading symbol of the Company is 'GARGI'. Listing fees and the custodian charges to depositories, for the FY 2022-23 have been paid to BSE, NSDL and CDSL respectively.

PUBLIC ISSUE (INITIAL PUBLIC OFFER)

During the year under review, your Company successfully completed its Initial Public Offering (IPO) of 26,00,000 equity shares was made of face value Rs.10/- each, at a price of Rs. 30/- per equity share (including a premium of Rs. 20/- per equity share) ("issue price") aggregating Rs. 780.00 lakhs ("the issue") of which 1,36,000 equity shares aggregating to Rs. 40.80 lakhs was reserved for subscription by market maker. The issue constitutes 27.00% of the post-issue paid-up equity share capital of your Company. Your Directors placed on record their appreciation of contributions made by the entire IPO team with all the dedication, diligence and commitment which led to successful listing of the Company's equity shares on the BSE SME platform. Further, the success of the IPO reflects the trust and faith reposed in the Company by the Investors, customers and business partners and your Directors thank them for their confidence in the Company.

DEMATERIALIZATION OF SHARES

All the Shares of your Company are in Dematerialization mode as on 31st March, 2023. The ISIN of the Equity Shares of your Company is INE0NT601018.

3. EXPANSION

The Company operates through shop in shop model and has point of sales (POS) counters at 30 showrooms across the states of Maharashtra, Gujarat and Karnataka of P. N. Gadgil & Sons Limited and P. N. Gadgil Art & Culture Foundation pursuant to its agreement with respective companies. Further the Company has opened 2 new Shop in Shop retail point of Sales on 14th and 15th April 2023 respectively, at Shoppers Stop (Viviana Mall), Thane and Shoppers Stop

(Inorbit Mall), Malad, Mumbai. The Company also has plans to open its standalone retail stores in the FY 2023-24 and expand through franchisees.

4. CHANGE IN NATURE OF BUSINESS, IF ANY

During the year, there was no change in the nature of business of the Company.

5. MATERIAL CHANGES AND COMMITMENTS IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL PERIOD OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There have been no material changes and commitments affecting the financial position of the Company, between the end of the financial period of the Company to which the financial statements relate and the date of this report.

6. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANIES OPERATIONS IN FUTURE

There are no significant and material orders passed by the regulators, courts or tribunals, which affect the going concern status of the Company and its operations in future.

7. RESERVES

The Board of Directors have not proposed to transfer any amount to any Reserve. Therefore, entire profits of Rs. 468.95 Lakhs earned during the financial year 2022-23 have been retained in profit and loss account.

8. DIVIDEND

The Board of Directors do not recommend any dividend for the financial year ended on 31st March, 2023 in order to conserve resources for future development.

9. DIRECTORS AND KEY MANAGERIAL PERSONNEL

As on 31st March, 2023, the Board of your Company comprises of 6 Directors including 3 Non-Executive Directors and 3 Independent Directors of which 1 being a woman director.

Appointments/ Resignations:

During the year under review, the Board of Directors at its Meeting held on 03rd November, 2022 appointed **Mr. Ranjeet Natu** (DIN: 02892084), **Mr. Ashok Gokhale** (DIN: 02415119) and **Mrs. Sweta Khandelwal** (DIN: 00098451) as Additional (Independent) Director of the

Company, in accordance with the provisions of Sections 149, 150 and 152 read with Schedule V and/or any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

During the year under review, **Mr. Vishwas Bokil**, Director (DIN: 01718286) and **Mr. Shailesh Bagaitkar**, Director (DIN: 02520201) resigned from the Company with effect from 15th September 2022.

On the basis of representations received from the Directors, none of the Directors of the Company are disqualified as per section 164(2) of the Companies Act, 2013 and rules made thereunder or any other provisions of the Companies Act, 2013. The Directors have also made necessary disclosures to as required under provisions of section 184(1) of the Companies Act, 2013. All members of the Board of Directors and senior management personnel affirmed compliance with the Company's Code of Conduct policy for the financial year 2022-23.

In the opinion of the Board, there has been no change in the circumstances which may affect the status of the Independent Directors of the Company and the Board is satisfied about the integrity, expertise, and experience including proficiency in terms of Section 150(1) of the Act and applicable rules thereunder of the Independent Directors on the Board and proposes their appointment at the ensuing Annual General Meeting.

During the year under review, the Board of Directors at its Meeting held on 03rd November, 2022 appointed **Mr. Prasad Ghodke** as Manager of the Company pursuant to provisions of Section 196, 197, 198 and 203 and other applicable provisions of the Companies Act, 2013, and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including rules, notifications, statutory modifications, amendments or re-enactments thereof for the time being in force and from time to time) read with Part I and Section I of Part II of Schedule V of the said act.

The shareholders at their meeting held on 07th November 2022 approved the appointment of Mr. Prasad Ghodke as a Manager of the Company.

The Board of Directors in its meeting held on 01st October 2022 appointed **Ms. Bhargavi Kulkarni** as Company Secretary and Compliance Officer of the Company and **Mr. Vishwas Honrao** as Chief Financial Officer of the Company and also designated them as Key Managerial Personnel.

Retirement by Rotation:

Pursuant to Section 152 of the Companies Act 2013 read with Article 94 of Articles of Association of the Company, Mr. Aditya Modak (DIN : 09237633) Director of the Company is liable to retire by rotation and being eligible has offered himself for reappointment at the ensuing Annual General Meeting. The Board recommends his reappointment.

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 FY 2022-23 separate meeting exclusively of Independent Directors was held on 06th February 2023.

10. NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

During the financial period 2022-23, the Board of Directors met **13** times, the details of which are as under.

Sr. No.	Dates on which Board Meetings were held	Total Strength of the Board	No. of Directors present
1.	11 th June, 2022	5	3
2.	25 th July, 2022	5	3
3.	01 st September, 2022	5	3
4.	15 th September, 2022	5	3
5.	22 nd September, 2022	3	2
6.	01 st October, 2022	3	3

7.	03 rd November, 2022	3	3
8.	07 th November, 2022	6	6
9.	25 th November, 2022	6	5
10.	28 th November, 2022	6	6
11.	02 nd December, 2022	6	5
12.	16 th December, 2022	6	4
13.	06 th February, 2023	6	6

Attendance of Directors at Board Meetings

Name of the Directors	No of Board meetings held	No of Board Meetings attended
Mr. Govind Gadgil	13	12
Mr. Amit Modak	13	10
Mr. Aditya Modak	13	12
Mrs. Sweta Khandelwal	*6	6
Mr. Ashok Gokhale	*6	6
Mr. Ranjeet Natu	*6	6

*Total meetings held after their appointment as Director

11. DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134 (3) (c) of the Companies Act, 2013, your Directors state as under –

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- (b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial period and of the profit of the Company for that period;
- (c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- (d) the Directors had prepared the annual accounts on a going concern basis;
- (e) the Directors had laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and were operating effectively; and
- (f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

12. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Pursuant to Regulation 34 (2) (e) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, Management Discussion & Analysis Report for the year under review forms the part of this report and is marked as **Annexure – ‘A’** to this report.

13. COMMITTEES OF BOARD

Audit Committee

Your Directors have constituted the Audit committee in accordance with Section 177 of the Companies Act, 2013 read with rule 6 of Companies (Meetings of Board and its Powers) Rules, 2014 on 03rd November, 2022. The members of the Committee are as follows:

1. Mr. Ranjeet Sadashiv Natu, Independent Director, Chairman of the Committee
2. Mrs. Sweta Ashish Khandelwal, Independent Director
3. Mr. Aditya Amit Modak, Director

Three (3) meetings of the Committee were held during the period ended 31st March, 2023 on 07th November, 2022, 25th November, 2022, 06th February, 2022 detailed as under:

Names of Members	No of meetings attended
Mr. Ranjeet Sadashiv Natu	3
Mrs. Sweta Ashish Khandelwal	3
Mr. Aditya Amit Modak	3

Further, there were no such instances where the recommendation of the Audit Committee were not accepted by the Board during the financial year under review.

Nomination and Remuneration Committee

Your directors have constituted a Nomination and Remuneration Committee as required under the provisions of Section 178 of the Companies Act, 2013. The Nomination and Remuneration Committee consists of following members:

1. Mr. Ashok Namdeo Gokhale, Independent Director, Chairman of the Committee
2. Mr. Ranjeet Sadashiv Natu, Independent Director

3. Mr. Govind Vishwanath Gadgil, Director

Two (2) meetings of the Committee were held during the period ended 31st March, 2023 on 03rd November, 2022 and 07th November, 2022, detailed as under:

Names of Members	No. of meetings attended
Mr. Ashok Namdeo Gokhale	2
Mr. Ranjeet Sadashiv Natu	2
Mr. Govind Vishwanath Gadgil	2

Policy on Nomination and Remuneration for the Board and Senior Officials is available on the website of the Company at <https://www.gargibypng.com/corporate-policies/>

Stakeholders Relationship Committee

Your Board has constituted Stakeholders Relationship Committee under the provisions of Section 178(5) of Companies Act, 2013 on 3rd November, 2022. The Committee consists of following members:

1. Mr. Ranjeet Sadashiv Natu, Independent Director, Chairman of the Committee
2. Mrs. Sweta Ashish Chandrakant Khandelwal, Independent Director
3. Mr. Aditya Modak, Director

This Committee is primarily responsible to review all matters connected with the Company's transfer/ transmission of securities and redressal of shareholder's / investor's / security holder's complaints.

The Committee met once on 3rd February, 2023 during the year under review and all the members attended the meeting.

Borrowing Committee

Your Board has constituted Borrowing Committee in view of need for operational convenience. The Committee consist of following members:

1. Mr. Govind Vishwanath Gadgil, Director
2. Mr. Amit Yeshwant Modak, Director
3. Mr. Aditya Amit Modak, Director

This Committee is authorized to borrow in the form of fund based and non-fund credit facilities from Bankers, financial institutions, bodies corporate and other eligible entities upto the amount approved by the Board of Directors of the Company from time to time.

14. ANNUAL RETURN

As per the Companies (Management and Administration) Amendment Rules, 2020 dated 28th August, 2020, the Annual Return is being placed on the website of the Company <https://www.gargibypng.com/>.

15. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The Company has entered into contracts / arrangements / transactions with the related parties (RPTs) during the financial year 2022-23, which were on arm's length basis and in the ordinary course of business. Your attention is drawn to the related party disclosure made in the note contained in the financial statements of the Company.

There have been no materially significant related party transactions with the Company's Promoters, Directors and others as defined in Section 2(76) of the Companies Act, 2013 which may have potential conflict of interest with the Company at large. Disclosure in Form AOC-2 is enclosed herewith as **Annexure – 'B'**.

In compliance with the provisions of the Companies Act, 2013, each transaction as entered by the Company with its related parties is placed before the Audit Committee. A prior omnibus approval of the Audit Committee is obtained on a yearly basis for the transactions which are foreseen and repetitive in nature. The transactions pursuant to the omnibus approval so granted, a detailed quarterly statement of such RPTs is placed before the Audit Committee for its review. The policy on Related Party Transactions as approved by the Board is available on the website of the Company at <https://www.gargibypng.com/corporate-policies/>

16. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The Company has neither granted any loan, given any guarantees nor made any investments during the financial period under consideration.

17. DEPOSITS

Your Company has not accepted any deposits during the year in terms of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014. No deposits remained unpaid or unclaimed as at the end of the year and there was no default in repayment of deposits or payment of interest thereon during the year.

18. UNSECURED LOANS

During the year under reporting, the Company has accepted Rs. 75 Lakhs Unsecured Loan from Mr. Govind Vishwanath Gadgil, Director (DIN 00616617) of the Company. Pursuant to rule 2(c)(viii) of the Companies (Acceptance of Deposits) Rules, 2014 a declaration has been

received from him that the amount has not been given out of the funds acquired by him, either by borrowings or by accepting loans or deposits from others. Refer Note No. 17.2 of the Financial Statement.

19. CORPORATE SOCIAL RESPONSIBILITY (CSR)

Provisions pertaining to Corporate Social Responsibility of Section 135 of the Companies Act, 2013 are not applicable to the Company, hence there is nothing to mention for the year under review.

20. NAME OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE PERIOD

No company has become or ceased to be subsidiary, joint venture or associate company during the year under review.

21. PERFORMANCE OF SUBSIDIARIES, ASSOCIATE AND JOINT VENTURE COMPANIES AND THEIR CONTRIBUTION TO THE OVERALL PERFORMANCE OF THE COMPANY

As the Company does not have any Subsidiary/Joint Venture/Associate Company as on March 31st, 2023, hence there is nothing to report for the year under review.

22. SECRETARIAL STANDARDS

The Company generally complies with all applicable secretarial standards, issued by the Council of the Institute of Company Secretaries of India and made applicable as per Section 118(10) of the Companies Act, 2013.

23. COST RECORDS

The provisions of Section 148 of the Companies Act, 2013 read with Notifications/ Circulars issued by the Ministry of Corporate affairs from time to time, regarding maintenance of Cost records, are not applicable to the company.

24. RISK MANAGEMENT

Every business is subject to risks, uncertainties that could cause actual results to differ materially from those contemplated. The Company has in place a mechanism comprising of regular audits and checks to inform the Board members about the Risk assessment and mitigation plans and periodical reviews to ensure that the critical risks are controlled by the management. Major risks identified are systematically addressed through risk mitigation actions on a continuing basis.

25. CASES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place a policy for prevention of sexual harassment at workplace. This inter alia provides a mechanism for the resolution, settlement or prosecution of acts or instances of Sexual Harassment at work and ensures that all employees are treated with respect and dignity. The Internal Complaints Committee(s) (ICC) has been set up by the Company to redress complaints received regarding sexual harassment and No complaint has been received till date.

Policy is available on the website of the Company at <https://www.gargibypng.com/corporate-policies/>

During the year under review, in this regard,

In terms of Section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013, read with Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Rule 2013, the report for the year ended on March 31, 2023

No. of Complaints received in the year Nil

No. of complaints disposed off in the year; Nil

Cases pending for more than 90 days; Nil

No. of workshops and awareness programmes conducted in the year; Nil

Nature of action by employer or District Officer, if any Nil

26. FORMAL ANNUAL EVALUATION OF BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

The formal evaluation mechanism has been adopted for evaluating the performance of the Board as well as its Committees and Individual Directors of the Board.

The exercise was carried out through a structured evaluation process covering various aspects such as composition of the Board & Committees, experience and competencies, performance of specific duties and obligations, attendance and contribution at Board meetings / Committee meetings / General meetings, preparedness for meetings, effective decision making ability, knowledge of sector where Company operates, understanding and avoidance of risk while executing functional duties, successful negotiating ability, initiative to maintain corporate culture, commitment, dedication of time, leadership quality, attitude, initiatives and responsibilities undertaken, achievements etc.

In a separate meeting of Independent Directors held on 06th February, 2023, performance of non-independent Directors, performance of Board as a whole and performance of the Chairman were evaluated taking into account the views of executive and non-executive Directors. The said meeting was attended by all the Independent Directors.

Further, the Board has expressed its satisfaction and has been thankful to all its Independent Directors for sharing their knowledge and expertise which has been proved beneficial towards the progress of the Company.

27. DISCLOSURE REQUIRED UNDER SECTION 134(3)(e)

The Board has adopted a Board Diversity Policy which sets the criterion for appointment as well as continuance of Directors, at the time of re-appointment of director in the Company. As per the policy, the Board has an optimum combination of members with appropriate balance of skill, experience, background, gender and other qualities of directors required by the directors for the effective functioning of the Board. The Nomination and Remuneration Committee recommends remuneration of the Directors, subject to overall limits set under the Act, as outlined in the Remuneration Policy.

28. CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:

There is nothing to be reported with respect to conservation of energy, technology absorption and foreign exchange as required to be disclosed under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014.

Foreign Exchange earnings and outgo:

Foreign Exchange earned in terms of actual inflows during the year: NIL

Foreign Exchange outgo during the year in terms of actual outflows: NIL

29. WHISTLE BLOWER POLICY AND VIGIL MECHANISM

The Company has in place a Whistle Blower Policy establishing a vigil mechanism, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The Policy provides for adequate safeguards against victimization of employees who avail such mechanism and also provide for direct access to the Chairman of the Audit Committee. The Policy can be accessed on the website of the Company at <https://www.gargibypng.com/corporate-policies/>

30. ADEQUACY OF INTERNAL FINANCIAL CONTROL

Your Board is responsible for establishing and maintaining adequate internal financial control as per Section 134 of the Act.

Your Board has laid down policies and processes with respect to internal financial controls and such internal financial controls are adequate and operating effectively. The internal financial controls covered the policies and procedures adopted by the Company for ensuring orderly and efficient conduct of business including adherence to Company's policies, safeguarding of the assets of the Company, prevention, and detection of fraud and errors, accuracy and completeness of accounting records and timely preparation of reliable financial information.

31. AUDITORS AND THEIR REPORTS

Statutory Auditors

The Company has appointed **M/s Khandelwal Jain & Associates**, Chartered Accountants, Pune (FRN 139253W) as Statutory Auditors of the Company in 12th Annual General Meeting held on 31st August 2021 to hold the office till the conclusion of the Annual General Meeting of the Company to be held in the year 2026 for the financial year ending 31st March 2026.

The observations, if any, made by the Statutory Auditors in their Auditors Report together with the notes to accounts, as append thereto are self-explanatory and hence does not call for any further explanation. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

During the Financial Year 2022-23, the Auditors have not reported any matter under section 143(12) of the Companies Act, 2013, therefore no detail is required to be disclosed under section 134(3)(ca) of the Companies Act, 2013.

Secretarial Auditors

The Company has appointed **M/s Dakhawe Apte & Associates**, Company Secretaries (UCN PH2022MH090400) as Secretarial Auditors of the Company in accordance with the provisions of Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 for the Financial Year 2022-23.

The report of the Secretarial Auditor MR-3 for the financial year 2022-23 is enclosed as **Annexure 'C'** to this Board's Report, which is self-explanatory. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

Internal Auditors

The Company has appointed **M/s Joshi & Sahney**, Chartered Accountants, Pune (FRN 104359W) as the Internal Auditors of the Company under the provisions of section 138 of the Act, for conducting the internal audit of the Company for the financial year 2022-23.

32. REPORTING OF FRAUDS BY AUDITORS

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor have reported to the Audit Committee, under Section 143(12) of the Act, any instances of fraud committed against the Company by its officers or employees, hence, there is nothing to be mentioned in the Board's report in this regard.

33. PARTICULARS OF EMPLOYEES AND MANAGERIAL REMUNERATION

The details of Managerial Remuneration, Key Managerial Personnel and employees of the Company as required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 has been set out as **Annexure – 'D'** to this Report, attached hereto.

34. COMPANY'S WEBSITE

Your Company has its fully functional website www.gargibypng.com which has been designed to exhibit all the relevant details about the Company. The site carries a comprehensive database of information of the Company including the Financial Results of your Company, Shareholding Pattern, details of Board Committees, Corporate Policies/ Codes, business activities and current affairs of your Company. All the mandatory information and disclosures as per the requirements of the Companies Act, 2013, Companies Rules, 2014 and as per Regulation 46 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and also the non-mandatory information of Investors' interest / knowledge has been duly presented on the website of the Company.

35. CORPORATE GOVERNANCE

Since the Company is listed on BSE SME, the Company is exempt from applicability of certain regulations pertaining to 'Corporate Governance' under Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has been practicing sound Corporate Governance and takes necessary actions at appropriate times for enhancing and meeting stakeholders' expectations while continuing to comply with the mandatory provisions and strive to comply non-mandatory requirements of Corporate Governance.

Report on Corporate Governance Practices and the Auditors Certificate regarding compliance of conditions of Corporate Governance and certification by CEO/Whole time Director & CFO is not applicable to your Company as per regulation 15(2)(b) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

36. STATEMENT OF DEVIATION(S) OR VARIATION(S) IN ACCORDANCE WITH REGULATION 32 OF SEBI (LODR) REGULATIONS, 2015

In accordance with the offer document of the Initial Public Offer, the Company had estimated utilization of Rs.200 Lakhs towards Funding Working Capital requirements of the Company and Rs. 176.95 Lakhs towards General Corporate Purposes for the financial year ended 2022-23. The actual utilization was Rs. 137.4 Lakhs towards Funding Working Capital requirements of the Company and Rs. 176.95 still remained unutilized. The shortfall in utilization of funds as against what was estimated was due to the following reasons:

- i. The management was expecting opening of SIS (Shop In Shop) during the 4th quarter of FY 2022-23, where investments were to be made in inventory, there was a delay in opening of the same due to service providers.
- ii. For its expansion plans the management had previously decided to follow FOFO (Franchise Owned Franchise Operated) model but later it was decided to follow FOCO (Franchise Operated Company Owned) model where deposit is taken from the franchisee for inventory value and there is no need to invest in inventory.

37. DETAILS OF APPLICATION UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

There is nothing to report under this for the year under review.

38. DETAILS ON ONE TIME SETTLEMENT

There is nothing to report under this for the year under review.

39. ACKNOWLEDGEMENTS:

The Directors place on record their sincere appreciation of the co-operation extended by the Bankers of the Company, Stakeholders, business associates, consultants, and various Government Authorities for their continued support extended to your Company's activities during the period under review.

The Board further take opportunity to place on record its deep appreciation for the committed efforts by the employees of Company at all the levels.

Date: 10.05.2023

Place: Pune

For & on behalf of the Board
PNGS Gargi Fashion Jewellery Limited

Sd/-
Govind Vishwanath Gadgil
DIN: 00616617
Chairman & Director
576, N C Kelkar Road, Shaniwar Peth Opp
Kesari Wada, Pune 411030

ANNEXURE 'A' TO BOARD'S REPORT

MANAGEMENT DISCUSSION AND ANALYSIS

1. INDUSTRY STRUCTURE AND DEVELOPMENT

Fashion jewellery and costume jewellery has seen remarkable growth in recent years. The growing demand for fashion jewellery among the working female population is driving the market growth across the globe. The fashion jewellery industry is rising as a result of an increase in the number of fashion-conscious shoppers and the growing popularity of fashion jewellery among the youth. Product demand is expected to be fueled by jewellery personalization and customization. As a result of consumers' different needs and increasingly shifting lifestyles, customizing and personalizing fashion jewellery is becoming more widespread. Fashion jewellery sales are being driven by these trends, along with the emergence of a fashion-conscious demographic, an increase in disposable income, and the convenience and comfort of carrying fashion jewellery or costume jewellery when traveling. Women are no longer confined to their homes and have joined to the workforce in massive numbers as they have gained complete independence. Working women are a significant segment that contributes to the Indian costume jewellery market. Online retailing is essentially women's savior because the variety and convenience it provides is simply unbeatable. Fashion jewellery is now part of wardrobe.

A significant increase in product usage among the working population across the country will enhance market trends. Furthermore, thriving ecommerce activities and increased web penetration in remote areas have created a huge growth potential for untapped markets in rural areas, which will strengthen the Indian costume jewelry market growth over the forecast period. The Indian costume and fashion jewellery market size is estimated to reach \$2,126.3 million (approx. Rs. 17,500 crores) by 2027.

The Company is optimistic about its future and has only begun to unleash the full potential of "Gargi".

2. OPPORTUNITIES AND THREATS

The fashion jewellery market is expected to be growing at a growth rate of 6.50% in the forecast period of 2023 to 2029. This rise in fashion jewellery market value can be attributed to the various factors such as growing globalization of brands, rising prices of gold and other precious and valuable stones and pearls, growing popularity of e-commerce platforms especially in the developing economies and increasing personal disposable income. The expanding globalization of brands, rising demand for male costume jewellery are the major drivers of growth for the global fashion jewellery market.

On the flip side, rising raw material costs and the general subtle market of fashion jewellery are two major challenges for the global fashion jewellery industry. The industry's disorganized supply chain for raw materials used in jewellery is also a key constraint, as it sometimes escalates raw material prices. Online channels are still a new trend in many places, but they are supplying the global fashion jewellery market with a bunch of new opportunities. The primary obstacle to the fashion jewellery market's growth is a shortage of trained craftsmen. Changing trade laws will cause an impact on market growth.

Nonetheless, lower production costs of fashion jewelry will help to reduce the negative impact on the market growth and open up new horizons of growth for the India fashion jewelry market in the coming years.

3. SEGMENT WISE PRODUCT WISE PERFORMANCE

The Company is engaged in the business of trading costume jewelry, articles of silver and other articles. The resources are allocated based on the analysis of the various performance indicator of the Company as a single unit. Therefore, there is no reportable segment for the Company.

4. OUTLOOK

At an overall level, the circumstances of Financial Year 2023-24 appear better than Financial Year 2022-23. The Company has plans of expansion in the coming year which should see increase in the retail footprint of the Company. The Management is approaching the Financial Year 2023-24 with a new vigour and is confident that it will be able to overcome all the challenges that come its way.

5. RISKS AND CONCERNS

Competition Risk

Competitive risk is the chance that competitive forces could prevent the Company from achieving its goal on account of declining revenues or margins.

Mitigation: The Company's brand "Gargi by P. N. Gadgil & Sons" is synonymous with superior quality service and affordability. The Company knows its competitors and its customers and with differentiated services and marketing strategies mitigates this risk to a greater extent.

Technology Risk

This risk includes a disruption of Company's business due to operational inefficiencies in existing technologies and IT processes.

Mitigation: The Company emphasizes on the analysis of security threats and their impact using the latest technologies which are periodically upgraded.

Market Risk

Market risk is the risk of losses in positions arising from movements in market prices.

Mitigation: The Director of the Company are vigilant on roles and responsibilities in understanding the movements and market situations.

Workforce Risk

Workforce risks can arise from issues such as critical skill shortages, increasing staff attrition or significant workforce retirement.

Mitigation: The Company trains its employees and ensures best HR practices, while carrying out improvements and rewards to attract and retain the best talent in the industry.

Policy Risk

Policy risk concerns the possibility that national governments — acting in their sovereign capacity — amend policy environments in ways that adversely impacts the financial stability of the Company.

Mitigation: The Company is proactive in monitoring and abiding by policies in a timely manner.

Supply chain risk

Supply chain risks include logistical, economic, political, cultural, competitive and infrastructural concerns.

Mitigation: The Company is continuously working on a comprehensive management strategy to counter supply chain disruptions through a holistic approach. By diversifying its suppliers the Company expects to moderate risk factor.

Compliance Risk

Compliance risk captures the legal and financial penalties for failing to act under internal and external regulations and legislature.

Mitigation: The Company is aware of the legal, financial, reputational, and business impact due to non-compliance risk. The Company has a system to ensure regular compliance and monitoring thereof.

6. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The internal control system is an integral part of the general organizational structure of the Company. The system is highly structured and totally in sync with the size and nature of its business. This process is aimed at pursuing the values of both procedural and substantial fairness, transparency and accountability. The internal control system is basically a set of rules, regulations, policies which allows enhanced monitoring. The organization is appropriately staffed with qualified and experienced personnel for implementing and monitoring the internal control environment.

7. GARGI'S FINANCIAL PERFORMANCE

A) Analysis of Statement of Profit and Loss

- **Total Income:** Total income of the Company stood at Rs. 2882.74 Lakhs in FY 2022-23, increasing by 385.36% compared to Rs. 593.94 Lakhs in FY 2021-22.
- **Revenue from Operations:** Revenue from Operations stood at Rs.2867.36 Lakhs in FY 2022-23, increasing by 382.77% compared to Rs.593.93 Lakhs in FY 2021-22.
- **Depreciation:** Depreciation for the year under review stood at Rs.17.71 Lakhs as compared to Rs.2.05 Lakhs in the previous year, up by Rs.15.66 Lakhs.
- **Finance Cost:** Finance cost for the year under review stood at Rs.19.66 Lakhs as compared to Rs.1.95 Lakhs in previous year, up by Rs.17.71 Lakhs.
- **Other Income:** Other income for the year under review stood at Rs.15.38 Lakhs as compared to Rs.0.01 Lakhs in FY 2021-22.
- **Net Profit:** Net Profit for the year under review stood at Rs.468.34 Lakhs as compared to Rs.110.36 Lakhs in FY 2021-22.

B) Analysis of Balance Sheet

- **Net Worth:** The Net Worth of the Company stood at Rs.2058.29 Lakhs as on 31st March 2023 as compared to Rs.111.98 Lakhs as on 31st March 2022. The Net worth comprised of paid up equity share capital amounting to Rs.962.80 Lakhs as on 31st March 2023 and other equity for the year stood at Rs.1095.49 Lakhs.
- **Loan Profile:** The total term loan (Secured) of the Company stood at Rs.10.50 Lakhs for the year under review and Unsecured Loan for the year under review stood at Rs.75 Lakhs as against Rs.531.28 Lakhs for the previous year.

- **Total Assets:** Total assets of the Company increased to Rs.2421.81 Lakhs from Rs.836.20 Lakhs with an increase of Rs.1585.61.
- **Inventories:** Inventories stood at Rs.1045 Lakhs as compared to Rs.682 Lakhs in FY 2021-22. Inventories comprised of stock in trade.
- **Current Liabilities:** Current liabilities stood at Rs.309.12 Lakhs as on 31st March 2023 as compared to Rs.713.21 Lakhs in FY 2021-22.
- **Non-Current Liabilities:** Non-current liabilities stood at Rs.54.39 Lakhs as on 31st March 2023 as compared to Rs.11.01 Lakhs in FY 2021-22.

8. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

Financial Year 2022-23 was marked by a strong performance across all geographies and product categories, with market share gains and improvement in operating margins, as compared to the previous Financial Year. The Revenue from operations has increased from Rs. 593.93 Lakhs for financial year ended 31st March 2022 to Rs. 2867.36 Lakhs for financial year ended 31st March 2023. While net profit growth shows a much stronger acceleration in profitability aided by higher operating leverage.

Our focus remains on strengthening our balance sheet as we fund our expansions through our internal accruals. The equity raised through IPO in December 2022 along with the strong cash flow generation has led to an improvement in overall financial ratios.

The details of Financial Performance are mentioned elsewhere in this report.

9. HUMAN RESOURCES

The Company provides a conducive work environment with equal opportunities for growth, recognizing and appreciating its employees' achievements. Gargi encourages its employees to learn and share their knowledge and invests in learning and development initiatives to make them future-ready. The Company has currently has 25 number of employees.

10. DETAILS OF SIGNIFICANT CHANGES (I.E. CHANGE OF 25% OR MORE AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR) IN KEY FINANCIAL RATIOS, ALONG WITH DETAILED EXPLANATIONS THEREFOR

Particulars	2023	2022	Explanation
Debtors Turnover	1662.86	923.69	Increased primarily as overall operations increased.
Inventory Turnover	1.87	1.01	Increased primarily due to increase in efficiencies.
Interest Coverage	45.77	75.93	
Current	7.37	1.12	Primarily increased due to investment in fixed deposits and increase of inventory in hand.
Debt Equity	0.04	4.74	Decreased primarily due to issue of share capital via right issue and public issue
Operating Profit Margin (%)	22.27%	25.31%	
Net Profit Margin (%)	16.27%	18.61%	
Debt Service Coverage	20.55	77.99	Decreased primarily due to issue of share capital via right issue and public issue
Return on Equity	43.22%	194.58%	Decreased primarily due to increase in shareholders fund
Net Capital turnover ratio	1.46	7.00	Decreased primarily due to increase in inventory & trade receivables and reduction of current liabilities.
Return on Capital employed	30%	23.69%	Increased due to higher operating profit
Return on Net Worth	22.78%	98.70%	Decreased primarily due to issue of share capital via right issue and public issue.

11. DISCLOSURE OF ACCOUNTING TREATMENT

The financial statements of the Company have been prepared in accordance with Indian Accounting Standard ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016 read with section 133 of the Companies Act, 2013.

12. CAUTIONARY STATEMENT

Statements in this 'Management Discussion and Analysis' describing the Company's objectives, projections, estimates, expectations, plans or industry conditions or events are 'forward-looking statements' within the meaning of applicable securities laws and regulations. Actual results, performance or achievements could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and Indian demand-supply conditions, competitors' pricing, changes in government regulations, tax regimes, economic conditions within India. The Company assumes no responsibility to publicly update, amend, modify or revise any forward-looking statements, based on any subsequent development, new information or future events or otherwise except as required by applicable law. Unless the context otherwise requires, references in this document to 'the Company', 'we', 'us' or 'our' refers to PNGS Gargi Fashion Jewellery Limited.

Date: 10.05.2023

Place: Pune

For & on behalf of the Board
PNGS Gargi Fashion Jewellery Limited

Sd/-
Govind Vishwanath Gadgil
DIN: 00616617
Chairman & Director
576, N C Kelkar Road, Shaniwar Peth Opp
Kesari Wada, Pune 411030

ANNEXURE 'B' TO BOARD'S REPORT

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

(a)	Name(s) of the related party and nature of relationship	NA
(b)	Nature of contracts/arrangements/transactions	NA
(c)	Duration of the contracts/arrangements/transactions	NA
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	NA
(e)	Justification for entering into such contracts or arrangements or transactions	NA
(f)	Date of approval by the Board	NA
(g)	Amount paid as advances, if any:	NA
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	NA

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

(a)	Name(s) of the related party and nature of relationship	NA
(b)	Nature of contracts/ arrangements/ transactions	NA
(c)	Duration of the contracts/ arrangements/ transactions	NA
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	NA
(e)	Date(s) of approval by the Board, if any:	NA
(f)	Amount paid as advances, if any:	NA

Date: 10.05.2023

Place: Pune

For & on behalf of the Board
PNGS Gargi Fashion Jewellery Limited

Sd/-

Govind Vishwanath Gadgil

DIN:00616617

Chairman & Director

576, N C Kelkar Road, Shaniwar Peth Opp
Kesari Wada, Pune 411030

ANNEXURE 'C' TO BOARD'S REPORT

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH 2023

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

To,
The Members
PNGS Gargi Fashion Jewellery Limited
S. No. 37/1 & 37/2, Near Lokmat Newspaper,
Wadgaon, Khurd,
Pune 411 041

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by PNGS Gargi Fashion Jewellery Limited. (Hereinafter called "the Company").

Secretarial Audit was conducted for the period from 1st April, 2022 to 31st March, 2023, in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances of the Company and expressing our opinion thereon. We have been engaged as Secretarial Auditors of the Company to conduct the Audit of the Company to examine the compliance of Companies Act 2013, and the other laws listed below.

Based on our 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, the explanations and clarifications given to us and representations made by the Management, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2023 ("Audit Period"), complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and legal 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 the Company for the financial year ended on 31st March, 2023 according to the provisions of the following list of laws and regulations:

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under; **[Applicable during the Audit Period, since the Company got listed on December 20, 2022]**
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings **[Not applicable for the period under review];**
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), to the extent applicable. **Company got listed on BSE SME with effect from December 20, 2022:**
 - 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;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - d) Securities and Exchange Board of India SEBI (Share Based Employee Benefits and Sweat Equity) Regulations 2021;
 - e) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
 - f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
 - g) The Securities and Exchange Board of India (Issue and Listing of Debt Securities and Security Receipts) Regulations, 2008;
 - h) 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;
 - i) Securities and Exchange Board of India (Buy-back of Securities) Regulations 2018;
 - j) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- vi) As informed by the Company, no other law is applicable specifically to the Company.

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

- (i) Secretarial Standards pursuant to Section 118(10) of the Act, issued by the Institute of Company Secretaries of India.
- (ii) Listing Agreements entered into by the Company with BSE Limited as per 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 Non-Executive Directors and Independent Directors including a woman director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda are 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 the decisions of the board are passed with unanimous consent or without any dissent by all the directors present in the meetings and are recorded as part of the minutes.

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

We further report that during the audit period, there was no other event/action having major bearing on affairs of the Company.

During the year under report:

1. On July 25, 2022 the Board of Directors had approved and issued equity shares on rights basis comprising of 25,00,000 (Twenty-Five Lacs) Equity Shares of Rs. 10/- each at a premium of Rs. 20/- each aggregating to Rs. 7,50,00,000 /- (Rupees Seven Crores Fifty Lacs only) in the ratio of 250 (Two Hundred Fifty) such equity shares for every 1 (One) fully paid-up equity share held by the existing equity shareholders whose names appeared on the Register of Members as on September 1, 2022;
2. Mr. Vishwas Vasant Bokil, Director (DIN: 01718286) and Mr. Shailesh Sharad Bagaitkar, Director (DIN 02520201) had resigned from the office of Director of the Company with effect from September 15, 2022.
3. The name of the Company was changed from P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited to PNGS Gargi Fashion Jewellery Private Limited.
4. Ms. Bhargavi Kulkarni (ACS No. 63292) was appointed as Company Secretary and Compliance Officer with effect from October 1, 2022;
5. Mr. Vishwas Laxmikant Honrao was appointed as Chief Financial Officer with effect from October 1, 2022;

6. On November 2, 2022 the Company was converted into Public Company and the word 'Private' was removed from the name, the changed name was "PNGS Gargi Fashion Jewellery Limited."
7. On November 3, 2022 Mr. Ranjeet Natu (DIN 02892084), Mr. Ashok Gokhale (DIN 02415119) and Mrs. Sweta Khandelwal (DIN 00098451) were appointed as Additional Independent Directors;
8. On November 7, 2022 the Shareholders of the Company accorded their consent to issue 45,18,003 fully paid-up Equity Shares having a face value of Rs. 10/- (Rupees Ten only) each as "Bonus Shares" to the existing Equity Shareholders of the Company in the ratio of 180:100, i.e., 180 new fully paid-up Equity Shares face value of Rs. 10/- (Rupees Ten only) each for every 100(Hundred) existing fully paid-up Equity Share of Rs. 10/- (Rupees Ten only) each held by the Members of the Company, fraction if any rounded off to the next one, as on the record date as may be decided by the Board, by capitalizing an amount of Rs. 4,51,80,030/- (Rupees Four Crore Fifty-One Lacs Eighty Thousand Thirty Only) out of the securities premium account.
9. On November 7, 2022 on the recommendation of the Board of Director Mr. Prasad Ghodke was appointed as Manager for a period of 3 years with effect from November 3, 2022;
10. On November 7, 2022 the Shareholders of the Company accorded their consent for the issue, allot Equity Shares of Face Value of Rs.10/- (Rupees Ten only) of not more than Rs. 10,00,00,000/- (Rupees Ten Crores only), by way of Fresh Issuance of Equity Shares under Initial Public Offer;
11. 9628003 equity shares of Rs.10/- each of the Company got listed on BSE SME platform with effect from December 20, 2022;

This Report should be read along with our letter of even date annexed as Annexure and forms part of this Report for all purposes.

For Dakhawe Apte & Associates

Company Secretaries

UIN: P2022MH090400

PR No. 1815/2022

Raghunath Apte

Company Secretary

ACS # 17619

CP No # 25183

UDIN: A017619E000274986

Place: Pune

Date: 10-MAY-2023

**ANNEXURE TO THE SECRETARIAL AUDIT REPORT OF
PNGS GARGI FASHION JEWELLERY LIMITED (2022-2023)**

AUDITORS' RESPONSIBILITY

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

In accordance with the ICSI Auditing Standards (CSA1 to CSA4) -

- Maintenance of secretarial record is the responsibility of the Management of the Company. Our responsibility as the Auditor is to express the opinion on the compliance with the applicable laws and maintenance of Records based on Secretarial Audit conducted by us.
- The Secretarial Audit needs to be conducted in accordance with applicable Auditing Standards. These Standards require that the Auditor should comply with statutory and regulatory requirements and plan and perform the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of Records.
- We are also responsible to perform procedures to identify, assess and respond to the risks of material misstatement or non-compliance arising from the Company's failure appropriately to account for or disclose an event or transaction. However, due to the inherent limitations of an audit including internal, financial and operating controls, there is an unavoidable risk that some Misstatements or material non-compliances may not be detected, even though the audit was properly planned and performed in accordance with the Standards.

Accordingly, we wish to state as under-

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the secretarial records. We believe that the process and practices that we followed provide a reasonable basis for our opinion that the statements prepared, documents or Records maintained by the Company are free from misstatement.

3. Our responsibility is limited to only express our opinion on the basis of evidences collected, information received and Records maintained by the Company or given by the Management. We have not verified the correctness and appropriateness of the financial records and books of accounts maintained by the Company.
4. Wherever required, we have obtained the Management Representation about compliance of laws, rules and regulations and happening of events, etc.
5. The Compliance of the provisions of the Corporate Laws, other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination as limited to verification of procedure 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 Dakhawe Apte & Associates

Company Secretaries

UIN: P2022MH090400

PR No. 1815/2022

Raghunath Apte

Company Secretary

ACS # 17619

CP No # 25183

UDIN: A017619E000274986

Place: Pune

Date: 10-MAY-2023

ANNEXURE 'D' TO BOARD'S REPORT

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

A. The percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary and Manager during the financial year 2022-23 and the ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2022-23 are as under:

Sr. No.	Name of Director/ KMP and Designation	Remuneration of the Director/KMP for the FY 2022-23 (Rs. in Lakhs)	% increase in remuneration in the FY 2022-23	Ratio of remuneration of each Director/ to median remuneration of employees#
1.	Bhargavi Kulkarni Company Secretary*	3.37	NA	2.15:1
2.	Vishwas Honrao Chief Financial Officer*	5.06	NA	3.23:1
3.	Prasad Ghodke Manager**	6.04	NA	4.62:1

*Appointed w.e.f. 01st October, 2022

**Appointed w.e.f. 03rd November, 2022

Proportionate period has been considered

- i. No Director has received any remuneration during the financial year 2022-23.
- ii. The remuneration of median employee of the Company during financial year 2022-23 was Rs. 3.13 Lakhs.
- iii. There were 24 permanent employees on the payroll of the Company as on 31st March 2023.
- iv. Average percentile increase already made in the salaries of the employees other than the managerial personnel in the financial year 2022-23 was 15%.
- v. It is hereby affirmed that the remuneration paid during the year ended 31st March, 2023 is as per the Remuneration Policy of the Company.

B. STATEMENT PURSUANT TO RULE 5(2) & 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

LIST OF TOP TEN EMPLOYEES IN TERMS OF REMUNERATION DRAWN:

Name of Employee	Designation of the employee	Remuneration drawn during the financial year 2022-23 (Rs. in Lakh)	Qualifications and experience	Date of commencement of employment	Age	Last employment held before joining the Company	% of equity shares held in the Company	Whether relative of any Director or Manager of the Company and if so, name of such Director or Manager
<u>NA</u>								

List of employees drawing a remuneration not less than Rs. 102.00 Lakh per annum or Rs. 8.50 Lakh per month, if employed for part of the year:

No employee in the Company has drawn remuneration falling under this category.

There was no employee who was in employment throughout the financial year or part thereof, who 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, was 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 two per cent of the equity shares of the Company.

There is no employee posted and working outside India not being directors or their relatives, drawing more than sixty lakhs rupees per financial year or five lakhs rupees per month.

For & on behalf of the Board
PNGS Gargi Fashion Jewellery Limited

Sd/-

Govind Vishwanath Gadgil

DIN: 00616617

Chairman & Director

576, N C Kelkar Road, Shaniwar
Peth Opp Kesari Wada,
Pune411030

Date: 10.05.2023
Place: Pune

INDEPENDENT AUDITOR'S REPORT

To
The Members of
PNGS Gargi Fashion Jewellery Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **PNGS Gargi Fashion Jewellery Limited** ("the Company"), (Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (Formerly known as "P.N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (Formerly known as "Resonant Consulting Pvt. Ltd.") which comprise the Balance Sheet as at March 31, 2023, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended and notes to financial statements including a summary of significant accounting policies (hereinafter referred to as "Standalone Financial Statements") and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian accounting standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023 the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (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 Audit of the financial Statements of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics.

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. 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. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
		Our principal audit procedures performed, among other procedures, included the following:
1	Existence of inventory:	
	Refer Note 9 "Inventories" to the Financial Statements.	<ul style="list-style-type: none"> Obtained an understanding of the management's process for safeguarding and monitoring of inventories including the appropriateness of the Company's procedures for conducting, reconciling and recording physical verification of inventories
	The Company's inventories primarily comprise of jewellery of silver, non-silver etc. ("inventory")	<ul style="list-style-type: none"> Evaluated the design and implementation of relevant controls and carried out the testing of operating effectiveness of controls over conducting, reconciling and recording physical verification of inventories.
	We have considered existence of inventory to be a key audit matter for our audit due to:	<ul style="list-style-type: none"> Tested the operating effectiveness of controls around the IT systems for recording of inward and outward movements of inventory on occurrence of each transaction.
	1. the high value and nature of inventory involved	<ul style="list-style-type: none"> Reviewed the reports submitted by the internal auditor and physical verification reports submitted by the control owners to evaluate the physical verification process carried out during the year on sample basis.
	2. inventory being held at various locations across the country and third-party job workers which could lead to a significant risk of loss of inventory.	<ul style="list-style-type: none"> For a sample of locations, we performed the following procedures: <ul style="list-style-type: none"> - attended physical verification of stocks conducted by the Company at / closer to the year end. - Tested and agreed the inventory as per physical verification with the book records, including roll back procedures wherever required. On a sample basis, verified submissions relating to quantity of inventory made by the Company to various third parties such as banks, insurance companies etc. and obtained the reconciliation of the same with the books.

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

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

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

Management's Responsibility for the Audit of the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance of the Company including other comprehensive income, cash flows and changes in equity of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The boards of directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole is 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 this standalone financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on other Legal and Regulatory Requirements

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

1. As required by section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit
- b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account and returns.
- d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
- e) On the basis of written representations received from the directors as on 31 March, 2023, taken on record by the Board of Directors, none of the director is disqualified as on 31 March, 2023, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanation given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contract for which there were any material foreseeable losses.
 - iii. There were no amounts which required to be transferred under Investors Education & Protection Fund by the Company.
 - iv. The management has represented that to the best of its knowledge and belief, other than as disclosed in the notes to accounts,
 - No funds (which are material either individually or in aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall whether directly or indirectly lend or invest in other persons or entities identified in any manner by or

- on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of ultimate beneficiaries;
- No funds have been received by the company from any person(s) or entities including foreign entities ("Funding Parties") with the understanding that such company shall whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or provide guarantee, security or the like on behalf of the Ultimate beneficiaries; and based on the audit procedures performed, nothing has come to our notice that has caused us to believe that the above representations given by the management contain any material mis-statement.
- v. No dividend declared or paid during the year by the Company.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

For **Khandelwal Jain and Associates**
Chartered Accountants
Firm's Registration No.139253W

R G Nahar
Partner
Membership No.: 031177
Date: 10/05/2023
Place: Pune
UDIN: 23031177BGRKFV9707

Annexure “A” to the Independent Auditor’s Report

[Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements]

Report on the Internal Financial Controls over financial reporting under clause (i) of sub-section 3 of the 143 of the Companies Act, 2013.

In conjunction with our audit of the Ind AS standalone financial statements of the Company as of and for the year ended March 31, 2023, we have audited the internal financial controls over financial reporting of PNGS Gargi Fashion Jewellery Limited (hereinafter referred to as “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 with reference to standalone financial statements 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 (the “ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under Act.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting with reference to standalone financial statements 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 the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements, 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 with reference to standalone financial statements

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting reference to standalone financial statements

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 with reference to standalone financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the information and explanations given to us, the Company has in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2023, based on the criteria internal control over financial reporting 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 **Khandelwal Jain and Associates**
Chartered Accountants
Firm's Registration No.139253W

R G Nahar
Partner
Membership No.: 031177
Date: 10/05/2023
Place: Pune
UDIN: 23031177BGRKFV9707

ANNEXURE “B” TO INDEPENDENT AUDITORS’ REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31st MARCH, 2023 OF PNGS GARGI FASHION JEWELLERY Limited (“the Company”)

Companies (Auditor’s Report) Order, 2020 issued by the Central Government in terms of subsection 11 of section 143 of Companies Act, 2013 (“the Act”)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

- i. In respect of the Company’s property, plant and equipment, right-of-use assets and intangible assets:
 - (a) (A) The company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment and relevant details of right-of-use assets.
 - (B) The company has maintained proper records showing full particulars of intangible assets.
 - (b) According to the information and explanations given to us and on the basis of our examination of the record of the company all property, plant and equipment and right-of-use assets have been physically verified by the management at reasonable intervals and no material discrepancies were identified on such verification.
 - (c) According to the information and explanations given to us and on the examination of the records of the company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company. In respect of immovable properties of buildings that have been taken on lease and disclosed as property, plant and equipment in the financial statements, the lease agreements are in the name of the Company
 - (d) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not revalued its property, plant and equipment (including Right-of-use assets) or any intangible assets during the period.
 - (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988(as amended in 2016) and rules made thereunder.

- ii. (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were 10% or more in the aggregate for each class of inventory.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks are in agreement with the books of account of the Company.
- iii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has during the year not made any investments, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, in respect of loans, investments, guarantees and security made.
- v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.
- vi. According to the information and explanations given to us and on the basis of our examination of the records of the Company the provisions of sub-section (1) of section 148 of the Companies Act 2013, are not applicable to the Company. Accordingly, the provisions stated in paragraph 3 (vi) of the order are not applicable to the Company.
- vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax ('GST'), provident fund, employees' state insurance, income-tax, duty of customs, cess and other material statutory dues have generally been regularly deposited with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of GST, provident fund, employees' state insurance, income-tax, duty of customs, cess and other material statutory dues were in arrears as at 31 March 2023 for a period of more than six months from the date they became payable

- (b) According to the information and explanations given to us, there are no dues of GST, provident fund, employees' state insurance, income-tax, duty of customs, cess or other statutory dues which have not been deposited by the Company on account of disputes

- viii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year
- ix. (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of dues to the financial institution, bank or debenture holders.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the term loan taken by the company were applied for the purpose for which they have been obtained.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie not been used during the year for long-term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. Since the company has no subsidiaries, the given clause is not applicable.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries. Since the company has no subsidiaries, the given clause is not applicable.
- x. (a) In our opinion and according to the information and explanations given to us, money raised by way of initial public offer/further public offer (including debt instruments) have been applied by the Company during the year for the purposes for which they were raised.
- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.
- xi. (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

- (c) As represented to us by the Management there were no whistle blower complaints received by the Company during the year and up to the date of this report.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii. In our opinion and according to the information and explanations given to us, transactions with the related parties are in compliance with provisions of section 177 and section 188 of the Companies Act, 2013 where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Indian accounting standards.
- xiv. (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company
- xvi. In our opinion, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b) and (c) of the Order is not applicable.
- xvii. According to the records of the Company, the Company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- xviii. There has been no resignation of the Statutory Auditors during the year and accordingly, the provisions of clause 3 (xviii) of the Order are not applicable to the Company.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one

year from the balance sheet date, will get discharged by the Company as and when they fall due.

- xx. According to the information and explanations given to us and based on our examination of the records of the Company, the company does not fall in the criteria specified under section 135 of Companies Act 2013, hence the given clause is not applicable.

For Khandelwal Jain & Associates
Chartered Accountants
FRN: 139253W

R G Nahar
Partner
M. No. 031177
Place: Pune
Date: 10/05/2023
UDIN: 23031177BGRKFV9707

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(from 21/09/2022 to 01/11/2022)
(Formerly known as "P.N.Gadgil & Sons Gargi Costume Jewellery Private Limited")(from 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.")(till 21/09/2021)
CIN:U36100PN2009PLC133691



S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India

Website: www.gargibypng.com ; Email: investor@gargibypng.com

Balance Sheet as at March 31, 2023

(All amounts are in Rupees lakhs, unless otherwise stated)

Particulars	Notes	As at March 31, 2023	As at March 31, 2022
ASSETS			
Non-current assets			
Property, plant and equipment	4	56.48	29.32
Other Intangible assets	5	25.66	6.34
Right-of-use assets	6	47.01	-
Financial assets			
- Other financial assets	8	12.61	-
Deferred tax assets (net)	7	3.26	2.48
Total Non-current assets		145.02	38.14
Current assets			
Inventories	9	1,045.00	682.00
Financial assets			
- Trade receivables	10	2.76	0.69
- Cash and cash equivalents	11	1,133.73	62.55
- Other financial assets	12	0.32	9.21
Other current assets	13	94.98	43.61
Total Current assets		2,276.79	798.06
Total Assets		2,421.81	836.20
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	14	962.80	1.00
Other equity	15	1,095.49	110.98
Total Equity		2,058.29	111.98
Non-current liabilities			
Financial liabilities			
- Lease liability	6	36.75	-
- Borrowings	17	3.14	-
Provisions	16	14.50	11.01
Total Non-current liabilities		54.39	11.01
Current liabilities			
Financial liabilities			
- Lease liability	6	11.56	-
- Borrowings	17	82.35	531.28
- Trade payables	18		
Total outstanding dues of micro enterprises and small enterprises		78.26	94.90
Total outstanding creditors other than micro and small enterprises		59.90	35.23
- Other financial liabilities	19	24.43	21.83
Other current liabilities	20	10.08	5.04
Provisions	21	15.30	5.48
Current tax liabilities (net)	22	27.25	19.45
Total Current liabilities		309.13	713.21
Total Liabilities		363.52	724.22
Total Equity and Liabilities		2,421.81	836.20

As per our report of even date
For Khandelwal Jain & Associates
Chartered Accountants
Firm Registration No: 139253W

For and on behalf of the Board of Directors of
PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
CIN:U36100PN2009PLC133691

Rajendra G. Nahar
Partner
Membership No: 031177
Place : Pune
Date : 10/05/2023

Govind Gadgil
Director
DIN: 00616617
Place: Pune
Date : 10/05/2023

Amit Modak
Director
DIN: 00396631
Place: Pune
Date : 10/05/2023

Vishwas Honrao
Chief Financial Officer
Place : Pune
Date : 10/05/2023

Bhargavi Kulkarni
Company Secretary
Membership No: A63292
Place : Pune
Date : 10/05/2023

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(from 21/09/2022 to 01/11/2022)
(Formerly known as "P.N.Gadgil & Sons Gargi Costume Jewellery Private Limited")(from 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.")(till 21/09/2021)



CIN:U36100PN2009PLC133691

S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India

Website: www.gargibypng.com ; Email: investor@gargibypng.com

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

All amounts are in Rupees lakhs, unless otherwise stated

Particulars	Notes	For the year ended March 31, 2023	For the year ended March 31, 2022
Revenue from operations	23	2,867.36	593.93
Other income	24	15.38	0.01
Total Income		2,882.74	593.94
Expenses			
Purchase of Stock-in-Trade	25	1,976.88	1,026.06
Changes in inventories of Stock-in -Trade	26	(363.00)	(682.00)
Employee benefits expense	27	99.97	25.00
Finance cost	28	19.66	1.95
Depreciation and amortisation expense	29	17.71	2.05
Other expenses	30	497.33	72.51
Total Expenses		2,248.55	445.57
Profit before tax		634.19	148.37
Tax expense :			
Current tax	31	162.59	40.11
Previous period's tax	31	3.22	0.15
Deferred tax charge / (credit)	31	(0.57)	(2.42)
Total tax expense		165.24	37.84
Profit after tax		468.95	110.53
Other Comprehensive Income (OCI)			
Items that will not be reclassified to profit or loss :			
Re-measurement gain / (loss) on defined benefit plans		(0.82)	(0.23)
Effect of income tax	31	0.21	0.06
Other Comprehensive Income, net of tax		(0.61)	(0.17)
Total Comprehensive Income, net of tax		468.34	110.36
Earnings per equity share :			
1) Basic (in ₹) - Not Annualized	32	10.20	394.70
2) Diluted (in ₹) - Not Annualized	32	10.20	394.70

The accompanying notes are an integral part of the financial statements

As per our report of even date

For Khandelwal Jain & Associates

Chartered Accountants

Firm Registration No: 139253W

**For and on behalf of the Board of Directors of
PNGS Gargi Fashion Jewellery Limited (w.e.f.
02.11.2022)**

CIN:U36100PN2009PLC133691

Rajendra G. Nahar
Partner
Membership No: 031177
Place : Pune
Date : 10/05/2023

Govind Gadgil
Director
DIN: 00616617
Place: Pune
Date : 10/05/2023

Amit Modak
Director
DIN: 00396631
Place: Pune
Date : 10/05/2023

Vishwas Honrao
Chief Financial Officer
Place : Pune
Date : 10/05/2023

Bhargavi Kulkarni
Company Secretary
Membership No: A63292
Place : Pune
Date : 10/05/2023

CIN:U36100PN2009PLC133691

S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India

Website: www.gargibypng.com ; Email: investor@gargibypng.com

Statement of Cash Flow for the period ended March 31, 2023

(All amounts are in Rupees lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Cash Flows from Operating Activities		
Profit before tax	634.19	148.37
Adjusted for:		
Depreciation on property, plant and equipment	8.70	1.89
Amortization on intangible assets	2.80	0.16
Amortization on right-of-use asset	6.21	-
Amortization of prepaid security deposit	0.16	-
Interest income	15.38	-
Finance cost	19.66	1.95
Operating profit before working capital changes	687.10	152.37
Working capital adjustments :		
Increase/(Decrease) in trade payables	8.04	129.55
Increase/(Decrease) in provisions	12.48	16.26
Increase/(Decrease) in other current liabilities	5.02	5.04
Increase/(Decrease) in other financial liabilities	50.91	21.83
(Increase)/Decrease in inventory	(363.00)	(682.00)
(Increase)/Decrease in trade receivables	(2.08)	(0.09)
(Increase)/Decrease in other financial assets	(19.24)	(9.20)
(Increase)/Decrease in other current assets	(51.37)	(43.63)
	(359.24)	(562.24)
Income tax paid	(158.00)	(20.73)
Net cash flows from / (used in) operating activities (A)	169.86	(430.60)
B. Cash Flows from Investing Activities		
Purchase of property, plant and equipment	(89.09)	(31.21)
Purchase of Intangible Assets	(22.11)	(6.50)
Interest income	-	-
Net cash flow from/(used in) investing activities (B)	(111.20)	(37.71)
C. Cash Flows from Financing Activities		
Proceeds from issue of Right shares	750.00	-
Proceeds from issue of IPO	780.00	-
Expenses Related to IPO	(52.03)	-
Disbursement / (repayment) of borrowings	(445.79)	530.92
Finance costs	(19.66)	(1.95)
Net cash flow from / (used in) financing activities (C)	1,012.52	528.97
Net increase/(decrease) in cash and cash equivalents (A+B+C)	1,071.18	60.66
Cash and cash equivalents at the beginning of the period	62.55	1.89
Cash and cash equivalents at the end of the period	1,133.73	62.55
Components of cash and cash equivalents		
Cash in hand	2.22	1.48
Balance with Banks		
- On current account	97.31	61.07
- Fixed Deposits with maturity of less than 3 months	1,034.20	-
Total cash and cash equivalents	1,133.73	62.55

The above cash flow statement has been prepared under the 'Indirect Method' set out in Ind AS 7 - on Statement of Cash Flows as notified under Companies (Accounts) Rules, 2015.

The accompanying notes are an integral part of the financial statements

As per our report of even date
For Khandelwal Jain & Associates
 Chartered Accountants
 Firm Registration No: 139253W

For and on behalf of the Board of Directors of
PNGS Gargi Fashion Jewellery Limited (w.e.f.
 CIN:U36100PN2009PLC133691

Rajendra G. Nahar
 Partner
 Membership No: 031177
 Place : Pune
 Date : 10/05/2023

Govind Gadgil
 Director
 DIN: 00616617
 Place: Pune
 Date : 10/05/2023

Amit Modak
 Director
 DIN: 00396631
 Place: Pune
 Date : 10/05/2023

Vishwas Honrao
 Chief Financial Officer
 Place : Pune
 Date : 10/05/2023

Bhargavi Kulkarni
 Company Secretary
 Membership No: A63292
 Place : Pune
 Date : 10/05/2023

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(from 21/09/2022 to 01/11/2022)
(Formerly known as "P.N.Gadgil & Sons Gargi Costume Jewellery Private Limited")(from 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.")(till 21/09/2021)

CIN:U36100PN2009PLC133691

S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India

Website: www.gargibypng.com ; Email: investor@gargibypng.com

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

(All amounts are in Rupees lakhs, unless otherwise stated)

A. EQUITY SHARE CAPITAL

Particulars	As at March 31, 2023	As at March 31, 2022
Opening balance	1.00	1.00
Changes in equity share capital during the period	961.80	-
Total	962.80	1.00

B. OTHER EQUITY

Particulars	As at March 31, 2023	As at March 31, 2022
Retained Earnings		
Opening balance	111.15	0.62
Profit/(loss) for the period	468.95	110.53
Total	580.11	111.15
Securities Premium		
Opening balance	-	-
Add : Premium on issue of right shares	500.00	-
Add: Premium on issue of equity shares to public on BSE SME platform	520.00	-
Less: Bonus Issue	(451.80)	-
Less: IPO expenses	(52.03)	-
Total	516.17	-
Other Comprehensive Income		
Re-measurement gain / (loss) on defined benefit plans		
Opening Balance	(0.17)	-
Transfer during the period	(0.61)	(0.17)
Total	(0.78)	(0.17)
Total Other Equity	1,095.49	110.98

The accompanying notes are an integral part of the financial statements

As per our report of even date
For **Khandelwal Jain & Associates**
Chartered Accountants
Firm Registration No: 139253W

Rajendra G. Nahar
Partner
Membership No: 031177
Place : Pune
Date : 10/05/2023

Govind Gadgil
Director
DIN: 00616617
Place: Pune
Date : 10/05/2023

Amit Modak
Director
DIN: 00396631
Place: Pune
Date : 10/05/2023

Vishwas Honrao
Chief Financial Officer
Place : Pune
Date : 10/05/2023

Bhargavi Kulkarni
Company Secretary
Membership No: A63292
Place : Pune
Date : 10/05/2023

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

1. Corporate Information

The Company was originally incorporated as a Private Limited Company domiciled in India under the provisions of the Companies Act, 1956 and now governed by Provisions of Companies Act 2013. Subsequently, pursuant to a Special Resolution passed on September 26, 2022, the company was converted from a Private Limited Company to Public Limited Company and the name of the company was changed to "PNGS Gargi Fashion Jewellery Limited" having Company Incorporation No. (CIN) U36100PN2009PLC133691. The registered office of the Company is located at S. No. 37/1 & 37/2, Near Lokmat News Paper, Wadgaon, Khurd, Pune – 411041. The Company is engaged in the business of Trading in fashion/costume jewellery, silver, articles of silver and other articles from FY 2021-22. Prior to 31.03.2021, the company was engaged in the business of consultancy.

2. Significant Accounting Policies

2.1 Statement of compliance

The financial statements of the Company have been prepared in accordance with Indian Accounting Standard ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016 read with section 133 of the Companies Act, 2013.

Up to the year ended March 31, 2021, the Company had prepared and presented its financial statements in accordance with the requirements of previous Generally Accepted Accounting Principles (GAAP), which includes Standards notified under the Companies (Accounting Standards) Rules, 2006.

2.2 Basis of Preparation

The Balance sheet of the Company as at March 31, 2023, the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash flows for the period from April 1, 2022 to March 31, 2023 and the notes, comprising a summary of significant accounting policies and other explanatory information (together referred as 'Financial Statements') have been prepared in accordance with the Indian Accounting Standard (referred to as "Ind AS") prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules as amended from time to time. These standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standard (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('the Act') (to the extent notified). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

The standalone financial statements have been prepared on accrual basis under the historical cost convention except for the certain financial instruments that are measured at fair values as required by relevant Ind AS:

- a) Certain financial assets and liabilities (including derivative instruments)
- b) Defined employee benefit plans - plan assets are measured at fair value

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The Financial Statements have been prepared by the management as a going concern on the basis of relevant Ind AS that are effective as on the balance sheet date and using presentation and disclosure requirements of Division II of Schedule III of Companies Act, 2013.

Significant accounting judgments, estimates and assumptions

The preparation of the Financial Statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities on the date of the financial statements. Future results could differ due to these estimates and the difference between the actual results and the estimates are recognized in the period in which the results are known/materialize.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the Financial Statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Fair value measurement of financial instruments

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

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

Taxes

Current taxes are recognized at tax rates (tax laws) enacted or substantively enacted by the reporting date and the amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes.

Significant management judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

Defined benefit plans

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate; future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

Determination of cash generating units for impairment analysis

As part of its impairment assessment for non-financial assets (i.e. property, plant and equipment), the management needs to identify Cash Generating Units i.e. lowest group of assets that generate cash flows which are independent of those from other assets. Considering the nature of its assets, operations and administrative structure, the management has defined all assets put together as a single Cash Generating Unit.

2.2 Summary of Significant accounting policies

(a) Current versus non-current classification

The Company presents assets and liabilities in the Balance Sheet based on current and non-current classification.

An asset is classified as current when:

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

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

All other assets are classified as non-current.

A liability is classified as current when it is:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

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

The operating cycle is the time between the acquisition of assets and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

(b) Functional and presentation currency

Items included in the Financial Statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Financial Statements are presented in the Indian currency (INR), which is the Company's functional and presentation currency. All amounts disclosed in Financial Statements have been rounded off to the nearest Lakhs up to 2 decimal places, unless otherwise stated.

(c) Revenue recognition

Revenue from contracts includes revenue with customers for sale of goods. Revenue from contracts with customers is recognized when control of the goods and services are transferred to the customer at an amount that reflects the consideration to which the company expects to be entitled in exchange for those goods and services. To recognize revenues, we apply the following five step approach:

- (1) Identify the contract with a customer,
- (2) Identify the performance obligations in the contract,
- (3) Determine the transaction price,
- (4) Allocate the transaction price to the performance obligations in the contract, and
- (5) Recognize revenues when a performance obligation is satisfied.

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

contractually defined terms of payment and excluding taxes or duty. The specific recognition criteria described below must also be met before revenue is recognized.

Sale of goods

The Company satisfies a performance obligation at a point in time and recognizes revenue when the performance obligation is satisfied and control as per Ind AS 115 is transferred to the customer therefore Revenue is recognised upon transfer of control of promised goods to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those goods. The control of the goods is transferred on delivery of goods to the customer.

Revenue is measured at the value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.

Interest income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

For all financial instruments measured at amortized cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or liability.

(d) Income Tax

Tax comprises of current income tax and deferred tax.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current income tax relating to items recognised outside profit or loss is recognised either in other comprehensive income or in equity.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor the taxable profit or loss.

Deferred tax assets (including MAT credit entitlement, if any) are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses if any. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

At each reporting date the Company re-assesses unrecognised deferred tax assets. It recognises unrecognised deferred tax assets to the extent that it has become probable that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer probable that sufficient future taxable income will be available against which deferred tax asset can be realized.

Deferred tax relating to items recognised outside profit or loss is recognised either in other comprehensive income or in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)

(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)

(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)

(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

(e) Property, plant and equipment

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met, cost of replacing part of the property, plant and equipment and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Capital work in progress is stated at cost less impairment, if any. It includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

The Company identifies and determines cost of each component / part of the asset separately, if the component / part have a cost which is significant to the total cost of the assets and has useful life that is materially different from that of the remaining asset.

When significant parts of property, plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from de-recognition of tangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss for the period during which the asset is derecognised.

Depreciation on property, plant and equipment

Depreciable amount for assets is the cost of an asset, or other substituted for cost, less its estimated residual value.

The company depreciates property, plant and equipment over the estimated useful life prescribed in Schedule II to the 2013 Act on a straight-line basis from the date assets are ready for intended use.

Under this method, the estimated useful lives, as specified in Schedule II of the Companies Act, 2013 are as follows:

Block of Assets	Useful Life Considered (SLM)
Office Equipment	5 Years
Furniture and Fixtures	10 Years
Electrical Installations	10 Years
Computers	3 Years

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each reporting date and adjusted prospectively, if appropriate.

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

(f) Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

Gains or losses arising from de-recognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

Amortization of intangibles

The useful lives of intangible assets are assessed by management as 10 years except for intangible asset class - "Brand Design", and the same shall be amortized on a straight-line basis over its useful life. However, for intangible asset class - "Brand Design" the useful life has been assessed by management as 2 years.

(g) Investment Properties

Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

The fair value of the investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by the management.

Investment properties are derecognised either when they have been disposed of or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in profit or loss in the period of de-recognition.

(h) Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)

(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)

(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)

(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are derecognized from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses). Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

(i) Borrowing costs

Borrowing costs includes interest and ancillary costs incurred in connection with the arrangement of borrowings.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as a part of the cost of the respective asset until such time that the assets are substantially ready for their intended use. All other borrowing costs are expensed in the period in which they occur.

Borrowing cost is calculated as per the Effective Interest Rate (EIR) method. It is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial liability or a shorter period, where appropriate, to the amortized cost of a financial liability after considering all the contractual terms of the financial instrument.

(j) Leases

The determination of whether an arrangement is, or contains a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Where the Company is the lessee

a) Lessees are required to initially recognize a lease liability for the obligation to make lease payments and a right-of-use asset for the right to use the underlying asset for the lease term.

b) The lease liability is measured at the present value of the lease payments to be made over the lease term. Lessees accrete the lease liability to reflect interest and reduce the liability to reflect lease payments made.

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)

(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)

(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)

(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)



(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

c) The right-of-use asset is initially measured at the amount of the lease liability, adjusted for lease prepayments, lease incentives received, the lessee's initial direct costs (e.g., commissions) and an estimate of restoration, removal and dismantling costs. The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term

d) For lessees that depreciate the right-of-use asset on a straight-line basis, the aggregate of interest expense on the lease liability and depreciation of the right-of-use asset generally results in higher total periodic expense in the earlier periods of a lease.

e) Lessee's re-measure the lease liability upon the occurrence of certain events (e.g., change in the lease term, change in variable rents based on an index or rate), which is generally recognized as an adjustment to the right-of-use asset.

f) Leases having maturity period of less than 1 years have not been considered Ind AS 116 and their expense is separately disclosed in Profit & Loss A/c.

g) Ind AS 116 is not considered to leases having low value and their expense is separately disclosed in Profit & Loss A/c.

h) The company has entered into lease agreement with the lessors to avail rental services of their Head Office.

i) There is no sub-leasing & sale and lease back transaction entered into by the company as on 31st March 2023

(k) Inventories

Inventory is valued at lower of cost and net realizable value. Inventory of the Company includes stock physically present at its sale counters.

Cost of inventories comprises of all costs of purchase and, other duties and taxes (other than those subsequently recoverable from tax authorities), costs of conversion and all other costs incurred in bringing the inventory to its present location and condition.

Net realisable value represents the estimated selling price for inventories less estimated costs of completion and costs necessary to make the sale.

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

(l) Impairment of assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the assets carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an assets fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets (cash generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

(m) Provisions, Contingent liabilities and Contingent assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. Provisions are reviewed at each reporting date and adjusted to reflect the current best management estimates.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company, or a present obligation that is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation.

A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognised a contingent liability but discloses its existence in the Financial Statements.

Contingent assets are assessed continually to ensure that developments are appropriately reflected in the Financial Statements. If it has become virtually certain that an inflow of economic benefits will arise, the asset and the related income are recognised in the Financial Statements of the period in which the change occurs. If an inflow of economic benefits has become probable, an entity discloses the contingent asset.

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(From  by P. N. Gadgil & Sons
21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited")(From **22/09/2021 to 20/09/2022)**
(Formerly known as "Resonant Consulting Pvt. Ltd.")(Till **21/09/2021**)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

(n) Retirement and other employee benefits

Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are the amounts expected to be paid when the liabilities are settled. Short term employee benefits are recognised in Statement of Profit and Loss in the period in which the related service is rendered. The liabilities are presented as current liability in the Balance Sheet.

Post-employment obligations

The Company operates the following post-employment schemes:

- (a) defined contribution plans such as provident fund and
- (b) defined benefit plans such as gratuity

- *Defined contribution plans - Provident fund*

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the period end date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the period end date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

- *Defined benefit plans – Gratuity obligations*

Retirement benefit in the form of gratuity is a defined benefit scheme. Gratuity liability of employees is accounted for on the basis of actuarial valuation on Projected Unit Credit method at the close of the period.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability, are recognised immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

Net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and
- Net interest expense or income.

(o) Discontinued operations and non-current assets held for sale

Discontinued operation is a component of the Company that has been disposed of or classified as held for sale and represents a major line of business.

Non-current assets and disposal groups are classified as held for sale if their carrying amount is intended to be recovered principally through a sale (rather than through continuing use) when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sale of such asset (or disposal group) and the sale is highly probable and is expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets and disposal groups classified as held for sale are measured at lower of their carrying amount and fair value less costs to sell.

(p) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

i. Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in the following categories:

- Debt instruments at amortized cost
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)

(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)

(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)

(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

- Equity instruments, Debt instruments measured at fair value through other comprehensive income (FVTOCI)

- *Debt instruments at amortized cost*

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the profit or loss.

- *Debt instrument at FVTOCI*

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to P&L. Interest earned while holding FVTOCI debt instrument is reported as interest income using the EIR method.

- *Debt instrument at FVTPL*

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as at FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

Debt instruments included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

- *Equity investments*

All equity investments in scope of Ind AS 109 "Financial Instruments" are measured at fair value. The Company may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value in case of equity investments which are not held for trading. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to statement of profit and loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

Reclassification

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent.

De-recognition

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

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

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

For the purpose of transition to Ind AS, the Company has applied derecognition requirements of financial assets and financial liabilities prospectively for transactions occurring on or after the transition date.

Impairment

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortized cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

ii. Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, as appropriate.

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

The Company's financial liabilities include trade and other payables and loans and borrowings and other financial liabilities.

Subsequent measurement

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

- *Financial liabilities at amortised cost*

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)

(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)

(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)

(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)



(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments.

- *Financial liabilities at fair value through profit or loss*

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

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

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

De-recognition

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

iii. Offsetting of financial instruments

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

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

(q) Fair value measurement

The Company measures financial instruments, such as, investments in mutual funds and equity shares at fair value at each reporting date.

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

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

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

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

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

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the Financial Statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - This hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments, exchange traded funds and mutual funds that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing Net Assets Value (NAV). NAV represents the price at which the issuer will issue further units and will redeem such units of mutual fund to and from the investors.

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 - If one or more of the significant inputs are not based on observable market data, the instrument is included in level 3.

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)

(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)

(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)

(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

There are no transfers between levels 1 and 2 during the period. The Company's policy is to recognise transfers into and transfers out of fair value hierarchy level as at the end of reporting period.

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

(r) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand short-term deposits of three months or less. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits of three months or less, which are subject to an insignificant risk of changes in value, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

The Statement of Cash Flows has been prepared under the "Indirect Method" as set out in the Ind AS - 7 on Statement of Cash Flow as notified under Companies (Accounts) Rules, 2015.

(s) Earnings per share

Basic EPS is calculated by dividing the profit for the period attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the year, unless issued at a later date. In computing diluted earnings per share, only potential equity shares that are dilutive and that either reduces earnings per share or increases loss per share are included.

(t) Dividends

Final dividends on shares are recorded as liability on the date of approval by the shareholders and the interim dividends are recognised as liability on the date of declaration by the Company's Board of Directors.

(u) Foreign currency transactions

Transactions in foreign currencies are translated into the respective functional currency of the Company at the exchange rates on the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(From 21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited")(From 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.")(Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

at the date of the transaction. Foreign exchange gains and losses resulting from the settlement of such transaction and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rate are generally recognized in the statement of profit and loss.

(v) Government grants and subsidies

Grants / subsidies that compensate the Company for expenses incurred are recognised in the Statement of Profit and Loss as other operating income on a systematic basis in the periods in which such expenses are recognised.

3. Recent Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, as below:

IND AS 1 - Presentation of Financial Statements

This amendment requires the entities to disclose their material accounting policies rather than their significant accounting policies. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and the impact of the amendment is insignificant in the standalone financial statements.

Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors

This amendment has introduced a definition of 'accounting estimates' and included amendments to Ind AS 8 to help entities distinguish changes in accounting policies from changes in accounting estimates. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statements.

Ind AS 12 - Income Taxes

This amendment has narrowed the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2023. The Company has evaluated the amendment and there is no impact on its standalone financial statement

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
 (Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(from 21/09/2022 to 01/11/2022)
 (Formerly known as "P.N.Gadgil & Sons Gargi Costume Jewellery Private Limited")(from 22/09/2021 to 20/09/2022)
 (Formerly known as "Resonant Consulting Pvt. Ltd.") (till 21/09/2021)

CIN: U36100PN2009PLC133691

S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India

Website: www.gargibypng.com ; Email: investor@gargibypng.com

Notes forming part of Financials Statement for year ended March 31, 2023

(All amounts are in Rupees lakhs, unless otherwise stated)

4 PROPERTY, PLANT AND EQUIPMENT

As at March 31, 2023

GROSS BLOCK

Particulars	Furniture & Fixtures	Office Equipments	Computers	Electrical Installations	Total
As at March 31, 2022	15.35	3.87	9.67	2.38	31.27
Additions	22.81	2.15	10.90	-	35.86
Disposals	-	-	-	-	-
As at March 31, 2023	38.16	6.02	20.57	2.38	67.13

ACCUMULATED DEPRECIATION/AMORTISATION

Particulars	Furniture & Fixtures	Office Equipments	Computers	Electrical Installations	Total
As at March 31, 2022	0.58	0.24	1.09	0.04	1.95
Depreciation/Amortisation expense	2.56	0.92	4.99	0.23	8.70
Accumulated Depreciation/Amortisation on Disposals	-	-	-	-	-
As at March 31, 2023	3.14	1.16	6.08	0.27	10.65

NET BLOCK

Particulars	Furniture & Fixtures	Office Equipments	Computers	Electrical Installations	Total
As at March 31, 2022	14.77	3.63	8.58	2.34	29.32
As at March 31, 2023	35.02	4.86	14.49	2.11	56.48

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
 (Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(from 21/09/2022 to 01/11/2022)
 (Formerly known as "P.N.Gadgil & Sons Gargi Costume Jewellery Private Limited")(from 22/09/2021 to 20/09/2022)
 (Formerly known as "Resonant Consulting Pvt. Ltd.")(till 21/09/2021)
 CIN:U36100PN2009PLC133691

S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India
 Website: www.gargibypng.com ; Email: investor@gargibypng.com

Notes forming part of Financials Statement for year ended March 31, 2023
 (All amounts are in Rupees lakhs, unless otherwise stated)

4 PROPERTY, PLANT AND EQUIPMENT

As at March 31, 2022

GROSS BLOCK

Particulars	Furniture & Fixtures	Office Equipments	Computers	Electrical Installations	Total
As at March 31, 2021	-	-	0.06	-	0.06
Additions	15.35	3.87	9.61	2.38	31.21
Disposals	-	-	-	-	-
As at March 31, 2022	15.35	3.87	9.67	2.38	31.27

ACCUMULATED DEPRECIATION/AMORTISATION

Particulars	Furniture & Fixtures	Office Equipments	Computers	Electrical Installations	Total
As at March 31, 2021	-	-	0.06	-	0.06
Depreciation/Amortisation expense	0.58	0.24	1.03	0.04	1.89
Accumulated Depreciation/Amortisation on Disposals	-	-	-	-	-
As at March 31, 2022	0.58	0.24	1.09	0.04	1.95

NET BLOCK

Particulars	Furniture & Fixtures	Office Equipments	Computers	Electrical Installations	Total
As at March 31, 2021	-	-	-	-	-
As at March 31, 2022	14.77	3.63	8.58	2.34	29.32

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)

(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(from 21/09/2022 to 01/11/2022)

(Formerly known as "P.N.Gadgil & Sons Gargi Costume Jewellery Private Limited")(from 22/09/2021 to 20/09/2022)

(Formerly known as "Resonant Consulting Pvt. Ltd.")(till 21/09/2021)

CIN:U36100PN2009PLC133691

S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India

Website: www.gargibypng.com ; Email: investor@gargibypng.com

Notes forming part of Financials Statement for year ended March 31, 2023

(All amounts are in Rupees lakhs, unless otherwise stated)

5 OTHER INTANGIBLE ASSETS

As at March 31, 2023

Particulars	Computer software and Website	Trademarks	Brand Design	Total
GROSS BLOCK				
As at March 31, 2022	6.50	-	-	6.50
Additions during the period	13.90	0.72	7.50	22.12
Disposals during the period	-	-	-	-
As at March 31, 2023	20.40	0.72	7.50	28.62
AMORTIZATION				
As at March 31, 2022	0.16	-	-	0.16
Amortization for the period	1.24	0.06	1.50	2.80
Amortization on disposals	-	-	-	-
As at March 31, 2023	1.40	0.06	1.50	2.96
NET BLOCK				
As at March 31, 2022	6.34	-	-	6.34
As at March 31, 2023	19.00	0.66	6.00	25.66
As at March 31, 2022				
Particulars	Computer software and Website	Trademarks	Brand Design	Total
GROSS BLOCK				
As at March 31, 2021	-	-	-	-
Additions during the period	6.50	-	-	6.50
Disposals during the period	-	-	-	-
As at March 31, 2022	6.50	-	-	6.50
AMORTIZATION				
As at March 31, 2021	-	-	-	-
Amortization for the period	0.16	-	-	0.16
Amortization on disposals	-	-	-	-
As at March 31 2022	0.16	-	-	0.16
NET BLOCK				
As at March 31, 2021	-	-	-	-
As at March 31 2022	6.34	-	-	6.34

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
 (Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(from 21/09/2022 to 01/11/2022)
 (Formerly known as "P.N.Gadgil & Sons Gargi Costume Jewellery Private Limited")(from 22/09/2021 to 20/09/2022)
 (Formerly known as "Resonant Consulting Pvt. Ltd.")(till 21/09/2021)
 CIN:U36100PN2009PLC133691
 S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India
 Website: www.gargibypng.com ; Email: investor@gargibypng.com
 Notes forming part of Financials Statement for year ended March 31, 2023
 (All amounts are in Rupees lakhs, unless otherwise stated)

6 LEASES

Particulars	As at March 31, 2023	As at March 31, 2022
RIGHT-OF-USE ASSETS		
Opening for the period	-	-
Changes due to estimation	-	-
Additions	53.22	-
Less : Amortisation	6.21	-
Closing for the period	47.01	-
LEASE LIABILITY		
Opening lease liability	-	-
Change in estimation	-	-
Add : Addition to lease liability during the period	53.22	-
Add : Interest Expense	2.09	-
Less : Lease Rent Paid	7.00	-
Total Lease Liability	48.31	-
The break-up of current and non-current lease liabilities		
Current Maturities of lease Liability	11.56	-
Non Current Lease Liability	36.75	-
Total Lease Liability	48.31	-

7 DEFERRED TAX ASSETS (NET)

(a) Net Deferred tax (Asset) / Liability:

The balance comprises temporary differences attributable to:

Particulars	As at March 31, 2023	As at March 31, 2022
Property, plant and equipment	1.51	0.45
Deferred Tax Liability	1.51	0.45
Gratuity & Leave encashment & Bonus	4.45	2.93
ROU Asset & Lease Liability	0.32	-
Deferred Tax Asset	4.77	2.93
Deferred Tax (Asset) / Liability (net)	(3.26)	(2.48)

(b) Reconciliation of deferred tax (net):

Particulars	As at March 31, 2023	As at March 31, 2022
Opening Balance (Asset) / Liability	(2.48)	-
Tax (income)/expense during the period recognised in Statement of Profit and Loss	(0.57)	(2.42)
Tax (income)/expense during the period recognised in OCI	(0.21)	(0.06)
Closing balance (Asset) / Liability	(3.26)	(2.48)

8 OTHER FINANCIAL ASSETS

Particulars	As at March 31, 2023	As at March 31, 2022
NON - CURRENT		
Security deposits		
- to others	8.16	-
- to related parties	4.45	-
Total Financial Assets	12.61	-

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(from 21/09/2022 to 01/11/2022)
(Formerly known as "P.N.Gadgil & Sons Gargi Costume Jewellery Private Limited")(from 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.")(till 21/09/2021)
CIN:U36100PN2009PLC133691
S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India
Website: www.gargibypng.com ; Email: investor@gargibypng.com
Notes forming part of Financials Statement for year ended March 31, 2023
(All amounts are in Rupees lakhs, unless otherwise stated)

9 INVENTORIES

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Stock in Trade*		
- of Traded Goods	1,042.00	672.00
- Packaging Materials	3.00	10.00
Total Inventories	1,045.00	682.00

*valued at lower of cost or net realisable value on the basis of Retail method as per IND AS - 2 "Inventories"

10 TRADE RECEIVABLES

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Trade Receivables		
- Unsecured, considered good	2.76	0.69
Total Trade Receivables	2.76	0.69

(Refer note 40 for Ageing schedule of Trade Receivables)

11 CASH AND CASH EQUIVALENTS

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Cash in hand	2.22	1.48
Balances with banks		
- Current accounts	97.31	61.07
- Fixed Deposits with maturity of less than 3 months*	1,034.20	-
Total Cash and Cash Equivalents	1,133.73	62.55

*Fixed deposit of ₹1028.00 (including accrued interest) with maturity less than 3 months is grouped into cash and cash equivalents which are easily redeemable without any penalty or prior notice and subject to insignificant risk

12 OTHER FINANCIAL ASSETS

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Other Receivables*	0.32	9.21
Total Other Financial Assets	0.32	9.21

*Other receivables includes receivable from
-Enterprise over which KMP(s) or their relatives have control/significant influence 0.03 9.21
-Relative of KMP 0.11 -

13 OTHER CURRENT ASSETS

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Advances to Staff	1.07	1.10
Advance to Creditors	9.15	9.14
Prepaid Expenses		
- On security deposit	1.55	-
- On others	7.24	1.63
MAT credit Entitlement	-	-
Input Tax Credit (GST)	75.97	31.74
Total Other Current Assets	94.98	43.61

14 EQUITY SHARE CAPITAL

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Authorized share capital		
1,00,00,000 Equity shares of Rs 10 each (Previous period 1,00,00,000 shares of Rs. 10 each)	1,000.00	1,000.00
Issued, subscribed and fully paid up		
96,28,003 equity shares of Rs 10 each (Previous Period 10,000 shares of Rs. 10 each)	962.80	1.00
a. Reconciliation of number of shares		
Authorized share capital		
Opening for the period	100.00	0.10
Closing for the period	100.00	100.00
Issued, subscribed and fully paid up		
Opening balance	0.10	0.10
Add: Issued during the period	51.00	-
Add: Bonus Issue	45.18	-
Less: Bought Back during the period	-	-
Closing Balance	96.28	0.10

b. Terms and rights attached to equity shares

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

c. Details of shareholders holding more than 5% share in the Company (No. of shares)

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Govind Gadgil	31,14,992.00	4,997
Renu Gadgil	31,14,992.00	4,997

d. Details of shareholders holding more than 5% share in the Company (% shareholding)

Particulars	As at	As at
	March 31, 2023	March 31, 2022
Govind Gadgil	32.35%	49.97%
Renu Gadgil	32.35%	49.97%

e. Shareholding of Promoters

As at March 31, 2023

Shares held by promoters at the end of the period			
Promoter name	No. of Shares	% of total shares	% Change during the period
1. Govind Gadgil	31,14,992	32.35%	-17.62%
2. Renu Gadgil	31,14,992	32.35%	-17.62%

As at March 31, 2022

Shares held by promoters at the end of the period			
Promoter name	No. of Shares	% of total shares	% Change during the period
1. Govind Gadgil	4,997	49.97%	49.97%
2. Renu Gadgil	4,997	49.97%	49.97%

f. The Company had, issued 25,00,000 equity shares of face value of ₹10/- each on right basis ('Rights Equity Shares') to the Eligible Equity Shareholders at an issue price of ₹ 30 per Rights Equity Share (including premium of ₹20 per Rights Equity Share) in September,2022.

g. During the year, the Company allotted 45,18,003 bonus equity shares of Rs. 10 each as fully paid-up bonus equity shares, in the proportion of 180 (One hundred & eighty) equity share of ₹10/- each for every 100 (Hundred) existing equity shares of ₹10/- each to the eligible members whose names appeared in the register of members/list of beneficial owners as on November 25, 2022 i.e., record date.

h. The Company completed the Initial Public Offer ('IPO') its equity shares during the year ended 31 March 2023 and listed its shares on BSE SME on 20th December 2022. Pursuant to IPO, the Company allotted 26,00,000 fresh equity shares of ₹10 each to public. The total share premium arising on IPO amounting to ₹520.00 lakhs has been accounted under securities premium reserve and the IPO related expenses amounting to ₹52.03 lakhs, being company's share of total IPO expense, has been adjusted against the premium amount

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)

(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(from 21/09/2022 to 01/11/2022)

(Formerly known as "P.N.Gadgil & Sons Gargi Costume Jewellery Private Limited")(from 22/09/2021 to 20/09/2022)

(Formerly known as "Resonant Consulting Pvt. Ltd.")(till 21/09/2021)

CIN:U36100PN2009PLC133691

S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India

Website: www.gargibypng.com ; Email: investor@gargibypng.com

Notes forming part of Financials Statement for year ended March 31, 2023

(All amounts are in Rupees lakhs, unless otherwise stated)

15 OTHER EQUITY

Particulars	As at March 31, 2023	As at March 31, 2022
i. Retained earnings		
Opening Balance	111.15	0.62
Profit for the period	468.95	110.53
Closing Balance	580.10	111.15
ii. Securities Premium		
Opening Balance	-	-
Add : Premium on issue of right shares	500.00	-
Add: Premium on issue of equity shares to public on BSE SME platform	520.00	-
Less: Bonus Issue	(451.80)	-
Less: IPO expenses	(52.03)	-
Closing Balance	516.17	-
iii. Other Comprehensive Income		
Re-measurement gain / (loss) on defined benefit plans		
Opening Balance	(0.17)	-
Transfer during the period	(0.61)	(0.17)
Closing Balance	(0.78)	(0.17)
		-
Total Other Equity	1,095.49	110.98

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)

(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(from 21/09/2022 to 01/11/2022)

(Formerly known as "P.N.Gadgil & Sons Gargi Costume Jewellery Private Limited")(from 22/09/2021 to 20/09/2022)

(Formerly known as "Resonant Consulting Pvt. Ltd.")(till 21/09/2021)

CIN:U36100PN2009PLC133691

S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India

Website: www.gargibypng.com ; Email: investor@gargibypng.com

Notes forming part of Financials Statement for year ended March 31, 2023

(All amounts are in Rupees lakhs, unless otherwise stated)

16 PROVISIONS

Particulars	As at March 31, 2023	As at March 31, 2022
Non-Current		
- For Gratuity	14.50	11.01
Total Long Term Provisions	14.50	11.01
Current		
- For Gratuity	0.52	0.39
Total Short Term Provisions	0.52	0.39

17 BORROWINGS

Particulars	As at March 31, 2023	As at March 31, 2022
FINANCIAL LIABILITIES		
NON CURRENT		
Secured		
- Term loans from banks*	3.14	-
Total Non Current Borrowings	3.14	-
CURRENT		
Secured		
- Term loans from banks*	7.35	-
Unsecured		
-Loan repayable on demand**	75.00	531.28
Total Current Borrowings	82.35	531.28

*refer note no.17.1

**refer note no. 17.2

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
 (Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")
 (Formerly known as "P.N.Gadgil & Sons Gargi Costume Jewellery Private Limited")
 (Formerly known as "Resonant Consulting Pvt. Ltd.")
 CIN:U36100PN2009PLC133691
 S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India
 Website: www.gargibypng.com ; Email: investor@gargibypng.com
 Notes forming part of Financials Statement for year ended March 31, 2023
 (All amounts are in Rupees lakhs, unless otherwise stated)

17.1 SECURED LOANS

Sr. No.	Name of Lender	Type of Facility	Amount outstanding as at March 31, 2023	Rate of Interest (%)		Repayment Terms As at March 31, 2023	Security Provided
				As at March 31, 2023	As at March 31, 2022		
1	ICICI Bank Ltd	Term loan	10.50	1-MCLR- 1Y + 2% (Presently 8.30%)	-	8 equated quarterly installments after last day of the next month of disbursement i.e 22/11/2022	Primary Security: 1. Exclusive charge on movable assets (type of asset : machineries value of security : 300,00) 2. Personal guarantee: 1. Govind Gadgil 2. Renu Gadgil

17.2 UNSECURED LOANS

Sr. No.	Name of Lender	Type of Facility	Amount outstanding as at March 31, 2023	Rate of Interest (%)		Repayment Terms As at March 31, 2023	Security Provided
				As at March 31, 2023	As at March 31, 2022		
1	Govind Gadgil	Unsecured Loan	75.00	6.50%	5.50%	Repayable on demand	Not Applicable

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
 (Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(from 21/09/2022 to 01/11/2022)
 (Formerly known as "P.N.Gadgil & Sons Gargi Costume Jewellery Private Limited")(from 22/09/2021 to 20/09/2022)
 (Formerly known as "Resonant Consulting Pvt. Ltd.")(till 21/09/2021)
 CIN:U36100PN2009PLC133691
 S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India
 Website: www.gargibypng.com ; Email: investor@gargibypng.com
 Notes forming part of Financials Statement for year ended March 31, 2023
 (All amounts are in Rupees lakhs, unless otherwise stated)

18 TRADE PAYABLES

Particulars	As at March 31, 2023	As at March 31, 2022
Trade payables*		
Total outstanding dues of micro enterprises and small enterprises	78.26	94.90
Total outstanding creditors other than micro and small enterprises	59.90	35.23
Total Trade Payables	138.16	130.13

* Refer Note 44 on Outstanding dues to micro, small and medium enterprises under the Micro, Small and Medium Enterprises Development Act (MSMED), 2006.
 (Refer note 41 for Ageing schedule of Trade Payables)

19 OTHER FINANCIAL LIABILITIES

Particulars	As at March 31, 2023	As at March 31, 2022
Salary Payable	7.34	1.53
Other Payables*	17.09	20.30
Total Other Financial Liabilities	24.43	21.83

*Mainly includes liability for expenses

*Other payables includes payable to

- Enterprise over which KMP(s) or their relatives
- Relative of KMP

0.23	-
0.11	-

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
 (Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(from 21/09/2022 to 01/11/2022)
 (Formerly known as "P.N.Gadgil & Sons Gargi Costume Jewellery Private Limited")(from 22/09/2021 to 20/09/2022)
 (Formerly known as "Resonant Consulting Pvt. Ltd.")(till 21/09/2021)
 CIN:U36100PN2009PLC133691
 S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India
 Website: www.gargibypng.com ; Email: investor@gargibypng.com
 Notes forming part of Financials Statement for year ended March 31, 2023
 (All amounts are in Rupees lakhs, unless otherwise stated)

20 OTHER CURRENT LIABILITIES

Particulars	As at March 31, 2023	As at March 31, 2022
Advance from Customers	3.88	3.43
Statutory dues payable	6.20	1.61
Total Other Current Liabilities	10.08	5.04

21 PROVISIONS

Particulars	As at March 31, 2023	As at March 31, 2022
(a) Provision for employee benefits (Refer Note No.16)	0.52	0.38
(b) Provision for Expenses	14.78	5.10
Total Provisions	15.30	5.48

22 CURRENT TAX LIABILITIES (NET)

Particulars	As at March 31, 2023	As at March 31, 2022
Provision for Tax	162.59	40.12
Less: Advance Tax Paid	(135.00)	(20.00)
Less: TDS/TCS Receivable	(0.34)	(0.67)
Total Current Tax Liabilities (net)	27.25	19.45

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(from 21/09/2022 to 01/11/2022)
(Formerly known as "P.N.Gadgil & Sons Gargi Costume Jewellery Private Limited")(from 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.")(till 21/09/2021)
CIN:U36100PN2009PLC133691
S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India
Website: www.gargibypng.com ; Email: investor@gargibypng.com
Notes forming part of Financials Statement for year ended March 31, 2023
(All amounts are in Rupees lakhs, unless otherwise stated)

23 REVENUE FROM OPERATIONS

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Sale of Goods	2,867.36	593.93
Total Revenue from Operations	2,867.36	593.93

Disaggregation of revenue:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Sale		
Silver jewellery	1,934.60	422.60
Non-silver jewellery	932.76	171.33
Total Revenue from Operations	2,867.36	593.93

24 OTHER INCOME

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest Income		
- on Deposits with banks	15.22	-
- on Security Deposit	0.14	-
- on Advances to Employees	0.02	0.01
Total Other Income	15.38	0.01

25 PURCHASE OF STOCK-IN-TRADE

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Purchase		
- of Traded Goods	1,928.32	1,003.17
- Packaging Materials	48.56	22.89
Total Purchase of Stock-in-trade	1,976.88	1,026.06

26 CHANGES IN INVENTORIES OF STOCK-IN -TRADE

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Inventories at the beginning of the period		
- of Traded Goods	672.00	-
- Packaging Materials	10.00	-
	682.00	-
Inventories at the end of the period		
- of Traded Goods	1,042.00	672.00
- Packaging Materials	3.00	10.00
	1,045.00	682.00
Net (increase) / decrease	(363.00)	(682.00)

27 EMPLOYEE BENEFITS EXPENSE

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Salaries and bonus	79.66	17.73
Managerial Remuneration	5.65	-
Contribution to provident fund and other funds	5.64	1.61
Staff welfare expenses	4.43	1.01
Gratuity expense	2.92	1.97
Leave Encashment	1.67	2.68
Total Employee Benefit Expense	99.97	25.00

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(from 21/09/2022 to 01/11/2022)
(Formerly known as "P.N.Gadgil & Sons Gargi Costume Jewellery Private Limited")(from 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.")(till 21/09/2021)
CIN:U36100PN2009PLC133691
S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India
Website: www.gargibypng.com ; Email: investor@gargibypng.com
Notes forming part of Financials Statement for year ended March 31, 2023

28 FINANCE COST

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Interest expense		
- on borrowings	11.77	1.95
- on lease liability	2.09	-
Other expenses		
- on borrowings from bank	5.80	-
Total Finance Cost	19.66	1.95

29 DEPRECIATION AND AMORTISATION EXPENSE

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Depreciation on Tangible assets	8.70	1.89
Amortization on intangible assets	2.80	0.16
Amortization on right-of-use lease asset	6.21	-
Total Depreciation and Amortisation Cost	17.71	2.05

30 OTHER EXPENSES

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Advertisement expenses	145.17	46.57
Legal and professional Fees	12.05	3.55
Directors' sitting fees	2.00	-
Electricity expenses	1.05	-
Facility Charges	34.71	-
Repairs and maintenance	5.03	0.83
Common Area Maintenance Charges	10.50	-
Insurance	0.92	-
Sales promotion	6.03	1.89
Credit Card Commission	8.47	1.72
Bank Commission Charges	0.03	-
Freight and octroi charges	9.34	1.39
Communication expenses	8.13	0.16
Printing and Stationery	6.76	2.09
Subscription and Membership fees	1.21	0.28
Miscellaneous expenses	2.53	0.44
Auditor's Remuneration	11.15	1.50
Amortization of prepaid security deposit	0.16	-
Commission	227.29	0.19
House Keeping	2.88	0.93
Travelling Expenses	1.86	0.15
Roc Fees	-	10.82
Loss In Transit	0.06	-
Total Other Expenses	497.33	72.51
Auditors remuneration		
- Statutory audit	7.50	1.50
- Tax audit	1.00	-
- Other services	2.65	-
	11.15	1.50

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(from 21/09/2022 to 01/11/2022)
(Formerly known as "P.N.Gadgil & Sons Gargi Costume Jewellery Private Limited")(from 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.")(till 21/09/2021)
CIN:U36100PN2009PLC133691
S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India
Website: www.gargibypng.com ; Email: investor@gargibypng.com
Notes forming part of Financials Statement for year ended March 31, 2023

31 INCOME TAX EXPENSE

(a) Income tax expense

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
In Statement of Profit and Loss :		
Current income tax:		
Current income tax charge	165.81	40.26
Deferred tax:		
Relating to origination and reversal of temporary differences	(0.57)	(2.42)
Income tax expense reported in the Statement of Profit and Loss	165.24	37.84
In Other Comprehensive Income (OCI) :		
Deferred tax related to items recognised in OCI during the period:		
Net loss/(gain) on actuarial gains and losses	(0.21)	(0.06)
Income tax charged to OCI	(0.21)	(0.06)

(b) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Accounting Profit before tax	634.19	148.37
Statutory Tax rate (%)	25.17%	25.17%
Tax at statutory tax rate	159.61	37.34
Inadmissible as per Income Tax	-	2.71
Depreciation impact	(1.05)	(0.44)
Ind As adjustments	0.34	-
Provision for Gratuity	3.62	0.50
Bonus	(0.07)	-
Leave Encashment	0.14	-
Previous year tax expense	3.22	-
Other admissible expenses	-	-
Losses available for offsetting against taxable income	-	-
Relating to originating and reversal of temporary difference	(0.57)	(2.42)
MAT Credit of Previous Years Written off	-	0.15
Tax as per Normal income tax rate	165.24	37.84
Effective Tax Rate	26.06%	25.50%

32 EARNINGS PER SHARE

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
A. Basic earning per share		
Basic and Diluted Earnings per share :		
Net profit after tax	468.95	110.53
Number of equity shares	96,28,003.00	10,000.00
Weighted average number of equity shares outstanding (Nos)	45,99,509.85	28,003.00
Face value per share (₹ per share)	10.00	10.00
Basic and Diluted EPS (₹ per share)	10.20	394.70
B. Reconciliations of earnings used in calculating earnings per share		
Profit attributable to the equity holders of the company used in calculating basic earnings per share	468.95	110.53
C. Weighted average number of shares used as the denominator		
Weighted average number of equity shares used as the denominator in calculating basic earnings per share (Nos)	45,99,509.85	28,003.00

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(From 21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited")(From 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.")(Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

33. There are no contingent liabilities to the company as at the balance sheet date, except as otherwise disclosed.

34. In the opinion of Board of Directors all assets other than fixed assets are at approximately of the value stated, if realized in the ordinary course of business. The provision for depreciation and for all known liabilities is adequate and not in excess of the amount reasonably necessary.

35. Commitment and Contingencies:

Commitments

The lease rentals charged during the period are as under:

Particulars	For the Period ended March 31, 2023	For the year ended March 31, 2022
Lease rentals recognized during the period	7.00	-

Maturity Analysis of lease liability:

Particulars	Less than 1 Year	1-3 years	More than 3 years	Total
As at March 31, 2023	11.55	21.69	15.05	48.31
As at March 31, 2022	-	-	-	-

36. Defined benefit plans

Gratuity:

The Company has an unfunded defined benefit gratuity plan. The Company provides for gratuity for its employees as per Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years or more are eligible for gratuity. The amount of gratuity is payable on retirement/termination of the employee's last drawn basic salary per month computed proportionately for 15 days salary multiplied for the completed number of years of service. The Company makes provision of such gratuity liability in the books of accounts on the basis of actuarial valuation as per the Projected Unit Credit method.

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(From  **by P. N. Gadgil & Sons**
21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited")(From **22/09/2021 to 20/09/2022)**
(Formerly known as "Resonant Consulting Pvt. Ltd.")(Till **21/09/2021**)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

Risk analysis

- *Actuarial Risk*

It is the risk that benefits will cost more than expected. This can arise due to one of the following reasons:

Adverse Salary Growth Experience: Salary hikes that are higher than the assumed salary escalation will result into an increase in obligation at a rate that is higher than expected.

Variability in mortality rates: If actual mortality rates are higher than assumed mortality rate assumption then the Gratuity benefits will be paid earlier than expected. Since there is no condition of vesting on the death benefit, the acceleration of cash flow will lead to an actuarial loss or gain depending on the relative values of the assumed salary growth and discount rate.

Variability in withdrawal rates: If actual withdrawal rates are higher than assumed withdrawal rate assumption then the Gratuity benefits will be paid earlier than expected. The impact of this will depend on whether the benefits are vested as at the resignation date.

- *Liquidity Risk*

Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign/retire from the Company there can be strain on the cash flows.

- *Market Risk*

Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits and vice versa. This assumption depends on the yields on the corporate/government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.

- *Legislative Risk*

Legislative risk is the risk of increase in the plan liabilities due to change in the legislation/regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(From 21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited")(From 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.")(Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

Defined Benefit Obligation and the same will have to be recognised immediately in the year when any such amendment is effective.

- *Sensitivity Analysis*

The key actuarial assumptions to which the defined benefit plans are particularly sensitive to are discount rate and full salary escalation rate. The sensitivity analysis below, have been determined based on reasonably possible changes of the assumptions occurring at end of the reporting period, while holding all other assumptions constant. The result of sensitivity analysis is given below:

Particulars	As at March 31, 2023	As at March 31, 2022
Discount rate		
Increase by 50 basis points	14.19	10.72
Decrease by 50 basis points	15.91	12.13
Salary escalation		
Increase by 50 basis points	15.81	12.05
Decrease by 50 basis points	14.25	10.74

Sensitivity for significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of the defined benefit obligation by one percentage, keeping all other actuarial assumptions constant. The sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is not probable, and changes in some of the assumptions may be correlated.

The following table summarizes the components of net benefit expense recognised in the statement of profit and loss and the amounts recognised in the balance sheet for the gratuity plan:

Expense recognised in the Statement of Profit and Loss:

Particulars	For the Period ended March 31, 2023	For the Period ended March 31, 2022
Current service cost	2.10	1.30
Net interest expense	0.81	0.67
Net benefit expense recognised in the Statement of Profit and Loss	2.91	1.97

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(From  by P. N. Gadgil & Sons
21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited")(From 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.")(Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

Amount recognised in the Statement of Other Comprehensive Income (OCI):

Particulars	For the Period ended March 31,2022	For the Period ended March 31, 2021
Measurement during the period due to:		
Actuarial (gain) / loss arising from change in financial assumptions	(0.43)	-
Actuarial (gain) / loss arising from change in demographic assumptions	-	-
Actuarial (gain) / loss arising on account of experience changes	1.25	0.23
Total Re-measurement cost/(credit) for the period recognised in OCI	0.82	0.23

Changes in defined benefit obligation over the period are as follows:

Particulars	For the Period ended March 31, 2023	For the Period ended March 31, 2022
Fair value of defined benefit obligation at the beginning of the period	11.40	-
Transfer In/Out Obligation*	0.50	9.20
Current Service cost	2.10	1.31
Net interest expense	0.81	0.67
Benefits paid	(0.62)	-
Actuarial (gain) / loss arising from change in financial assumptions	(0.44)	-
Actuarial (gain) / loss arising on account of demographic assumption	-	-
Actuarial (gain) / loss arising on account of experience adjustments	1.25	0.23
Net value of defined benefit obligation at the end of the period	15.02	11.40

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)

(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)

(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)

(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)



(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

Particulars	For the Period ended March 31, 2023	For the Period ended March 31, 2022
Discount rate	7.50%	7.25%
Salary escalation	8.00%	8.00%
Withdrawal Rates	5.00% p.a. at younger ages reducing to 2.00% p.a.% at older ages	5.00% p.a. at younger ages reducing to 2.00% p.a.% at older ages
Retirement age	55,60,70 years	55,60,70 years

The following payments are expected contribution to the defined benefit plan in future years:

Particulars	For the Period ended March 31, 2023	For the Period ended March 31, 2022
Current Liability	0.52	0.39
Non-Current Liability	14.50	11.01
Total Expected Payments	15.02	11.40

The weighted average duration of defined benefit plan obligation:

Particulars	For the Period ended March 31, 2023	For the Period ended March 31, 2022
Weighted average duration of defined benefit plan obligation	11.84 years	-

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)

(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)

(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)

(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)



(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

37. Related Party Disclosures

In compliance with Ind AS-24 – “Related Party Disclosures”, as notified under Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016 the required disclosures are given in the table below:

A. Name of related parties: -

Key Managerial Personnel ('KMP')	Govind Vishwanath Gadgil (Director)
	Amit Yeshwant Modak (Director)
	Aditya Amit Modak (Director)
	Vishwas Vasant Bokil (Director upto 15 th September, 2022)
	Shailesh Sharad Bagaitkar (Director upto 15 th September, 2022)
	Bhargavi Charudatta Kulkarni (Company Secretary appointed w.e.f. 1 st October, 2022)
	Vishwas Laxmikant Honrao (Chief Financial Officer appointed w.e.f. 1 st October, 2022)
	Sweta Ashish Khandelwal (Additional Independent Director appointed w.e.f. 3 rd November, 2022)
	Ashok Namdeo Gokhale (Additional Independent Director appointed w.e.f. 3 rd November, 2022)
	Ranjeet Sadashiv Natu (Additional Independent Director appointed w.e.f. 3 rd November, 2022)
	Prasad Prabhakar Ghodke (Manager appointed w.e.f. 3 rd November, 2022)
Relative of KMP	Renu Govind Gadgil
	Anjali Vishwanath Gadgil
Enterprise over which KMP(s) or their relatives have control/significant influence	P N Gadgil and Sons Ltd.
	P. N. Gadgil Art & Culture Foundation
	Gadgil Metals & Commodities
	Bhide Gadgil Associates
	Puneet Shares & Finance Private Limited
	Shree Construction Company
	Bhide Gadgil Developers
	Govind Vishwanath Gadgil (HUF)

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)

(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)

(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)

(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)



(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

B. Transactions with Related Party: -

Sr. No.	Nature of Transactions	For the year ending March 31, 2023	For the year ending March 31, 2022
I.	Govind Vishwanath Gadgil		
	Repayment of Unsecured Loan	440.71	-
	Acceptance of Unsecured Loan	75.00	440.71
	Interest on Unsecured Loan	8.42	0.96
	Issue of Right Shares	332.25	-
	Closing Balance	-	-
	-Unsecured Loan	75.00	440.71
II.	Renu Govind Gadgil		
	Repayment of Unsecured Loan	90.21	-
	Acceptance of Unsecured Loan	-	90.21
	Interest on Unsecured Loan	2.17	0.8
	Issue of Right Shares	332.25	-
	Rent and Maintenance Charges	18.55	-
	Closing Balance		
	- Unsecured Loan	-	90.21
III.	Amit Yeshwant Modak		
	Issue of Right Shares	23.48	-
IV.	Aditya Amit Modak		
	Issue of Right Shares	13.49	-
	Sales	0.06	-
V.	Anjali Vishwanath Gadgil		
	Issue of Right Shares	14.27	-
VI.	Vishwas Vasant Bokil		
	Repayment of Unsecured Loan	0.18	-
	Reimbursement of expense	0.15	-
	Professional fees	-	0.5
	Closing Balance:		
	- Unsecured Loan	-	0.18
	- Payable for Services	0.22	0.22

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)

(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)

(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)

(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)



(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

VII.	Shailesh Sharad Bagaitkar		
	Repayment of Unsecured Loan	0.18	-
	Closing Balance:		
	- Unsecured Loan	-	0.18
	- Payable for Services	0.27	0.27
VIII.	P N Gadgil and Sons Ltd		
	Purchases	7.49	638.16
	Sales	19.28	2.53
	Reimbursement paid	1.56	1.23
	Reimbursement received	0.09	-
	Receivable for Gratuity Obligation	0.50	9.2
	Facility Charges	33.96	-
	Commission	223.35	-
	Collection of Sales Revenue for Company	250.48	-
	Collection of Sales Revenue by Company	124.96	-
	Closing Balance		
	- (Other Payables)/Other Receivables	(0.23)	8.09
IX.	P. N. Gadgil Art & Culture Foundation		
	Collection of Sales Revenue by Company	11.24	-
	Facility Charges	0.75	
	Commission	1.89	
	Purchases	3.96	
	Closing Balance		
	- (Other Payables)/Other Receivables	0.03	-
X.	Bhargavi Charudatta Kulkarni		
	Salaries and allowances	3.37	-
XI.	Vishwas Laxmikant Honrao		
	Salaries and allowances	5.06	-
XII.	Prasad Prabhakar Ghodke		
	Remunerations	6.04	-

Note:

All arrangements/transaction entered into by the company with its related parties during the year were in the ordinary course of business and on an arm's length basis.

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(From  by P. N. Gadgil & Sons
21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited")(From 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.")(Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

38.Segment Information

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses that relate to transactions with any of the Company's other components. All operating segments' operating results are reviewed regularly by the Company's Board of Directors (BOD), which has been identified as being the Chief Operating Decision Maker (CODM), to make decisions about resources to be allocated to the segments and assess their performance.

The Company is engaged in the business of trading costume jewelry, articles of silver and other articles. The CODM evaluates the Company's performance and allocates resources based on the analysis of the various performance indicator of the Company as a single unit. Therefore, there is no reportable segment for the Company as per the requirements of Ind AS 108 "Operating Segments".

Information about geographical areas

The Company has operations only in India; hence there are no separately reportable geographical segments for the Company as per the requirements of Ind AS 108 – "Operating Segments".

Information about major customers

There is no single customer or customer group who accounts for more than 10% of the total revenue of the Company.

Fair Value Measurement:

Particulars	As at March 31, 2023		As at March 31, 2022	
	FVTPL	Amortised Cost	FVTPL	Amortised Cost
Trade receivables	-	2.76	-	0.69
Other financial assets	-	12.93	-	9.21
Cash and cash equivalents	-	1,133.73	-	62.55
Total Financial Assets		1149.42	-	72.45
Lease Liability	-	48.31	-	-
Borrowings	-	85.49	-	531.28
Trade Payables	-	138.17	-	130.13
Other financial liabilities	-	24.43	-	21.83

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)

(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)

(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)

(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)



(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

Total Financial Liabilities	-	296.40	-	683.24
------------------------------------	---	---------------	---	---------------

The management assessed that the fair value of cash and cash equivalents, trade receivables, trade payables and other current financial assets and liabilities approximate their carrying amounts, largely due to the short term nature of these balances.

The fair value of the financial assets and liabilities is the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The management assessed that the carrying amounts of its financial instruments are reasonable approximations of fair values.

Fair Value Hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities:

Level 1 - This hierarchy includes financial instruments measured using quoted prices.

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 - If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

There are no transfers between levels 1 and 2 during the period. The Company's policy is to recognize transfers into and transfers out of fair value hierarchy level as at the end of reporting period.

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

Fair Value Hierarchy

Assets and liabilities which are measured at amortised cost for which fair values are disclosed:

Particulars	Level 1	Level 2	Level 3	Total
At March 31, 2023				
Financial assets				
Other Bank Balances	-	-	-	-
Trade Receivables	-	-	2.76	2.76
Other Financial Assets				
Security Deposit	-	-	12.61	12.61
Other Receivables	-	-	0.32	0.32
Total	-	-	15.69	15.69

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)

(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)

(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)

(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)



(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

Financial Liabilities				
Borrowings	-	-	85.49	85.49
Trade Payables	-	-	138.17	138.17
Lease Liabilities	-	-	48.31	48.31
Other Financial Liabilities				
Employee Benefits Payable	-	-	7.34	7.34
Other Payables	-	-	17.09	17.09
Total	-	-	296.40	296.40
At March 31, 2022				
Financial assets				
Other Bank Balances	-	-	-	-
Trade Receivables	-	-	0.69	0.69
Other Financial Assets				
Security Deposit	-	-	-	-
Others	-	-	9.21	9.21
Total	-	-	9.90	9.90
Financial Liabilities				
Borrowings	-	-	531.28	531.28
Trade Payables	-	-	130.13	130.13
Lease Liabilities	-	-	-	-
Other Financial Liabilities				
Employee Benefits Payable	-	-	1.53	1.53
Other Payables	-	-	20.30	20.30
Total	-	-	683.24	683.24

Level 1- Quoted Prices unadjusted in active markets for identical assets or liabilities

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

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

39. Financial Risk Management

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans given,

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(From **21/09/2022 to 01/11/2022**)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited")(From **22/09/2021 to 20/09/2022**)
(Formerly known as "Resonant Consulting Pvt. Ltd.")(Till **21/09/2021**)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

investments, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's financial risk activities are governed by appropriate policies and procedures and financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's policy is to minimise interest rate cash flow risk exposures on long-term financing. At the balance sheet date, the Company is exposed to changes in market interest rates through bank borrowings at variable interest rates.

Interest Rate Sensitivity Analysis:

The sensitivity analyses below have been determined based on the exposure to interest rates for nonderivative instruments at the reporting date. For floating rate borrowings, the analysis is prepared assuming the amount of liability outstanding at the reporting date was outstanding for the whole year. The impact on the Company's profit if interest rates had been 50 basis points higher/lower and all other variables were held constant:

Particulars	As at March 31, 2023	As at March 31, 2022
Increase in borrowing rates by 50 basis points		
Impact on profits – Increase/(decrease)	(0.55)	-
Impact on equity (net of tax) – Increase/(decrease)	(0.41)	-
Decrease in borrowing rates by 50 basis points		
Impact on profits – Increase/(decrease)	0.55	-
Impact on equity (net of tax) – Increase/(decrease)	0.41	-

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates.

The Company has no outstanding exposure as at reporting period.

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)

(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (From 21/09/2022 to 01/11/2022)

(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (From 22/09/2021 to 20/09/2022)

(Formerly known as "Resonant Consulting Pvt. Ltd.") (Till 21/09/2021)



(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institution and other financial instruments.

Trade receivables

Customer credit risk is managed by the Company subject to the established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on an individual basis for major clients. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets. The Company does not hold collateral as security.

Liquidity risk

The table below summarizes the maturity profile of the Company's financial and other current liabilities based on contractual undiscounted payments:

Particulars	On Demand	Within 1 year	1-5 years	Total
As at March 31, 2023				
Lease Liability	-	11.56	36.75	48.31
Borrowings	75.00	3.14	7.35	85.49
Trade and Other Payables	138.17	-	-	138.17
Other Financial Liabilities	24.43	-	-	24.43
Other Current Liabilities	10.08	-	-	10.08
Total	247.68	14.7	44.10	306.48
As at March 31, 2022				
Borrowings	531.28	-	-	531.28
Trade and Other Payables	130.13	-	-	130.13
Other Financial Liabilities	21.83	-	-	21.83
Other Current Liabilities	5.04	-	-	5.04
Total	688.28	-	-	688.28

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
 (Formerly known as "PNGS Gargi Fashion Jewellery Private Limited") (from 21/09/2022 to 01/11/2022)
 (Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited") (from 22/09/2021 to 20/09/2022)
 (Formerly known as "Resonant Consulting Pvt. Ltd.") (till 21/09/2021)
 CIN:U36100PN2009PLC133691
 S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India
 Website: www.gargibypng.com ; Email: investor@gargibypng.com
 Notes forming part of Financials Statement for year ended March 31, 2023
 (All amounts are in Rupees lakhs, unless otherwise stated)

40 Trade Receivables ageing schedule for the year ended March 31, 2023

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables — considered good	2.52	0.19	0.05	-	-	2.76
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables — considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables — credit impaired	-	-	-	-	-	-

Trade Receivables ageing schedule for the year ended March 31, 2022

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	
(i) Undisputed Trade Receivables — considered good	0.69	-	-	-	-	0.69
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables — credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables — considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables — which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables — credit impaired	-	-	-	-	-	-

41 Trade Payables ageing schedule for the year ended March 31, 2023

Particulars	Outstanding for following periods from due date of payment			Total
	Less than 1 Year	1-2 Years	2-3 Years	
(i) MSME	78.26	-	-	78.26
(ii) Others	59.81	0.09	-	59.90
(iii) Disputed dues - MSME	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-

Trade Payables ageing schedule for the year ended March 31, 2022

Particulars	Outstanding for following periods from due date of payment			Total
	Less than 1 Year	1-2 Years	2-3 Years	
(i) MSME	94.90	-	-	94.90
(ii) Others	34.68	0.06	0.49	35.23
(iii) Disputed dues - MSME	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(from 21/09/2022 to 01/11/2022)
(Formerly known as "P.N.Gadgil & Sons Gargi Costume Jewellery Private Limited")(from 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.")(till 21/09/2021)
CIN:U36100PN2009PLC133691
S. No. 37/1 & 37/2, Near Lokmat New Paper, Wadgaon, Khurd, Pune MH 411041 India
Website: www.gargibypng.com ; Email: investor@gargibypng.com
Notes forming part of Financials Statement for year ended March 31, 2023
(All amounts are in Rupees lakhs, unless otherwise stated)

42 Ratios

Ratio	Numerator	Denominator	For the year ended March 31, 2023	For the year ended March 31, 2022	% Variance	Reason for Variance
(a) Current Ratio	Current Assets	Current Liabilities	7.37	1.12	558.21%	Primarily increased due to investment in Fixed Deposits and increase of inventory in hand
(b) Debt-Equity Ratio	Total Debt	Shareholder's Funds	0.04	4.74	-99.12%	Decreased primarily due to issue of share capital via right issue and public issue.
(c) Debt Service Coverage Ratio	Net Profit after Tax+Non Operating expenses like Depreciation, amortization+ Interest	Interest +lease payments +Installments	20.55	77.99	-73.65%	Decreased primarily due to issue of share capital via right issue and public issue
(d) Return on Equity Ratio	Net Profit after Tax	Average Shareholder's Funds	43.22%	194.58%	-77.79%	Decreased primarily due to increase in shareholders fund
(e) Inventory turnover ratio	Cost of Goods Sold	Average Inventory	1.87	1.01	85.24%	Increased primarily due to increase in Sales turnover
(f) Trade Receivables turnover ratio	Revenue from Operations	Average Accounts Receivable	1662.86	923.69	80.02%	Increased primarily due to major sales are effected on cash basis.
(g) Trade Payables turnover ratio	Purchases	Average Accounts Payable	14.74	15.70	-6.12%	-
(h) Net capital turnover ratio	Turnover (Revenue from Operations)	Working Capital	1.46	7.00	-79.18%	Decreased primarily due to increase in inventory & trade receivables and reduction of current liabilities.
(i) Net profit ratio	Net Profit after Tax	Revenue from Operations	16%	18.61%	-12.12%	-
(j) Return on Capital employed	Earning Before Interest and Taxes	Capital Employed (Tangible Net Worth + Total Debt + Deferred Tax Liability)	30%	23.69%	27.58%	Increased due to higher operating profit
(k) Return on investment	Income generated from invested funds	Average invested funds in treasury investments	NA	NA	NA	NA

Note 1 : In the calculation of debt service ratio installments of unsecured loan are not considered as loan is repayable on demand

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(From **21/09/2022 to 01/11/2022**)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited")(From **22/09/2021 to 20/09/2022**)
(Formerly known as "Resonant Consulting Pvt. Ltd.")(Till **21/09/2021**)



(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

43. Capital Management

For the purpose of the Company’s capital management, capital includes issued equity share capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company’s capital management is to ensure that it maintains a strong credit rating in order to support its business activities and maximize brand value.

The Company manages its capital and makes adjustments to it in light of the changes in economic and market conditions.

Particulars	As at March 31, 2023	As at March 31, 2022
Share Capital	962.80	1.00
Other Equity	1,095.49	110.98
Total Equity (B)	2,058.29	111.98

44. The Company has amounts due to suppliers under The Micro, Small and Medium Enterprises Development Act, 2006, [MSMED Act] as at March 31, 2023. The disclosure pursuant to the said Act is as under:

Particulars	As at March 31, 2023	As at March 31, 2022
Dues remaining unpaid to any supplier		
Principal –	78.26	94.90
Interest on the above -	-	-
Amount of interest paid in terms of section 16 of the MSMED Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-	-
Amount of interest accrued and remaining unpaid	-	-

PNGS Gargi Fashion Jewellery Limited (w.e.f. 02.11.2022)
(Formerly known as "PNGS Gargi Fashion Jewellery Private Limited")(From  **by P. N. Gadgil & Sons**
21/09/2022 to 01/11/2022)
(Formerly known as "P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited")(From 22/09/2021 to 20/09/2022)
(Formerly known as "Resonant Consulting Pvt. Ltd.")(Till 21/09/2021)

(All amounts are in Rupees lakhs, unless otherwise stated)

Notes to Financial Statements

Amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act, 2006	-	-
---	---	---

As per our report of even date,

For Khandelwal Jain and Associates

Chartered Accountants

Firm Registration No: 139253W

For and on behalf of the Board of Directors of PNGS Gargi Fashion Jewellery Ltd

(w.e.f. 02.11.2022)

CIN: U36100PN2009PLC133691

R. G. Nahar
Partner

Govind Gadgil
Director

Amit Modak
Director

Vishwas Honrao
Chief Financial Officer

Bhargavi Kulkarni
Company Secretary
Membership No. :A63292
Place: Pune

Membership No. 031177
UDIN: 23031177BGRKFV9707
Date: 10/05/2023
Place: Pune

DIN: 00616617
Place: Pune

DIN: 00396631
Place: Pune

Place: Pune

Date:10/05/2023

Date: 10/05/2023

Date: 10/05/2023

Date: 10/05/2023

Gargi
by P. N. Gadgil & Sons



CIN: - U36100PN2009PLC133691

Gargi

गार्गी

925 Sterling Silver & Premium Fashion Jewellery

Gargi x
by P. N. Gadgil & Sons

From the Promoters of

**P. N. GADGIL
& SONS**
1832

P. N. GADGIL & SONS LTD.



F C ROAD

Gargi

925 Sterling Silver & Premium Fashion Jewellery

गार्गी

CIN - U36100PN2009PLC133691

Gargi x

From the Promoters of
P. N. GADGIL & SONS

RASHEE RETAIL

Shop



VASHI



AUNDH

SATARA ROAD



SINHGAD ROAD

JALGAON



Our Presence

Aundh

020-25881555 / 56

Bhosari

020-27110291 / 92

Kothrud

020-25422202 / 4

Chinchwad

020-27353444 / 6

Satara Road

020-29704400

Sinhagad Road

020-24612151

Amravati

0721-2568050 / 51

Badalapur

8956861234

Beed

02442-220789 / 221789

Dhule

02562-229121 / 22

Dombivli

0251-2440031 / 51 / 61

Jalgaon

0257-2214543 / 44

Kalaburagi

08472-231808 / 232808

Mumbai

022-24385090 / 91

Nashik

0253-2571001

Nashik Road

0253-2454500 / 2454400

Narayangaon

02132-245001

Nandurbar

02564-222289

Osmanabad

02472-226651 / 52

Pandharpur

02186-223383

Parbhani

02452-225508 / 10

Phaltan

02166 - 225205

Sangamner

02425-224914 / 15

Satara

02162-231022 / 23

Shirdi

02423 - 255031

Shirur

02138-223303

Solapur

0217-2317733 / 2319933

Vadodara

0265-2340888

Wardha

07152-231244 / 231644

Zapurza

+91-9850991008

F C Road | Malad | Thane | Vashi

Gargi

by P. N. Gadgil & Sons

PNGS GARGI FASHION JEWELLERY LIMITED

CIN: - U36100PN2009PLC133691

(Formerly known as PNGS Gargi Fashion Jewellery Private Limited (from 21/09/2022 to 01/11/2022),
P. N. Gadgil & Sons Gargi Costume Jewellery Private Limited (from 22/09/2021 to 20/09/2022) &
Resonant Consulting Private Limited (till 21/09/2021))

Registered Office : S. No. 37/1 & 37/2, Near Lokmat News Paper, Wadgaon Khurd, Pune 411041

www.gargibypng.com www.gargi.shop Email-Id: info@gargibypng.com India +91 020 29911980 / 81 / 82 Fax 020 29911982

From the Promoters of

**P. N. GADGIL
& SONS**

1832

Gold | Silver | Diamonds