

MEHTA HOUSING FINANCE LIMITED

Regd. Off: Plot No. 1A, Revenue Survey No 203, Savarkundla Road, Taveda,
MahuvaBhavnagar, Gujarat - 364290

CIN: L15100GJ1993PLCo20699

M: 98989 08652

Email: mehtahousingfinanceltd@gmail.com

Website: www.mehtahousing.com

June 5, 2024

To,
General Manager,
The Department of Corporate Services - CRD,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Dear Sir/Madam,

Scrip Code: 511740

Sub: Submission of Annual Report under Regulation 34 (1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the Annual Report for the Financial Year 2023-24.

The Annual Report has been sent through electronic mode to all those members whose e-mail ids have been registered with the Company/ Depository Participant/ Registrar and Transfer Agent and the same is also being made available on the website of the Company, at: www.mehtahousing.com.

Request you to kindly take the same on record.

Thanking you.

Your faithfully

For Mehta Housing Finance Limited

Khyati Gandhi

Company Secretary & Compliance officer

Membership No: A62422

Encl: a/a



Annual-Report 2023-24

Mehta Housing Finance Limited

Contents

Sr. No.	Particulars	Pg. No.
1	Company Information	2
2	Notice of 30 th Annual General Meeting	3
3	Director's Report	25
4	Standalone Financials: - Independent Auditor's Report - Financial Statements	48
5	Consolidated Financials: - Independent Auditor's Report - Financial Statements	79
6	Proxy Form	108
7	Attendance Slip	110
8	Route Map	111

1. Company Information

MEHTA HOUSING FINANCE LIMITED	
CIN	L15100GJ1993PLC020699
Registered Office Address:	Plot No 1A Revenue Survey No 203, Savarkundla Road, Taveda, Mahuva, Bhavnagar, Gujarat – 364290.
Website & Email ID:	Email: mehtahousingfinanceltd@gmail.com Website: www.mehtahousing.com
Board of Directors and Key Managerial Personnel	<u>Managing Director and Chairman:</u> Mr. Vishal Ruparel <u>Non-Executive Independent Directors:</u> Mr. Anand Thakkar Mr. Anand Ruparel Mr. Sanjay Shah Mrs. Jinal Shah <u>Non-Executive-Non-Independent Directors:</u> Mrs. Trupti Ruparel Mr. Pankaj Ruparel Mr. Shyam Ruparel <u>Key Managerial Personnel:</u> Mr. Ramjibhai Kanjariya– Chief Financial Officer Ms. Kinjal Kothari- Company Secretary and Compliance Officer (upto October 15, 2023) Ms. Khyati Gandhi– Company Secretary (w.e.f. November 11,2023) and Compliance Officer (w.e.f. October 16, 2023)
Statutory Auditor	M/s Gaudani Associates (upto August 14,2023) M/s. VCA & Associates, Chartered Accountants(w.e.f. August 14,2023)
Secretarial Auditor	M/s. Pinky Shethia and Associates, Practicing Company Secretary
Internal Auditor	M/s. Dhankot & Co., Chartered Accountants
Registrar & Share Transfer Agent	M/s. Purva Sharegistry (India) Private Limited 9 Shiv Shakti Industrial Estate, J.B. Boricha Marg, Lower Parel (East), Mumbai – 400 011.

2.NOTICE OF 30th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 30th Annual General Meeting of the Members of Mehta Housing Finance Limited ('the Company' or 'MHFL') (CIN: L15100GJ1993PLC020699) will be held on Saturday, June 29, 2024, at 12:00 noon at 1st floor, Industrial Plot No. 43, Station Road, Mahuva, Gujarat - 364290, to transact the following businesses: -

ORDINARY BUSINESSES: -

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024, and the Reports of the Board of Directors and Auditors thereon.
2. To appoint Mr. Shyam Ruparel (DIN: 01558313) as a Director, who retires by rotation and being eligible, offers himself for re-appointment and in this regard, if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Shyam Ruparel (DIN: 01558313), who retires by rotation, be and is hereby re-appointed as a Director, liable to retire by rotation."

SPECIAL BUSINESSES: -

3. To consider and approve reappointment of Mr. Vishal Ruparel (DIN:00077767) as the Managing Director and designate him as Chaiman of the Company and in this regard, if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 & 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof for the time being in force), Regulation 17 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations') (as amended from time to time), relevant provisions of Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and Board of Directors, consent of the members be and is hereby accorded to re-appoint Mr. Vishal Ruparel (DIN: 00077767), as the Managing Director of the Company for a term of three years from April 1, 2024 to March 31, 2027, not liable to retire by rotation, on the terms and conditions including remuneration as set out in the explanatory statement;

RESOLVED FURTHER THAT the scope and quantum of the remuneration, may be enhanced, enlarged or varied by the Board of Directors, in the light of and in conformity with the relevant provisions of the Companies Act, 2013 and SEBI LODR Regulations and the Rules & Regulations made there under and/or such guidelines as may be announced by the statutory authorities from time to time;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to alter and vary the terms and conditions of the said re-appointment from time to time within the scope of Section 197 read with the Schedule V of the Companies Act, 2013, SEBI LODR Regulations or any amendments thereto or any re-enactment thereof;

RESOLVED FURTHER THAT Mr. Vishal Ruparel, be and is hereby designated as the Chairman of the Company;

RESOLVED FURTHER THAT Ms. Khyati Gandhi, Company Secretary and Compliance officer of the Company, be and is hereby authorised to send the necessary intimation to BSE Limited and SEBI and to do all such acts, deeds and things as may be necessary to give effect to this resolution;

4. To consider and approve Related Party Transaction with Ruparel Foods Private Limited, Related Party, and in this regard, if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

RESOLVED THAT pursuant to the proviso to Section 188(1) of the Companies Act, 2013 and Regulation 23 and the other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the members of the Company be and are hereby accorded for sale, purchase or supply of any goods or materials relating to the business of the Company to/from Ruparel Foods Private Limited, related party, for an aggregate value not exceeding Rs.100 crore upto September 30, 2025 on the terms and conditions to be mutually agreed between the parties;

RESOLVED FURTHER THAT the Board of Directors of the Company and/ or persons authorized by the Board from time to time, be and are hereby empowered and authorised to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution."

5. To consider and approve Related Party Transaction with SAMT Foods Private Limited (Formerly Ruparel Food Specialties Private Limited), Related Party, and in this regard, if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

RESOLVED THAT pursuant to the proviso to Section 188(1) of the Companies Act, 2013 and Regulation 23 and the other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the members of the Company be and are hereby accorded for sale, purchase or supply of any goods or materials relating to the business of the Company to/from SAMT Foods Private Limited (Formerly Ruparel Food Specialties Private Limited), related party, for an aggregate value not exceeding Rs.100 crore upto September 30, 2025 on the terms and conditions to be mutually agreed between the parties;

RESOLVED FURTHER THAT the Board of Directors of the Company and/ or persons authorized by the Board from time to time, be and are hereby empowered and authorised to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to

settle all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

**By Order of the Board of Directors
For Mehta Housing Finance Limited**

**Khyati Gandhi
Company Secretary and Compliance Officer
Membership No.: A62422**

Date: May 24, 2024

Registered Office:

Plot No 1A Revenue Survey No 203, Savarkundla Road, Taveda, Mahuva Bhavnagar 364290.

Email: mehtahousingfinanceltd@gmail.com

Website: www.mehtahousing.com

CIN: L15100GJ1993PLC020699

NOTES:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 setting out material facts concerning the business under Item Nos. 3 to 5 of the Notice, is annexed hereto. The relevant details, pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting ("AGM") are also annexed.
2. MEMBERS ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 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 Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company may appoint a single person as proxy and such person shall not act as a proxy for any other member.

3. An instrument appointing proxy is valid only if it is properly stamped as per the applicable law. Blank or incomplete, unstamped or inadequately stamped, undated proxies or proxies upon which the stamps have not been cancelled will be considered as invalid. If the Company receives multiple proxies for the same holdings of a Member, the proxy which is dated last will be considered as valid. If such multiple proxies are not dated or they bear the same date without specific mention of time, all such multiple proxies shall be treated as invalid.
4. The proxy – holder shall prove his identity at the time of attending the Meeting.
5. A proxy shall not have a right to speak at the meeting and shall not be entitled to vote except on a poll.
6. Corporate members intending to send their authorised representative to attend the Meeting are requested to ensure that the authorised representative carries a certified copy of the Board resolution, Power of Attorney or such other valid authorisations, authorising them to attend and vote on their behalf at the Meeting.
7. For the convenience of the Members and for proper conduct of the Meeting, entry to the place of the Meeting will be regulated by the Attendance Slip, annexed to the Proxy Form. Members/ Proxies are requested to bring the Attendance Slip duly filled in and to affix their signature at the place provided on the Attendance Slip and hand it over at the counters at the venue.

8. In case of joint holders attending the Annual General Meeting (AGM), only such joint holder who is higher in the order of names as per the Register of Members of the Company will be entitled to vote.
9. Members desirous of getting any information on the Annual Accounts, at the Annual General Meeting, are requested to write to the Company at least 10 days in advance, so as to enable the Company to keep the information ready.
10. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of advance notice in writing is given to the Company.
11. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
12. The Register of Members and Share Transfer Books will remain closed from Saturday, June 22, 2024, to Saturday, June 29, 2024 (both days inclusive) for the purpose of AGM.
13. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company/ Registrar and Share Transfer Agent of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their Demat account(s) dormant for long. Periodic statements of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

Members whose shareholding is in the electronic mode are requested to direct change of correspondence address, e-mail id and updates of savings bank account details to their respective Depository Participant(s).

14. Members are requested to address all correspondence to the Registrar and Share Transfer Agent (RTA), M/s. Purva Sharegistry (India) Pvt. Ltd, Unit no. 9, Shiv Shakti Industrial Estate. J.R. Boricha marg, Opp. Kasturba Hospital Lane, Lower Parel (East), Mumbai 400-011.
Contact No. (022) 23016761/8261
E-mail ID: support@purvashare.com
15. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Registrars and Share Transfer Agent.
16. As per regulation 40 of SEBI Listing Regulations as amended, the securities of the company can be transferred only in dematerialized form with effect from April 01, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks

associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Members can contact the Company or Company's Registrars and Transfer Agent.

17. Further, Members may please also note that SEBI vide its Circular No. SEBI/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the Listed Companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to contact Company or Company's Registrars and Transfer Agent for the same.
18. SEBI vide its circulars has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to which, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>).
19. Members holding shares in physical form and desirous of making a nomination or cancellation/ variation in nomination already made in respect of their shareholding in the Company, as permitted under Section 72 of the Act, are requested to submit to the RTA of the Company the prescribed Form SH.13 for nomination and Form SH.14 for cancellation/ variation, as the case may be. Members holding shares in demat mode may contact their respective Depository Participant for availing this facility.
20. Members having multiple folios are requested to consolidate their folios into single folio and for this purpose send request along with the original certificates to the RTA specifying the folio number under which they desire to hold the shares.
21. Copies of the Annual Report 2023-24, the Notice of the 30th AGM and instructions for e-voting, along with the Attendance Slip and proxy form, are being sent by electronic mode to members whose email addresses are registered with the Company/depository participant(s)., In view of owing to the difficulties involved in dispatching of physical copies of Annual Report, the Ministry of Corporate Affairs ("MCA") has vide its circular no. 20/2020 dated May 5, 2020, circular no. 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 along with the SEBI vide its circular SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and subsequent circulars issued in this regard, the latest being SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 have relaxed the requirement of sending hardcopy of Annual Report and directed the Companies to send the Annual Report by e-mail to all the Members of the Company .
22. Members may also note that the Notice of the 30th AGM, Attendance Slip, Proxy Form, Route Map, Ballot paper and the Annual Report, 2023-24 will be available on the Company's website www.mehtahousing.com. The physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours on working days up to the date of the AGM. Members who require communication in physical form in addition to e-

communication, or have any other queries, may write to us at: mehtahousingfinanceltd@gmail.com.

23. To support the 'Green Initiative' Members who have not registered their email addresses are requested to register the same with the Company's RTA / their Depository Participants, in respect of shares held in physical/electronic mode, respectively.
24. The Company has availed services of National Securities Depository Participant (NSDL).
25. The remote e-voting period commences from **Tuesday, June 25, 2024, at 9.00 a.m.** and ends on **Friday, June 28, 2024, at 5.00 p.m.** During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form as on **Saturday, June 22, 2024 (cut-off date)** may cast their vote electronically.

The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change/modify it subsequently or cast the vote again.

26. The voting rights of shareholders shall be in proportion to the share in the paid-up equity share capital of the Company as on **Saturday, June 22, 2024 (cut-off date)**, the cut-off date.
27. The Company has appointed Mrs. Pinky Shethia Chheda, proprietor of M/s. Pinky Shethia and Associates, Practicing Company Secretary as a scrutinizer for conducting the remote e-voting and polling process at the Annual General Meeting in a fair and transparent manner.
28. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast (votes cast during the AGM and votes cast through remote e-voting) in the presence of at least two (2) witnesses, not in the employment of the Company and will submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.
29. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.mehtahousing.com and on the website of NSDL <https://www.evoting.nsdl.com> immediately. The Company shall simultaneously forward the results BSE Limited, where the shares of the Company are listed.
30. In the event of a poll at the meeting, please note that the members who have exercised their right to vote by electronic means shall not be eligible to vote by way of poll at the meeting. The poll process shall be conducted and scrutinized, and report thereon will be prepared in accordance with section 109 of the Companies Act, 2013 read with the relevant Rules.
31. Subject to the receipt of sufficient votes, the resolution shall be deemed to be passed at the 30th Annual General Meeting of the Company scheduled to be held on Saturday, June 29, 2024.

32. Additional information pursuant to Regulation 36 of the SEBI Listing Regulations and Secretarial Standard- 2 issued by Institute of Company Secretaries of India (ICSI) in respect of the Directors seeking appointment /re-appointment at the AGM are furnished below. The Directors have furnished the requisite consents / declarations for their appointment/re-appointment.

I) Mr. Shyam Ruparel

Name & Designation	Mr. Shyam Ruparel, Non- Executive Director		
Director Identification Number (DIN)	01558313		
Date of Birth / Age	June 7, 1986 / 38		
Qualifications	B.C.A (1 st year)		
Expertise in specific functional area	Mr. Shyam Ruparel is having over 15 years of varied expertise in the field of technical matters arising in the field of manufacturing of nets, plastics and Food industry.		
Director of the Company since	August 13, 2022		
Terms and conditions of re-appointment along with details of remuneration sought to be paid.	Mr. Shyam Ruparel being appointed as Non- Executive Director liable to retire by rotation in terms of Section 152 of the Companies Act, 2013. Details of Remuneration sought to be paid – NIL		
Remuneration last drawn by such person, if applicable	Not Applicable		
Number of Shares held in the Company as on March 31, 2024	5,59,200 (18.14%)		
Number of Meetings of the Board attended during the year	Four (4)		
Disclosure of relationships between directors inter-se	Sr. No.	Name & Designation of Director	Relationship
	1.	Mr. Pankaj Ruparel – Non-Executive Director	Father
	2.	Mr. Vishal Ruparel, Chairman & Managing Director	Brother
	3.	Mrs. Trupti Vishal Ruparel, Non-Executive Director	Brother's wife

Directorships/Committee Membership of Mr. Shyam Ruparel in other companies:

Name of the Company (Directorship)	Committee Chairmanship/ Membership
SAMT Foods Private Limited (FKA Ruparel Food Specialties Private Limited)	-
Ruparel Foods Private Limited	-
Ruparel Plastics Private Limited	-
Mehta Housing Finance Limited	Stakeholders Relationship Committee - Member

II) Mr. Vishal Ruparel

Name & Designation	Mr. Vishal Ruparel, Managing Director & Chairman		
Director Identification Number (DIN)	00077767		
Date of Birth / Age	October 18, 1982 /41		
Qualifications	Bachelors of Business Administration		
Expertise in specific functional area	Mr. Vishal Ruparel is having approximately over 17 years of varied experience and expertise in the field of Finance, Management, Purchase and Sales in the Food industry along with strategic investment experience.		
Director of the Company since	April 1, 2021		
Number of Shares held in the Company as on March 31, 2024	5,59,200 (18.14%)		
Number of Meetings of the Board attended during the year	Five (5)		
Terms and conditions of re-appointment along with details of remuneration sought to be paid	As stated in the explanatory statement below.		
Remuneration last drawn by such person, if applicable	NIL		
Disclosure of relationships between directors inter-se	Sr. No.	Name & Designation of Director	Relationship
	1.	Mr. Pankaj Ruparel – Non-Executive Director	Father
	2.	Mr. Shyam Ruparel, – Non-Executive Director	Brother
	3.	Mrs. Trupti Vishal Ruparel, Non- Executive Director	Spouse

Directorships/Committee Membership of Mr. Vishal Ruparel in other companies:

Name of the Company (Directorship)	Committee Chairmanship/ Membership
SAMT Foods Private Limited (FKA Ruparel Food Specialties Private Limited)	-
Ruparel Foods Private Limited	-
Ruparel Plastics Private Limited	-
Mehta Housing Finance Limited	-
Wigetron Technologies Private Limited	-

33. The route map showing directions to reach the venue of the 30th AGM is annexed.
34. In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015, Regulation 44 of the SEBI Listing Regulations and Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the company is providing to its members the facility to cast their vote electronically from a place other than venue of the AGM ("remote e-voting") as an alternate to all the members of the company to enable them to cast their votes electronically instead of voting at the AGM, through e-voting services provided by NSDL. Shareholders who have already voted prior to the date of AGM would not be entitled to vote at the meeting venue.

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

The remote e-voting period begins on Tuesday, June 25, 2024, at 9.00 a.m. and ends on Friday, June 28, 2024, at 5.00 p.m. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Saturday, June 22, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Saturday, June 22, 2024.

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

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

Step 1: Access to NSDL e-Voting system

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

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

advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>

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

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

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

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

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

How to Log-in to NSDL e-Voting website?

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

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****

c) For Members holding shares in Physical Form.

EVEN Number followed by Folio Number registered with the company

For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on "[Forgot User Details/Password?](#)"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

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

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to mehtahousingfinanceltd@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to mehtahousingfinanceltd@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step**

1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**By Order of the Board of Directors
For Mehta Housing Finance Limited**

**Khyati Gandhi
Company Secretary and Compliance Officer
Membership No.: A62422**

Date: May 24, 2024

Registered Office:

Plot No 1A Revenue Survey No 203, Savarkundla Road, Taveda, Mahuva Bhavnagar 364290.

Email: mehtahousingfinanceltd@gmail.com

Website: www.mehtahousing.com

CIN: L15100GJ1993PLC020699

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

As required under Section 102 of the Companies Act, 2013 the following explanatory statement sets out the material facts relating to business mentioned in Item Nos. 3 to 5 of the accompanying Notice:

ITEM NO. 3

Mr. Vishal Ruparel was appointed as Managing Director effective from April 1, 2021 by the members of the Company for a term of 3 year till March 31, 2024, on the recommendation of the Board of Directors and Nomination and Remuneration Committee.

Mr. Vishal Ruparel possesses appropriate skills, experience and knowledge. Keeping in view his vast expertise and knowledge, it will be in the interest of the Company that Mr. Vishal Ruparel be re-appointed as Managing Director and Chairman of the Company on the following terms and conditions:

1. Salary including Perquisites and allowance of upto Rs. 84,00,000 p.a.
2. Perquisites and Allowances:
 - a) Furnished Residential accommodation or housing allowances, expenses of furnishing Gas, Electricity, water, Helper, Gardener, and other utilities shall be borne by the Company.
 - b) Medical expense and Reimbursement of actual expense of self and family and allowance will be paid as decided by board of directors from time to time.
 - c) Leave travel concession/allowance for self and family.
 - d) Fees of clubs subject to maximum 2 clubs, which will include admission and life membership fees.
 - e) Personal accident insurance as per the rules of company.
 - f) A car with driver for official purpose.
 - g) Telephone and Fax facilities at residence.
 - h) Children Allowance, Hostel Allowance, Transport Allowances as per Company's rules.
 - i) Any other expense incurred for the purpose of conducting the business of the Company.
3. Other benefits:
 - a) The company's contribution to provident fund, Pension Funds, superannuation or annuity fund, Commutation of Pension.
 - b) Gratuity and Death cum Retirement Gratuity payable shall be as per the rules of the company.
 - c) Retrenchment Compensation or compensation on Voluntary Retirement or Golden Hand Shake.
 - d) Life Insurance Policy.
 - e) Leave encashment as per the rules of the company.
 - f) Use of company's car and telephone at resident for official purpose as per the likes company.

Tenure:

Mr. Vishal Ruparel shall be re-appointed as the Managing Director of the Company for a term of 3 (Three) years effective from April 01, 2024 to March 31, 2027.

Other terms:

Such other terms and conditions as may be decided by the Board from time to time

Mr. Vishal Ruparel is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. Brief profile of Mr. Vishal Ruparel is mentioned in the notes to the Notice, pursuant to the provisions of (i) the SEBI Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

STATEMENT OF INFORMATION FOR THE MEMBERS PURSUANT TO SECTION II OF PART II OF SCHEDULE V TO THE COMPANIES ACT, 2013.

I. General Information:

Nature of industry

The principal business of the Company to undertake production and trading activities in the food industry.

Date or expected date of commencement of commercial production

Tentatively in the FY 2024-25.

In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus

Not Applicable

Financial performance based on given indicators

Financial Results: Amount in lacs (₹)Particular	Standalone		Consolidated	
	2023-24	2022-23	2023-24	2022-23
Total Revenue	0	0	0	0
Total Expenses	20.30	19.43	20.30	19.43
Profit/(Loss) before tax	(20.30)	(19.43)	(20.30)	(19.43)
Tax Expenses	(20.30)	(19.43)	(20.30)	(19.43)
Net Profit/(Loss) after Tax	(20.30)	(19.43)	(20.30)	(19.43)

Foreign investments or collaborations, if any.

Not Applicable

II. Information about the appointees:

Background details:

Mr. Vishal Ruparel, aged 41 years is qualified BBA (Bachelors of Business Administration) with approximately over 17 years of varied experience. He looks after day-to-day affairs of the company including finance, purchase and sales. He has vast experience in the field of Food manufacturing and has great expertise in investment strategy.

Past remuneration:

The remuneration paid to for the financial years 2023-24 and 2022-23 are as follows:

Sr. No.	Particulars	2023-24	2022-23
1	Mr. Vishal Ruparel	NIL	NIL

Recognition or awards:

Mr. Vishal Ruparel has ensured award for 'Highest Exports of Peanut Butter from India given by IOPEPC (Indian Oilseeds Produce Export Promotion Council) under Ministry of Commerce Govt. of India' in Ruparel Foods Private Limited from the year 2011.

Job profile and his suitability:

Mr. Vishal Ruparel shall, subject to the directions, supervision and control of the Board of Directors of the Company, shall manage and conducts the business and affairs of your Company.

Further, qualifications, experience and expertise as mentioned herein before, justifies his reappointment in the best interest of the Company.

Remuneration proposed:

1. Salary including Perquisites and allowance of upto Rs. 84,00,000 p.a.
2. Perquisites and Allowances:
 - j) Furnished Residential accommodation or housing allowances, expenses of furnishing Gas, Electricity, water, Helper, Gardener, and other utilities shall be borne by the Company.
 - k) Medical expense and Reimbursement of actual expense of self and family and allowance will be paid as decided by board of directors from time to time.
 - l) Leave travel concession/allowance for self and family.
 - m) Fees of clubs subject to maximum 2 clubs, which will include admission and life membership fees.
 - n) Personal accident insurance as per the rules of company.
 - o) A car with driver for official purpose.
 - p) Telephone and Fax facilities at residence.
 - q) Children Allowance, Hostel Allowance, Transport Allowances as per Company's rules.
 - r) Any other expense incurred for the purpose of conducting the business of the Company.
3. Other benefits:
 - g) The company's contribution to provident fund, Pension Funds, superannuation or annuity fund, Commutation of Pension.
 - h) Gratuity and Death cum Retirement Gratuity payable shall be as per the rules of the company.
 - i) Retrenchment Compensation or compensation on Voluntary Retirement or Golden Hand Shake.
 - j) Life Insurance Policy.
 - k) Leave encashment as per the rules of the company.

- l) Use of company's car and telephone at resident for official purpose as per the likes company.

Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)

From the date of his appointment, Mr. Vishal Ruparel have not drawn any remuneration from the Company as it is yet to commence full-fledged operations and he has further conveyed that he will continue to not drawing the remuneration till it becomes properly operative.

Accordingly, in order to justify his hard-work and dedication, the remuneration proposed is commensurate with the profile of his position, experience and expertise and is as per the industry standards for such post.

Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other Director, if any.

Mr. Vishal Ruparel does not have any pecuniary relationship with the Company or any managerial personnel or other Director except his immediate relatives i.e. Mr. Pankaj Ruparel, Mr. Shyam Ruparel and Mrs. Trupti Ruparel (Non-Executive Directors) along with the shares held by him in the Company as on date.

Other information:

Reasons of loss or inadequate profits

As stated above, the Company is yet to commence full-fledged operations and exploring opportunities, the Company has no revenues till March 31, 2024 and the loss in the books was on account of majorly purchase of stock, professional fees of auditors, listing fees paid to stock exchange and employee's salaries.

Steps taken or proposed to be taken for improvement

The Company is evaluating the possibilities of restructuring the business and corporate structure involving the Company with the Companies operating in the similar segment. This exercise is being contemplated in order to enable better management focus and control of the business, reduce the number of operating companies, achieve a reduction in overheads, administrative, and other expenditures which will enable the company to enlarge the area of food manufacturing and carry on its business economically and efficiently.

Expected increase in productivity and profits in measurable terms

It is expected that financial conditions of the Company will be improved in the coming years by adopting various innovative strategies as stated above.

Being related to Mr. Vishal Ruparel, Mr. Pankaj Ruparel, Mrs. Trupti Ruparel and Mr. Shyam Ruparel can be considered as interested in the above resolution.

Save and except above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice, except shares held by them in the Company, if any. This statement

may also be regarded as an appropriate disclosure under the SEBI Listing Regulations. The Board recommends the Special Resolution set out at Item No. 3 of the Notice for approval by the members.

ITEM NO. 4

In line with the main objects of the Company, the management proposes to undertake trading activities in the Company. As a part of the trading business, the Company will be required to enter into transactions with Ruparel Foods Private Limited, a related party, for sale, purchase or supply of goods or materials relating to the business of the Company. The proposed value of the transactions up to September 30, 2025 is estimated to be Rs. 100 Crore.

Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') provides that all Related Party Transactions shall require approval of the Audit Committee and all Material Related Party Transactions shall require approval of the shareholders through an Ordinary Resolution. A transaction with a related party is considered as material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company or exceeds rupees one thousand crore, whichever is lower.

The proposed related party transaction with Ruparel Foods Private Limited is likely to exceed ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company, thus the proposed resolution is placed before the shareholders' for approval.

It is pertinent to note that the Company is exempt from the provisions of the Corporate Governance as per Regulation 15 of Listing Regulations and hence it is not required to comply with the requirements of Regulation 23 of the Listing Regulations. However, the proposed transaction being a material Related Party Transaction, member's approval is sought as a good Corporate Governance Practice and above-mentioned resolution is voluntarily proposed for shareholders' approval.

Further, since all the transaction proposed to be entered with Ruparel Foods Private Limited are going to be at arm's length basis and in the ordinary course of business of the Company, the provisions of Section 188 of the Companies Act, 2013 ("the Act") are not applicable to the said Related Party Transaction.

Since, Mr. Pankaj Ruparel, Mr. Vishal Ruparel, Mr. Shyam Ruparel and Mrs. Trupti Ruparel are common directors and majority shareholders in both the companies, they may be considered as interested in the passing of the said Resolution. None of the other Directors, Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested financially or otherwise in the proposed Resolution.

The Board recommends the Ordinary Resolution as set out at Item No.4 for approval by the members.

ITEM NO. 5

In line with the main objects of the Company, the management proposes to undertake trading activities in the Company. As a part of the trading business, the Company will be required to enter into transactions with SAMT Foods Private Limited (Formerly Ruparel Food Specialties Private Limited), a related party, for sale, purchase or supply of goods or materials relating to the business of the Company. The proposed value of the transactions up to September 30, 2025 is estimated to be Rs. 100 Crore.

Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') provides that all Related Party Transactions shall require approval of the Audit Committee and all Material Related Party Transactions shall require approval of the shareholders through an Ordinary Resolution. A transaction with a related party is considered as material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds ten percent

of the annual consolidated turnover of the Company as per the last audited financial statements of the Company or exceeds rupees one thousand crore, whichever is lower.

The proposed related party transaction with SAMT Foods Private Limited (Formerly Ruparel Food Specialties Private Limited) is likely to exceed ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company, thus the proposed resolution is placed before the shareholders' for approval.

It is pertinent to note that the Company is exempt from the provisions of the Corporate Governance as per Regulation 15 of Listing Regulations and hence it is not required to comply with the requirements of Regulation 23 of the Listing Regulations. However, the proposed transaction being a material Related Party Transaction, member's approval is sought as a good Corporate Governance Practice and above-mentioned resolution is voluntarily proposed for shareholders' approval.

Further, since all the transaction proposed to be entered with Ruparel Food Specialties Private Limited are going to be at arm's length basis and in the ordinary course of business of the Company, the provisions of Section 188 of the Companies Act, 2013 ("the Act") are not applicable to the said Related Party Transaction.

Since, Mr. Pankaj Ruparel, Mr. Vishal Ruparel, Mr. Shyam Ruparel and Mrs. Trupti Ruparel are common directors and majority shareholders in both the companies, they may be considered as interested in the passing of the said Resolution. None of the other Directors, Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested financially or otherwise in the proposed Resolution.

The Board recommends the Ordinary Resolution as set out at Item No. 5 for approval by the members.

**By Order of the Board of Directors
For Mehta Housing Finance Limited**

**Khyati Gandhi
Company Secretary and Compliance Officer
Membership No.:A62422**

Date: May 24,2024

Registered Office:

Plot No 1A Revenue Survey No 203, Savarkundla Road, Taveda, Mahuva Bhavnagar 364290.

Email: mehtahousingfinanceltd@gmail.com

Website: www.mehtahousing.com

CIN: L15100GJ1993PLC020699

3.DIRECTOR'S REPORT

Dear Members,

The Board of Directors of the Company takes pleasure in presenting the 30th Directors Report on the business and operations of the **Mehta Housing Finance Limited ("the Company" or "MHFL")** together with the Audited Financial Statements for the year ended March 31, 2024.

STATE OF AFFAIRS:

During the year under review, the Company has initiated discussions with various vendors to commence its trading activities and has procured some sample products for distribution. The Company has also identified the reservation of vendors in extending trading activities in the current structure of the Company and thus, the management is discussing and exploring the usage of brand name 'Ruparel' which belongs to the Promoters so as to cater easily with the vendors and customers in Indian as well as foreign markets.

FINANCIAL RESULTS:

The Company's financial performance for the year ended March 31, 2024, is summarized below:

Particulars	Standalone (Amount in lacs (₹))		Consolidated (Amount in lacs (₹))	
	Financial Year ended March 31, 2024	Financial Year ended March 31, 2023	Financial Year ended March 31, 2024	Financial Year ended March 31, 2023
Revenue from operations	0.00	0.00	0.00	0.00
Other Income	0.00	0.00	0.00	0.00
Total Revenue	0.00	0.00	0.00	0.00
Total Expenses	20.30	19.43	20.30	19.43
Profit/ (Loss) before tax and Exceptional Items	(20.30)	(19.43)	(20.30)	(19.43)
Less: Provision for Tax	0.00	0.00	0.00	0.00
- Current Tax	0.00	0.00	0.00	0.00
- Deferred Tax	0.00	0.00	0.00	0.00
Profit/(loss) after tax and before Exceptional Items	(20.30)	(19.43)	(20.30)	(19.43)
Exceptional items	0.00	0.00	0.00	0.00
Profit/for the year	(20.30)	(19.43)	(20.30)	(19.43)

PERFORMANCE HIGHLIGHTS:

During the year under review, the Company has incurred a total expenditure of Rs.20.30 lacs in comparison to expenditure of Rs. 19.43 lacs in the previous year with no revenues in the current as well as previous year on standalone and consolidated basis.

Hence, the Company has incurred a total loss of Rs. 20.30 lacs in comparison to loss of Rs. 19.43 lacs in the previous year on standalone and consolidated basis.

DIVIDEND:

Your Directors do not recommend any dividend for the year under review.

TRANSFER TO RESERVES:

The Board of Directors of the Company has decided not to transfer any amount to the Reserves for the year under review.

CHANGE IN NATURE OF BUSINESS, IF ANY:

There has been no change in the nature of business of the Company during the year under review.

INDIAN ACCOUNTING STANDARD (IND AS):

The financial statements for the year under review have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 ('Act') read with Companies (Accounts) Rules, 2014 to the extent applicable to the Company.

SHARE CAPITAL:

During the year under review, there were no changes in the Authorized, Issued, Subscribed and Paid-up Capital of the Company and accordingly, as on March 31, 2024, the Authorized Share capital of the Company was Rs. 3,50,00,000/- (Three Crore Fifty Lacs Only) divided into 35,00,000 (Thirty-Five Lacs) Equity Shares of Rs. 10/- (Ten Only) each and issued, subscribed and paid-up Share Capital of the Company was Rs. 3,08,20,000/- (Three Crore Eight Lacs Twenty Thousand Only) divided into 30,82,000 (Thirty Lacs Eighty-Two Thousand) Equity Shares of Rs. 10/- (Ten Only) each fully paid up.

NUMBER OF MEETINGS OF THE BOARD:

During the year under review, the Board of Directors met 5 (Five) times, details of attendance of the Directors [Yes(Y)/No(N)] at the Board meetings are as given below:

Sr No.	Date of the Board Meetings	Name of the Directors							
		Mr. Vishal Ruparel	Mr. Anand Thakkar	Mr. Anand Ruparel	Mrs. Trupti Ruparel	Mr. Sanjay Shah	Ms. Jinal Shah	Mr. Pankaj Ruparel	Mr. Shyam Ruparel
1.	29.05.2023	Y	Y	Y	N	Y	Y	Y	N
2.	14.08.2023	Y	Y	Y	Y	Y	Y	N	Y
3.	29.08.2023	Y	Y	Y	Y	Y	Y	Y	Y
4.	11.11.2023	Y	Y	Y	N	Y	Y	Y	Y
5.	10.02.2024	Y	Y	Y	Y	Y	Y	Y	Y

COMMITTEES OF THE BOARD:

The Company has reconstituted various committees in accordance with the requirements of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). The Board has the following committees:

- i. Audit Committee
- ii. Nomination and Remuneration Committee
- iii. Stakeholders Relationship Committee

Audit Committee:

In compliance with the provisions of the Act and SEBI Listing Regulations, Audit Committee comprises of Mr. Sanjay Shah, Chairman (Non-Executive Independent Director), Mr. Anand Thakkar, Member (Non-Executive Independent Director) and Mr. Pankaj Ruparel (Non-Executive Director). Ms. Khyati Gandhi acts as Secretary to the Committee. All the recommendations made by the Audit Committee were accepted by the Board.

During the year under review, Audit committee met 5 (Five) times, details of attendance of members [Yes(Y)/No(N)] at the meetings are given below:

Sr No.	Date of meeting	Name of Members		
		Mr. Anand Thakkar	Mr. Sanjay Shah	Mr. Pankaj Ruparel
1.	29.05.2023	Y	Y	Y
2.	14.08.2023	Y	Y	N
3.	29.08.2023	Y	Y	Y
4.	11.11.2023	Y	Y	Y
5.	10.02.2024	Y	Y	Y

Nomination and Remuneration Committee:

In compliance with the provisions of the Act and SEBI Listing Regulations, Nomination and Remuneration Committee (NRC) comprises of Mr. Anand Ruparel, Chairman (Non-Executive Independent Director), Mrs. Jinal Shah, Member (Non-Executive Independent Director) and Mr. Pankaj Ruparel (Non-Executive Director). Ms. Khyati Gandhi acts as Secretary to the Committee. All the recommendations made by the NRC were accepted by the Board.

During the year under review, Nomination and Remuneration Committee met 3(three) time, details of attendance of members [Yes(Y)/No(N)] at the meetings are as given below:

Sr No.	Date of meeting	Name of Members		
		Mr. Pankaj Ruparel	Mrs. Jinal Shah	Mr. Anand Ruparel
1.	29.08.2023	Y	Y	Y
2.	11.11.2023	Y	Y	Y
3.	10.02.2024	Y	Y	Y

Stakeholders Relationship Committee:

In compliance with the provisions of the Act and SEBI Listing Regulations, Stakeholders Relationship Committee (SRC) comprises of Mr. Anand Thakkar, Chairman (Non-Executive Independent Director), Mr. Anand Ruparel, Member (Non-Executive Independent Director) and Mr. Shyam Ruparel, Member (Non-Executive Director). Ms. Khyati Gandhi acts as Secretary to the Committee.

During the year under review, SRC met 4 (Four) times, details of attendance of members [Yes(Y)/No(N)] at the meetings are given below:

Sr No.	Date of meeting	Name of Members		
		Mr. Anand Thakkar	Mr. Anand Ruparel	Mr. Shyam Ruparel
1.	29.05.2023	Y	Y	N
2.	29.08.2023	Y	Y	Y
3.	11.11.2023	Y	Y	Y
4.	10.02.2024	Y	Y	Y

INDEPENDENT DIRECTOR'S MEETING:

The Meeting of the Independent Directors was held on March 30, 2024 for evaluating the performance of the Non-Independent Directors and Board of Directors as a whole, Chairperson during the year under review and to assess the quality, quantity and timeliness of flow of information between the Company Management and the Board which is necessary for the Board to effectively and reasonably perform their duties.

STATEMENT ON DECLARATION BY INDEPENDENT DIRECTORS:

The Company has received the necessary declaration from each Independent Director who are part of the Board confirming that they meet the criteria of independence as laid out in Section 149(6) of the Act read with the schedules, rules made thereunder and SEBI Listing Regulations.

ANNUAL RETURN:

Pursuant to the provisions of Section 92(3) of the Act, the Annual Return in Form MGT-7 as on March 31, 2024, is available on Company's website at www.mehtahousing.com.

DIRECTORS' & KEY MANAGERIAL PERSONNEL (KMP):

During the year, following were the Directors and KMP associated with the Company:

Sr. No	DIN / PAN	Name of Director/ Key Managerial Personnel	Appointment / Resignation	Designation	Date of Appointment/ Resignation
1	00077767	Mr. Vishal Ruparel	-	Managing Director	01.04.2021
2	08702317	Mr. Anand Thakkar	-	Independent Director	01.04.2021
3	01369316	Mr. Anand Ruparel	-	Independent Director	01.04.2021

4	09121956	Mrs. Trupti Ruparel	-	Non- Executive Woman Director	01.04.2021
5	09700836	Mr. Sanjay Shah	-	Independent Director	13.08.2022
6	09701166	Mrs. Jinal Shah	-	Independent Director	13.08.2022
7	00077676	Mr. Pankaj Ruparel	-	Non- Executive Director	13.08.2022
8	01558313	Mr. Shyam Ruparel	-	Non- Executive Director	13.08.2022
9	ACYPK3950D	Mr. Ramjibhai Kanjariya	-	Chief Financial Officer (CFO)	01.04.2021
10	EDGPK7150C	Ms. Kinjal Kothari	Resignation	Company Secretary (CS) and Compliance Officer (CO)	15.10.2023
11	AMDPG9397H	Ms. Khyati Gandhi	Appointment	Company Secretary (CS) and Compliance Officer (CO)	16.10.2023 (CO) 11.11.2023 (CS)

In accordance with the provisions of Section 152 of the Act, Mr. Shyam Ruparel, Non-Executive Director of the Company will retire by rotation at the ensuing Annual General Meeting (AGM) and being eligible has offered himself for re-appointment. The Board of Directors on the recommendation of the Nomination and Remuneration Committee (NRC) and based on report of performance evaluation, has recommended the reappointment of Mr. Shyam Ruparel as Director of the Company liable to retire by rotation.

The Company has received declarations from Independent Directors of the Company confirming that they meet the criteria of independence prescribed under the Act and the Listing Regulations and the Board is satisfied with the integrity, expertise and experience of the Independent Directors appointed during the year.

DIRECTORS' RESPONSIBILITY STATEMENT:

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

- a. In the preparation of the annual financial statements for the year ended March 31, 2024, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any.
- b. the Directors' have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year 2023-24 and of the loss of the Company for the financial year 2023-24;
- c. the Directors' have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the Directors' have prepared the annual accounts for the financial year ended March 31, 2024 on a going concern basis;

- e. the Directors' have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;
- f. the Directors' have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS:

The Company's policy on Directors' appointment and remuneration and other matters provided in Section 178(3) of the Act is available on the website of the Company at www.mehtahousing.com.

CODE OF CONDUCT:

The Company has adopted a Code of Conduct for all employees including the members of the Board and Senior Management Personnel. All members of the Board and Senior Management Personnel have affirmed compliance with the said Code of Conduct for the financial year 2023-24.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

The details of loans, guarantees and investments covered under the provisions of Section 186 of the Act, is given in the notes forming part of Financial Statements.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:

During the year under review, there was no Related Party Transaction entered by the Company in terms of Section 188 of the Act.

Hence, the disclosure of related party transactions as required to be made under Section 134(3) (h) of the Act in Form AOC -2 is not applicable.

NAME OF THE COMPANIES WHICH HAVE BECOME OR CEASED TO BE YOUR COMPANY'S SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR:

During the year, SAMT Foods Private Limited (Formerly Ruparel Food Specialities Private Limited) have been categorised as an Associate of the Company.

REPORT ON THE PERFORMANCE AND FINANCIAL POSITION OF EACH OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES COMPANIES INCLUDED IN THE CONSOLIDATED FINANCIAL STATEMENT:

The salient features of the financial statements of Associate are set out in the prescribed form AOC-1 which is attached to the financial statements. The statement also provides the details of performance and financial position of the Company's Associate.

Further, the Consolidated Accounts of the Company are prepared in compliance with Regulation 34(2) of the Listing Regulations and in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (IND AS) as prescribed under Section 133 of the Companies Act, 2013. The same are annexed to this Report.

DISCLOSURE REGARDING RECEIPT OF COMMISSION BY A DIRECTOR FROM THE HOLDING OR SUBSIDIARY OF A COMPANY, IN WHICH SUCH PERSON IS A MANAGING OR WHOLE TIME DIRECTOR:

This clause is not applicable to the Company.

MATERIAL CHANGES AND COMMITMENTS, IF ANY BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

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

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS:

No material orders impacting the 'going concern' status of the Company or its operations in future were passed by the Regulators or Courts or Tribunals during the year under review.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

The particulars relating to energy conservation, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under sections 134(3)(m) of the Act read with the Rule 8(3) of the Companies (Accounts) Rules, 2014, for the year ended on March 31, 2024 is furnished herein below:

Conservation of Energy: The Company is yet to initiate production activities, it will take intensive efforts once the operations are initiated.

As of now, the Company uses low consumption energy equipment as and when required.

Technology Absorption: The Company has no disclosures to be made in connection with technology absorption.

Foreign Exchange Earning and Outgo: There were no foreign exchange earnings and outgo.

RISK MANAGEMENT:

The details in respect of risks and concerns are included in the Management Discussion & Analysis, which forms part of this report.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

During the year under review, the provisions of Section 135 of the Act are not applicable to the Company. Hence, it was neither liable to spend any amount towards CSR nor required to form any Committee in this regard.

ANNUAL EVALUATION:

The Board of Directors has carried out the annual evaluation of its own performance, Board Committees i.e., Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Chairperson and Individual Directors pursuant to the provisions of the Act, and Listing Regulations. The performances were evaluated by the Board after seeking inputs from all the Directors on the basis of the criteria such as the degree of fulfilment of key responsibilities, Board composition and structure, effectiveness of Board processes, information and functioning etc.

In a separate meeting of Independent Directors, performance of Non- Independent Directors, Board as a whole, the Chairperson along with all the Board Committees were evaluated, taking into account the views of executive directors and non-executive directors. The Directors expressed satisfaction with the evaluation process.

REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND PARTICULARS OF EMPLOYEES:

Information as required under the provisions of Section 197(12) of the Act, read together with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as an **Annexure I** to this report.

The information required pursuant to Section 197(12) of the Act read with Rules 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company, is appended herewith and forms part of this Report. Any member interested in obtaining a copy thereof, may write to mehtahousingfinanceltd@gmail.com.

PUBLIC DEPOSITS:

During the year under review, your Company has not accepted/ renewed any public deposits within the meaning of Sections 73 to 76A of the Act read with the Companies (Acceptance of Deposits) Rules, 2014.

ADEQUACY OF INTERNAL CONTROL:

The Company has its basic internal financial limit commitments with its current activities and with gradually establishing future systems of internal control commensurate with business activities and size of the Company to ensure that the financial and other records are reliable, the assets and properties are safeguarded and protected against loss from unauthorized use or disposition and those transactions are authorized recorded and reported correctly in the financial statements.

SECRETARIAL STANDARDS:

The Company complies with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India on Meetings of the Board of Directors and General Meetings.

AUDITORS:

a) Statutory Auditor

During the year under review, the Board had received a letter from M/s. Gaudani Associates, Chartered Accountants (FRN: 0117217W) stating unwillingness to continue as Statutory Auditor of the Company.

In view of the same M/s. VCA & Associates, Chartered Accountants (FRN:114414W) was appointed as a Statutory Auditor of the Company to fill the casual vacancy caused by the said resignation, for a period of 5 years till the conclusion of 34th Annual General Meeting to be held in year 2028 pursuant to the provisions of Section 139 of the Act and the Companies (Audit and Auditors) Rules, 2014.

The Company has received the requisite consent and eligibility letter from M/s. VCA & Associates, Chartered Accountants (FRN:114414W) confirming their willingness to continue being Statutory Auditor of the Company.

Comments of the Auditors in their Reports on Financial Statements and the notes forming part of the said Financial Statements are self-explanatory and need no explanation or comments of the Directors.

The Independent Auditors' Report for the financial year ended March 31, 2024, on the financial statements of the Company forms part of the Annual Report.

The Auditors' Report for the financial year ended March 31, 2024, does not contain any qualification, reservation or adverse remark.

b) Internal Auditor

Pursuant to the provisions of Section 138 of the Act read with Companies (Accounts) Rules, 2014, the Company had appointed M/s. Dhankot & Co., Chartered Accountants, as an Internal Auditor of the Company for Financial Year 2023-24.

M/s. Dhankot & Co., Chartered Accountants were re-appointed as the Internal Auditor of the Company for the Financial Year 2024-25 in the Board of Directors Meeting held on May 24, 2024, as per the provisions of Section 138 of the Act read with Companies Rules, 2014.

c) Secretarial Auditor

Pursuant to the provisions of Section 204 of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company has

appointed M/s. Pinky Shethia & Associates, a firm of Practicing Company Secretary to conduct the Secretarial Audit for the Financial Year 2023-24.

The Secretarial Audit report for Financial Year 2023-24 forms part of this Board Report and annexed as an Annexure- II in Form MR 3.

Further, the Secretarial Auditor have raised certain observation in her report, reply for the same is given below:

- The Company could not submit Consolidated Financial Results for the Quarter ended September 30, 2023 and December 31, 2023, since the said activity was consuming time than expected which ultimately led to non-finalisation of financial results on consolidation basis and accordingly it was decided to submit the same from March 31, 2024 onwards.
- M/s. Gaudani & Associates, Chartered Accountants (FRN.117217W), Statutory Auditor has tendered resignation vide their letter dated May 22, 2023, consequent to which M/s. VCA & Associates, Chartered Accountants (FRN:114414W), who is having requisite eligibility have been appointed effective from August 14, 2023 in compliance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- Independent Directors namely Mr. Anand Ruparel and Mr. Anand Thakkar were occupied with their work due to which Online Proficiency Self-Assessment test conducted by Indian Institute of Corporate Affairs (IICA) got delayed by few months. However as on date they have cleared the said test.

DETAILS WITH RESPECT TO FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143:

No matters of actual or alleged fraud have been reported by the Auditors under sub-section (12) of Section 143 of the Companies Act, 2013.

COST AUDITORS:

The provisions of Section 148 of the Act are not applicable to the Company and hence the appointment of Cost Auditors is not applicable to the Company.

WHISTLE BLOWER/VIGIL MECHANISM:

The Company has adopted a Whistle Blower Policy 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 of the mechanism and also provides for direct access to the Chairman of the Audit Committee.

During the year under review, no cases under this mechanism were reported to the Company and/or to any of its subsidiaries/associate. The Whistle Blower Policy has been posted on the website of the Company at www.mehtahousing.com.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

A report on the Management Discussion and Analysis for the financial year under review is annexed herewith as an **Annexure -III** part of this report.

LISTING OF SHARES:

30,82,000 Equity Shares of the Company are listed on BSE Limited. The annual listing fee for the financial year 2023-24 and 2024-25 has been paid to BSE Limited (BSE).

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013 ("POSH Act"):

The provisions of the POSH Act are not applicable to the Company during the year under review and accordingly, it was not required to constitute Internal Complaints Committee under the said Act.

PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016:

The said point is not applicable to the Company.

DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:

The said point is not applicable to the Company.

ACKNOWLEDGMENTS:

The Directors wish to place on record their appreciation for their sincere support from its members, banks and other Statutory and Regulatory Authorities. The Board of Directors also appreciates with gratitude for the continuous contribution made by the executives and employees at all levels for their dedication and commitment to the Company throughout the year.

**For and on behalf of the Board of Directors
Mehta Housing Finance Limited**

**Vishal Ruparel
Chairman and Managing Director
DIN: 00077767**

Place: Mahuva
Date: May 24, 2024

Annexure -I

The information required under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given below.

(i) the ratio of the remuneration of each director to the median remuneration of the employees of the Company for the Financial Year 2023-24;

Non-Executive Directors	Ratio to median remuneration
Mr. Anand Thakkar	*Not Applicable
Mr. Anand Ruparel	
Mrs. Trupti Ruparel	
Mr. Sanjay Shah	
Mrs. Jinal Shah	
Mr. Pankaj Ruparel	
Mr. Shyam Ruparel	
Executive Directors	
Mr. Vishal Ruparel	

Note:

*The median remuneration is calculated based on the salary paid during the financial year to employees on payroll as on March 31, 2024 and as per the provisions of the Companies Act, 2013 the expression "median" means the numerical value separating the higher half of a population from the lower half and the median of a finite list of numbers may be found by arranging all the observations from lowest value to highest value and picking the middle one.

However, since only two employees were on the payroll of the Company during the year under review, the said calculation is not applicable to the Company and also No Director is drawing any remuneration from the Company.

(ii) The percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary, if any, in the financial year;

Name	Designation	% increase in remuneration in the financial year i.e. 2023-24
Mr. Anand Thakkar	Independent Director	-
Mr. Anand Ruparel	Independent Director	-
Mrs. Trupti Ruparel	Non-Executive Director	-
Mr. Vishal Ruparel	Managing Director	-
Mr. Sanjay Shah	Independent Director	-
Ms. Jinal Shah	Independent Director	-
Mr. Pankaj Ruparel	Non-Executive Director	-
Mr. Shyam Ruparel	Non-Executive Director	-
Mr. Ramjibhai Kanjariya	Chief Financial Officer	-
Ms. Kinjal Kothari	Company Secretary & Compliance officer (upto 15.10.2023)	No increase
Ms. Khyati Gandhi	Compliance Officer (w.e.f. 16.10.2023) Company Secretary (w.e.f. 11.11.2023)	No increase

- (iii) **The percentage increase in the median remuneration of employees in the financial year:** Not Applicable
- (iv) **The number of permanent employees on the rolls of Company as on March 31, 2024:**
Two (2).
- (v) **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**

Not Applicable
- (vi) **Affirmation that the remuneration is as per the remuneration policy of the Company:**

The Company affirms remuneration is as per the remuneration policy of the Company.
- (vii) **There are no employees falling within the purview of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, accordingly no details are required to be given under Rule 5(2) and 5(3) of the said rules.**

Annexure – II

Annexure – II
FORM NO. – MR-3

Secretarial Audit Report

[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]

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

To,

The Members

MEHTA HOUSING FINANCE LIMITED

(CIN: L15100GJ1993PLC020699)

Plot No 1A, Revenue Survey No 203,
P1, Savarkundla Road, Taveda,
Mahuva, Bhavnagar, Gujarat, 364290

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practiced by **Mehta Housing Finance Limited** (hereinafter called "**the Company**"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's Books, Papers, Minutes Books, Forms and Returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended March 31, 2024 ("Audit Period"), complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- I. The Companies Act, 2013 (the Act) and the rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
- IV. During the Audit period, there was no transaction relating to Foreign Direct Investment and Overseas Direct Investment and External Commercial Borrowings observed under Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder;

V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act,1992 ('SEBI Act'): -

- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; ("SAST Regulations")
- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- c) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
Not Applicable as the Company is not registered as Registrar to Issue and Share Transfer Agent;
- d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
Not applicable as the Company has not issued or listed any Debt securities on stock exchange.
- f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013
Not applicable as the Company has not issued or listed any convertible and redeemable preference shares on stock exchange.
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
Not applicable as the Company has not delisted its Equity Shares from the Stock Exchange.
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018.
Not applicable as the Company has not bought back its Equity Shares.
- i) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
Not Applicable as the Company has not offered any stock options to the Employees under the said regulation.

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

- i) Secretarial Standards issued by The Institute of Company Secretaries of India under the companies Act, 2013.
- ii) The Listing Agreement entered into by the Company with BSE and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as Amended from time to time.

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

- SAMT Foods Private Limited (Formerly Ruparel Food Specialities Private Limited) was categorised as Associate Company, from the Quarter ended September 30, 2023 and December 31, 2023 onwards by the management of the Company. In view of which the Company had to submit the consolidated financials for the said quarter, however the same was not submitted.
- The previous Statutory auditor of the Company has not got himself peer reviewed as prescribed by Institute of Chartered Accounts of India (ICAI) and accordingly not holding Peer review certificate issued by Peer Review Board of ICAI
- Independent Directors namely Mr. Anand Ruparel and Mr. Anand Thakkar have passed the Online Proficiency Self-Assessment test conducted by Indian Institute of Corporate Affairs (IICA) beyond specified period of two years from the date of inclusion of their name in the databank.

I further report that, the Company is generally regular in filing the forms and returns within the prescribed time, where there were delays in filing of e- form, the said e-forms were filled with additional fees.

I further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws applicable specifically to the Company except stated herein above:

- Direct Tax laws
- Indirect Tax laws
- Local laws as applicable to the office operated by the Company.

I further report that on the basis of information received and records maintained by the Company that:

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

Adequate notice is given to all Directors to schedule the Board Meetings, Agenda and Detailed Notes on Agenda were sent at least seven days in advance, and in case of Meetings convened at shorter notice, requisite consent for holding such meetings at shorter notice was obtained by the Company and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation in the meeting.

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

I further report that as per the explanation and clarification given to me, 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 and wherever required the Company is taking requisite steps to establish the Standard Operating Procedures (SOPs) and other systems from time to time and case to case basis.

I further report that during the Audit period under review, the Company has not undertaken any event/action, having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

I further report that during the audit period, the Company has:

- Received a letter dated March 28, 2024, Reserve Bank of India (RBI) Gujarat, seeking clarification pertaining to the NBFC criteria and Annual Reports to which the Company had conveyed that it is not engaged in the NBFC with relevant information/documents satisfactorily in a timely manner.

For **Pinky Shethia and Associates,**
Company Secretary in Practice

CS Pinky Shethia Chheda
Proprietor

Membership No.: A29237

COP No.: 17344

PR certificate No.: 1774/2022

UDIN: A029237F000446654

Place: Mumbai

Date:24.05.2024

Note: This Report is to be read with our letter annexed as Annexure-A which forms an integral part of this report.

ANNEXURE A

To,

The Members

MEHTA HOUSING FINANCE LIMITED

(CIN: L15100GJ1993PLC020699)

Plot No 1A, Revenue Survey No 203,

P1, Savarkundla Road, Taveda,

Mahuva, Bhavnagar, Gujarat, 364290.

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

- 1) Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
- 2) I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, We followed provide a reasonable basis for our report.
- 3) I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
- 4) Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- 5) The compliance of the provisions of Corporate, Specific and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
- 6) The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
- 7) I have relied on the records as made available by the Company through digital mode as well as I have also relied on the Management representation made by the Company.

For **Pinky Shethia and Associates,**

Company Secretary in Practice

CS Pinky Shethia Chheda

Proprietor

Membership No.: A29237

COP No.: 17344

PR certificate No.: 1774/2022

UDIN: A029237F000446654

Place: Mumbai

Date:24.05.2024

Annexure - III

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Global economic overview:

The global economy displayed a surprisingly resilient performance in 2023, marked by a steady but slow recovery with regional variations. According to the International Monetary Fund (IMF), global growth maintained stability, holding at a modest rate of 3.2%. Despite escalating geopolitical conflicts, higher inflation, prolonged higher interest rates, and volatility in food markets, global economic growth has decelerated but not halted. Furthermore, the Red Sea crisis has resulted in the largest rerouting of global trade in decades, causing delays and heightened expenses for shipping companies avoiding a route that traditionally handles 12% of the world's maritime trade. With the crisis unfolding, its widespread impact on global supply chains is becoming increasingly apparent.

On the other side, there was strong resilience seen, especially in the second half of 2023, led by major economies with increase in consumption driven by government and private spending, easing of labor markets and supply side pressures and support from fiscal policies in advanced economies like the US. Global inflation levels also declined favorably during the year.

Indian economic overview:

Amid a challenging global economic landscape and deteriorating geopolitical conditions, India has been a bright spot. It is the fifth-largest economy in the world and is poised to retain its position as the world's fastest-growing major economy. Its GDP growth remained buoyant at 7.6% in FY 2023-24 as against 7% in FY 2022-23, supported by robust domestic demand, moderate inflation, a stable interest rate environment, and strong investment activity. Furthermore, an accelerated pace of economic reforms and increased capital expenditure facilitated construction activities and created extensive employment opportunities across the country. The IMF commended India's economic resilience, robust growth, and notable progress in formalization and digital infrastructure. Moreover, India's G20 presidency in 2023 has demonstrated its capability to cater to global needs and provided a platform to address global concerns. India positioned itself as an attractive destination for investments in energy transition initiatives.

Growth of the Indian economy:

	FY 2021-22	FY 2022-23	FY 2023-24 (E)
Real GDP growth (%) at constant (2011-12) prices	9.1	7.0	7.6

(E- Estimates) (Source: Ministry of Statistics & Programme Implementation)

Food Industry in India:

The Indian food industry is poised for huge growth, increasing its contribution to world food trade every year. In India, the food sector has emerged as a high-growth and high-profit sector due to its immense potential for value addition, particularly within the food processing industry. Accounting for about 32 per

cent of the country's total food market, The Government of India has been instrumental in the growth and development of the food processing industry. The government through the Ministry of Food Processing Industries (MoFPI) is making all efforts to encourage investments in the business. It has approved proposals for joint ventures (JV), foreign collaborations, industrial licenses, and 100 per cent export-oriented units. The Confederation of Indian Industry (CII) estimates that the food processing sectors have the potential to attract as much as US\$ 33 billion of investment over the next 10 years and also to generate employment of nine million person-days.

Outlook:

India is expected to grow 6-7% in next two to three years and move ahead with its global position in terms of nominal GDP. The growth is expected to be driven by increase in consumption and investment, decline in inflation levels, improving rural demand. Risks to the outlook remain with weakness in the global economy impacting exports, volatility in food and crude oil prices, recent red sea crises impacting overall shipping costs and policy uncertainty post national general elections.

Industry Structure and developments:

Industry drivers

- Growing demand for healthier lifestyle and eating habits are driving the demand for nutritious and quality food.
- Packaging standards: Improvement in the packaging quality has extended the shelf life of products, enhancing convenience.
- Ready to eat food: Millennials and Gen Z now account for approximately 1.8 billion people, or more than 23% of the global population. The ready-to-eat meals market is expanding as a result of busier lifestyles, rising incomes, an increase in nuclear families and an absence of cooking skills. (Source: punemirror.com)
- Food safety: Increasing health awareness among consumers and a rising adoption of vegetarian and vegan lifestyles, particularly in developed regions, have led to a growing demand for organic foods and non-GMO ingredients (grains, seeds and fruit).
- Healthy diet: Consumers increasingly seeking foods that are driving traction for clean and sustainable food products.

Company overview

During the year under review, the Company has initiated discussions with various vendors to commence its trading activities and has procured some sample products for distribution. The Company has also identified the reservation of vendors in extending trading activities in the current structure of the Company and thus, the management is discussing and exploring the usage of brand name 'Ruparel' which belongs to the Promoters so as to cater easily with the vendors and customers in Indian as well as foreign markets.

Discussion on financial performance with respect to operational performance

The Company has incurred the total expenditure of Rs. 20.30 lacs towards purchase of inventory and other administrative expense with no revenues in the current year. Hence, the Company has incurred the total loss of Rs. 20.30 lacs.

Opportunities and Threats

Opportunities:

Since the Company is yet to commence business operations in a full-fledged manner, it is looking out for various opportunities where it can explore and take the benefits of consumer base, vendors and suppliers and ensure low costing of the products to be manufactured without compromising over the quality of the products.

Also, as stated above the Company is evaluating the possibilities of restructuring the business and corporate structure involving the Company with the Companies operating in the similar segment. This exercise is being contemplated in order to enable better management focus and control of the business, reduce the number of operating companies, achieve a reduction in overheads, administrative, and other expenditures.

Threats:

The Company oversees the threats in the operations, which can arise due to excessive increase in shipping freight rates, shortage of shipping containers, lack of liquidity, since overall cashflows are affected aftermath of the pandemic COVID-19, the Russia-Ukraine conflict, recent red sea crisis which also led to global upheaval etc.

Risks and Concern

The Company is taking all such steps to generate revenues and is in the process to commence its operations shortly. The Company has in place its Risk Management Policy to avoid events, situations and circumstances which may lead to negative consequences on the Company's business. Currently, there are no elements of risk, which in the opinion of the Board may at present threaten the existence of the Company.

The Company is having a systems-based approach to Business Risk Management, and it has identified process of risk management which includes prioritization of risks, selection of appropriate mitigation strategies and periodic reviews of the process of management of risks.

Risk Management framework of the Company shall primarily focus on following elements:

- A) Risk to Company Assets and Property – It will be ensured that there is proper security and maintenance of assets and adequate coverage of insurance to facilitate replacement of assets with minimal disruption to operations. The roles and responsibilities of the departments will be identified to ensure adequate physical security and maintenance of their assets.

- B) Employees Related Risks - Employees constitute the most important assets of the Company. The Human Resources Policies will be evolved over the years with the object of mitigating employee related risks including reducing attrition rate. Adequate legal safeguards shall be provided to protect confidential information and protect the Company from any probable contractual liability on account of misconduct/errors/omissions of employees.
- C) Foreign Currency Risks - The Company may have revenues and expenditure of the Company once it is fully operational which include earnings and expenditure in foreign exchange. Foreign currency risk management ensures that the treasury department continuously tracks movement of foreign currencies, avails of services of experts, and hedges the risk through appropriate mechanisms.
- D) Risks associated with Noncompliance of Statutory enactments - The Company is a legal entity incorporated under the provisions of the Companies Act, 1956. Its shares are listed on the BSE Limited. The Company is required to ensure compliance of provisions of various applicable statutory enactments. The Company ensures that qualified professionals shall be employed to comply with various applicable laws. In addition to the statutory audits, the Company also undertakes internal audit/s at different levels periodically to ensure timely check on the statutory compliances.
- E) Competition Risks - Risk of competition is inherent to all business activities. The sector in which the Company will carry its business operations; there will always have an inherent risk of changes in the industry. To remain competitive, the Company's strategy in this regard is to continuously keep upgrading its quality of raw material used, designs, size and shapes of the products, and technology, innovating and building up a sustainable team of skilled professionals. This would ensure that the Company has an edge over competition in the market.
- F) Operational Risks - The Company shall constantly work to limit the operational risks that run through all facets of operations. This requires the combined efforts of all business and support units, and the tools required continue to be developed. Apparent trends shall analyse, and various operating groups combine into task forces to address these. The use of technology shall be harnessed for more control. The company also ensures that contracts shall properly drafted and adequate indemnity clauses are incorporated in the contracts entered into with one or more parties.

Internal control systems & adequacy

The Company is in the process of designing the internal control system in order to provide the Board of Directors a reasonable assurance that the company's assets are safeguarded, the transactions are authorized and properly recorded, and that material errors and irregularities are either prevented or would be detected within a specified period of time.

Currently, the Internal Audits are periodically conducted by a firm of Chartered Accountant who monitors and evaluate the efficiency and adequacy of internal control systems in the Company and accordingly the management will ensure that adequate systems for internal control commensurate with the Company's size and are in place.

Material developments in Human Resources / Industrial Relations front, including number of people employed.

At present there is only one employee looking after accounting related work in the Company apart from Directors and Key Managerial Personnel. Once the operations are commenced, the Company will appoint more employees and will provide conducive workplace, marked by knowledge accretion, teamwork and career growth.

Segment wise or product wise performance and outlook

As stated above, the Company is yet to initiate operations and hence the said clauses are not applicable for the year under review.

Cautionary statement

Statements in this Management Discussion and Analysis describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable laws and regulations.

This report contains forward-looking statements, identified by words like, 'will', 'expected' and so on. All statements that address expectations or projections about the future, but not limited to the Company's strategy for growth, product development, market position, expenditures and financial results, are forward-looking statements. Since these are based on certain assumptions and expectations of future events, we do not guarantee that these are accurate or will be realised.

Our actual results, performance or achievements could thus differ from those projected in any forward-looking statements. We assume no responsibility to publicly amend, modify or revise any such statements on the basis of subsequent developments, information or events.

4. **STANDALONE FINANCIALS**

INDEPENDENT AUDITOR'S REPORT

To the members of
MEHTA HOUSING FINANCE LIMITED

Report on the Standalone Financial Statements

Opinion:

We have audited the accompanying Standalone Financial Statements of **Mehta Housing Finance Limited ("the Company")** which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity, Statement of Cash Flows for the year then ended, and notes to the standalone financial statement, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Act read with the Companies (Indian Accounting Standard) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, its loss, total comprehensive incomes, 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 ("SA"s) specified under section 143 (10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the audit of the standalone financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics.

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

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Information other than the Standalone financial statements and auditors' report thereon

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

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

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

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

Management's Responsibility for the Standalone Financial Statements

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

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

The Board of directors are also responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the standalone financial statements:

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk

of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal 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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

Reference to note no 17, regarding rent expenses which has not been classified as right of use in Property, Plant & Equipment is in contravention of IND-AS.

Our opinion not modified in this regards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" attached to this report, a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, based on our audit we report that:

- a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. the Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flow and the Statement of Changes in Equity, dealt with by this Report are in agreement with the books of account;
- d. in our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under section 133 of the Act.
- e. On the basis of written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy operating effectiveness of the Company's internal financial controls over financial reporting.
- g. With respect to the matter to be included in the Auditors' Report in accordance with 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 Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. On the basis of written representations received from the management ;
 - (a) it is stated that, to the best of their knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - (b) it is stated that, to the best of their knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or

- indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (c) Based on such audit procedures that were considered reasonable and appropriate by us in the circumstances, nothing has come to our notice that has caused us to believe that the representations of management under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. 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 1st April, 2023 and accordingly reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is in respect of Financial year ended 31.03.2024. Based on our examination, the Company has used accounting software for maintaining its books of accounts which has a feature of recording audit trail (edit log) facility. The audit trail facility has been implemented with effect from 1st April, 2023 for all relevant transactions recorded in the accounting software. During the course of our audit we did not come across any instance of audit trail feature being tampered with.

For **VCA & ASSOCIATES**
Chartered Accountants
FRN: 114414W

Place: Bhavnagar
Date: 24th May, 2024

(CA. H. N. Vaghani)
Partner
Membership No.: 144111
UDIN: 24144111BKBIVE8854

“Annexure A” to the Independent Auditors’ Report

Annexure Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the standalone financial statements of the Company for the year ended March 31, 2024 as required by the companies (Auditor’s Report) order, 2020 (the order) issued by the central government in terms of section 143(11) of the act.

To the best of our information and according to the explanations provided to us by the Company and the books of accounts and records examined by us in the normal course of audit, we state that:

1) In respect of the Company’s Property, Plant and Equipment and Intangible Assets:

(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 of assets and also that of the intangible assets. But at the end of year, The Company does not hold any asset. Accordingly, the provisions of Clause 3(i)(a)(B) of the Companies Auditor’s Report Order, 2020 are not applicable to the Company.

(b) The Property Plant and Equipment have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the property plant and equipment has been physically verified by the management during the year and no material discrepancies between the books records and the physical property plant and equipment have been noticed:-

(c) The title deeds of immovable properties are held in the name of the company for lease.

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

(e) There are no proceedings that have been initiated or are pending against the company for holding any Benami property under the “Benami Transactions (Prohibition) Act, 1988 and Rules made thereunder.

2) (a) The management has conducted the physical verification of inventory at reasonable intervals and also the coverage and the procedure of such verification by the management is appropriate. The discrepancies noticed on physical verification of the inventory as compared to books records were not significant and have been properly dealt with in the books of account.

(b) The Company has not been sanctioned working capital limits in excess of Rs. 5 crores, from banks or financial institutions at any point of time during the year.

3) (a) The company has not 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 during the year.

(b) Loans and advances are not in nature of loans and hence the schedule of repayment of principal and payment of interest has not been stipulated and hence there is no amount overdue for more than ninety days.

(c) There are no loans or advances in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

- (d) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- 4) In our opinion and according to the information and explanations given to us, the provisions of section 185 and 186 of the Companies Act, 2013 are not applicable to the company as there are no transactions entered by the company in respect of loans, investments, guarantees, and security to which the provisions of section 185 and 186 of the Companies Act, 2013 apply.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) In our opinion and according to information and explanation given to us, the Company is not required to maintain the cost records pursuant to the Rules made by the Central Government for maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013..
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Income-Tax, Goods and Service Tax, Duty of Customs, Duty of Excise, Cess and any other statutory dues with the appropriate authorities and that no undisputed amounts payable in respect of the above were in arrears as at March 31, 2024 for a period of more than six months from the date on when they become payable. As informed to us the provisions relating to Employee State Insurance are not applicable to the Company.
- (b) According to the information and explanation given to us, there are no dues of income tax, Goods and Service Tax, Duty of Customs, Duty of Excise, Cess, Service Tax, value added tax outstanding on account of any dispute except for the Fringe Benefit Taxes.
- 8) In our opinion and according to the information and explanations given to us, there are no transactions relating to previously unrecorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- 9) (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- (b) In our opinion and according to the information and explanations given to us, the company is not declared as wilful defaulter by any bank or financial institution or other lender.
- (c) In our opinion and according to the information and explanations given to us, term loans were applied for the purpose for which the loans were obtained.
- (d) In our opinion and according to the information and explanations given to us, funds raised on short term basis have not been utilised for long term purposes.
- (e) In our opinion and according to the information and explanations given to us, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) In our opinion and according to the information and explanations given to us, the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint

ventures or associate companies, as the company is not having any subsidiaries, associates or joint ventures hence reporting on clause 3(ix)(f) of the Order is not applicable and hence not commented upon.

- 10) (a) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (x)(a) of the Order are not applicable to the Company and hence not commented upon.
- (b) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (x) (b) of the Order are not applicable and hence not commented upon.
- 11) (a) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company has been noticed or reported during the year.
- (b) Based upon the audit procedures performed and the information and explanations given by the management, no report under sub-Section (12) of Section 143 of the Companies Act 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) There are no reports of whistle blower which requires attention of auditors hence not considered in this report. Accordingly, the provisions of clause 3 (xi) (c) of the Order are not applicable and hence not commented upon.
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the reporting provisions of clause 3 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Ind AS Standalone Financial Statements as required by the applicable accounting standards.
- 14) (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) The reports of the Internal Auditors for the period under audit were considered by the statutory auditor while conducting audit procedure.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.
- 17) The Company has incurred any cash losses in the Financial Year and in the immediately preceding financial year therefore provisions of clause 3 (xvii) of the Order are applicable to the Company.

Particulars	Amount (Rs in Lacs)
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FY 2023-24	Rs. 20.30
FY 2022-23	Rs. 19.42

- 18) There has been resignation of the statutory auditors during the year.
- 19) In our opinion, on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements and as per the auditor's knowledge of the Board of Directors and management plans, we are having the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.
- 20) According to the information given by the Company to us, Section 135 for providing Corporate Social Responsibilities, are not applicable to the company. Hence, provisions of Clause 3(xx) of the Companies Auditor's Report Order, 2020 are not applicable to the Company.
- 21) According to the information and explanations given to us, and based on the reports, issued by the auditors of the subsidiaries, associates and joint ventures included in the consolidated standalone financial statements of the Company, to which reporting on matters specified in paragraph 3 and 4 of the Order is applicable, provided to us by the Management of the Company and based on the identification of matters of qualifications or adverse remarks in their Companies (Auditor's Report) Order, 2020 reports by the respective component auditors and provided to us, we report that the auditors of such companies have not reported any qualifications or adverse remarks in their CARO reports.

For **VCA & ASSOCIATES**
Chartered Accountants
FRN: 114414W

(CA. H. N. Vaghani)
Partner
Membership No. : 144111
UDIN: 24144111BKBIVE8854

Place: Bhavnagar
Date: 24th May, 2024

“Annexure B” to the Independent Auditor’s Report of even date on the Standalone Financial Statements of Mehta Housing Finance Limited for year ended 31st March, 2024

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

We have audited the internal financial controls over financial reporting of Mehta Housing Finance Limited (“the Company”) as of March 31, 2024 in conjunction with our audit of the Ind AS standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established 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 company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the 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. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, and to the best of our information and according to the 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 March 31, 2024, based on the criteria for 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 ICAI.

For **VCA & ASSOCIATES**
Chartered Accountants
FRN: 114414W

(CA. H. N. Vaghani)
Partner
Membership No.: 144111
UDIN: 24144111BKBIVE8854

Place: Bhavnagar
Date: 24th May, 2024

FINANCIAL STATEMENT (STANDALONE)

STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2024				
(Rs. In Lacs)				
	Particulars	Note No.	As at 31st March, 2024	As at 31st March, 2023
I.	ASSETS			
	(1) Non - current assets			
	(a) Property, Plant and Equipment	2	-	0.11
	(b) Intangible assets		-	-
	(c) Capital Work In Progress		-	-
	(d) Financial assets			
	(i) Investments	3	200.00	200.00
	(ii) Others		-	-
	(e) Deferred tax assets (net)		-	-
	(f) Other non - current assets		-	-
	(2) Current assets			
	(a) Inventories	4	200.75	-
	(b) Financial assets			
	(i) Investments			
	(ii) Trade receivables	5	46.13	46.13
	(iii) Cash and cash equivalents	6	15.32	20.52
	(iv) Bank balances other than cash and cash equivalents		-	-
	(v) Others	7	28.63	254.11
	(c) Other current assets	8	12.65	1.41
	Total Assets		503.48	522.28
II.	EQUITY AND LIABILITIES			
	(1) Equity			
	(a) Equity Share capital	9	308.20	308.20
	(b) Other equity	10	192.55	197.85
	Liabilities			
	(2) Non - current liabilities			
	(a) Financial liabilities		-	-
	(i) Long Term Borrowings			
	(ii) Lease Liabilities			
	(iii) Other Financial Liabilities			
	(b) Deferred Tax Liability (net)		-	-
	(3) Current liabilities			
	(a) Financial liabilities			
	(i) Short Term Borrowings		-	-
	(ii) Trade payables		-	-
	a) Total outstanding dues of micro enterprises and small enterprises			
	b) Total outstanding dues of creditors others than micro enterprises and small enterprises			
	(iii) Other financial liabilities	11	2.28	16.02
	(b) Provisions		-	-
	(c) Other current liabilities	12	0.45	0.21
	Total Equity and Liabilities		503.48	522.28
	Significant accounting policies and estimates	1	-	-
	The accompanying notes 1 to 21 are an integral part of the financial statement.			
As per our report of even date attached.				

FOR, M/S. VCA & Associates,
Chartered Accountants
FRN: 114414W

(CA. H. N. VAGHANI)
Partner
Membership No.: 144111
UDIN : 24144111BKBIVE8854
Place: Bhavnagar
Date: 24th May, 2024

For and on behalf of the Board of Directors,

Vishal Ruparel
Chairman & Managing Director
(DIN: 00077767)
Place: Mahuva

Trupti Ruparel
Director
(DIN: 09121956)
Place: Mahuva

Khyati Gandhi
Company Secretary
M. No. A62422
Place: Mumbai
Date: 24th May, 2024

Ramjibhai Kanjariya
Chief Financial Officer
Place: Mahuva

STANDALONE PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2024				
				(Rs. In Lacs)
	Particulars	Note No.	Year ended 31st March, 2024	Year ended 31st March, 2023
I.	Revenue from operations		-	-
II.	Other income		-	-
III.	Total Income (I+II)		-	-
IV.	Expenses:			
	Cost of materials consumed		-	-
	Purchase of Traded Goods	13	200.75	-
	Changes in inventories of finished goods, stock in trade and work in progress	14	(200.75)	-
	Employee benefits expense	15	8.22	8.54
	Finance costs		-	-
	Depreciation and amortization expense		-	0.01
	Other expenses	16	12.08	10.88
	Total expenses (IV)		20.30	19.43
V.	Profit before tax (III-IV)		-20.30	-19.43
VI.	Tax expense :			
	Current tax		-	-
	Deferred tax		-	-
	Income tax relating to earlier years		-	-
VII.	Profit for the year		-20.30	-19.43
VIII.	Other comprehensive income			
	(i) Items that will not be reclassified to profit or loss			
	Remeasurement of the net defined benefit liability/asset		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	Total other comprehensive income, net of tax		-	-
IX.	Total comprehensive income for the year		-20.30	-19.43
X.	Earnings per equity share (Nominal value per share Rs. 10/-)			
	- Basic (Rs.)		-0.66	-0.63
	- Diluted (Rs.)		-0.66	-0.63
	Significant accounting policies and estimates	1		
	The accompanying notes 1 to 21 are an integral part of the financial statement.			

FOR, M/S. VCA & Associates,
Chartered Accountants
FRN: 114414W

(CA. H. N. VAGHANI)
Partner
Membership No.: 144111
UDIN : 24144111BKBIVE8854
Place: Bhavnagar
Date: 24th May, 2024

For and on behalf of the Board of Directors,

Vishal Ruparel
Chairman & Managing Director
(DIN: 00077767)
Place: Mahuva

Trupti Ruparel
Director
(DIN: 09121956)
Place: Mahuva

Khyati Gandhi
Company Secretary
M. No. A62422
Place: Mumbai
Date: 24th May, 2024

Ramjibhai Kanjariya
Chief Financial Officer
Place: Mahuva

Audited Standalone Statement of Cash flow Statement for the Year ended 31st March, 2024		
Particulars	Amount in Lacs	
	Year ended	
	31st March, 2024	31st March, 2023
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit/(Loss) before Tax and exceptional items	-20.30	-19.43
Non-cash Adjustment to reconcile Profit before tax to net cash flow:		
Depreciation and amortization expense	-	-
FCTR	-	-
Interest & Dividend received	-	-
Profit on sale of Fixed Assets	-	-
Other Comprehensive (Income)/Loss	-	-
Loss/ (Profit) on sale of fixed assets	-	-
CASH GENERATED BEFORE WORKING CAPITAL CHANGES		
(Increase)/Decrease in Trade receivables	-	-
CASH GENERATED FROM OPERATIONS		
Inventory	-200.75	-
Trade Receivable	-	-1.76
Loans & Advances - Current	-11.24	-
Other Current Assets	-	-5.55
Other Non Current Assets	-	-
Trade Payables- Current	2.28	-
Other Current Liabilities	-	-
Other Non Current Financial Assets	-	-
Non-current Loans	-	-
Current - Provisions	0.04	-
Non Current - Provisions	-	-
Other financial Liabilities- Current	-1.02	-
Other financial Assets- Current	225.48	-
Current Tax	-	-
Advance Tax Paid	-	-
Taxes Paid (net of refunds)	0.20	-
NET CASH (USED IN)/ GENERATED FROM OPERATING ACTIVITIES (A)	-5.31	-26.74
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	-	-0.11
Purchase of Intangibles	-	-
Additions in WIP	-	-
Proceeds from sale of property, plant and equipment	0.11	-
Profit on Sale of Fixed Asset	-	-
Investment in Subsidiary Company	-	-
Maturity of bank deposits (having original maturity of more than 12 months)	-	-
Interest Received	-	-
NET CASH FLOW (USED IN)/ GENERATED FROM INVESTING ACTIVITIES- (B)	0.11	-26.85
C. CASH FLOW FROM FINANCING ACTIVITIES		
Interest & Dividend Received	-	-
Proceeds from long term borrowings	-	-
Proceeds from issue of compounding instrument	-	-
Proceeds from short term borrowings	-	-
Share Application Money	-	-
Pending Investment Realised	-	-
Dividend Paid	-	-
Interest paid	-	-
Premium on issue of Shares	-	-
Proceeds from issue of shares	-	-
NET CASH (USED IN)/ GENERATED FROM FINANCING ACTIVITIES ©	-	-
Net Increase in Cash and Cash Equivalents (A+B+C)	-5.20	-26.85
Add: Cash and Cash Equivalents at the beginning of the year	20.52	47.37
Cash and Cash Equivalents at the end of the year	15.32	20.52

FOR, M/S. VCA & Associates,
Chartered Accountants
FRN: 114414W

(CA. H. N. VAGHANI)
Partner
Membership No.: 144111
UDIN : 24144111BKBIVE8854
Place: Bhavnagar
Date: 24th May, 2024

For and on behalf of the Board of Directors,

Vishal Ruparel
Chairman & Managing Director
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Place: Mahuva

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Director
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Place: Mahuva

Khyati Gandhi
Company Secretary
Officer
M. No. A62422
Place: Mumbai
Date: 24th May, 2024

Ramjibhai Kanjariya
Chief Financial
Officer
Place: Mahuva

Notes to standalone financial statements for the year ended 31st March, 2024

1.1 Corporate information:

"The company is incorporated under the Indian Companies Act, 1956, having its registered office situated at Plot No. 1a, Revenue Survey No. 203, P1, Savarkundla Road, Taveda, Mahuva, Dist. Bhavnagar Gujarat 364290, India. The company is presently looking for business opportunities and has part surplus fund in profitable opportunities. The Company's equity share is listed on the Bombay Stock Exchange.

The financial statements for the year ended March 31, 2024, were authorized and approved for issue by the Company's Board of Directors on May 24, 2024.

The management is evaluating the possibilities of restructuring the business, and to enable better management focus and control of the business including change of name of the Company which the company is pursuing with various authorities to give such effect. "

1.2 Recent Accounting Pronouncement

"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 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, as below.

Ind AS 16–Property Plant and equipment -The amendment clarifies that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognised in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2022. The Company has evaluated the amendment and there is no impact on its financial statements.

Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets–The amendment specifies that the 'cost of fulfilling' a contract comprises the 'costs that related directly to the contract'. Costs that related irectly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour,materials)or an allocation of other costs that related directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). The effective date for adoption of this amendment is annual periods beginning on or after April1,2022, although early adoption is permitted. The Company has evaluated the amendment and the impact is not expected to be material."

1.3 The material accounting policies are set out below:

a. Basis of Preparation and presentation of standalone Financial Statement:

"The standalone financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below:

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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these standalone financial statements is determined on such a basis.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The financial statements were authorized for issue by the Board of Directors (BOD) on May 24, 2024."

"b. Use of estimates:"

"The preparation of these standalone financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the standalone financial statements and the reported amounts of income and expense for the periods presented. The estimates and assumptions used in the accompanying standalone financial statements are based upon management's evaluation of relevant facts and circumstances as at the date of the financial statements. Actual results could differ from estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and future periods are affected.

Key source of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of useful lives of property, plant and equipment and provisions and contingent liabilities.

Critical accounting judgments and key sources of estimation uncertainty:

(i) Impairment of Non-financial assets:

Impairment exists when the carrying value of assets exceeds its recoverable amount, which is higher of its fair value less cost of disposal and its value in use. The value in use is determined based upon discounted cash flow model which is derived from the budget determined by the Company. There coverable amount is sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash inflows and the growth rate used.

(ii) Provisions and contingent liabilities:

A provision is recognized when the Company has a present obligation as a result of past event and it is probable than an out flow of resources will be required to settle the obligation, in respect of which there liable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are

not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date adjusted to reflect the current best estimates. Contingent liabilities are not recognized in the financial statements. A contingent asset is neither recognized nor disclosed in the financial statements.

(iii) Other estimates:

The preparation of standalone financial statements involves estimates, classification and assumptions that affect the reported amount of assets, liabilities, disclosure of contingent liabilities at the date of standalone financial statements and the reported amount of revenues and expenses for the reporting period. Specifically, the Company estimates the probability of collection of accounts receivable by analyzing historical payment patterns, customer concentrations, customer credit-worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances maybe required."

"c. Revenue recognition:"

"Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated customer returns, rebates and other similar allowances.

(i) Sale of Goods

Revenue from the sale of goods is recognized when the goods are delivered and titles have passed, at which time all the following conditions are satisfied:

- The Company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- The Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- The amount of revenue can be measured reliably;
- It is probable that the economic benefits associated with the transaction will flow to the Company; and
- The costs incurred or to be incurred in respect of the transaction can be measured reliably.

(ii) Interest income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Dividend income is accounted for when the right to receive it is established.

Insurance claims are accounted at the time when there is a certainty with regard to the receipt of claim."

"d. Property , Plants & Equipments:"

The company do not have any Property , Plants & Equipments hence the entire para is not applicable.

"e. Depreciation on Property , Plants & Equipments:"

As the company do not owned any Property , Plants & Equipments hence this para is not applicable.

f. Impairment of Property, Plants & Equipments & intangible Assets:

"At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified. Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in profit or loss."

g. Non-current assets held for sale:

"Non-current assets and disposal Group of assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only 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 sales of such asset (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

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

h. Borrowing Costs:

"Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are recognized in profit or loss in the period in which they are incurred."

i. Inventories

"All trading goods are valued at lower of cost and net realizable value. Cost of inventories is determined on first in first out basis.

Net realizable value is the estimated selling price in the ordinary course of business."

j. Financial instruments:

"Financial assets and financial liabilities are recognized when a Company entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

(i) Financial assets: The company classifies its financial assets as per Ind as 109 those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and those to be measured at amortized cost. The company has made an irrevocable election not to present the other comprehensive income and subsequent changes in the fair value of equity instruments not held for trading.

(ii) Financial assets at fair value through profit or loss: Financial assets are measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable of financial assets and liabilities at fair value through profit or loss are immediately recognized profit or loss."

(iii) Financial assets at amortized cost: Financial assets subsequently measured at amortized cost if these financial assets are held within a business whose objective is to hold these assets to collect contractual cash flows and contractual terms of the financial assets give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

(iv) Impairment of financial assets: The Company assesses at each of Balance Sheet date whether a financial assets or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through loss allowance. The Company recognizes lifetime expected credit losses for all contracts and/or all trade receivables that does not constitute financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

"(v) De-recognition of financial assets: The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

On de-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consider at ion received and receivable and the cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

On de-recognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the

financial asset between the part it continues to recognize under continuing involvement, and the part it no longer recognizes on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognized and the sum of the consideration received for the part no longer recognized and any cumulative gain or loss allocated to it that had been recognized in other comprehensive income is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognized in other comprehensive income is allocated between the part that continues to be recognized and the part that is no longer recognized on the basis of the relative fair values of those parts."

"(vi) Financial liabilities and equity instruments

- Classification as debt or equity: Debt and equity instruments issued by a Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.
- Financial liabilities: All financial liabilities are subsequently measured at amortized cost using the effective interest method.
- Equity instruments: An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company are recognized at the proceeds received, net of direct issue costs.
- Financial guarantee contracts: A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debt or fails to make payments when due in accordance with the terms of a debt instrument. Financial guarantee contracts issued by a Company entity are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:
 - the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and
 - the amount initially recognized less, when appropriate, the cumulative amount of income recognized in accordance with the principles of Ind AS 18.
- De-recognition of financial liabilities: The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.
- Offsetting Financial Instruments: Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counter party."

k. Cash and cash equivalents:

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and

which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

l. Foreign currency:

"The functional currency of the Company is Indian rupee (INR). On initial recognition, all foreign currency transactions are translated into the functional currency using the exchange rates prevailing on the date of the transaction. As at the reporting date, foreign currency monetary assets and liabilities are translated at the exchange rate prevailing on the Balance Sheet date and the exchange gains or losses are recognized in the Statement of Profit and Loss."

m. Retirement and other employee benefits :

The Company has preferred not to provide for employee benefits for the future since it has recently commenced its operations and is in the process of stabilising its expansion plan as per its model of operations. It is presumed that the data for such provision is inadequate at the current stage and any provisioning amount is not reflective of appropriate amount.

n. Income Tax:

Income tax expense represents the sum of the tax currently payable and deferred tax.

- Current tax: The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.
- Deferred tax: Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the standalone financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.
The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.
Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.
The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.
- Current and deferred tax for the period: Current and deferred tax are recognized in profit or loss ,except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively."

o. Segment Reporting:

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

p. Provisions and contingencies:

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

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably."

q. Earnings per equity share:

"Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the standalone financial statements by the Board of Directors."

r. Operating Cycle:

Based on the nature of products/activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

s. Lease

All lease are considered as Operating Lease since they are of low value.

1.4 Statement of Compliance

In accordance with the notification dated 16th February, 2015, issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) with effect from April 1, 2017. The financial statements for the year ended 31st March 2024 have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

All amounts in Financials are in lacs unless mentioned otherwise.

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2024							
A. Equity Share Capital							
(Rs. In Lacs)							
Balance at the beginning of the reporting period 01.04.2022	Changes in equity share capital during the year	Balance at the End of the period 31.03.2023	Changes in current year	Balance at the end of the reporting period 31.03.2024			
308.2	0	308.2	0	308.2			
B. Other Equity							
Particulars	Revaluation Reserve	Security Premium	General Reserve	Retained Earning	Capital Reserve	Other Comprehensive Income	Total Equity Attributable to Equity Holder of the Company
Balance as of 1st April 2022	-	340.54	-	-108.26	-	-15.00	217.28
Net Income of the year	-	-	-	-19.43	-	-	-19.43
Fair Value of Non-Current Investment	-	-	-	-	-	-	-
Income Tax Effect	-	-	-	-	-	-	-
Actual Gain of Loss	-	-	-	-	-	-	-
Balance as of 1st April 2023	-	340.54	-	-127.69	-	-15.00	197.85
Net Income of the year	-	-	-	-20.30	-	-	-20.30
Adjustment + / (-)	-	-	-	-	-	15.00	15.00
Fair Value of Non-Current Investment	-	-	-	-	-	-	-
Income Tax Effect	-	-	-	-	-	-	-
Actual Gain of Loss	-	-	-	-	-	-	-
Balance as of 31st Mar 2024	-	340.54	-	-147.99	-	-	192.55

Note : 2 Property, Plant and Equipment		
Particulars	Office Equipments	TOTAL
Cost or Valuation		
As at 1st April, 2022	-	-
Addition	0.12	0.12
Disposals	-	-
Other Adjustments	-	-
- Revaluation	-	-
- Exchange Difference	-	-
-Borrowing Cost	-	-
As at 31st March, 2023	0.12	0.12
Addition	-	-
Acquisitions	-	-
Disposals	-0.12	-0.12
Other Adjustments	-	-
- Revaluation	-	-
- Exchange Difference	-	-
-Borrowing Cost	-	-
As at 31st March, 2024	-	-
Depreciation		
As at 1st April, 2022	-	-
Charge for the Year	0.01	0.01
Disposals	-	-
As at 31st March, 2023	0.01	0.01
Charge for the Year	-	-
Disposals	-0.01	-0.01
As at 31st March, 2024	-	-
Impairment Loss		
As at 1st April, 2022	-	-
Charge for the year	-	-
Reversal	-	-
As at 31st March, 2023	-	-
Charge for the year	-	-
Reversal	-	-
As at 31st March, 2024	-	-
Net Block		
As at 31st March, 2023	0.11	0.11
As at 31st March, 2024	-	-

Note No : 3						(Rs. In Lacs)
Non-current investments						
Particulars		Face Value	Number of shares / units	As at 31st March, 2024	Number of shares / units	As at 31st March, 2023
(1) Designated at fair value through profit or loss:						
(i) Quoted						
(a) In equity shares of Companies Fully paid up :						
(b) In units of mutual fund						
(ii) Unquoted shares of Associate SAMT Foods Pvt L			20,00,000.00	200.00	20,00,000.00	200.00
Valued at Cost				200.00		200.00

* Investment in associate entity valued as per Equity method at Rs. 90.82 Lacs (PY : 97.87 Lacs).

Note No : 4

Inventories

Particulars	As at 31st March, 2024		As at 31st March, 2023	
Raw materials	-		-	
Raw materials in transit	-		-	
Packing materials	-		-	
Work-in-progress	-		-	
Stock in Trade	200.75	200.75	-	-
		200.75		-

(At lower of cost or net realizable value, unless stated otherwise)

Note No : 5

Trade receivables - Current

Particulars	As at 31st March, 2024		As at 31st March, 2023	
Unsecured, considered good				
Due from related parties	-		-	
Due from others	46.13	46.13	46.13	46.13
		46.13		46.13
TRADE RECEIVABLES AGEING SCHEDULE				
Undisputed, considered good				
- not yet due		-		-
- less than 6 months		-		-
- 6 months to 1 year		-		-
- 1 year to 2 years		-		-
- 2 year to 3 years		-		-
- More than 3 years		46.13		46.13
		46.13		46.13

Note No : 6

Cash and cash equivalents

Particulars	As at 31st March, 2024		As at 31st March, 2023	
Balances with banks				
In current accounts	15.25		20.45	
Cash on hand	0.07	15.32	0.07	20.52
		15.32		20.52

Note No : 7

Other financial assets - Current

Particulars	As at 31st March, 2024		As at 31st March, 2023	
(Unsecured, considered good)				
Other Receivables		28.63		254.11
		28.63		254.11

Note No : 8

Other current assets

Particulars	As at 31st March, 2024		As at 31st March, 2023	
(Unsecured, considered good)				
Other Loans & Advances				
Other - GST Input Tax Credit	12.55		1.41	
Advance Salary	0.10	12.65	-	1.41
		12.65		1.41

Note No : 9		(Rs. In Lacs)			
Equity Share capital					
Particulars	As at 31st March, 2024		As at 31st March, 2023		
	No. of shares	Amount	No. of shares	Amount	
(a) Authorised					
Equity shares of par value <i>Rs 10/-</i> each	35,00,000	305.00	35,00,000	305.00	
	35,00,000	305.00	35,00,000	305.00	
(b) Issued, subscribed and fully paid up					
Equity shares of par value <i>Rs 10/-</i> each at the beginning of the year	30,82,000	308.20	30,82,000	308.20	
Changes during the year	-	-	-	-	
At the end of the year	30,82,000.00	308.20	30,82,000.00	308.20	

(c) The Company has only one class of equity shares having a par value of *Rs10/-* per share. Each holder of equity shares is entitled to one vote per share. The holders of Equity Shares are entitled to receive dividends as declared from time to time. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. 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.

(d) Shareholders holding more than 5 % of the equity shares in the Company :

Name of shareholder	As at 31st March, 2024		As at 31st March, 2023	
	No. of shares held	% of holding	No. of shares held	% of holding
Ruparel Pankajkumar Ranchhoddas HUF	5,59,307	18.15	5,59,307	18.15
Pankajkumar Ranchhoddas Ruparel	5,59,307	18.15	5,59,307	18.15
Shyam Pankajkumar Ruparel	5,59,200	18.14	5,59,200	18.14
Vishal Pankajkumar Ruparel	5,59,200	18.14	5,59,200	18.14

(e) Shares hold by the promoters at the end of the year

Name of Promoters	As at 31st March, 2024		As at 31st March, 2023	
	No. of shares held	% of total shares	No. of shares held	% of total shares
Ruparel Pankajkumar Ranchhoddas HUF	5,59,307	18.15	5,59,307	18.15
Pankajkumar Ranchhoddas Ruparel	5,59,307	18.15	5,59,307	18.15
Shyam Pankajkumar Ruparel	5,59,200	18.14	5,59,200	18.14
Vishal Pankajkumar Ruparel	5,59,200	18.14	5,59,200	18.14

Note No : 10 (Rs. In Lacs)

Other equity					
Particulars	As at 31st March, 2024		As at 31st March, 2023		
	No. of shares	Amount	No. of shares	Amount	
(a) Security Premium					
Opening Balance	340.54		340.54		
Adjustment (+ / -)	-	340.54	-	340.54	
(b) Other Comprehensive Income					
Opening Balance	-15.00		-15.00		
Adjustment (+ / -)	15.00	-	-	-15.00	
(c) Retained earnings					
Balance as per Last Account	-127.69		-108.26		
Add : Surplus as per Statement of Profit and Loss	-20.30		-19.43		
Other Comprehensive Income(net of tax)					
Amount available for appropriation	(147.99)		-127.69		
Less : Appropriations:					
Dividend on equity shares	-		-		
Tax on dividend	-		-		
Transfer to general reserve	-		-		
Balance at the end of the year		147.99		-127.69	
Total other equity		192.55		197.85	

Note No : 11

Other financial liabilities - Current

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	No. of shares	Amount	No. of shares	Amount
Other payables				
Payable to suppliers of capital goods	-		-	
Outstanding Liabilities for Expenses	2.28		16.02	
		2.28		16.02
		2.28		16.02

Note No : 12

Other current liabilities

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	No. of shares	Amount	No. of shares	Amount
Other Current Liabilities				
Statutory liabilities	0.25		0.13	
	0.20	0.45	0.08	0.21
		0.45		0.21

MEHTA HOUSING FINANCE LIMITED

Note No : 13		
Purchase Of Traded Goods		
Particulars	As at 31st March, 2024	As at 31st March, 2023
<i>Purchases</i>	200.75	-
	200.75	-

Note No : 14		
Changes in Inventory of Finished goods, Work in Progress & Stock-in-Trade		
Particulars	As at 31st March, 2024	As at 31st March, 2023
<i>(Increase)/ Decrease in Stocks</i>	-	-
<i>Stock at the end of the Year:</i>	-	-
<i>Stock in Trade</i>	200.75	-
TOTAL(A)	200.75	-
<i>Less: Stock at the Beginning of the year</i>	-	-
<i>Stock in Trade</i>	-	-
TOTAL(B)	-	-
TOTAL (B-A)	-200.75	-

Note No : 15		
Employee Benefit expenses		
Particulars	As at 31st March, 2024	As at 31st March, 2023
<i>Salaries & Wages</i>	8.13	8.54
<i>Staff Welfare Expenses</i>	0.09	-
	8.22	8.54

Note No : 16		
Other Expenses		
Particulars	As at 31st March, 2024	As at 31st March, 2023
<i>Other Expenses</i>	5.97	5.31
<i>Rent Expenses (Paid to Related Party)</i>	0.60	0.50
<i>Legal & Listing Fees</i>	3.25	3.30
<i>Audit Fees</i>	0.70	0.90
<i>Director's Seating Fees</i>	1.56	0.87
	12.08	10.88

NOTE: 17: Earning Per Share (EPS)

Particulars	Year Ended	
	March 31, 2024	March 31, 2023
Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders	-20.30	-19.43
Weighted Average number of equity shares used as denominator for calculating EPS (Nos. in Lacs)	30.82	30.82
Basic and Diluted Earnings per share	-0.66	-0.63
Face Value per equity share	10.00	10.00

NOTE: 18: Financial risk management objectives and policies

The Company's activities expose it to a variety of financial risks including market risk, credit risk and liquidity risk. The Company's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Company's risk management assessment and policies and processes are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. The Board of Directors and the Audit Committee is responsible for overseeing the Company's risk assessment and management policies and processes.

The Company's financial risk management policy is set by the management. Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. The Company manages market risk which evaluates and exercises independent control over the entire process of market risk management. The activities include investment in mutual fund (debt and equity), Equity Shares, Debentures, Alternative Investments plans, Real Estate Exposure through non- convertible debentures/as capital contributions in subsidiaries and other strategies investments. The market value and future yield on debt fund will fluctuate because of changes in bank rate, RBI Policy and market interest rates while market value of the equity instruments changes on account of performance of various industries/ investee in which the Company has made an investment. In order to optimize the Company's position with regards to appreciation in value of mutual fund and to manage the interest rate risk, it performs a comprehensive corporate interest rate risk management by balancing the proportion of floating rate and accruals financial instruments in its total portfolio.

a. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counter party to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, investments, inter-corporate deposits and financial guarantees. Credit risk arises from cash held with banks and financial institutions, as well as credit exposure to clients, including outstanding accounts receivable. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counter party credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments.

(i) Trade receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. An impairment analysis is performed at each reporting date on an individual basis. The Company does not hold collateral as security for outstanding trade receivables. The history of trade receivables shows an eligible provision for bad and doubtful debts.

(ii) Investments and other financial assets

The Company limits its exposure to credit risk by generally investing in liquid securities, equity shares, mutual funds and other investments and only with counter parties that have a good credit rating. The Company does not expect any losses from non-performance by these counter-parties, and does not have any significant concentration of exposures to specific industry sectors. For derivative and financial instruments, the Company attempts to limit the credit risk by only dealing with reputable banks and financial institutions having high credit-ratings assigned. The Company does not expect any material credit risk on account of non-performance by counterparties to whom the financial assets receivables.

(iii) Financial assets that are past due but not impaired

Credit risk from balances with banks and financial institutions is managed by the management in such a manner that it is exposed to the lowest possible risk. None of the Company's cash equivalents, including term deposits (i.e., certificates of deposit) with banks, were past due or impaired as at March 31, 2024.

b. Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company invests its surplus funds in various marketable securities to ensure that the sufficient liquidity is available. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due.

The Company also has access to a sufficient variety of sources of funding with the banks. Considering surplus funds invested in liquid investments, the Company does not perceive any liquidity risk.

c. Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates, foreign currency exchange rates and commodity prices) or in the price of market risk-sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk-sensitive financial instruments. The Company is exposed to market risk primarily related to foreign exchange rate risk, interest rate risk and the market value of its investments. Thus, the Company's exposure to market risk is a function of investing and borrowing activities.

NOTE: 19: DISCLOSURE REQUIRED UNDER SECTION 22 OF THE MICRO, SMALL & MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006:

The Company has not received information from vendors regarding their status under the Micro/Small & Medium Enterprises Development Act, 2006; hence disclosure relating to amounts unpaid as at the yearend under this Act has not been given.

NOTE: 20: Related Parties Disclosure & under Indian Accounting Standard 24

DIRECTORS AND KEY MANAGEMENT PERSONNEL

Mr. Vishal Ruparel, Chairperson and Managing Director
Mrs. Trupti Ruparel, Non-Executive Director
Mr. Pankaj Ruparel, Non-Executive Director
Mr. Shyam Ruparel, Non- Executive Director
Mr. Sanjay Shah, Independent Director
Mr. Anand Thakkar, Independent Director
Mr. Anand Ruparel, Independent Director
Mrs. Jinal Shah, Independent Director
Mr. Ramjibhai Kanjariya, Chief Financial Officer
Ms. Kinjal Kothari, Company Secretary and Compliance Officer
Ms. Khyati Gandhi, Company Secretary and Compliance Officer

Enterprises over which key management personnel/relatives are able to exercise significant influence:

SAMT Foods Private Limited (Formerly Ruparel Food Specialties Private Limited)

Related Party Transaction for the year ended 31.03.2024 are as follow

Particulars	Nature of Transaction	Amount (in Actual)
Mr. Pankaj Ruparel, Non-Executive Director	Seating Fees	22500.00
Mr. Pankaj Ruparel, Non-Executive Director	Rent	60000.00
Mrs. Trupti Ruparel, Non-Executive Director	Seating Fees	9000.00
Mr. Shyam Ruparel, Non- Executive Director	Seating Fees	16500.00
Mr. Sanjay Shah, Independent Director	Seating Fees	25500.00
Mr. Anand Thakkar, Independent Director	Seating Fees	31500.00
Mr. Anand Ruparel, Independent Director	Seating Fees	28500.00
Mrs. Jinal Shah, Independent Director	Seating Fees	22500.00
Mr. Ramjibhai Kanjariya, Chief Financial Officer	Salary	Nil
Ms. Kinjal Kothari, Company Secretary and Compliance Officer	Salary	260000.00
Ms. Khyati Gandhi, Company Secretary and Compliance Officer	Salary	235000.00

NOTE: 21: Other Notes Forming Part of the Accounts

1. The Company's business activities falls within a single primary business segment viz. Trading of Food Products.
2. The liabilities towards the secured loan towards banks, financial institutions have been fully accounted for, till date.
3. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property
4. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
5. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
(a) 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
(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
6. The Company does not have any transactions with struck-off companies.
7. The Company does not have any transaction which is not recorded in the books of accounts but has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
8. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
9. Previous and Current Year figures have been regrouped reclassified and represented wherever found necessary.
10. Various claims receivable of the previous year and liabilities relating to the previous year have been brought in the current years to show a true and fair view of the accounts.
11. Balance in Secured Loans, Unsecured Loans, Sundry Creditors, Debtors, Loans & Advances are subject to confirmation.
12. On the basis of the information available with the Company, there is no amount due but remaining unpaid as on 31st March, 2024 to any supplier who
13. The requirements of Indian Accounting Standard "Accounting for taxes on income" have been considered and the management is of the opinion that no deferred tax assets / liability needs to be created.
14. In the absence of the taxable income, no provision for taxation has been made u/s 115 JB of the Income Tax Act, 1961. However, the tax year end of the Company being 31st March, 2023 the ultimate liability for the A.Y. 2023-23 will be determined on the total income of the Company for the year ended 31st March, 2023.
15. The Company has not made any provision for Income Tax as the Company does not envisage any liability.
16. Information Pursuant to Schedule III of the Companies Act, 2013.

Particulars	31-03-2024	31-03-2023
a) Earning in Foreign Currency	NIL	NIL
b) Expenditure in Foreign Currency	NIL	NIL

The Schedules referred to above forms an integral part of the Balance Sheet.

FOR, M/S. VCA & Associates,
Chartered Accountants
FRN: 114414W

(CA. H. N. VAGHANI)
Partner
Membership No.: 144111
UDIN : 24144111BKBIVE8854
Place: Bhavnagar
Date: 24th May, 2024

For and on behalf of the Board of Directors,

Vishal Ruparel Chairman & Managing Director (DIN: 00077767) Place: Mahuva	Trupti Ruparel Director (DIN: 09121956) Place: Mahuva
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Khyati Gandhi Company Secretary M. No. A62422 Place: Mumbai Date: 24 th May, 2024	Ramjibhai Kanjariya Chief Financial Officer Place: Mahuva
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RATIO ANALYSIS

<i>Particulars</i>	<i>F.Y. 2023-24</i>	<i>F.Y. 2022-23</i>
1 <u>CURRENT RATIO (In Times)</u> (Total Current Assets / Current Liabilities) <i>Current Liabilities</i> = Total Current Liabilities- Current Maturities of Non current Borrowings & Lease Obligations	37.63	19.85
2 <u>NET DEBT EQUITY RATIO(In Times)</u> (Net Debt/ Average Equity) <i>Net Debt</i> = Non Current Borrowings+Current Borrowings+Non current and Current Lease Liabilities- current Investments- Cash & Cash Equivalents- Other Balances with Banks <i>Equity</i> = Equity Share Capital+ Other Equity	NA	NA
3 <u>DEBT SERVICE COVERAGE RATIO (In Times)</u> EBIT/ Net Finance Charges EBIT = Profit before taxes(+/-) Exceptional Items + Net Finance Charges Net Finance Charges = Finance Costs (excluding interest on current borrowings) - Interest Income - Dividend Income from Current Investments - Net Gain / Loss on sale of Current Investments	NA	NA
4 <u>CURRENT LIABILITY RATIO (In Times)</u> (Total Current Liabilities/ Total Liabilities)	0.005	0.031
5 <u>TOTAL DEBTS TO TOTAL ASSET RATIO</u> (Non current Borrowings+ Current Borrowings+Non Current & Current Lease Liabilities)/ Total Assets	0.0000	0.0000
6 <u>DEBTORS TURNOVER RATIO (In Times)</u> (Average Trade Receivable / Turnover in Days) <i>Turnover</i> = Revenue From Operations	NA	NA
7 <u>INVENTORY TURNOVER RATIO (In Times)</u> (Average Inventory/ Sale of Product in days)	NA	NA
8 <u>NET PROFIT MARGIN(%)</u> (Net Profit after tax/ Turnover) <i>Turnover</i> = Revenue From Operations	NA	NA
9 <u>NET WORTH</u> (Equity Share Capital + Other Equity+ Hybrid Perpetual Securities)	500.75	506.05
10 <u>RETURN ON EQUITY (%)</u> (Profit after Preference Dividend / Average Equity Shareholders)	-5.31%	-5.09%
11 <u>TRADE PAYABLES TURNOVER RATIO (In Times)</u> (Cost of Goods & Services / Average Trade Payables)	NA	NA
12 <u>NET CAPITAL TURNOVER RATIO (In Times)</u> (Turnover / Average Working Capital)	NA	NA
13 <u>RETURN ON CAPITAL EMPLOYED (%)</u> (Earning before Interest & Tax / Capital Employed)	-4.05%	-3.84%
14 <u>RETURN ON INVESTMENT (%)</u> (Profit after Tax / Total Average Investment)	0.00%	0.00%

5. CONSOLIDATED FINANCIALS

INDEPENDENT AUDITOR'S REPORT

To the members of
MEHTA HOUSING FINANCE LIMITED

Report on the Consolidated Financial Statements

Opinion:

We have audited the accompanying Consolidated Financial Statements of **Mehta Housing Finance Limited ("the Company")** which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity, Statement of Cash Flows for the year then ended, and notes to the Consolidated financial statement, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "Consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on separate financial statements and on the other financial information of the associate, the aforesaid Consolidated 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 ("Ind AS") prescribed under section 133 of the Act read with the Companies (Indian Accounting Standard) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, its loss, total comprehensive incomes, changes in equity and its cash flows for the year ended on that date.

Basis for opinion

We conducted our audit of the Consolidated financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143 (10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the audit of the Consolidated financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated financial statements under the provisions of the Act and the rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated 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 Consolidated financial statements of the current period. These matters were addressed in the context of our audit of the Consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Information other than the Consolidated financial statements and auditors' report thereon

The Holding Company's board of directors is responsible for the other information. The other information comprises the information included in the Management Discussions and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Consolidated financial statements and our auditor's report thereon.

Our opinion on the Consolidated 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 Consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated 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.

Responsibilities of the management & those charged with governance for the Consolidated Financial Statements

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

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

The Board of directors are also responsible for overseeing the Company's financial reporting process.

Auditor's responsibilities for the audit of the Consolidated financial statements:

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

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

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

Materiality is the magnitude of misstatements in the Consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated financial statements may be influenced. We consider quantitative materiality and quantitative 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 Consolidated financial statements

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

The consolidated financial results includes the holding company's share of net loss after tax and total comprehensive income for the year ended March 31, 2024 in respect of the Associate, which has been audited by the other auditor whose report has been furnished to us by the management and our opinion on the consolidated financial results relating to this associate is solely based on the report of the other auditor and the procedures performed as stated in para above under the heading "Auditor's Responsibilities for the Audit of the Consolidated Financial Results".

(Rs. In Lakhs)

Particulars	March 31, 2024
Total Profit/(Loss) after Tax	(7.04)
Total Comprehensive Income	(7.04)

Reference to note no 17, regarding rent expenses which has not been classified as right of use in Property, Plant & Equipment is in contravention of IND-AS.

Our opinion not modified in this regards.

Report on Other Legal and Regulatory Requirements

1. As required by section 143 (3) of the Act, based on our audit we report that:
 - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The consolidated financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
 - d. in our opinion, the aforesaid Consolidated 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 March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Company, and associate company covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure A' wherein we have expressed an unmodified opinion;.
 - g. With respect to the matter to be included in the Auditors' Report in accordance with 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 Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its consolidated financial position.
 - ii. The Holding Company & Its associate company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company & Its Associate.
- iv. On the basis of written representations received from the management of the Holding Company & Its Associates;
 - a. it is stated that, to the best of their knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - b. it is stated that, to the best of their knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - c. Based on such audit procedures that were considered reasonable and appropriate by us in the circumstances, nothing has come to our notice that has caused us to believe that the representations of management under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. 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 1st April, 2023 and accordingly reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is in respect of Financial year ended 31.03.2024. Based on our examination, the Company has used accounting software for maintaining its books of accounts which has a feature of recording audit trail (edit log) facility. The audit trail facility has been implemented with effect from 1st April, 2023 for all relevant transactions recorded in the accounting software. During the course of our audit we did not come across any instance of audit trail feature being tampered with.
- vi. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) order, 2020 (the "Order" / "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditors of respective company included in the consolidated financial statements of the Company to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

For **VCA & ASSOCIATES**
Chartered Accountants
FRN: 114414W

(CA. H. N. Vaghani)
Partner

Membership No. : 144111

UDIN : 24144111BKBIVF7228

Place : Bhavnagar
Date: 24th May, 2024

"Annexure A" to the Independent Auditor's Report of even date on the Consolidated Financial Statements of Mehta Housing Finance Limited for year ended 31st March, 2024

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

We have audited the internal financial controls over financial reporting of Mehta Housing Finance Limited ("the Holding Company") & its Associates as of March 31, 2024 in conjunction with our audit of the Ind AS Consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Holding Company & its Associate's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective 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 company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Holding Company & its associate's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the 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. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Consolidated 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 Holding Company & its associate's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Consolidated financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the

transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Consolidated financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Consolidated financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, and to the best of our information and according to the explanations given to us, the Holding Company & its associate's has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the criteria for 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 ICAI.

Other Matter

The consolidated financial statements also include the Holding Company's share of net loss of ₹ 20.30 Lacs for the year ended 31 March 2024, in respect of one associate company, which is a company covered under the Act, whose internal financial controls with reference to financial statements have not been audited by us. The internal financial controls with reference to financial statements in so far as it relates to such associate company have been audited by other auditor whose report has been furnished to us by the management and our report on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements for the Holding Company and its associate company, as aforesaid, under Section 143(3)(i) of the Act in so far as it relates to such associate company is based solely on the reports of the auditor of such company. Our opinion is not modified in respect of this matter with respect to our reliance on the work done by and on the reports of the other auditor.

For **VCA & ASSOCIATES**
Chartered Accountants
FRN: 114414W

(CA. H. N. Vaghani)
Partner

Membership No. : 144111

UDIN : 24144111BKBIVF7228

Place : Bhavnagar
Date: 24th May, 2024

FINANCIAL STATEMENT (CONSOLIDATED)

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2024				
(Rs. In Lacs)				
	Particulars	Note No.	As at 31st March, 2024	As at 31st March, 2023
I.	ASSETS			
	(1) Non - current assets			
	(a) Property, Plant and Equipment	2	-	0.11
	(b) Intangible assets		-	-
	(c) Capital Work In Progress		-	-
	(d) Financial assets			
	(i) Investments	3	90.82	97.87
	(ii) Others		-	-
	(e) Deferred tax assets (net)		-	-
	(f) Other non - current assets		-	-
	(2) Current assets			
	(a) Inventories	4	200.75	-
	(b) Financial assets			
	(i) Investments			
	(ii) Trade receivables	5	46.13	46.13
	(iii) Cash and cash equivalents	6	15.32	20.52
	(iv) Bank balances other than cash and cash equivalents		-	-
	(v) Others	7	28.63	254.11
	(c) Other current assets	8	12.65	1.41
	Total Assets		394.30	420.15
II.	EQUITY AND LIABILITIES			
	(1) Equity			
	(a) Equity Share capital	9	308.20	308.20
	(b) Other equity	10	83.37	95.72
	Liabilities			
	(2) Non - current liabilities			
	(a) Financial liabilities		-	-
	(i) Long Term Borrowings			
	(ii) Lease Liabilities			
	(iii) Other Financial Liabilities			
	(b) Deferred Tax Liability (net)		-	-
	(3) Current liabilities			
	(a) Financial liabilities			
	(i) Short Term Borrowings		-	-
	(ii) Trade payables		-	-
	a) Total outstanding dues of micro enterprises and small enterprises			
	b) Total outstanding dues of creditors others than micro enterprises and small enterprises			
	(iii) Other financial liabilities	11	2.28	16.15
	(b) Provisions		-	-
	(c) Other current liabilities	12	0.45	0.08
	Total Equity and Liabilities		394.30	420.15
	Significant accounting policies and estimates	1	-	-
	The accompanying notes 1 to 22 are an integral part of the financial statement.			
As per our report of even date attached.				

FOR, M/S. VCA & Associates,
Chartered Accountants
FRN: 114414W

(CA. H. N. VAGHANI)
Partner
Membership No.: 144111
UDIN : 24144111BKBIVE8854
Place: Bhavnagar
Date: 24th May, 2024

For and on behalf of the Board of Directors,

Vishal Ruparel
Chairman & Managing Director
(DIN: 00077767)
Place: Mahuva

Trupti Ruparel
Director
(DIN: 09121956)
Place: Mahuva

Khyati Gandhi
Company Secretary
M. No. A62422
Place: Mumbai
Date: 24th May, 2024

Ramjibhai Kanjariya
Chief Financial Officer
Place: Mahuva

CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2024

(Rs. In Lacs)

	Particulars	Note No.	Year ended	Year ended
			31st March, 2024	31st March, 2023
I.	Revenue from operations		-	-
II.	Other income		-	-
III.	Total Income (I+II)		-	-
IV.	Expenses:			
	Cost of materials consumed		-	-
	Purchase of Traded Goods	13	200.75	-
	Changes in inventories of finished goods, stock in trade and work in progress	14	(200.75)	-
	Employee benefits expense	15	8.22	8.54
	Finance costs		-	-
	Depreciation and amortization expense		-	0.01
	Other expenses	16	12.08	10.88
	Total expenses (IV)		20.30	19.43
V.	Profit before tax & Share of Profit / (Loss) of Investment in an associate accounted for using equity method (III-IV)		-20.30	-19.43
VI.	Share of Profit / (Loss) of Investment in an associate accounted for using equity method		-7.05	-95.80
VII.	Tax expense :			
	Current tax		-	-
	Deferred tax		-	-
	Income tax relating to earlier years		-	-
VIII.	Profit for the year		-27.35	-115.23
IX.	Other comprehensive income			
	(i) Items that will not be reclassified to profit or loss			
	Remeasurement of the net defined benefit liability/asset		0.00	0.00
	(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	Total other comprehensive income, net of tax		-	-
X.	Total comprehensive income for the year		-27.35	-115.23
XI.	Earnings per equity share (Nominal value per share Rs. 10/-)			
	- Basic (Rs.)		-0.89	-3.74
	- Diluted (Rs.)		-0.89	-3.74
	Significant accounting policies and estimates	1		
	The accompanying notes 1 to 22 are an integral part of the financial statement.			

As per our report of even date attached.

FOR, M/S. VCA & Associates,
Chartered Accountants
FRN: 114414W

(CA. H. N. VAGHANI)
Partner
Membership No.: 144111
UDIN : 24144111BKBIVE8854
Place: Bhavnagar
Date: 24th May, 2024

For and on behalf of the Board of Directors,

Vishal Ruparel
Chairman & Managing Director
(DIN: 00077767)
Place: Mahuva

Trupti Ruparel
Director
(DIN: 09121956)
Place: Mahuva

Khyati Gandhi
Company Secretary
M. No. A62422
Place: Mumbai
Date: 24th May, 2024

Ramjibhai Kanjariya
Chief Financial Officer
Place: Mahuva

Audited Consolidated Statement of Cash flow Statement for the Year ended 31st March, 2024		
Particulars	Amount in Lacs	
	Year ended	
	31st March, 2024	31st March, 2023
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit/(Loss) before Tax and exceptional items	-27.35	-115.23
Non-cash Adjustment to reconcile Profit before tax to net cash flow:		
Depreciation and amortization expense	-	-
FCTR	-	-
Interest & Dividend received	-	-
Share in (profit)/loss of associate companies	7.04	95.80
Other Comprehensive (Income)/Loss	-	-
Loss/ (Profit) on sale of fixed assets	-	-
CASH GENERATED BEFORE WORKING CAPITAL CHANGES		
Adjustments for:	-	-
CASH GENERATED FROM OPERATIONS		
Inventory	-200.75	-
Trade Receivable	-	-1.76
Loans & Advances - Current	-11.24	-
Other Current Assets	-	-5.55
Other Non Current Assets	-	-
Trade Payables- Current	2.28	-
Other Current Liabilities	-	-
Other Non Current Financial Assets	-	-
Non-current Loans	-	-
Current -Provisions	0.04	-
Non Current -Provisions	-	-
Other financial Liabilities-Current	-1.02	-
Other financial Assets- Current	225.48	-
Current Tax	-	-
Advance Tax Paid	-	-
Taxes Paid (net of refunds)	0.20	-
NET CASH (USED IN)/ GENERATED FROM OPERATING ACTIVITIES(A)	-5.32	-26.74
B.CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of property, plant and equipment	-	-0.11
Purchase of Intangibles	-	-
Additions in WIP	-	-
Proceeds from sale of property, plant and equipment	0.11	-
Profit on Sale of Fixed Asset	-	-
Investment in Subsidiary Company	-	-
Maturity of bank deposits (havind original maturity of more than 12 months)	-	-
Interest Received	-	-
NET CASH FLOW (USED IN)/ GENERATED FROM INVESTING ACTIVITIES- (B)	0.11	-26.85
C.CASH FLOW FROM FINANCING ACTIVITIES		
Interest & Dividend Received	-	-
Proceeds from long term borrowings	-	-
Proceeds from issue of compounding instrument	-	-
Proceeds from short term borrowings	-	-
Share Application Money	-	-
Pending Investment Realised	-	-
Dividend Paid	-	-
Interest paid	-	-
Premium on issue of Shares	-	-
Proceeds from issue of shares	-	-
NET CASH (USED IN)/ GENERATED FROM FINANCING ACTIVITIES ©	-	-
Net Increase in Cash and Cash Equivalents (A+B+C)	-5.21	-26.85
Add:Cash and Cash Equivalents at the beginning of the year	20.52	47.37
Cash and Cash Equivalents at the end of the year	15.32	20.52

FOR, M/S. VCA & Associates,
Chartered Accountants
FRN: 114414W

(CA. H. N. VAGHANI)
Partner
Membership No.: 144111
UDIN : 24144111BKBIVE8854
Place: Bhavnagar
Date: 24th May, 2024

For and on behalf of the Board of Directors,

Vishal Ruparel
Chairman & Managing Director
(DIN: 00077767)
Place: Mahuva

Trupti Ruparel
Director
(DIN: 09121956)
Place: Mahuva

Khyati Gandhi
Company Secretary
M. No. A62422
Place: Mumbai
Date: 24th May, 2024

Ramjibhai Kanjariya
Chief Financial Officer
Place: Mahuva

Notes to Consolidated financial statements for the year ended 31 March, 2024

1.1 Corporate information:

"The company is incorporated under the Indian Companies Act, 1956, having its registered office situated at Plot No. 1a, Revenue Survey No. 203, P1, Savarkundla Road, Taveda, Mahuva, Dist. Bhavnagar Gujarat 364290, India. The company is presently looking for business opportunities and has part surplus fund in profitable opportunities. The Company's equity share is listed on the Bombay Stock Exchange.

The consolidated financial statements for the year ended March 31, 2024 comprise financial statement of Mehta Housing Financial Ltd (Holding company) & SAMT Foods Pvt Ltd, its associate, were authorized and approved for issue by the Company's Board of Directors on May 24, 2024.

This is being the first year of Annual consolidation, along with the previous annual period for comparative is reported.

The management is evaluating the possibilities of restructuring the business, and to enable better management focus and control of the business including change of name of the Company which the company is pursuing with various authorities to give such effect."

1.2 Recent Accounting Pronouncement

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 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, as below.

Ind AS 16–Property Plant and equipment -The amendment clarifies that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognised in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant and equipment. The effective date for adoption of this amendment is annual periods beginning on or after April 1, 2022. The Company has evaluated the amendment and there is no impact on its financial statements.

Ind AS 37 – Provisions, Contingent Liabilities and Contingent Assets–The amendment specifies that the cost of fulfilling' a contract comprises the 'costs that related directly to the contract'. Costs that related directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labor, materials) or an allocation of other costs that related directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). The effective date for adoption of this amendment is annual periods beginning on or after April1,2022, although early adoption is permitted. The Company has evaluated the amendment and the impact is not expected to be material.

1.3 The material accounting policies are set out below:

a. Basis of Preparation and presentation of Consolidated Financial Statement:

The Consolidated financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below:

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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an

asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The financial statements were authorized for issue by the Board of Directors (BOD) on May 24, 2024.

b. Use of estimates:

The preparation of these consolidated financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the consolidated financial statements and the reported amounts of income and expense for the periods presented. The estimates and assumptions used in the accompanying consolidated financial statements are based upon management's evaluation of relevant facts and circumstances as at the date of the financial statements. Actual results could differ from estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and future periods are affected.

Key source of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of useful lives of property, plant and equipment and provisions and contingent liabilities.

Critical accounting judgments and key sources of estimation uncertainty

(i) Impairment of Non-financial assets:

Impairment exists when the carrying value of assets exceeds its recoverable amount, which is higher of its fair value less cost of disposal and its value in use. The value in use is determined based upon discounted cash flow model which is derived from the budget determined by the Company. There coverable amount is sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash inflows and the growth rate used.

(ii) Provisions and contingent liabilities:

A provision is recognized when the Company has a present obligation as a result of past event and it is probable than an out flow of resources will be required to settle the obligation, in respect of which there liable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date adjusted to reflect the current best estimates. Contingent liabilities are not recognized in the financial statements. A contingent asset is neither recognized nor disclosed in the financial statements.

(iii) Other estimates:

The preparation of consolidated financial statements involves estimates, classification and assumptions that affect the reported amount of assets, liabilities, disclosure of contingent liabilities at the date of consolidated financial statements and the reported amount of revenues and expenses for the reporting period. Specifically, the Company estimates the probability of collection of accounts receivable by analyzing historical payment patterns, customer concentrations, customer credit-worthiness and current economic trends. If the financial condition of a customer deteriorates, additional allowances may be required.

c. Investment in associate and principles of consolidation:

An associate is an entity over which the Holding Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

The considerations made in determining whether significant influence are similar to those necessary to determine control over the subsidiaries.

The Holding Company's investments in its Associate are accounted for using the equity method. Under the equity method, the investment in an Associate is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Holding Company's share of net assets of the Associate, since the acquisition date. Goodwill relating to the Associate is included in the carrying amount of the investment and is not tested for impairment individually.

The statement of profit and loss reflects the Holding Company's share of the results of operations of the Associate. Any change in OCI of those investees is presented as part of the Holding Company's OCI. In addition, when there has been a change recognised directly in the equity of the associate, the Holding Company recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Holding Company and the associate are eliminated to the extent of the interest in the associate.

The aggregate of the Holding Company's share of profit or loss of an Associate is shown on the face of the statement of profit and loss.

The financial statements of the Associate are prepared for the same reporting period as the Holding Company. When necessary, adjustments are made to bring the accounting policies in line with those of the Holding Company.

After application of the equity method, the Holding Company determines whether it is necessary to recognise an impairment loss on its investment in its Associate. At each reporting date, the Holding Company determines whether there is objective evidence that the investment in the Associate is impaired. If there is such evidence, the Holding Company calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value, and then recognises the loss as 'Share of profit of an associate' in the statement of profit or loss.

Upon loss of significant influence over the associate, the Holding Company measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

The Consolidated Financial Statements are prepared using uniform accounting policy for like transactions and other events in similar circumstances and necessary adjustments required for deviations, if any, have been made in the Consolidated Financial Statements.

Detail of associate considered in the Consolidation Financial Statements:

Name of the associate : SAMT Foods Pvt Ltd

Country of incorporation : India

% holding as at March 31, 2024 : 22.22%

% holding as at March 31, 2023 : 22.22%"

d.Revenue recognition:

Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated customer returns, rebates and other similar allowances.

(i)Sale of Goods

Revenue from the sale of goods is recognized when the goods are delivered and titles have passed, at which time all the following conditions are satisfied:

- The Company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- The Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- The amount of revenue can be measured reliably;
- It is probable that the economic benefits associated with the transaction will flow to the Company; and
- The costs incurred or to be incurred in respect of the transaction can be measured reliably.

(ii)Interest income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Dividend income is accounted for when the right to receive it is established.

Insurance claims are accounted at the time when there is a certainty with regard to the receipt of claim.

e. Property, Plants & Equipments:

The company do not have any Property, Plants & Equipments hence the entire para is not applicable

f. Depreciation on Property, Plants & Equipments:

As the company do not owned any Property, Plants & Equipments hence this para is not applicable.

g. Impairment of Property, Plants & Equipments & intangible Assets:

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

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

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in profit or loss."

h. Non-current assets held for sale:

Non-current assets and disposal Group of assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only 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 sales of such asset (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

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

i. Borrowing Costs:

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

j. Inventories

All trading goods are valued at lower of cost and net realizable value. Cost of inventories is determined on first in first out basis.

Net realizable value is the estimated selling price in the ordinary course of business.

k. Financial instruments

Financial assets and financial liabilities are recognized when a Company entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

(i)Financial assets: The company classifies its financial assets as per Ind as 109 those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and those to be measured at amortized cost. The company has made an irrevocable election not to present

the other comprehensive income and subsequent changes in the fair value of equity instruments not held for trading.

(ii) Financial assets at fair value through profit or loss: Financial assets are measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable of financial assets and liabilities at fair value through profit or loss are immediately recognized profit or loss.

(iii) Financial assets at amortized cost: Financial assets subsequently measured at amortized cost if these financial assets are held within a business whose objective is to hold these assets to collect contractual cash flows and contractual terms of the financial assets give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

(iv) Impairment of financial assets: The Company assesses at each of Balance Sheet date whether a financial assets or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through loss allowance. The Company recognizes lifetime expected credit losses for all contracts and/or all trade receivables that does not constitute financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12 month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

(v) De-recognition of financial assets: The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

On de-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

On de-recognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognize under continuing involvement, and the part it no longer recognizes on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognized and the sum of the consideration received for the part no longer recognized and any cumulative gain or loss allocated to it that had been recognized in other comprehensive income is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognized in other comprehensive income is allocated between the part that continues to be recognized and the part that is no longer recognized on the basis of the relative fair values of those parts.

(vi) Financial liabilities and equity instruments

- Classification as debt or equity:

Debt and equity instruments issued by a Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

•Financial liabilities:

All financial liabilities are subsequently measured at amortized cost using the effective interest method.

•Equity instruments:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company are recognized at the proceeds received, net of direct issue costs.

•Financial guarantee contracts:

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debt or fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts issued by a Company entity are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

- the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109;and
- the amount initially recognized less, when appropriate, the cumulative amount of income recognized in accordance with the principles of Ind AS18.

•De-recognition of financial liabilities:

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

•Offsetting Financial Instruments:

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counter party.

I. Cash and cash equivalents:

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

m. Foreign currency:

The functional currency of the Company is Indian rupee (INR). On initial recognition, all foreign currency transactions are translated into the functional currency using the exchange rates prevailing on the date of the transaction. As at the reporting date, foreign currency monetary assets and liabilities are translated at the exchange rate prevailing on the Balance Sheet date and the exchange gains or losses are recognized in the Statement of Profit and Loss.

n. Retirement and other employee benefits :

The Company has preferred not to provide for employee benefits for the future since it has recently commenced its operations and is in the process of stabilizing its expansion plan as per its model of operations. It is presumed that the data for such provision is inadequate at the current stage and any provisioning amount is not reflective of appropriate amount.

o. Income Tax:

Income tax expense represents the sum of the tax currently payable and deferred tax.

- Current tax: The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.
- Deferred tax: Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax for the period: Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

p. Segment Reporting:

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

q. Provisions and contingencies:

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

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

r. Earnings per equity share:

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the consolidated financial statements by the Board of Directors.

s. Operating Cycle:

Based on the nature of products/activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

t. Lease

All lease are considered as Operating Lease since they are of low value.

1.4 Statement of Compliance

In accordance with the notification dated 16th February, 2015, issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) with effect from April 1, 2017. The financial statements for the year ended 31st March 2024 have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

All amounts in Financials are in lacs unless mentioned otherwise.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2024

A. Equity Share Capital

(Rs. In Lacs)

Balance at the beginning of the reporting period 01.04.2022	Changes in equity share capital during the year	Balance at the End of the period 31.03.2023	Changes in current year	Balance at the end of the reporting period 31.03.2024
308.2	0	308.2	0	308.2

B. Other Equity

Particulars	Revaluation Reserve	Security Premium	General Reserve	Retained Earning	Capital Reserve	Other Comprehensive Income	Total Equity Attributable to Equity Holder of the Company
Balance as of 1st April 2022	-	340.54	-	-114.59	-	-15.00	210.95
Net Income of the year	-	-	-	-115.23	-	-	-115.23
Fair Value of Non-Current Investment	-	-	-	-	-	-	-
Income Tax Effect	-	-	-	-	-	-	-
Actual Gain of Loss	-	-	-	-	-	-	-
Balance as of 1st April 2023	-	340.54	-	-229.82	-	-15.00	95.72
Net Income of the year	-	-	-	-27.35	-	-	-27.35
Adjustment + / (-)	-	-	-	-	-	15.00	15.00
Fair Value of Non-Current Investment	-	-	-	-	-	-	-
Income Tax Effect	-	-	-	-	-	-	-
Actual Gain of Loss	-	-	-	-	-	-	-
Balance as of 31st Mar 2024	-	340.54	-	-257.17	-	-	83.37

Note : 2 Property, Plant and Equipment

Particulars	Office Equipments	TOTAL
Cost or Valuation		
As at 1st April, 2022	-	-
Addition	0.12	0.12
Disposals	-	-
Other Adjustments	-	-
- Revaluation	-	-
- Exchange Difference	-	-
-Borrowing Cost	-	-
As at 31st March, 2023	0.12	0.12
Addition	-	-
Acquisitions	-	-
Disposals	0.12	0.12
Other Adjustments	-	-
- Revaluation	-	-
- Exchange Difference	-	-
-Borrowing Cost	-	-
As at 31st March, 2024	-	-
Depreciation		
As at 1st April, 2022	-	-
Charge for the Year	0.01	0.01
Disposals	-	-
As at 31st March, 2023	0.01	0.01
Charge for the Year	-	-
Disposals	0.01	0.01
As at 31st March, 2024	-	-
Impairment Loss		
As at 1st April, 2022	-	-
Charge for the year	-	-
Reversal	-	-
As at 31st March, 2023	-	-
Charge for the year	-	-
Reversal	-	-
As at 31st March, 2024	-	-
Net Block		
As at 31st March, 2023	0.11	0.11
As at 31st March, 2024	-	-

Note No : 3		(Rs. In Lacs)			
Non-current investments					
Particulars	Face Value	Number of shares / units	As at 31st March, 2024	Number of shares / units	As at 31st March, 2023
(1) Designated at fair value through profit or loss:					
(i) Quoted					
(a) In equity shares of Companies					
Fully paid up :					
(b) In units of mutual fund		-	-	-	-
(ii) Unquoted shares of Associate SAMT Foods Pvt Ltd.*					
Valued at Equity Method as per below Annexure					
		20,00,000.00	90.82	20,00,000.00	97.87
			90.82		97.87

Annexure

Particulars	Period Ended	Amount of Investment
Value of Investment	11.02.22	200.00
Profit / (Loss) for the year ended	31.03.22	-6.33
Value of Investment as on	31.03.22	193.67
Profit / (Loss) for the year ended	31.03.23	-95.80
Value of Investment as on	31.03.23	97.87
Profit / (Loss) for the year ended	31.03.24	-7.05
Value of Investment as on	31.03.24	90.82

Particular	Face Value	No of Shares	Amount (In Lacs)	Percentage
Total Share Capital of SAMT Foods Pvt Ltd	10.00	90,00,000	900	100.00%
Holding of MHFL in SAMT Foods Pvt Ltd	10.00	20,00,000	200	22.22%

Particulars of Profit / (Loss) of SAMT Foods Pvt Ltd	Holding Period (In days)	Amount (in actual Rs.)	Share of Investment	Amount attributed to MHFL
FY 2021-22	49.00	-2,12,34,917	22.22%	-6,33,429
FY 2022-23	365.00	-4,31,12,745	22.22%	-95,79,652
FY 2023-24	365.00	-31,71,276	22.22%	-7,04,658

Note No : 4

Inventories

Particulars	As at 31st March, 2024		As at 31st March, 2023	
Raw materials	-	-	-	-
Raw materials in transit	-	-	-	-
Packing materials	-	-	-	-
Work-in-progress	-	-	-	-
Stock in Trade	200.75	200.75	-	-
		200.75		-

(At lower of cost or net realizable value, unless stated otherwise)

Note No : 5

Trade receivables - Current

Particulars	As at 31st March, 2024		As at 31st March, 2023	
Unsecured, considered good				
Due from related parties	-	-	-	-
Due from others	46.13	46.13	46.13	46.13
		46.13		46.13
TRADE RECEIVABLES AGEING SCHEDULE				
Undisputed, considered good				
- not yet due	-	-	-	-
- less than 6 months	-	-	-	-
- 6 months to 1 year	-	-	-	-
- 1 year to 2 years	-	-	-	-
- 2 year to 3 years	-	-	-	-
- More than 3 years	-	46.13	-	46.13
		46.13		46.13

Note No : 6

Cash and cash equivalents

Particulars	As at 31st March, 2024		As at 31st March, 2023	
Balances with banks	15.25	-	20.45	-
In current accounts				
Cash on hand	0.07	15.32	0.07	20.52
		15.32		20.52

Note No : 7

Other financial assets - Current

Particulars	As at 31st March, 2024		As at 31st March, 2023	
(Unsecured, considered good)				
Other Receivables		28.63		254.11
		28.63		254.11

Note No : 8

Other current assets

Particulars	As at 31st March, 2024		As at 31st March, 2023	
(Unsecured, considered good)				
Other Loans & Advances				
Other - GST Input Tax Credit	12.55	-	1.41	-
Advance Salary	0.10	12.65	-	1.41
		12.65		1.41

Note No : 9 (Rs. In Lacs)

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	No. of shares	Amount	No. of shares	Amount
(a) Authorised Equity shares of par value <i>Rs 10/-</i> each	35,00,000	305.00	35,00,000	305.00
	35,00,000	305.00	35,00,000	305.00
(b) Issued, subscribed and fully paid up Equity shares of par value <i>Rs 10/-</i> each at the beginning of the year Changes during the year At the end of the year	30,82,000 -	308.20 -	30,82,000 -	308.20 -
	30,82,000.00	308.20	30,82,000.00	308.20

(c) The Company has only one class of equity shares having a par value of *Rs10/-* per share. Each holder of equity shares is entitled to one vote per share. The holders of Equity Shares are entitled to receive dividends as declared from time to time. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. 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.

(d) Shareholders holding more than 5 % of the equity shares in the Company :

Name of shareholder	As at 31st March, 2024		As at 31st March, 2023	
	No. of shares held	% of holding	No. of shares held	% of holding
Ruparel Pankajkumar Ranchhoddas HUF	5,59,307	18.15	5,59,307	18.15
Pankajkumar Ranchhoddas Ruparel	5,59,307	18.15	5,59,307	18.15
Shyam Pankajkumar Ruparel	5,59,200	18.14	5,59,200	18.14
Vishal Pankajkumar Ruparel	5,59,200	18.14	5,59,200	18.14

(e) Shares hold by the promoters at the end of the year

Name of Promoters	As at 31st March, 2024		As at 31st March, 2023	
	No. of shares held	% of total shares	No. of shares held	% of total shares
Ruparel Pankajkumar Ranchhoddas HUF	5,59,307	18.15	5,59,307	18.15
Pankajkumar Ranchhoddas Ruparel	5,59,307	18.15	5,59,307	18.15
Shyam Pankajkumar Ruparel	5,59,200	18.14	5,59,200	18.14
Vishal Pankajkumar Ruparel	5,59,200	18.14	5,59,200	18.14

Note No : 10 (Rs. In Lacs)

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	No. of shares	Amount	No. of shares	Amount
(a) Security Premium Opening Balance Adjustment (+ / -)	340.54 -	340.54	340.54 -	340.54
(b) Other Comprehensive Income Opening Balance Adjustment (+ / -)	-15.00 15.00	-	-15.00 -	-15.00
(c) Retained earnings Balance as per Last Account Add : Surplus as per Statement of Profit and Loss Other Comprehensive Income(net of tax) Amount available for appropriation Less : Appropriations: Dividend on equity shares Tax on dividend Transfer to general reserve Balance at the end of the year	-229.82 -27.35 - (257.17) - - - -	- - - -257.17	-114.59 -115.23 - -229.82 - - - -	-229.82
Total other equity		83.37		95.72

Note No : 11

Other financial liabilities - Current

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	No. of shares	Amount	No. of shares	Amount
Other payables <i>Payable to suppliers of capital goods</i> <i>Outstanding Liabilities for Expenses</i>	- 2.28	- 2.28	- 16.15	- 16.15
		2.28		16.15

Note No : 12

Other current liabilities

Particulars	As at 31st March, 2024		As at 31st March, 2023	
	No. of shares	Amount	No. of shares	Amount
Other Current Liabilities <i>Statutory liabilities</i>	0.25 0.20	0.45	- 0.08	0.08
		0.45		0.08

Note No : 13		
Purchase Of Traded Goods		
Particulars	As at 31st March, 2024	As at 31st March, 2023
<i>Purchases</i>	200.75	-
	200.75	-

Note No : 14		
Changes in Inventory of Finished goods, Work in Progress & Stock-in-Trade		
Particulars	As at 31st March, 2024	As at 31st March, 2023
<i>(Increase)/ Decrease in Stocks</i>	-	-
<i>Stock at the end of the Year:</i>	-	-
<i>Stock in Trade</i>	200.75	-
TOTAL(A)	200.75	-
<i>Less: Stock at the Beginning of the year</i>	-	-
<i>Stock in Trade</i>	-	-
TOTAL(B)	-	-
TOTAL (B-A)	-200.75	-

Note No : 15		
Employee Benefit expenses		
Particulars	As at 31st March, 2024	As at 31st March, 2023
<i>Salaries & Wages</i>	8.13	8.54
<i>Staff Welfare Expenses</i>	0.09	-
	8.22	8.54

Note No : 16		
Other Expenses		
Particulars	As at 31st March, 2024	As at 31st March, 2023
<i>Other Expenses</i>	5.97	5.31
<i>Rent Expenses (Paid to Related Party)</i>	0.60	0.50
<i>Legal & Listing Fees</i>	3.25	3.30
<i>Audit Fees</i>	0.70	0.90
<i>Director's Seating Fees</i>	1.56	0.87
	12.08	10.88

NOTE: 17: Earning Per Share (EPS)

Particulars	Year Ended	
	March 31, 2024	March 31, 2023
Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders	-27.35	-115.23
Weighted Average number of equity shares used as denominator for calculating EPS (Nos. in Lacs)	30.82	30.82
Basic and Diluted Earnings per share	-0.89	-3.74
Face Value per equity share	10.00	10.00

NOTE: 18: Financial risk management objectives and policies

The Company's activities expose it to a variety of financial risks including market risk, credit risk and liquidity risk. The Company's primary risk management focus is to minimize potential adverse effects of market risk on its financial performance. The Company's risk management assessment and policies and processes are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor such risks and compliance with the same. The Board of Directors and the Audit Committee is responsible for overseeing the Company's risk assessment and management policies and processes.

The Company's financial risk management policy is set by the management. Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from a change in the price of a financial instrument. The value of a financial instrument may change as a result of changes in the interest rates, foreign currency exchange rates, equity prices and other market changes that affect market risk sensitive instruments. The Company manages market risk which evaluates and exercises independent control over the entire process of market risk management. The activities include investment in mutual fund (debt and equity), Equity Shares, Debentures, Alternative Investments plans, Real Estate Exposure through non- convertible debentures/as capital contributions in subsidiaries and other strategies investments. The market value and future yield on debt fund will fluctuate because of changes in bank rate, RBI Policy and market interest rates while market value of the equity instruments changes on account of performance of various industries/ investee in which the Company has made an investment. In order to optimize the Company's position with regards to appreciation in value of mutual fund and to manage the interest rate risk, it performs a comprehensive corporate interest rate risk management by balancing the proportion of floating rate and accruals financial instruments in its total portfolio.

a.Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counter party to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, investments, inter-corporate deposits and financial guarantees. Credit risk arises from cash held with banks and financial institutions, as well as credit exposure to clients, including outstanding accounts receivable. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counter party credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors. The Company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments.

(i)Trade receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry in which the customer operates, also has an influence on credit risk assessment. Credit risk is managed through continuously monitoring the credit worthiness of customers to which the Company grants credit terms in the normal course of business. An impairment analysis is performed at each reporting date on an individual basis. The Company does not hold collateral as security for outstanding trade receivables. The history of trade receivables shows an eligible provision for bad and doubtful debts.

(ii)Investments and other financial assets

The Company limits its exposure to credit risk by generally investing in liquid securities, equity shares, mutual funds and other investments and only with counter parties that have a good credit rating. The Company does not expect any losses from non-performance by these counter-parties, and does not have any significant concentration of exposures to specific industry sectors. For derivative and financial instruments, the Company attempts to limit the credit risk by only dealing with reputable banks and financial institutions having high credit-ratings assigned. The Company does not expect any material credit risk on account of non-performance by counterparties to whom the financial assets receivables.

(iii)Financial assets that are past due but not impaired

Credit risk from balances with banks and financial institutions is managed by the management in such a manner that it is exposed to the lowest possible risk. None of the Company's cash equivalents, including term deposits (i.e., certificates of deposit) with banks, were past due or impaired as at March 31, 2024.

b.Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company invests its surplus funds in various marketable securities to ensure that the sufficient liquidity is available. The Company manages its liquidity risk by ensuring, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due.

The Company also has access to a sufficient variety of sources of funding with the banks. Considering surplus funds invested in liquid investments, the Company does not perceive any liquidity risk.

c.Market risk

Market risk is the risk of loss of future earnings, fair values or future cash flows that may result from adverse changes in market rates and prices (such as interest rates, foreign currency exchange rates and commodity prices) or in the price of market risk- sensitive instruments as a result of such adverse changes in market rates and prices. Market risk is attributable to all market risk- sensitive financial instruments. The Company is exposed to market risk primarily related to foreign exchange rate risk, interest rate risk and the market value of its investments. Thus, the Company's exposure to market risk is a function of investing and borrowing activities.

NOTE: 19: DISCLOSURE REQUIRED UNDER SECTION 22 OF THE MICRO, SMALL & MEDIUM ENTERPRISES DEVELOPMENT ACT, 2006:

The Company has not received information from vendors regarding their status under the Micro/Small & Medium Enterprises Development Act, 2006; hence disclosure relating to amounts unpaid as at the yearend under this Act has not been given.

NOTE: 20: Related Parties Disclosure & under Indian Accounting Standard 24

DIRECTORS AND KEY MANAGEMENT PERSONNEL

Mr. Vishal Ruparel, Chairperson and Managing Director
Mrs. Trupti Ruparel, Non-Executive Director
Mr. Pankaj Ruparel, Non-Executive Director
Mr. Shyam Ruparel, Non- Executive Director
Mr. Sanjay Shah, Independent Director
Mr. Anand Thakkar, Independent Director
Mr. Anand Ruparel, Independent Director
Mrs. Jinal Shah, Independent Director
Mr. Ramjibhai Kanjariya, Chief Financial Officer
Ms. Kinjal Kothari, Company Secretary and Compliance Officer
Ms. Khyati Gandhi, Company Secretary and Compliance Officer

Enterprises over which key management personnel/relatives are able to exercise significant influence:

SAMT Foods Private Limited (Formerly Ruparel Food Specialties Private Limited)

Related Party Transaction for the year ended 31.03.2024 are as follow

Particulars	Nature of Transaction	Amount (in Actual)
Mr. Pankaj Ruparel, Non-Executive Director	Seating Fees	22500.00
Mr. Pankaj Ruparel, Non-Executive Director	Rent	60000.00
Mrs. Trupti Ruparel, Non-Executive Director	Seating Fees	9000.00
Mr. Shyam Ruparel, Non- Executive Director	Seating Fees	16500.00
Mr. Sanjay Shah, Independent Director	Seating Fees	25500.00
Mr. Anand Thakkar, Independent Director	Seating Fees	31500.00
Mr. Anand Ruparel, Independent Director	Seating Fees	28500.00
Mrs. Jinal Shah, Independent Director	Seating Fees	22500.00
Mr. Ramjibhai Kanjariya, Chief Financial Officer	Salary	Nil
Ms. Kinjal Kothari, Company Secretary and Compliance Officer	Salary	260000.00
Ms. Khyati Gandhi, Company Secretary and Compliance Officer	Salary	235000.00

NOTE: 21: Investment in Associate

The Holding Company has a 22.22% interest in its associate, SAMT Foods Private Limited which is consolidated using Equity method. The aforesaid associate company has its registered office and principal place of business at Mahuva, Dist. Bhavnagar in India. The abovementioned associate is engaged in manufacturing of Food Products like Peanut Butter mainly.

Summarised financial information of the above mentioned associate Company is as below

Particulars	As on March 31, 2024	As on March 31, 2023
Cash & cash equivalents	0.33	0.67
Current assets	361.70	1,243.99
Non-current assets	4,507.22	4,708.50
Current liabilities	864.21	1,410.53
Non-current liabilities	3,780.23	4,286.10
Net assets	224.81	256.53
Proportion of Holding Company's Ownership	22.22%	22.22%
Proportion of Holding Company's Ownership in net assets	49.95	57.00
Revenue from Operations	2,386.35	4,810.90
Profit after tax for the year	-31.71	-431.13
Other comprehensive income for the year	0	0
Total comprehensive income for the year	-31.71	-431.13
Holding Company's share of total comprehensive income for the year	-7.05	-95.80
Dividends received from the associate	0	0

Reconciliation to carrying amounts:

Particulars	As on March 31, 2024	As on March 31, 2023
Opening net assets**	440.46	871.59
Profit after tax for the year	-31.71	-431.13
Other comprehensive income for the year	-	-
Dividends paid including DDT	-	-
Closing net assets	408.75	440.46
Proportion of Holding Company's Ownership	22.22%	22.22%
Proportion of Holding Company's Ownership in net assets	90.82	97.87
Carrying amount of investment in associate	90.82	97.87

** Opening Balance as adjusted for Fair Value of Investment.

NOTE: 22: Other Notes Forming Part of the Accounts

1. The Company's business activities falls within a single primary business segment viz. Trading of Food Products.
2. The liabilities towards the secured loan towards banks, financial institutions have been fully accounted for, till date.
3. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property
4. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
5. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - (a) 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
 - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
6. The Company does not have any transactions with struck-off companies.
7. The Company does not have any transaction which is not recorded in the books of accounts but has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
8. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
9. Previous and Current Year figures have been regrouped reclassified and represented wherever found necessary.
10. Various claims receivable of the previous year and liabilities relating to the previous year have been brought in the current years to show a true and fair view of the accounts.
11. Balance in Secured Loans, Unsecured Loans, Sundry Creditors, Debtors, Loans & Advances are subject to confirmation.
12. On the basis of the information available with the Company, there is no amount due but remaining unpaid as on 31st March, 2024 to any supplier who is a Small Scale or Ancillary Industrial undertaking.
13. The requirements of Indian Accounting Standard "Accounting for taxes on income" have been considered and the management is of the opinion that no deferred tax assets / liability needs to be created.
14. In the absence of the taxable income, no provision for taxation has been made u/s 115 JB of the Income Tax Act, 1961. However, the tax year end of the Company being 31st March, 2024 the ultimate liability for the A.Y. 2024-25 will be determined on the total income of the Company for the year ended 31st March, 2024.
15. The Company has not made any provision for Income Tax as the Company does not envisage any liability.

16. Information Pursuant to Schedule III of the Companies Act, 2013.

Particulars	31-03-2024	31-03-2023
a) Earning in Foreign Currency	NIL	NIL
b) Expenditure in Foreign Currency	NIL	NIL

The Schedules referred to above forms an integral part of the Balance Sheet.

FOR, M/S. VCA & Associates,
Chartered Accountants
FRN: 114414W

(CA. H. N. VAGHANI)
Partner
Membership No.: 144111
UDIN : 24144111BKBIVE8854
Place: Bhavnagar
Date: 24th May, 2024

For and on behalf of the Board of Directors,

Vishal Ruparel
Chairman & Managing Director
(DIN: 00077767)
Place: Mahuva

Trupti Ruparel
Director
(DIN: 09121956)
Place: Mahuva

Khyati Gandhi
Company Secretary
M. No. A62422
Place: Mumbai
Date: 24th May, 2024

Ramjibhai Kanjariya
Chief Financial Officer
Place: Mahuva

RATIO ANALYSIS

<i>Particulars</i>	<i>F.Y. 2023-24</i>	<i>F.Y. 2022-23</i>
1 <u>CURRENT RATIO (In Times)</u> (Total Current Assets / Current Liabilities) <u>Current Liabilities</u> = Total Current Liabilities- Current Maturities of Non current Borrowings & Lease Obligations	37.63	19.85
2 <u>NET DEBT EQUITY RATIO(In Times)</u> (Net Debt/ Average Equity) <u>Net Debt</u> = Non Current Borrowings+Current Borrowings+Non current and Current Lease Liabilities- current Investments- Cash & Cash Equivalents- Other Balances with Banks <u>Equity</u> = Equity Share Capital+ Other Equity	NA	NA
3 <u>DEBT SERVICE COVERAGE RATIO (In Times)</u> EBIT/ Net Finance Charges <u>EBIT</u> = Profit before taxes(+/-) Exceptional Items + Net Finance Charges <u>Net Finance Charges</u> = Finance Costs (excluding interest on current borrowings) - Interest Income - Dividend Income from Current Investments - Net Gain / Loss on sale of Current Investments	NA	NA
4 <u>CURRENT LIABILITY RATIO (In Times)</u> (Total Current Liabilities/ Total Liabilities)	0.007	0.039
5 <u>TOTAL DEBTS TO TOTAL ASSET RATIO</u> (Non current Borrowings+ Current Borrowings+Non Current & Current Lease Liabilities)/ Total Assets	0.0000	0.0000
6 <u>DEBTORS TURNOVER RATIO (In Times)</u> (Average Trade Receivable / Turnover in Days) <u>Turnover</u> = Revenue From Operations	NA	NA
7 <u>INVENTORY TURNOVER RATIO (In Times)</u> (Average Inventory/ Sale of Product in days)	NA	NA
8 <u>NET PROFIT MARGIN(%)</u> (Net Profit after tax/ Turnover) <u>Turnover</u> = Revenue From Operations	NA	NA
9 <u>NET WORTH</u> (Equity Share Capital + Other Equity+ Hybrid Perpetual Securities)	391.57	403.92
10 <u>RETURN ON EQUITY (%)</u> (Profit after Preference Dividend / Average Equity Shareholders)	-7.16%	-30.16%
11 <u>TRADE PAYABLES TURNOVER RATIO (In Times)</u> (Cost of Goods & Services / Average Trade Payables)	NA	NA
12 <u>NET CAPITAL TURNOVER RATIO (In Times)</u> (Turnover / Average Working Capital)	NA	NA
13 <u>RETURN ON CAPITAL EMPLOYED (%)</u> (Earning before Interest & Tax / Capital Employed)	-6.98%	-28.53%
14 <u>RETURN ON INVESTMENT (%)</u> (Profit after Tax / Total Average Investment)	0.00%	0.00%

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries – Not Applicable

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	Particulars	Details
1.	Name of the subsidiary	
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	
4.	Share capital	
5.	Reserves & surplus	
6.	Total assets	
7.	Total Liabilities	
8.	Investments	
9.	Turnover	
10.	Profit/(Loss) before taxation	
11.	Provision for taxation	
12.	Profit/(Loss) after taxation	
13.	Proposed Dividend	
14.	% of shareholding	

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations: NIL
2. Names of subsidiaries which have been liquidated or sold during the year: NIL

*** Part "B": Associates and Joint Ventures:**

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of associates/Joint Ventures	SAMT Foods Private Limited (Formerly Ruparel Food Specialties Private Limited)
1. Latest audited Balance Sheet Date	31.03.2024
2. Shares of Associate/Joint Ventures held by the company on the year end	
Number of Shares	20,00,000
Amount of Investment in Associates/Joint Venture (in Actual)	Rs.200,00,000
Extend of Holding%	22.22%
3. Description of how there is significant influence	Associate Company
4. Reason why the associate/joint venture is not consolidated	NA
5. Net worth attributable to shareholding as per latest audited Balance Sheet (in Lacs)	49.95
6. Profit/Loss for the year	
i. Considered in Consolidation (22.22%) (in Lacs)	(7.05)
ii. Not Considered in Consolidation (77.78%) (in Lacs)	(24.66)

1. Names of associates or joint ventures which are yet to commence operations: Nil
2. Names of associates or joint ventures which have been liquidated or sold during the year: Nil

6. PROXY FORM

PROXY

Form No. MGT-11

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

CIN : L15100GJ1993PLC020699

Name of the Company : Mehta Housing Finance Limited

Registered office : Plot No 1A Revenue Survey No 203, Savarkundla Road, Taveda,
Mahuva Bhavnagar, Gujarat - 364290.

Name of the Member(s) :

Registered address :

E-mail Id :

Folio No/ Clint ID/DP ID :

I/ We, being the member(s) of shares of the above named company, hereby appoint:

- Name : Address :
E-mail Id : Signature : or failing him
- Name : Address :
E-mail Id : Signature : or failing him
- Name : Address :
E-mail Id : Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 30th Annual General Meeting of the Company, to be held on Saturday, June 29, 2024, at 12:00 noon at 1st floor, Industrial Plot No. 43, Station Road Mahuva, Gujarat - 364290 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Particulars of Resolution	Optional	
		For	Against
	Ordinary Business		
1.	Adoptions of Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon.		

2.	Re-appointment of Mr. Shyam Ruparel, who is liable to retire by rotation.		
	Special Business		
3.	Re-appointment of Mr. Vishal Ruparel (DIN:00077767) as the Managing Director and designate him as Chairman of the Company.		
4.	To consider and approve Related Party Transaction with Ruparel Foods Private Limited, Related Party.		
5.	To consider and approve Related Party Transaction with Ruparel Food Specialties Private Limited, Related Party.		

Signed this day of 2024

Affix Rupee. 1 Revenue Stamp
--

Signature of Shareholder

Signature of Proxy holder(s)

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

7.ATTENDANCE SLIP

MEHTA HOUSING FINANCE LIMITED

Registered Office : Plot No 1A Revenue Survey No 203, Savarkundla Road, Taveda, Mahuva Bhavnagar, Gujarat- 364290.

ATTENDANCE SLIP

(To be handed over at the entrance of the Meeting Hall)

30th Annual General Meeting – June 29, 2024

I hereby record my presence at the 30th Annual General Meeting of the company held on Saturday, June 29, 2024 at 12:00 noon at 1st floor, Industrial Plot No. 43, Station Road Mahuva, Gujarat – 364290.

Full name of Member (IN BLOCK LETTERS)

Reg.Folio No./Demat ID

No. of shares held

Full name of Proxy (IN BLOCK LETTERS)

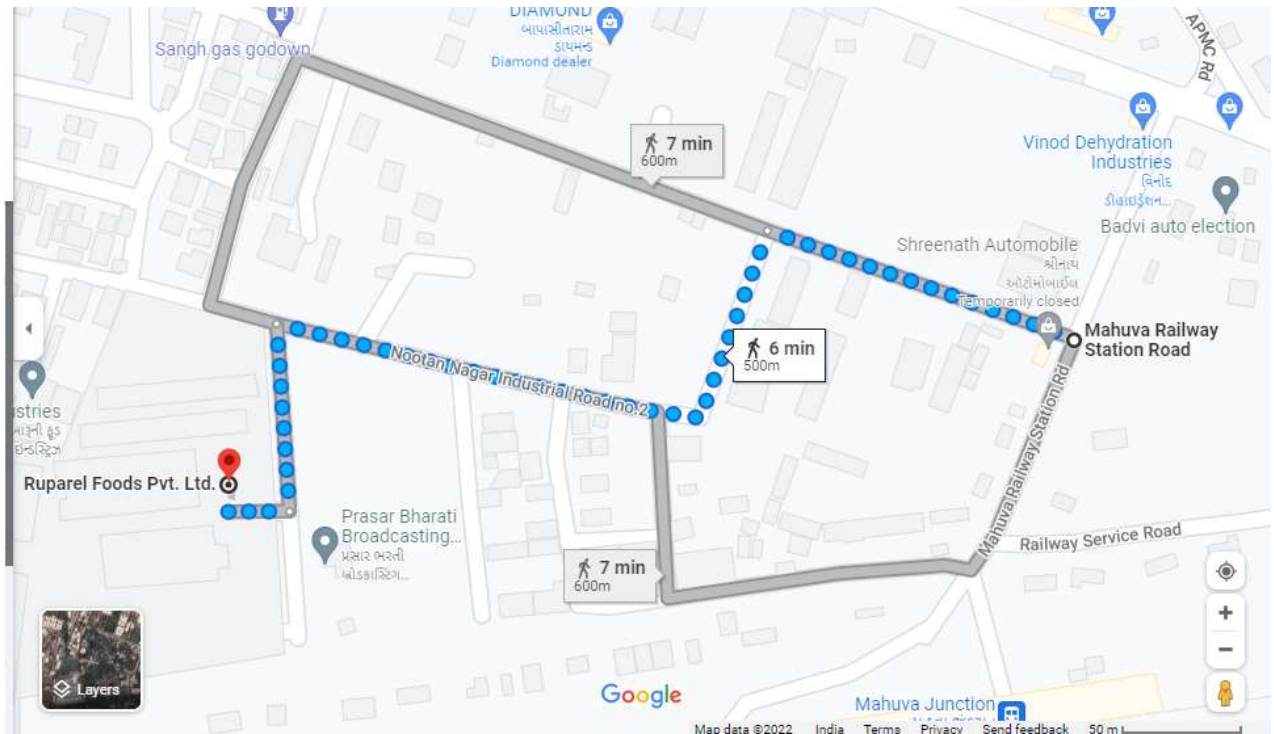
.....
Member's / Proxy Signature

REQUEST TO MEMBERS

Members are requested to send their question(s), if any, to the Company Secretary/Chief Financial Officer at the Registered Office of the Company or at mehtahousingfinanceltd@gmail.com , on or before June 19, 2024, so that the answers/details can be kept ready at the Annual General Meeting.

8.ROUTE MAP

(From Mahuva Railway Station to Venue of the AGM)



AGM VENUE:

1st floor, Industrial Plot No. 43,
Station Road, Mahuva, Bhavnagar
Gujarat – 364290.