

# P.M. TELE LINNKS LTD.

**Regd. Office Address:**  
1-7-241/11/D, S.D. Road,  
Secunderabad - 500 003,  
Telangana, INDIA.

Phone : 040-40176211, 66665929  
Fax No : 040-27818967  
E-mail : gp@suranamailindia.com  
Website : www.pmtele.com  
CIN No. : L27105TG1980PLC002644

Hyderabad, 6<sup>th</sup> September, 2024

To  
The General Manager - Operations,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
25th Floor, Dalal Street,  
Mumbai – 290 001.

Dear Sir/Ma'am,

**Sub: Submission of 44<sup>th</sup> Annual Report of P.M. Telelinnks Limited for the financial year 2023-24 Along with the Notice of AGM and Intimation regarding cutoff date for remote e-voting.**

**Scrip Code: 526115**

**Ref:** Regulation 34 (1) of the Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulation, 2015.

In Compliance with Regulation 34 of the SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015, we submit herewith 44<sup>th</sup> Annual Report of the company for the Financial Year 2023-24 along with Notice of the Annual General Meeting scheduled on Monday, 30<sup>th</sup> September, 2024 at 10.30 A.M. IST. We further wish to inform you that the company is providing e-voting facility to the shareholders to vote on the resolutions proposed to be passed at the 44<sup>th</sup> Annual General Meeting.

The e-voting will commence at 09:00 AM on 27<sup>th</sup> day of September, 2024 and ends at 5:00 PM on 29<sup>th</sup> September 2024. The company has fixed 20<sup>th</sup> day of September 2024 as cut of date to reckon eligibility to vote on the e-voting platform.

A copy of notice calling 44<sup>th</sup> Annual General Meeting along with the Annual Report for the financial year 2023-24 is sent to the shareholder and is uploaded on the RTA's website

Kindly take the above information on records.

We shall be glad to furnish any further information/clarification in this regard.

Yours faithfully,  
For **P.M. Telelinnks Limited**



**Ravi Surana Pukhraj**  
**Managing Director & CEO**  
**DIN: 01777676**

**P M TELELINNKS LIMITED**



44<sup>th</sup> Annual Report  
2023-24

## **CORPORATE INFORMATION**

### **CORPORATE IDENTIFICATION NUMBER:**

CIN: L27105TG1980PLC002644

### **REGISTERED OFFICE**

1-7-241/11/D, Ramalaya, 3<sup>rd</sup> Floor,  
S.D. Road, Secunderabad,  
Hyderabad – 500003,  
Telangana, India.

**WEBSITE** - [www.pmtele.com](http://www.pmtele.com)

**EMAIL ID:** [gps@suranamailindia.com](mailto:gps@suranamailindia.com)

**SCRIP CODE:** BSE - 513403

**ISIN:** INE092C01015

### **BOARD OF DIRECTORS**

- |    |                                        |   |                                    |
|----|----------------------------------------|---|------------------------------------|
| 1. | Mr. Ravi Surana Pukhraj                | - | Managing Director & CEO            |
| 2. | Ms. Venkata Surya Sri Lakshmi Malapaka | - | Non-Executive Director             |
| 3. | Mr. Kadakia Amish Bharat               | - | Non-Executive Independent Director |
| 4. | Mr. Patlolla Laxmi Kanth Reddy         | - | Non-Executive Independent Director |

### **KEY MANAGERIAL PERSONNEL**

- |    |                                    |   |                                             |
|----|------------------------------------|---|---------------------------------------------|
| 1. | Mr. Ravi Surana Pukhraj            | - | Managing Director & Chief Executive Officer |
| 2. | Mr. Pratik Rajendrakumar Koralwala | - | Company Secretary                           |
| 3. | Mr. Sree Jithender Kondabathini    | - | Chief Financial Officer                     |

### **STATUTORY AUDITORS**

**M/S. Gupta Raj & Co,**  
Chartered Accountants  
FRN: 001687N  
Mayur Apartments,  
Dadabhai Cross Rd. No.3,  
Mumbai, 400056, Maharashtra

### **SECRETARIAL AUDITOR**

**Shri. N.V.S.S. Suryanarayna,**  
Plot No 232B, Road No 6,  
Samanthapuri Colony,  
New Nagole,  
Hyderabad-500035,  
Telangana

### **REGISTRAR AND SHARE TRANSFER AGENT**

**Aarathi Consultants Pvt. Ltd**  
1-2-285, Domalguda,  
Hyderabad, Telangana- 500029  
Phone: 040-27638111, 27634445  
Email id: [info@aarthiconsultants.com](mailto:info@aarthiconsultants.com)  
Website: [www.aarthiconsultants.com](http://www.aarthiconsultants.com)

### **BANKERS**

HDFC Bank, Secunderabad

## COMMITTEES OF THE BOARD

### AUDIT COMMITTEE

S. No	Name	Category of Director	Designation
1.	Mr. Amish Bharat Kadakia	Non-Executive, Independent Director	Chairperson
2.	Mr. Laxmikanth Reddy Patlolla	Non-Executive, Independent Director	Member
3.	Mr. Ravi Surana Pukhraj	Executive Director	Member

### NOMINATION AND REMUNERATION COMMITTEE

S. No	Name	Category of Director	Designation
1.	Mr. Amish Bharat Kadakia	Non-Executive, Independent Director	Chairperson
2.	Mr. Laxmikanth Reddy Patlolla	Non-Executive, Independent Director	Member
3.	Ms. Malapaka Venkata Surya Sri Lakshmi	Non-Executive Director*	Member

**\*Due to some technical issue the Designation of Ms. Laxmikanth Reddy Patolla is reflecting as Non-executive Independent Director on BSE.**

### STAKEHOLDERS RELATIONSHIP COMMITTEE

S. No	Name	Category of Director	Designation
1.	Mr. Amish Bharat Kadakia	Non-Executive, Independent Director	Chairperson
2.	Mr. Laxmikanth Reddy Patlolla	Non-Executive, Independent Director	Member
3.	Mr. Ravi Surana Pukhraj	Executive Director	Member

### **IMPORTANT COMMUNICATION TO MEMBERS**

The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the Companies and has issued circulars stating that service of the notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holding with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to register the same with the following addresses.

#### **CORPORATE OFFICE**

1-7-241/11/D, Ramalaya, 3<sup>rd</sup> Floor, S.D. Road,  
Secunderabad, Hyderabad, Telangana, India –  
500003

Tel: 040-40176211, 65595929

Fax: (040)27818967.

Email: [gp@suranaimailindia.com](mailto:gp@suranaimailindia.com)

#### **SHARE TRANSFER AGENTS & DEMAT REGISTRARS**

Aarathi Consultants Private Limited

1-2-285, Domalguda,

Hyderabad, Telangana- 500029

Phones: 040-27638111/27634445/27642217

/66611921

Fax:040-27632184

E-Mail: [info@aarthiconsultants.com](mailto:info@aarthiconsultants.com)

Website: [www.aarthiconsultants.com](http://www.aarthiconsultants.com)

SEBI has made it mandatory for every participant in the Securities/Capital Market to furnish the details of Income Tax Permanent Account Number (PAN). Accordingly, all the shareholders holding shares in physical form are requested to submit their details of PAN along with photocopy of both sides of PAN card, duly attested to the Demat Registrar and Share Transfer Agent of the Company, M/s. Aarathi Consultants Private Limited as above.

**NOTICE**

**Notice** is hereby given that the Forty Fourth Annual General Meeting (44<sup>th</sup> AGM) of P.M. Telelinnks Limited will be held on Monday, 30<sup>th</sup> September, 2024 at 10.30 AM at Plot no 132 & 133 IDA Mallapur, Hyderabad, Telangana-500076 to transact the following business:

**ORDINARY BUSINESS:**

**ITEM NO. 1**

**To receive, consider, approve and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2024 along with the reports of the Board of Directors and Auditors thereon;**

**“RESOLVED THAT** the Audited Financial Statement of the Company for the financial year ended March 31, 2024 together with the Board Reports and Auditors Reports thereon laid before this meeting, be and are hereby received, considered and adopted.”

**ITEM NO. 2**

**To appoint M/s. Gupta Raj & Co., Chartered Accountants (FRN: 001687N) as Statutory Auditor of the Company:**

To consider, and 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 139 and other applicable provisions, of the Companies Act, 2013 (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) and Listing Regulations along with other applicable laws and provisions, the consent of members of the company be and are hereby accorded to appoint M/s Gupta Raj & Co., Chartered Accountants (FRN: 001687N) as the Statutory Auditor of the to hold office from the conclusion of this Annual General Meeting till the conclusion of 49<sup>th</sup> Annual General Meeting at a remuneration to be decided by the Audit Committee, Nomination and Remuneration Committee and the Board of Directors of the Company in consultation with the Statutory Auditors.”

**RESOLVED FURTHER THAT** any Directors of the Company be and are hereby severally authorized to do all such acts, deeds, things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution, for matters connected therewith, or incidental thereto and to settle any questions, difficulties or doubts that may arise in this regard.”

**ITEM NO. 3**

**To appoint Ms. Venkata Surya Sri Lakshmi Malapaka (holding DIN: 07169994), who retires by rotation as a Director at this Annual General Meeting and being eligible to seeks re-appointment.**

**“RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Ms. Venkata Surya Sri Lakshmi Malapaka (holding DIN: 07169994), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

**SPECIAL BUSINESS:**

**ITEM NO. 4**

**To deliberate and if found fit approve the material Related Party Transactions with Golkonda Engineering Enterprises Ltd:**

To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an **“SPECIAL RESOLUTION”**:

**“RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, of the Companies Act, 2013 (“Act”), (including any statutory modifications and re-enactments thereof for the time being in the force), pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time (“Listing Regulations”) the applicable provisions of the Companies Act, 2013 (“Act”) read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Company to enter into and / or continue the related party transaction(s) / Contract(s) / arrangement(s) / agreement(s) (in terms of Regulation 2(1)(zc)(i) of the Listing Regulations) in terms of the explanatory statement to this resolution.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any Officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and all action(s) taken by the Company in connection with any matter referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

**By the order of the Board  
For P.M. TELELINNKS LIMITED**

**Place: Hyderabad  
Date: 13-08-2024**



**Ravi Surana Pukhraj  
Managing Director  
DIN: 01777676**

## **NOTES**

1. The relevant Explanatory Statement pursuant to section 102 of the Companies Act, 2013, in respect of Special Business is set out above is annexed hereto.
2. The relevant details of the Directors seeking re-appointment under the accompanying Notice, as required by Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed herewith. The Directors have furnished the requisite declarations for their appointment/re-appointment.
3. Pursuant to the provisions of the Companies Act, 2013 a member entitled to attend and vote is at the AGM and is entitled to appoint a proxy to attend and vote on of him/ her behalf and the proxy need not be a member of the Company. Proxies in order to be effective must be received by the company not later than forty-eight (48) hours before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided not less than three days' notice in writing is given to the Company.
5. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/ Folio No.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
7. Relevant documents referred to in the accompanying Notice are open for inspection by the Members at the Company's Registered Office on all working days of the Company, during business hours up to the date of the Meeting.
8. All the members including Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s)/ authorization letter to attend and vote on their behalf at the Meeting.
9. Members seeking any information with regard to the Accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting.
10. Any director himself or any member intending to propose any person as a director other than a retiring director, has to give a notice as to his intention to propose him/ her as a candidate for that office not less than 14 (fourteen) days before the meeting along with deposit of Rs.1,00,000 (Rupees One Lakh).
11. Details under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting form an integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment



12. Members holding shares in dematerialized form (electronic form) are requested to intimate any changes in their respective addresses, bank mandates etc., directly to their respective Depository Participants.
13. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members are requested to register their e-mail addresses in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to send their e-mail address to the following: [info@arthiconsultants.com](mailto:info@arthiconsultants.com).
14. The Notice of the AGM along with the Annual Report 2023-24 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, unless any Member has requested for a physical copy of the same.
15. Members holding shares in physical mode and who have not updated their e-mail address with the Company are requested to update their e-mail address by writing to the Company's Registrar & Share Transfer Agent, Aarthi Consultants Pvt. Ltd., 1-2-285, Domalguda, Hyderabad, Telangana- 500029 along with copy of the signed request letter mentioning the name and address of the Member, self-attested copy of the PAN card and self-attested copy of any document (e.g. Driving License, Election Identity Card, Passport etc.) in support of address of the Member. Members holding shares in dematerialized mode are requested to register / update their e-mail addresses with the relevant Depository Participants.
16. The route map of the venue of the Annual General Meeting is annexed herewith with the Notice.
17. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020, January 13, 2021 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e- voting system as well as venue voting on the date of the AGM will be provided by CDSL.
18. In line with Ministry of Corporate Affairs circular No. 17/2020 dated April 13, 2020, the Notice of the 44th AGM and the Annual Report for 2023-2024 will be available on the Company's website [www.vamshirubber.org](http://www.vamshirubber.org) for download. The notice can also be accessed from the websites of the Stock Exchanges i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com) respectively and the AGM Notice is also available on the website of CDSL i.e., [www.evotingindia.com](http://www.evotingindia.com)

**19. Voting through electronic means:**

In compliance with the provisions of section 108 of the Companies Act, 2013, the Companies (Management and Administration) Rules, 2014, amended by the Companies (Management and Administration) Amendment Rules, 2016 and Regulation 44 of the listing agreement, shareholders are provided with the facility to cast their vote electronically, through the Remote e-voting services provided by Central Depository Services (India) Limited (CDSL), in respect of all resolutions set forth in this Notice.

20. The Company is also providing the facility for voting by way of physical ballot at the Annual General Meeting. Mr. N.V.S.S. Suryanarayana Rao, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as the Ballot process at the 44<sup>th</sup> Annual

General Meeting in a fair and transparent manner.

21. The facility for voting through ballot paper shall be made available at AGM and members attending the meeting and who have not cast their vote by remote e- voting shall be able to exercise their right at the meeting through the ballot paper.
22. Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
23. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e., 20<sup>th</sup> September, 2024.
24. Members as on 20<sup>th</sup> September, 2024 shall only be entitled to avail the facility of remote e-voting.

**25. The instructions for Remote E-Voting are as under:**

- (i) The voting period begins at 9:00 A.M. on 27<sup>th</sup> September, 2024 and ends at 5:00 P.M. on 29<sup>th</sup> September, 2024. During these period shareholders of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date, i.e., 20<sup>th</sup> September, 2024 (End of Day) may cast their vote electronically. The Remote E-Voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

- (iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

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

Type of shareholders	Login Method
Individual Shareholders	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.

<p>holding securities in Demat mode with CDSL</p>	<p>The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</p> <ol style="list-style-type: none"> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a>. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS" "Portal" or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> 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</li> </ol>

	<p>redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
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Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 and 22-23058542-43.
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

- (iv) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.
- (v) The shareholders should log on to the Remote E-Voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- (vi) Click on the "Shareholders" tab.
- (vii) Now select the "PM Telelinnks Limited" from the drop-down menu and click on "SUBMIT".
- (viii) Now enter your User-ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	<p>Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company / Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg: If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details (or) DOB	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <p>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</p>

- (ix) Next enter the Image Verification as displayed and Click on Login
- (x) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (xi) If you are a first-time user follow the steps given below:
- (xii) After entering these details appropriately, click on "SUBMIT" tab.
- (xiii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xiv) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this notice.
- (xv) Click on EVSN of PM Telelinnks Limited on which you choose to vote.
- (xvi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the resolution and option NO implies that you dissent to the resolution.
- (xvii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xviii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xix) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

- (xx) You can also take a print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xxi) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xxii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xxiii) Note for Non – Individual Shareholders and Custodians:
- a. Non-Individual shareholders (i.e., other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - b. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
  - c. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - d. The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - e. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
26. In case you have any queries or issues regarding, you may refer the Frequently Asked Questions ("FAQ's") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
27. The Scrutinizers shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes casted in favour or against, if any, forthwith to the Chairman of the Company.
28. The results shall be declared on or after the AGM of the Company. The results along with the Scrutinizer's Report shall be placed on the Company's website [www.pmtele.com](http://www.pmtele.com) and on the website of Aarthi Consultants Private Limited. Within two (2) working days of passing of the resolutions at the AGM of the Company and be communicated to the Stock Exchanges.
29. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Company.
30. In terms of Section 72 of the Companies Act, 2013, a member of the company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13 to the company/RTA in case shares are

held in physical form, and to their respective depository participant, if held in electronic form.

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

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

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.



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

To  
M/s. Aarthi Consultants Private Limited.  
H.No. 1-2-285, Domalguda  
Hyderabad - 500029.

**Company: P.M. TELELINNKS LIMITED**

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

Name of Sole / First Holder : \_\_\_\_\_

DP ID / Client ID / Regd. Folio No : \_\_\_\_\_

PAN No. : \_\_\_\_\_

E-mail Address : \_\_\_\_\_

Date: \_\_\_\_\_

Place: \_\_\_\_\_

(Signature of Member)

**BRIEF PROFILE OF MS. VENKATA SURYA SRI LAKSHMI MALAPAKA (DIN: 07169994)  
DIRECTORS RETIRING BY ROTATION AND SEEKING RE-APPOINTMENT  
(Information Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements)  
Regulations, 2015 and Secretarial Standard-2 on “General Meeting” is given below)**

<b>Particulars</b>	<b>Details</b>
Name of the Director	Ms. Venkata Surya Sri Lakshmi Malapaka
Date of Birth	18/06/1970
Date of Appointment	28/03/2015
Expertise in specific functional areas	Human Resources
Qualifications	SSC
List of other companies in which Directorship is held as on 31 <sup>st</sup> March, 2024	-
*Directorship/Chairmanship/Membership of the Committees of the Board of the Companies in which he/she is a director as on March 31, 2024	Apart from the current company, she is not a director in any other Listed Company
Equity Shares held in the Company	-
Details of remuneration sought to be paid	<u>No remuneration is drawn by Ms. Venkata Surya Sri Lakshmi Malapaka</u>
Disclosure of Inter-se relationship between Directors and KMP's	<u>Ms. Venkata Surya Sri Lakshmi Malapaka and any of the other Directors or Key Managerial Personnel of the Company do not have any inter-se relationship</u>
Listed Entity from which director has resigned in the past 3 years	=
Number of Meeting attended during the year	4 (Four)
<u>She does not hold any shares in the Company on a beneficial basis for any other person.</u>	

\*Directorships and Committee memberships in PM Telelinnks Limited are not included in the aforesaid disclosure. Also, directorships in Private Limited Companies, Foreign Companies and Section 8 companies and their Committee memberships are excluded. Membership and Chairmanship of Audit Committees, Nomination & Remuneration committee and Stake holders' relationship Committees of only public Companies have been included in the aforesaid table.

:

## EXPLANATORY STATEMENT

Pursuant to Section 102 (1) of the Companies Act, 2013 (“the Act”) read with section 110 of the Companies Act, 2013.

### Item No. 4:

#### **To note, consider, deliberate and approve the Related Party Transactions of the Company:**

The Company, in the ordinary course of its business, enters into transactions with entities that qualify as Related Parties under the provisions of the Companies Act, 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"). Section 188 of the Companies Act, 2013, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, and Regulation 23 of the Listing Regulations, mandates that any transaction with a Related Party that exceeds the prescribed thresholds requires prior approval of the shareholders.

For the financial year 2024-25, the Company anticipates entering into various contracts, arrangements, or transactions with Related Parties in the ordinary course of business. These transactions may include, but are not limited to, the sale, purchase, or supply of goods or materials, or any other transaction(s) as specified under Section 188(1) of the Act.

A material related party transaction is one whose value taken with that related party on standalone or aggregate basis exceeds 10% of the Turnover of the preceding Financial Year of the listed entity. Accordingly, the Board of Directors seeks approval from the shareholders for entering into these transactions.

Since as per the financial results declared by P.M. Telelinnks Limited for F.Y. 2023-24, the turnover stands at INR 30.67936 lakhs, any proposed related party transaction the value of which is exceeding INR 3.067936 lakhs is being treated as material in nature and is being put forth by the Board of the Company for the approval of shareholders.

None of the Directors, Key Managerial Personnel, or their relatives, except for those who are directly or indirectly interested in these transactions as related parties, are concerned or interested in the resolution.

The Board of Directors recommends the resolution set out at Item No. 4 of the Notice for approval by the shareholders as Special Resolution.

## Directors' Report

**Dear Shareholders,**

Your directors have the pleasure in presenting the 44<sup>th</sup> Annual Report along with the Audited Financial Statements, Auditor's Report on the business and operations of your company for the financial year ended March 31<sup>st</sup>, 2024.

### Financial Results

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

<b>Particulars</b>	<b>2023-24</b>	<b>2022-23</b>
Revenue from operations	3,067.93	3,201.74
Other Income	-	-
<b>Total Revenue</b>	<b>3,067.93</b>	<b>3,201.74</b>
Total Expenditure	3,057.35	3178.63
<b>Profit/(Loss) before exceptional and extra-ordinary items and taxes</b>	<b>10.58</b>	<b>23.11</b>
Exceptional Items	-	-
Tax Expense		
Current Tax	1.80	5.82
Deferred Tax	0.087	0.98
<b>Profit/(Loss) after Tax</b>	<b>7.92</b>	<b>16.39</b>
Earnings per equity shares in Rs.	<b>0.08</b>	<b>0.16</b>

### Review of Performance and state of the company's affairs

During the year under review, the overall performance of the Company was reasonable considering to the sector/market conditions. The earnings from operations are Rs. 3,067.93 lakhs as against the previous year of Rs. 3,201.74 lakhs. Simultaneously, profit after tax of the company was decreased to Rs. **7.92 lakhs** as against the profit after tax of the previous year Rs. **16.39 lakhs**.

### Dividend

In view of the planned business growth, your directors deem it proper to preserve the resources of the Company for its activities and therefore, do not propose any dividend for the Financial Year ended 31st March, 2024.

### Reserves

The Company has transferred INR 7.92 lakhs to Reserves during the financial year 2023-24.

### Share Capital

During the year under review, there has been no change in the Share Capital of the Company.

The Authorized Share Capital of the company is Rs. 12,00,00,000/- (Rupees Twelve Crores only) divided into 1,20,00,000 Equity Shares of Rs. 10./- (Rupees Ten only) each.

The Issued, Subscribed and Paid-up Capital of the Company as on 31<sup>st</sup> March, 2024 is Rs. 10,07,50,000 (Ten Crore Seven Lakhs Fifty thousand) divided into 10,075,000 Equity Shares of Rs. 10./- (Rupees Ten only) each. During the period under review there is no change in authorized and paid-up share capital of the Company.

The Company has not issued any shares with differential rights and hence no information as per provisions of Section 43(a) (ii) of the Companies Act, 2013 read with Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

### **Listing**

The Securities Exchange Board of India (SEBI), on September 02<sup>nd</sup> 2015, has issued SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with an aim to consolidate and streamline the provisions of listing agreement for different segments of capital market to ensure better enforceability. The said regulations were effective from December 1<sup>st</sup>, 2015. Accordingly, all listed entities were required to enter into the Listing Agreement within 6 months from the effective date. The Company entered into listing agreement with the BSE Limited.

The Company confirms that it has paid the Annual Listing Fees for the year 2023-24 BSE where the Company's Shares are listed.

### **Directors & Key Managerial Personnel:**

The Board of Directors of your company is duly constituted. The Board consists of Four Directors comprising of One Executive Director Three Non-Executive Director, and Two Independent Directors.

The Board is efficient and the directors have requisite knowledge and exposure to provide requisite insights and direction to the Management of the Company.

The Directions given to the management are actually implemented and executed through the Managing Director and Whole Time Director.

With this structure, the management has ensured that the board is independent of the management in decision making and provides the requisite insights of the various external factors which the internal employees do not have access to.

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

The company has maintained an optimum combination of Executive and Non-Executive Directors.

The composition of the Board, Category, DIN of Directors are as follows:

S.	Name of the Director	Designation	DIN
----	----------------------	-------------	-----

No.			
1.	Mr. Ravi Surana Pukhraj	Managing Director & CEO	01777676
2.	Ms. Venkata Surya Sri Lakshmi Malapaka	Non-Executive Director	07169994
3.	Mr. Kadakia Amish Bharat	Non-Executive Independent Director	06995671
4.	Mr. Patlolla Laxmi Kanth Reddy	Non-Executive Independent Director	08700773

### **Proposed Appointments**

- Ms. Venkata Surya Sri Lakshmi Malapaka who was liable to retire by rotation was proposed to be appointed as director of the company in this Annual general meeting of the company.

The following are the Key Managerial personnel of the Company as on 31.03.2024:

S. No	Name	Designation
1.	Mr. Pratik Rajendrakumar Koralwala	Company Secretary
2.	Mr. Sree Jithender Kondabathini	Chief Financial Officer
3.	Mr. Ravi Surana Pukhraj	Managing Director & Chief Executive Officer

### **Number of meetings of the board:**

The Board has duly met 4 (Four) times during the period under review. The gap between any two Board Meetings is within the period prescribed by the Companies Act, 2013 and Listing Agreement. and the details of meetings are as follows:

S. No	Date of Board meeting
1	30/05/2023
2	14/08/2023
3	08/11/2023
4	13/02/2024

### **Declarations by Independent Directors:**

The Company has received declarations form the Independent Director under Section 149(6) of the Companies Act, 2013 confirming their independence vis-à-vis the Company.

### **Board evaluation and assessment:**

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

- More effective board process

- b. Better collaboration and communication
- c. Greater clarity with regard to members roles and responsibilities
- d. Improved chairman – managing directors and board relations

The evaluation process covers the following aspects

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

### **Familiarisation Programme for Independent Directors**

The Company shall through its Senior Managerial personnel familiarise the Independent Directors with the strategy, operations and functions of the Company. The Independent Directors will also be familiarised with their roles, rights and responsibilities and orientation on Statutory Compliances as a Board Member.

On appointment of the Independent Directors, they will be asked to get familiarised about the Company's operations and businesses. An Interaction with the key executives of the Company is also facilitated to make them more familiar with the operations carried by the company. Detailed presentations on the business of the company are also made to the Directors. Direct meetings with the Chairman and the Managing Director are further facilitated for the new appointee to familiarize him/her about the Company/its businesses and the group practices as the case may be and link is available at the website [www.pmtele.com](http://www.pmtele.com).

### **Appointment and Remuneration Policy**

The Company's remuneration policy is driven by the success and performance of the individual employee and the Company. Through its compensation programme, the Company endeavours to attract, retain, develop and motivate a high-performance workforce. The Company follows a compensation mix of fixed pay, benefits and performance based variable pay. Individual performance pay is determined by business performance and the performance of the individuals measured through the annual appraisal process.

The Board on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration including criteria for determining qualifications, positive attributes and independence of a director. The Remuneration Policy is available on the website of the Company viz. [www.pmtele.com](http://www.pmtele.com).

### **Directors' Responsibility Statement**

Pursuant to the requirement under section 134 (3) and (5) of the Companies Act 2013, with respect to Directors' Responsibility Statement, your board of directors to the best of their knowledge and ability confirm that:

- a. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

- b. such accounting policies have been selected and applied consistently and the Directors 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 as at 31<sup>st</sup> March, 2024 and of the profit/loss of the Company for that year;
- c. proper and sufficient care was taken for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the annual accounts of the Company have been prepared on a going concern basis;
- e. internal financial controls have been laid down to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- f. proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively;

### **Constitution and Composition of Committees**

The Audit Committee of the company is duly constituted as per section 177 of the Companies Act, 2013. Composition and Scope of Audit Committee is provided under the Corporate Governance report annexed herewith.

#### **Audit Committee**

- |                                   |            |
|-----------------------------------|------------|
| 1. Mr. Kadakia Amish Bharat       | - Chairman |
| 2. Mr. Patlolla Laxmi Kanth Reddy | - Member   |
| 3. Mr. Ravi Surana Pukhraj        | - Member   |

### **COMMITTEES OF THE BOARD:**

The Nomination & Remuneration Committee along with Stakeholders Relationship committee is constituted as per the applicable provisions and its composition is as follows:

#### **Nomination & Remuneration Committee cum Compensation Committee**

- |                                       |            |
|---------------------------------------|------------|
| 1. Mr. Kadakia Amish Bharat           | - Chairman |
| 2. Mr. Patlolla Laxmi Kanth Reddy     | - Member   |
| 3. Ms. Malapaka Venkata Surya Lakshmi | - Member   |

#### **Stakeholders Relationship Committee**

- |                                   |            |
|-----------------------------------|------------|
| 1. Mr. Kadakia Amish Bharat       | - Chairman |
| 2. Mr. Patlolla Laxmi Kanth Reddy | - Member   |
| 3. Mr. Ravi Surana Pukhraj        | - Member   |

### **Corporate Governance**

In pursuance of Regulation 15 to 27 read with Schedule V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, entered into with the Stock Exchanges, Corporate Governance report shall applicable to the company for the financial year ended 31<sup>st</sup> March, 2024.



However, in pursuance of Schedule V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, a certificate from Mr. N.V.S.S. Suryanarayana, Practising Company Secretary, (Mem No. 5868 & Certificate of Practice Number 2886) in compliance with (i) of Point (10) of Para C of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed as **Annexure-II & III** and forms part of this Report.

### **Secretarial Audit Report**

Pursuant to the provisions of Section 204 read with Section 134(3) of the Companies Act, 2013, the company is required to obtain Secretarial Audit Report from Practising Company Secretary. Mr. N.V.S.S. Suryanarayana, Practising Company Secretary (Mem No. 5868 & Certificate of Practice Number 2886) was appointed as secretarial auditor to issue Secretarial Audit Report for the financial year ended 31<sup>st</sup> March, 2024.

Secretarial Audit Report issued by Mr. N.V.S.S. Suryanarayana an, Practising company secretary in **Form MR-3 for the financial year 2023-24** forms part to this report as ‘**Annexure – IV**’.

### **Replies to Secretarial Auditor’s Report**

<b>S. No</b>	<b>Qualification</b>	<b>Management response</b>
<b>1</b>	The financial results were not published in the newspaper as per Regulation 47 of SEBI (Listing and Obligations and Disclosure requirements) Regulations, 2015.	Considering the shortage of working capital, the company was unable to give newspaper publication of notice of Board meeting and financial Results. However, Company will Ensure to comply with same.
<b>2</b>	The Website not functional containing basic information about the Company As per Regulation on 46 and 62 of Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulation, 2015(“Listing Regulation”),	Considering the shortage of working capital, the company was unable to give newspaper publication of notice of Board meeting and financial results. However, Company will ensure to comply with same.

### **Management Discussion & Analysis**

The Management Discussion and Analysis Report highlighting the industry structure and developments, opportunities and threats, future outlook, risks and concerns etc. is annexed as **Annexure V**.

### **Statutory Auditors**

**M/s. Gupta Raj & Co.** Chartered Accountant, Mumbai (Firm Registration No. 001687N) were appointed as Statutory Auditors of the Company, for a term of 5 (Five) consecutive years, at the 39<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2019 to hold the office at P.M. Telelinnks Limited till the conclusion of 44<sup>th</sup> Annual General Meeting of the Company to be held in the year 2024. They have confirmed that they are not disqualified from continuing as Auditors of the Company.

The Board Proposes to re-appoint **M/s. Gupta Raj & Co**, Chartered Accountants (Firm Registration No. 001687N), as Statutory Auditors of the Company, for a period of 5 (Five) years, from the conclusion of the upcoming 44th (Forty Fourth) Annual General Meeting till the conclusion of 49th (Forty Ninth) Annual General Meeting of the Company to be held for the financial year 2029-30, at such remuneration as may be fixed by Board of Directors of the Company in mutual consent with the Auditors.

Auditors' observations are suitably explained in notes to the Accounts and are self-explanatory.

#### **Reporting of frauds by auditors**

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

#### **Management Replies to Auditors Report:**

With reference to observations made in Auditor's Report, the notes to account are self-explanatory and therefore do not call for any further comments.

#### **Internal Audit Report**

The Company has not appointed the Internal Auditor for the Financial Year 2023-24

#### **Cost Audit Report**

The provisions of Section 148 of the Companies Act, 2013 does not apply to the Company and hence, no cost auditors are appointed.

#### **Business Responsibility Report (BRR)**

Securities Exchange Board of India (SEBI) by notification No. SEBI/LAD-NRO/GN/2019/45 dated 26.12.2019 (Securities and Exchange Board of India – Listing Obligations and Disclosure Requirements) (Fifth Amendment) Regulations, 2019 has mandated the inclusion of BRR as part of the Annual Report for the top 1000 listed entities based on their market capitalization on BSE Ltd and National Stock Exchange of India Ltd as at 31st March of every year. In view of the requirements specified, the company is not mandated for the providing the BRR and hence do not form part of this Report.

#### **Corporate Social Responsibility**

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions shall not applicable to the company.

#### **Particulars of Loans, Guarantees and Investments**

There are no loans, guarantees, or investments to report under the provisions of Section 186 of the Companies Act, 2013.

### **Whistle Blower Policy/Vigil Mechanism**

Pursuant to the provisions of section 177 of the Companies Act, 2013 and the rules framed there under and pursuant to the applicable provision of SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015 the listing agreement entered with stock exchanges, the company has established a mechanism through which all stake holders can report the suspected frauds and genuine grievances to the appropriate authority.

The Whistle blower policy which has been approved by the board of directors of the company has been hosted on the website of the company viz [www.pmtele.com](http://www.pmtele.com).

### **Secretarial Standards**

The Company has complied with all the applicable secretarial standards for the financial year 2023-24.

### **Prevention of Insider Trading**

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed.

Members of the Board have confirmed compliance with the Code.

### **Risk Management Policy**

Your Company has put in place a risk management policy based on globally recognized standards which enables the company to proactively take care of the internal and external risks of the company and ensures smooth business operations.

The company's risk management policy ensures that all its material risk exposures are properly covered, all compliance risks are covered and the company's business growth and financial stability are assured. Boards of Directors decide the policies to ensure the protection of company from any type of risks.

### **Disclosures Under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013**

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed of during the period under review:

- No. of complaints received: - NIL
- No. of complaints disposed of: - NIL

### **Particulars of Contracts or arrangements with related parties**

All the related party transactions that were entered during the financial years were in the ordinary course of business of the company and were on arm length basis. There were no materially significant related party transactions entered by the company during the year with the promoters, directors, key managerial personnel or other persons which may have a potential conflict with the interest of the company.

Particulars of every contract or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto shall be disclosed in **Form No. AOC-2** as '**Annexure I**' to this report.

### **Material changes and commitments, if any, affecting the financial position of the company**

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

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

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future

### **Public Deposits**

The Company has not accepted any Deposits during the year and there are no outstanding or overdue deposits as on this date within the meaning of Section 73 of the Companies Act, 2013 as amended and in force.

### **Particulars of Employees**

Details in respect of remuneration paid to employees as required under Section 197(12) of the Companies Act, 2013, read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, forms part of this report. In terms of Section 136 of the Companies Act, 2013 the same is open for inspection at the Registered Office of the Company.

Your Company is paying any remuneration to its Director hence, the ratio of the remuneration of each Director to the median employee's remuneration and other details in terms of Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, does not form part of this Report.

### **Details of Subsidiary, Joint Venture or Associate Companies**

The Company does not have any Subsidiary, Joint Venture or an Associate Company as on 31.03.2024.

### **Annual Return**

The Ministry of Corporate Affairs vide Companies (Amendment) Act, 2017 effective from 28th August, 2020, has dispensed the requirement to attach extract of Annual Return in form MGT-9 to the Board's report, provided every Company shall place a copy of Annual return on the website of the Company, if any and disclose the web-link of such Annual return in the Board's report.

The copy of Annual Return in Form MGT-7 as on March 31, 2024 will be available on the Company's website and can be accessed at the given web-link [www.pmtele.com](http://www.pmtele.com).

**Particulars of Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo**

**(A) Conservation of Energy**

(i)	the steps taken or impact on conservation of energy	Awareness to Employees to Switch off the Machines, AC's, Lights, Fans etc whenever not required
(ii)	the steps taken by the company for utilizing alternate sources of energy	The Company shall take necessary steps to utilize alternate sources of energy.
(iii)	the capital investment on energy conservation equipment's	Nil

**(B) Technology absorption**

(i)	the efforts made towards technology absorption	The Company has neither absorbed nor adopted any new technology. The Company has also not made any innovation in technology other than the R&D.
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	No benefits derived in the year under review.
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	No new technology is imported
	(a) the details of technology imported	-
	(b) the year of import;	-
	(c) whether the technology been fully absorbed	-
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	-
(iv)	the expenditure incurred on Research and Development	Nil

**Foreign Exchange Earnings and Outgo**

There were no foreign earnings and outgo during the financial year 2023-24.

**Internal Audit & Controls**

The Company has adequate Internal Financial Controls consistent with the nature of business and size of the operations, to effectively provide for safety of its assets, reliability of financial transactions with adequate checks and balances, adherence to applicable statutes, accounting policies, approval procedures and to ensure optimum use of available resources. These systems are reviewed and improved on a regular basis. It has a comprehensive budgetary control system to monitor revenue and expenditure against approved budget on an ongoing basis.

### **Internal Financial Control Systems**

The Company has adequate Internal Financial Controls consistent with the nature of business and size of the operations, to effectively provide for safety of its assets, reliability of financial transactions with adequate checks and balances, adherence to applicable statutes, accounting policies, approval procedures and to ensure optimum use of available resources. These systems are reviewed and improved on a regular basis. It has a comprehensive budgetary control system to monitor revenue and expenditure against approved budget on an ongoing basis.

### **Statement in respect of Adequacy of Internal Financial Controls with reference to the Financial Statements:**

The Directors have laid down Internal Financial Controls procedures to be followed by the Company which ensure compliance with various policies, practices and statutes in keeping with the organization's pace of growth and increasing complexity of operations for orderly and efficient conduct of its business. The Board, from time to time, evaluated the adequacy and effectiveness of internal financial control of the Company with regard to: -

1. Systems have been laid to ensure that all transactions are executed in accordance with management's general and specific authorization. There are well-laid manuals for such general or specific authorization.
2. Systems and procedures exist to ensure that all transactions are recorded as necessary to permit preparation of Financial Statements in conformity with Generally Accepted Accounting Principles or any other criteria applicable to such statements, and to maintain accountability for aspects and the timely preparation of reliable financial information.
3. Access to assets is permitted only in accordance with management's general and specific authorization. No assets of the Company are allowed to be used for personal purposes, except in accordance with terms of employment or except as specifically permitted.
4. The existing assets of the Company are verified/checked at reasonable intervals and appropriate action is taken with respect to differences, if any.
5. Proper systems are in place for prevention and detection of frauds and errors and for ensuring adherence to the Company's policies.

### **Industrial Relations**

The company enjoyed cordial relations with its employees during the year under review and the Board appreciates the employees across the cadres for their dedicated service to the Company, and looks forward to their continued support and higher level of productivity for achieving the targets set for the future.

## **Human Resources**

Your Company treats its “human resources” as one of its most important assets.

Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement

## **Details Of Application Made or Any Proceeding Pending Under the Insolvency and Bankruptcy Code, 2016 (31 Of 2016)**

During the period under review, there was neither application made nor any proceeding initiated or pending under the Insolvency and Bankruptcy code, 2016

## **Details Of Difference Between Amount of The Valuation Done at The Time of One Time Settlement and The Valuation Done While Taking Loan from The Banks or Financial Institutions Along with The Reasons Thereof**

During the period under review, there was no one time settlement with Bank

## **General**

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

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

## **Personnel**

Your directors place on records their appreciation for the services rendered by the employees. The relation between the management and the employees has been cordial throughout the year.

## **Acknowledgements**

Your directors wish to express their appreciation of the support and co-operation of the Central and the State Government, bankers, financial institutions, business associates, employees, shareholders, customers, suppliers and alliance partners and seeks their continued patronage in future as well.

**For and on behalf of the Board of  
P.M. TELELINNKS LIMITED**

**Place: Hyderabad**

**Sd/-**

**Sd/-**

**Date: 13.08.2024**

**Venkata Surya Sri Lakshmi Malapaka  
Director  
DIN: 07169994**

**Ravi Surana Pukhraj  
Managing Director & CEO  
DIN: 01777676**



**Annexure-I**  
**FORM NO. AOC-2**

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

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

There was no such contract or arrangement or transaction entered during the year ended 31.03.2024 which was not at arm's length basis.

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

<b>S.No</b>	<b>Particulars</b>	<b>Information</b>
a.	Name(s) of the related party and nature of relationship	Golkonda Engineering Enterprises Ltd- Entities where directors are interests
b.	Nature of contracts/arrangements/transactions	Sales
c.	Duration of the contract's/arrangements/transactions	Continuous
d.	Salient terms of the contracts or arrangements or transactions including the value, if any	Rs. 30,67,93,480 (In Actuals)
e.	Date(s) of approval by the Board, if any	30/05/2024
f.	Amount paid as advances, if any	-

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**For and on behalf of the Board of  
P.M. TELELINNKS LIMITED**

**Place: Hyderabad**

**Date: 13.08.2024**

**Sd/-**

**Venkata Surya Sri Lakshmi Malapaka**

**Director**

**DIN: 07169994**

**Sd/-**

**Ravi Surana Pukhraj  
Managing Director & CEO**

**DIN: 01777676**

**Annexure –II**  
**REPORT ON CORPORATE GOVERNANCE**

**[Pursuant to Schedule V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]**

**(1) COMPANY’S PHILOSOPHY**

Good governance facilitates efficient, effective and entrepreneurial management that can deliver stakeholder value over long term. It is about commitment to values and ethical business conduct. It is a set of laws, regulations, processes and customs affecting the way a Company is directed, administrated, controlled or managed. Good corporate governance underpins the success and integrity of the organizations, institutions and markets. It is one of the essential pillars for building an efficient and sustainable environment

Corporate governance is based on the principles of integrity, fairness, equity, transparency, accountability and commitment to values. Good governance practices stem from the culture and mind-set of the organization. The effectiveness of corporate governance in the Company depends on regular review, preferably regular independent review.

P.M. Telelinks Limited strives to manufacture and sell Pharmaceutical, medical and veterinary preparations. It is committed to achieve transparency and accountability by complying with Industry Standards and establishing healthy relationship with our stakeholders. The Company believes in following best practices to achieve sustainable growth of the Company and exceed our stakeholder’s expectations.

Corporate governance is an integral part of the philosophy of the Company in its pursuit of excellence, growth and value creation. In addition to complying with the statutory requirements, effective governance systems and practices towards improving transparency, disclosures, internal control and promotion of ethics at workplace have been institutionalized. The Company recognizes that good governance is a continuing exercise and reiterates its commitment to pursue highest standards of corporate governance in the overall interest of its stakeholders.

This report shall reflect the compliance with the Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as SEBI Listing Regulations) as given below:

**(2) BOARD OF DIRECTORS**

The Board of Directors of the Company currently consists of Four Directors. As on the end of the financial year 31.03.2024, The Company has an Executive Chairman. The Executive Chairman and the Managing Director manage the day-to-day affairs of the Company. The Board has an optimum combination of Executive and Non-Executive directors.

**(a) Composition and Category of directors as on March 31, 2024:**

Category	No. of Directors
Promoter Director(s)	1
Executive Director(s)	0
Non - Executive Director(s)	1
Independent Director(s)	2
Nominee Director(s)	0
<b>Total</b>	<b>4</b>

*The composition of the Board is in conformity with the Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.*

Name of the Director	Category
Mr. Ravi Surana Pukhraj	Managing Director & CEO
Ms. Venkata Surya Sri Lakshmi Malapaka	Non-Executive Director
Mr. Kadakia Amish Bharat	Non-Executive Independent Director
Mr. Patlolla Laxmi Kanth Reddy	Non-Executive Independent Director

**(b) Attendance of each director at the Board meetings and at the General Meetings held during the year 2023-24**

Director Name	Meetings held and Date				AGM
	BM 1	BM 2	BM-3	BM-4	AGM
Attendance	30-May-23	14-Aug-23	08-Nov-23	14-Feb-2024	30-Sep-23
Mr. Ravi Surana Pukhraj	yes	yes	yes	yes	yes
Ms. Venkata Surya Sri Lakshmi Malapaka	yes	yes	yes	yes	yes
Mr. Kadakia Amish Bharat	yes	yes	yes	yes	yes

Mr. Patlolla Laxmi Kanth Reddy	yes	yes	yes	yes	yes
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(c) **#No. of Boards/Board Committees including P.M. TELELINNKS LIMITED in which the Directors are holding Directorship or are Member or Chairman as at March 31, 2024.**

Name of the Director	Board		Committee	
	Chairman	Director	Chairman	Member
Mr. Ravi Surana Pukhraj	1	4	--	2
Ms. Venkata Surya Sri Lakshmi Malapaka	--	1	--	2
Mr. Kadakia Amish Bharat	--	2	3	--
Mr. Patlolla Laxmi Kanth Reddy	--	2	--	2

<sup>#</sup>Excludes directorship and membership in private companies, foreign companies and membership in other committees (except Audit Committee and Stake holders' relationship Committee).

(d) **Disclosure of relationships between directors inter-se:**

None of the Directors are Related to any other Directors.

(e) **Details about Familiarization programme:**

The Directors are briefed on their specific responsibilities and duties that may arise from time to time. Any new Director who joins the Board is presented with a brief background of the Company and its operations and is informed of the important policies of the Company including the Code of Conduct for Directors and Senior Management Personnel and the Code of Conduct for Prevention of Insider Trading, Policy on Related Party Transactions, Policy on Remuneration, Policy on material subsidiaries, Whistle Blower Policy, Risk Management Policy, Corporate Social Responsibility Policy, etc.

The details of the familiarization program are placed on the Company's website at: [http:// www.pmtele.com](http://www.pmtele.com)

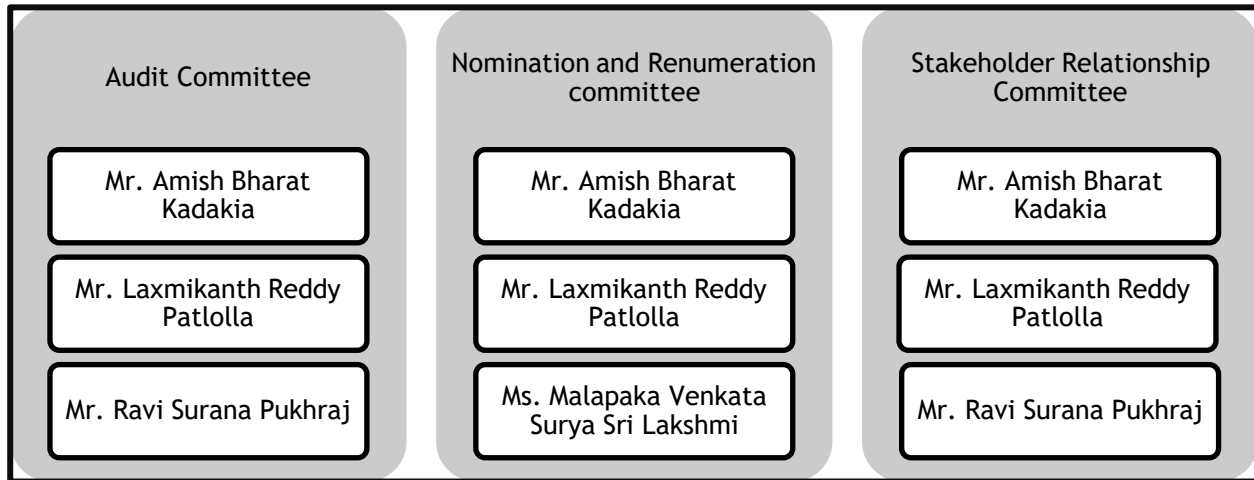
(f) **Independent Directors Meeting**

During financial year 2023-24, one meeting of the Independent Directors was held on 14-Feb-2024. The two Independent Directors of the Company attended the meeting. The Independent Directors, inter-alia, reviewed the performance of Non-Independent Directors, board as a whole and Chairman of the Company, taking into account the views of executive directors and non-executive directors. The Board was briefed on the deliberations made at the Independent Directors Meeting.

(g) **Board Evaluation**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as

the evaluation of the working of its Audit, Nomination and Remuneration and other Committees. Structured questionnaires were prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.



## AUDIT COMMITTEE

The Audit Committee was constituted in terms of Section 177 of the Companies Act, 2013 and as per the provisions of Regulation 18 of SEBI (LODR) Reg.2015. The Audit Committee consists of a combination of Non-Executive Independent Directors and Executive Director, which assists the Board in fulfilling its overall responsibilities.

Brief description of terms of reference

**The terms of reference of the Audit Committee include the following:**

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
  - b. Changes, if any, in accounting policies and practices and reasons for the same
  - c. Major accounting entries involving estimates based on the exercise of judgment by management
  - d. Significant adjustments made in the financial statements arising out of audit findings

- e. Compliance with listing and other legal requirements relating to financial statements
  - f. Disclosure of any related party transactions
  - g. Qualifications in the draft audit report
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
  6. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
  7. Approval or any subsequent modification of transactions of the company with related parties;
  8. Scrutiny of inter-corporate loans and investments;
  9. Valuation of undertakings or assets of the company, wherever it is necessary;
  10. Evaluation of internal financial controls and risk management systems;
  11. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;
  12. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
  13. Reviewing the findings of any internal investigations by the internal audit department into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
  14. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
  15. To review the functioning of the Vigil mechanism;
  16. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
  17. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee and as per the role of committee specified under Part C of Schedule II.

Explanation: The term "related party transactions" shall have the same meaning as provided in Regulation 23 of SEBI (LODR) Regulations, 2015.

Audit Committee Meetings (ACM) and attendance during the year 2023-24

S. No	Director Name	ACM and date			
		ACM 1	ACM 2	ACM 3	ACM 4
	Attendance	30/05/2023	14/08/2023	08/11/2023	14/02/2024
1	Mr. Amish Bharat Kadakia	yes	yes	yes	yes
2	Mr. Laxmikanth Reddy Patlolla	yes	yes	yes	yes

3	Mr. Ravi Surana Pukhraj	yes	yes	yes	yes
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## NOMINATION AND REMUNERATION COMMITTEE

### Brief description of terms of reference

1. To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
2. To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
3. To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
4. To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company's operations.
5. To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
6. To devise a policy on Board diversity
7. To develop a succession plan for the Board and to regularly review the plan;

Nomination and Remuneration Committee Meetings (NRCM) and Attendance during the year 2023-24:

S. No	Director Name	NRCM and Date	
		NRCM 1	NRCM 2
	Attendance	30/05/2023	14/08/2023
1	Mr. Amish Bharat Kadakia	yes	yes
2	Mr. Laxmikanth Reddy Patlolla	yes	yes
3	Ms. Malapaka Venkata Surya Sri Lakshmi	yes	yes

### Remuneration Policy

The Company's remuneration policy is driven by the success and performance of the individual employee and the Company. The Company follows a compensation mix of fixed pay, benefits and performance-based variable pay

### Details of remuneration to the directors (Rs. in Lakhs)

Particulars	Executive Directors			Non-executive Independent Directors				
	Salary	Commission	PF Contribution	Sitting fees	Total			
Salary	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Commission	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
PF Contribution	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sitting fees	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

**Directors are not paid any sitting fees for any Board / Committee meetings attended by them.**

### STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Company has a Stakeholders Relationship Committee (SRC) of Directors to look into the Redressal of complaints of investors such as transfer or credit of shares, non-receipt of dividend/notices/annual reports, etc.

Stakeholder Relationship Committee Meetings (SHRCM) and Attendance during the year 2023-24:

S. No	Director Name	SHRCM and date
		SHRCM 1
	Attendance	14-02-2024
1	Mr. Amish Bharat Kadakia	yes
2	Mr. Laxmikanth Reddy Patlolla	yes
3	Ms. Malapaka Venkata Surya Sri Lakshmi	yes

#### Name, designation and address of the Chairman:

Ravi Surana Pukhraj

Managing Director & CEO

DIN: 01777676

1-7-241/11/D, Ramalaya, 3rd Floor, S.D. Road, Secunderabad, Hyderabad,

Telangana, India-500003

#### Investor Complaints

During the year the Company received no complaints from the investors.

Sl. No.	Description	Received	Received	Received
1.	Non receipt of Electronic Credits	Nil	Nil	Nil
2.	Non receipt of Annual Reports	Nil	Nil	Nil



3.	Non receipt of Dividend Warrants	Nil	Nil	Nil
4.	Non receipt of Refund order	Nil	Nil	Nil
5.	SEBI	Nil	Nil	Nil
6.	Stock Exchanges	Nil	Nil	Nil
<b>Total</b>		<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

### GENERAL BODY MEETINGS.

**Details of the last three Annual General Meetings were:**

Financial Year	Location of the Meeting	Date of AGM	Time	Number of Special Resolutions passed	Details of Special Resolutions
2022-23	Held at the registered office of the Company	30-Sep-2023	10:30 AM	NIL	NIL
2021-22	Held through Video Conferencing ("VC") / Other Audio-Visual Means	28-Sep-2022	10:30 AM	NIL	NIL
2020-21	Held through Video Conferencing ("VC") / Other Audio-Visual Means	30-Sep-2021	10:30 AM	1	Appointment of Mr. Ravi Surana Pukhraj (DIN: 01777676) as Managing Director and CEO of the Company

### DISCLOSURES

- i. There are no significant related party transactions with the Company's Promoters, Directors, the Management or relatives that may have potential conflict with the interest of the Company at large. Related party transactions have been disclosed in Notes to the Annual Accounts. The Company has framed a Policy on Related Party Transactions and the same is available on website of the Company.
- ii. The Company has complied with all the requirements of the Listing Agreement with the Stock Exchanges as well as the regulations and guidelines of SEBI. No other penalty or strictures have been

imposed on the Company by the Stock Exchanges, SEBI or any other statutory authority, on any matter relating to the capital markets, during the last three years.

- iii. The Company has established a Vigil mechanism to provide an avenue to raise concerns. The mechanism provides for adequate safeguards against victimization of employees who avail of it. The policy also lays down the process to be followed for dealing with complaints and in exceptional cases, also provides for direct appeal to the Chairperson of the Audit Committee. During the year, no employee was denied access to Chairman of the Audit Committee
- iv. The information on Directors seeking appointment/ re-appointment is provided in the notes to the notice of the Annual General Meeting under the heading “Directors seeking Re-appointment at the ensuing Annual General Meeting”.
- v. The Company has not complied with all the mandatory requirements of Compliance with Corporate Governance requirements specified in Regulation 17-27 and clauses (b) to (i) of Sub- regulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015
- vi. **The shareholding of the Non –Executive Directors in the Company as on March 31, 2024 is as under:**

S. No	Name of the Director	Shares held
1.	Ms. Venkata Surya Sri Lakshmi Malapaka	NIL
2.	Mr. Kadakia Amish Bharat	NIL
3.	Mr. Patlolla Laxmi Kanth Reddy	NIL

- vii. There were no pecuniary transactions with any of the Non-Executive Directors of the Company
- viii. Compliance certificate from practicing company secretary regarding compliance of conditions of corporate governance is annexed with the directors’ report as required under Schedule V Part E of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (*Annexure- A*)
- ix. Declaration signed by the chief executive officer stating that the members of board of directors have affirmed compliance with the code of conduct of board of directors as required under Schedule V Part D of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (*Annexure- B*)
- x. **Certificate from Company Secretary in Practice**

N.V.S.S. Suryanarayana Rao, Practicing Company Secretary, has issued a certificate as required under the Listing Regulations, confirming that none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as director of the Company by the SEBI / Ministry of Corporate Affairs or any such statutory authority. (*Annexure -C*)

### **Compliance with Accounting Standards**

In the preparation of the financial statements, the Company has followed the Accounting Standards notified pursuant the relevant provision of the Companies Act, 2013 read with applicable Accounting Standards, issued by the Ministry of Corporate Affairs. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements

### **MEANS OF COMMUNICATION**

- a. The Company does not send the quarterly results to each household of shareholders. The quarterly, half yearly, and annual results are intimated to the stock exchanges.
- b. The Company posts all the vital information relating to the Company and its performance/results including the press releases on its web site [www.pmtele.in](http://www.pmtele.in) for the benefit of the shareholders and public at large.
- c. The audited results for the financial year are approved by the Board and then communicated to the members through the Annual Report.
- d. SEBI Complaints Redressal System (SCORES): SEBI has initiated SCORES for processing the investor complaints in a centralized web-based redress system and online redressal of all the shareholders complaints. The company is in compliance with the SCORES and redressed the shareholders complaints well within the stipulated time.
- e. The Management Discussion and Analysis Report is attached and forms part of the Annual Report
- f. Reconciliation of share capital Audit: A qualified practicing company secretary carried out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The Reconciliation of share capital Audit (Formerly Secretarial Audit Report) confirm that the total issued / Paid-up capital is in agreement with the total number of shares in physical form and the total number of Dematerialized shares held with NSDL and CDSL.
- g. As per the vigil mechanism applicable to the company, there is an ombudsman who is responsible for its implementation.
- h. A Dash board containing the risks identified if any, will be placed to the audit committee and measures taken by the management will be discussed to mitigate.

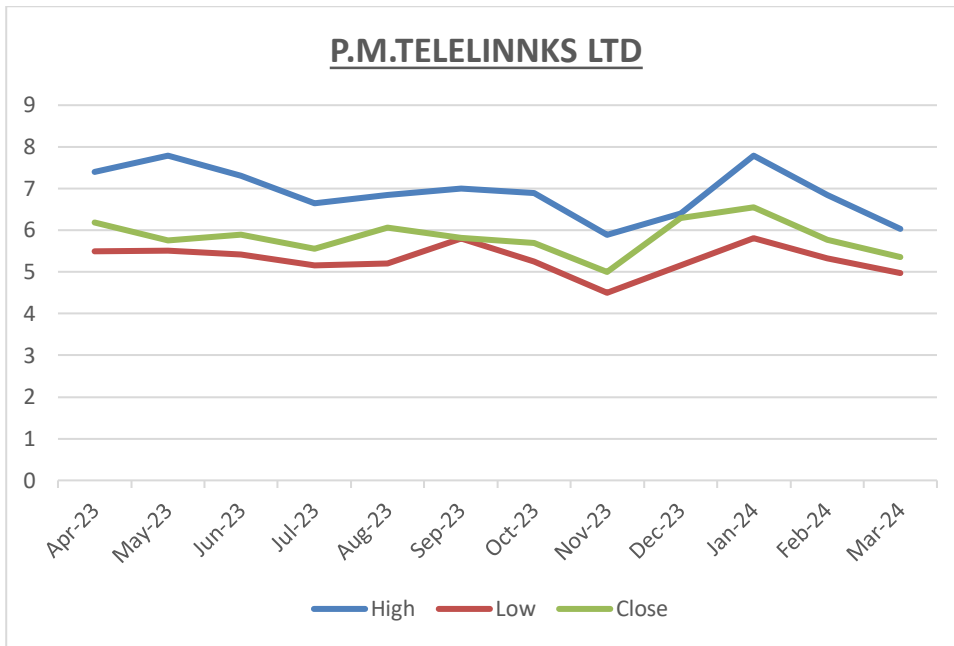
## MEASURES FOR PREVENTION OF INSIDER TRADING

In compliance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2016, the company framed a Code of Conduct for Prevention of Insider Trading and Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information for its directors and designated employees. The code lays down guidelines, which mandates the directors and designated employees on the procedures to be followed and disclosures to be made while dealing with the shares of the company and also appraises the consequences for the violations. Details of the code for prevention of insider trading is available at the company's website [www.pmtele.com](http://www.pmtele.com)

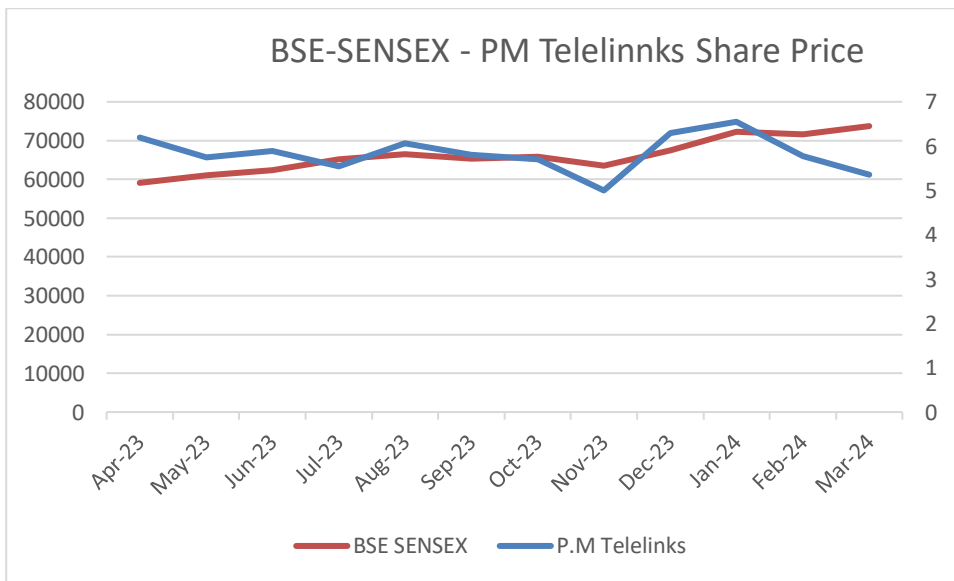
## GENERAL SHAREHOLDER' INFORMATION:

Date, Time & Venue of AGM	30-Sep-2024
Financial Year	FY 2023-24
Listing on Stock Exchanges	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001 Phones : 91-22-22721233/4, 91-22-66545695 Fax : 91-22-22721919
Stock Code/Symbol	INE092C01015
Annual Listing fees to Stock Exchanges (BSE)	Paid
Dividend payment date	N.A.
Registrar and Transfer Agents	Aarathi Consultants Pvt. Ltd, 1-2-285, Domalguda, Hyderabad, Telangana,500029 Tel.: 040-27638111,27634445 Fax.: 040- 27632184 Email: <a href="mailto:info@aarthiconsultants.com">info@aarthiconsultants.com</a> Website: <a href="http://www.aarthiconsultants.com">www.aarthiconsultants.com</a>
Share Transfer System	All the transfers received are processed and approved by the Stakeholder Relationship Committee at its meetings
Distribution of Shareholding	As per the table mentioned below
Dematerialisation of shares and	As on 31st March, 2024, 1,00,75,000 Equity shares representing

Liquidity	97.48% of shareholding have been dematerialised. The balance 2,53,660 equity shares representing 02.52% were in physical form			
Outstanding GDRs/ ADRs/ Warrants or any Convertible Instruments, conversion date and likely impact on equity	As on March 31, 2024, there were no outstanding GDRs/ ADRs/ Warrants or any Convertible Instruments of the Company.			
Commodity price risk or foreign exchange risk and hedging activities	Not Applicable			
Plant locations/offices	1-7-241/11/D, Ramalaya, 3rd Floor, S.D. Road, Secunderabad, Hyderabad – 500003, Telangana, India.			
Registered Office/ address for correspondence	1-7-241/11/D, Ramalaya, 3rd Floor, S.D. Road, Secunderabad, Hyderabad – 500003, Telangana, India.			
Market Price Data High, Low during each month in last financial year	BSE			
	Month	High	Low	Close
	April	7.4	5.5	6.19
	May	7.79	5.51	5.75
	June	7.3	5.42	5.89
	July	6.65	5.16	5.55
	August	6.85	5.21	6.06
	September	7	5.8	5.81
	October	6.89	5.25	5.7
	November	5.89	4.5	5
	December	6.4	5.15	6.3
	January	7.79	5.81	6.55
	February	6.85	5.33	5.77
	March	6.04	4.98	5.36



#### Performance in comparison to BSE Sensex



#### SHAREHOLDING PATTERN AS ON 31st MARCH, 2024:

Category	HOLDERS	HOLDINGS	Percentage
<b>PROMOTORS</b>	10	48,38,733	48.03

<b>MUTUAL FUNDS</b>	0	0	0
<b>BANKS</b>	1	100	0.00
<b>RESIDENT INDIVIDUAL</b>	4,236	48,13,930	47.78
<b>NON-RESIDENT INDIANS (INDIVIDUALS)</b>	09	9,298	0.09
<b>CORPORATE BODIES</b>	28	4,11,984	4.09
<b>GENERAL PUBLIC AND OTHERS</b>	4	955	0.01
<b>Total</b>	<b>4,288</b>	<b>1,00,75,000</b>	<b>100</b>

## **COMPLIANCE WITH REGULATION MANDATORY REQUIREMENTS**

The Company complied with all the applicable mandatory requirements of the listing agreement and is also submitting a quarterly compliance report duly certified by compliance officer of the company to the stock exchanges within the time frame prescribed under regulations. At present, other non-mandatory requirements have not been adopted by the Company.

### **Green Initiative for Paperless Communications:**

The Ministry of Corporate Affairs (“MCA”) has taken a “Green Initiative in Corporate Governance” by allowing paperless compliances by Companies through electronic mode. In accordance with the recent circular bearing no.17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 issued by the Ministry of Corporate Affairs, Companies can now send various notices/documents to their shareholders through electronic mode to the registered e-mail addresses of the shareholders. This is a golden opportunity for every shareholder of the Company to contribute to the Corporate Social Responsibility initiative of the Company.

This move by the Ministry is a welcome move, since it will benefit the society at large through reduction in paper consumption and contribution towards a greener environment. Additionally, it will avoid loss in postal transit, save time, energy and costs.

Pursuant to the said circular, the company has forwarded e-mail communication to all shareholders whose email id were registered in the Depository records that the company intends to use the said e-mail id to send various Notices/ Correspondences etc.

By Understanding the underlying theme of the above circulars, to support this green initiative of the Government in full measure, the company is sending the documents like notice convening general meetings, financial statements, directors reports, auditor’s report etc to the email address registered with the depositories by the shareholders holding shares in electronic form and for shareholders holding shares in

physical form, the physical copy to the address registered with the Registrar and Share transfer Agents of the Company.

In this regard, we request shareholders who have not registered their email addresses, so far to register their email addresses, in respect of electronic holding with depository through their concerned depository participants and Members who hold shares in physical form are requested to send the required details to the Registrar and Share Transfer Agent.

**Registrar and Share Transfer Agent (RTA)**

**Aarathi Consultants Pvt. Ltd,**

**1-2-285, Domalguda, Hyderabad, Telangana,500029**

**Tel.: 040-27638111,27634445**

**Fax.: 040- 27632184**

**Email: [info@aarthiconsultants.com](mailto:info@aarthiconsultants.com)**

**Website: [www.aarthiconsultants.com](http://www.aarthiconsultants.com)**

**Depository Services:**

For guidance on depository services, Shareholders may write to the Company or to the respective Depositories:

National Securities Depository Ltd.

Trade World, 4th Floor

Kamala Mills Compound,

Senapati Bapat Marg, Lower Parel,

Mumbai-400013.

Tel : 091-022-24994200

Fax:091-022-24972993/24976351

Email: [info@nsdl.co.in](mailto:info@nsdl.co.in)

Central Depository Services (India) Ltd.

Phiroze Jeejeebhoy Towers,

17th Floor, Dalal Street,

Mumbai - 400023.

Tel: 091-022-22723333

Fax : 091-022-22723199

Email: [investors@cdslindia.com](mailto:investors@cdslindia.com)

**Code of Conduct for Board of Directors and Senior Management**

The code has been circulated to all the members of the Board and Senior Management and the compliance of the same has been affirmed by them. A Declaration signed by the Managing Director is furnished here under. A copy of the Code of Conduct applicable for the Board and Senior Management has been placed on the Web site of the company.



**Place: Hyderabad  
Date: 13.08.2024**

**Sd/-  
Venkata Surya Sri Lakshmi Malapaka  
Director  
DIN: 07169994**

**Sd/-  
Ravi Surana Pukhraj  
Managing Director & CEO  
DIN: 01777676**

*(Annexure- A)*

**CERTIFICATE**

TO  
THE MEMBERS OF  
P.M. Telelinnks Limited

I have examined the compliance of conditions of Corporate Governance P.M. Telelinnks Limited (“the Company”), for the year ended on March 31, 2024, as per Regulation 17-27 and clause (b) to (i) of Sub regulation (2) of Regulation 46 and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the period 1st April, 2023 to 31st March, 2024.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, by the Directors, Officers and the Management, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Regulation 17-27 and clause (b) to (i) of Sub-regulation (2) of Regulation 46 and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

This Certificate has been issued at the request of the Company to make disclosure in its Corporate Governance Report of the Financial Year ended 31st March, 2024.

Place: Hyderabad

Date: 13.08.2024

Sd/-

N.V.S.S. SURYANARAYANA RAO

Practicing Company Secretary

Membership Number: 5868

Certificate of Practice Number: 2886

Peer Review No. 1506/2021

*(Annexure- B)*

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR  
MANAGEMENT  
PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director and Executive Directors.

In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors and Independent Directors. These Codes are available on the Company's website.

I confirm that the Company has in respect of the year ended March 31, 2024, received from the Senior Management Team of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.

For the purpose of this declaration, Senior Management Team means the Chief Financial Officer, Global Head-HR, Global Business Unit Heads, Global Head-Legal and the Company Secretary as on March 31, 2024.

**Place: Hyderabad**  
**Date: 13.08.2024**

**Sd/-**  
**Ravi Surana Pukhraj**  
**Chief Executive Officer and**  
**Managing Director**  
**DIN: 01777676**

*(Annexure- C)*

**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**

*[Pursuant to clause (i) of Point (10) of Para C of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

As submitted by the Directors of **P.M. Telelinnks Limited** ('the Company') bearing CIN: L27105TG1980PLC002644 and having its registered office at 1-7-241/11/D, Ramalaya, 3RD Floor S.D. Road, Secunderabad, Hyderabad-500003, Telangana, to the Board of Directors of the Company ('the Board') for the Financial Year ended 31st March, 2024. I have considered non-disqualification to include non-debarment by Regulatory / Statutory Authorities.

It is the responsibility of Directors to submit relevant documents with complete and accurate information in accordance with the provisions of the Act.

Based on our examination of relevant documents made available to me by the Company and such other verifications carried out by me as deemed necessary and to the extent possible, in our opinion and to the best of our information and knowledge and (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and according to the explanations provided by the Company, its officers and authorized representatives, I certify that none of the Directors on the Board of the Company, as listed hereunder have been debarred or disqualified from being appointed or continuing as Directors of the Company by Securities and Exchange Board of India/ Ministry of Corporate Affairs or any such statutory authority.

<b>Sr. No</b>	<b>Name of Director</b>	<b>Director Identification Number (DIN)</b>
1.	Mr. Ravi Surana Pukhraj	01777676
2.	Mr. Kadakia Amish Bharat	06995671
3.	Ms. Venkata Surya Sri Lakshmi Malapaka	07169994
4.	Mr. Patlolla Laxmi Kanth Reddy	08700773

This Certificate has been issued at the request of the Company to make disclosure in its Corporate Governance Report of the Financial Year ended 31<sup>st</sup> March, 2024.

Place: Hyderabad

Date: 13.08.2024

Sd/-

N.V.S.S. SURYANARAYANA RAO

Practicing Company Secretary

Membership Number: 5868

Certificate of Practice Number: 2886

Peer Review No. 1506/2021

**Annexure-IV**  
**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024**

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

To,  
The Members,  
**P.M. TELELINNKS LIMITED,**  
1-7-241/11/D, Ramalaya, 3<sup>rd</sup> Floor,  
S.D. Road, Secunderabad,  
Hyderabad 500003, Telangana.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **P.M. TELELINNKS LIMITED**, (hereinafter called the “**Company**”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on **31.03.2024**, (“**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 there under and other applicable provisions of the Companies Act, 1956 which are still in force;
- II. The Securities Contracts (Regulation) Act, 1956 (‘**SCRA**’) and the rules made there under
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed under that Act;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (*Not Applicable to the Company during the year under review*)
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (“**SEBI Act**”);
  18. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  19. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  20. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (*Not Applicable to the Company during the year under review*)

21. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (*Not Applicable to the Company during the year under review*)
22. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (*Not Applicable to the Company during the year under review*)
23. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
24. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (*Not Applicable to the Company during the year under review*) and
25. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (*Not Applicable to the Company during the year under review*)
26. The Securities and Exchange Board of India (Listing and Obligations and Disclosure requirements) Regulations, 2015.

(i) Other laws applicable to the Company.

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

Secretarial Standard-1 and Secretarial Standard-2, with respect to Board and General Meetings respectively, issued by The Institute of Company Secretaries of India.

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

1. *The financial results were not published in the newspaper as per Regulation 47 of SEBI (Listing and Obligations and Disclosure requirements) Regulations, 2015.*
2. *Non maintenance of functional website containing basic information about the Company As per Regulation 46 and 62 of Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“Listing Regulation”)*
3. *The Company has not appointed the Internal Auditor for the Financial Year 2023-24*

**I further report that:**

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

Adequate notice is given to all Directors to schedule the Board Meetings and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the decisions are carried out unanimously and are captured and recorded as part of the minutes.

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

I further report the following events occurred during the audit period under review: Nil

Sd/-

**NVSS Suryanarayana**  
**Practicing Company Secretary**  
**ACS Membership Number:**  
**Certificate of Practice Number:**  
**Peer review Certificate No. 1506/2021**

**Place: Hyderabad**

**Date: 13/08/2024**

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

**Annexure-A**

To,  
The Members,  
**P.M. TELELINNKS LIMITED,**  
1-7-241/11/D, Ramalaya, 3RD Floor,  
S.D.Road, Secunderabad  
Hyderabad 500003, Telangana.

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

- a. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
- b. 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. I believe that the processes and practices I followed provide a reasonable basis for my opinion.
- c. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- d. Where ever required, I have obtained Management Representation about the compliance, laws, rules and regulations and happening of events etc.
- e. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
- f. 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.

Sd/-

**NVSS Suryanarayana**  
**Practicing Company Secretary**  
**ACS Membership Number:**  
**Certificate of Practice Number:**  
**Peer review Certificate No. 1506/2021**

**Place: Hyderabad**  
**Date: 13/08/2024**



## Annexure-IV

### MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

#### **INTRODUCTION**

As of April 2023, India was the world's second-largest producer of crude steel, with an output of 10.14 MT. In FY22, the production of crude steel and finished steel stood at 133.596 MT and 120.01 MT, respectively. The growth in the Indian steel sector has been driven by the domestic availability of raw materials such as iron ore and cost-effective labour. Consequently, the steel sector has been a major contributor to India's manufacturing output.

The Indian steel industry is modern, with state-of-the-art steel mills. It has always strived for continuous modernisation of older plants and up-gradation to higher energy efficiency levels.

The Indian steel industry is classified into three categories - major producers, main producers and secondary producers.

#### **COMPANY PERSPECTIVE**

The Company was incorporated as a Limited Company on 05.03.1980 and was engaged in the business of manufacturing of Cold Roll Steel. In 1997 the Company entered in to Pipes and Tubes of HR and CR steel. In 1999 the company expanded and added galvanizing of tubes and ventured in to different shapes of Tubes and also added Jointing Kits for Telecom Cables.

At present the company is into Trading Activities of IRON and STEELS such as TMT Bars, REBARS, TOWER PARTS etc,

#### **FINANCIAL PERFORMANCE:**

##### **Revenues**

Company has recorded the revenue of Rs.3067.93 Lakhs during 2023-24 as compared to Rs. 3201.74 Lakhs in 2022-23.

##### **Other Incomes**

Other incomes is Nil for 2023-24.

##### **Expenditure**

The expenses for 2023-24 of Rs.3057.35 Lakhs has decreased, compared to Rs. 3178.63 in 2022-23.

##### **Profit before Tax**

There is Loss before Tax for Rs.10.58 Lakhs 2023-24 of Rs. compared to Profit before Tax of Rs. Rs.23.11 Lakhs in 2022-23.

##### **Profits after Tax**

The Profit After Tax for 2023-24 of Rs. 7.92 Lakhs as against Profit After Tax of Rs 16.39 Lakhs in the previous year 2022-23.

## **Earnings per Share**

The EPS for 2023-24 is Rs. 0.08 lakhs as compared to Rs. 0.16 lakhs in Previous Year.

## **RISK MANAGEMENT**

Risks are inherent to our business as our operating environment is complex, highly regulated, and dynamic. To attain our strategic growth objectives, protect the interests of all our stakeholders and meeting legal requirements we have an established process of identifying, analysing, and responding appropriately to all business risks. We have a well-embedded Risk Management Framework to ensure that we are well-placed to manage any adverse effect posed by financial, operational, strategic or regulatory related risks.

Our framework adopts appropriate risk mitigation measures for identified risks across functions. The process ensures that new risks, which might arise, or the impact of existing risks which might have increased, are identified and a strategy is put in place for mitigating such risks. The major risks identified by the management are regulatory, competition, supply chain disruption, cyber and data security.

## **INTERNAL CONTROLS AND ADEQUACY**

Your Company has a robust and reliable system of internal controls commensurate with the nature of the business, and the scale and complexity of operations. The Company has adopted policies and procedures covering all financial, operating and compliance functions. These controls have been designed to provide a reasonable assurance over:

1. Effectiveness and efficiency of operations
2. Safeguarding of assets from unauthorised use or losses
3. Compliance with applicable laws and regulations
4. Prevention and detection of frauds and errors
5. Accuracy and completeness of the accounting records
6. Timely preparation of reliable financial information

The current system of Internal Financial Controls (IFC) is aligned with the requirement of the Companies Act 2013, The Internal Audit team (IA) function of the Company functionally reports to the Chairperson of the Audit Committee, thereby maintaining its objectivity.

## **FORWARD-LOOKING STATEMENTS**

Your directors are focusing to strengths its Domestic Market through expansion of its activities and will make the necessary investment when attractive opportunities arise.

## **OPPORTUNITIES & THREATS:**

India remains a bright spot in the global steel industry and the steel demand in the country is expected to show a healthy growth of 8.2% in 2024 compared to a global growth of 1.7%, according to the latest Short-Range Outlook of World Steel Association. Global steel prices generally witnessed a declining trend in June 2024 with prices going down in all the major steel markets compared with the previous month, due to a combination of local and global issues. Prices of most of the finished steel products saw month-on-month decline in India, China, the USA and the European Union. On a year-on-year basis, however, prices of a few products saw an uptick in India while they came down elsewhere compared with the same month of the previous year

## **OUTLOOK:**

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

#### **HUMAN RESOURCES:**

Your Company believes in creating an environment, wherein human resources derive a sense of purpose, passion and personal growth at work, leading to organizational performance. Towards realizing this, the company relies on the four pillars, namely, performance management, talent engagement, Capability development and maintaining cordial industrial relations. It also believes in review of its HR processes and systems on an ongoing basis to optimize costs, time and labour.

#### **CAUTIONARY STATEMENT**

Statements in the Management Discussion and Analysis describing the Company's objective, projections, estimates, expectations may be forward-looking statements. Actual results may differ materially from those expressed or implied due to various risks and uncertainties. Important factors that could make a difference to the Company's operations include global and Indian demand-supply conditions, finished goods prices, changes in government regulations and policies, tax regimes, economic conditions within India and the countries within which the Company conducts business and other such factors. The Company does not undertake to update these statements.

## CERTIFICATE BY CEO AND CFO

We, Ravi Surana Pukhraj, Chief Executive Officer and Sree Jithener Kondabathini, Chief Financial Officer of P. M. Telelinnks Limited certify that:

- A. We have reviewed financial statements and the cash flow statement for the year ended March 31, 2024 and that to the best of our knowledge and belief:
- i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit committee
- i. Significant changes in internal control over financial reporting during the year;
  - ii. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

**For and on behalf of the Board of  
P.M. TELELINNKS LIMITED**

**Place: Hyderabad**

**Ravi Surana Pukhraj  
Managing Director & CEO  
DIN: 01777676**

**Sree Jithender Kondabathini CFO**

# GUPTARAJ & CO. CHARTERED ACCOUNTANTS

**MUMBAI:** 2-C, MAYUR APARTMENTS, DADABHAI CROSS RD. NO.3, VILE PARLE (WEST), MUMBAI 400056, PH. NO. 022-31210901/31210902.

**DELHI:** 101, KD BLOCK, PITAMPURA, NEAR KOHAT ENCLAVE, NEW DELHI 110034, PH. NO. 011-41045200.

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## INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF  
P.M. TELELINNKS LIMITED.

Report on the audit of Ind AS Financial Statements

### Opinion

We have audited the accompanying Ind AS financial statements of P.M. TELELINNKS LIMITED ("the Company"), which comprise the balance sheet as at 31 March 2024, and the statement of Profit and Loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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

### Basis for Opinion

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

### Key Audit Matters

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

We have determined that there are no key audit matters to communicate in our report.

#### Other information

The Company's management and Board of Directors is responsible for the other information. The other information comprises the information included in the Company's annual report but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### Responsibilities of Management and those charged with governance for the standalone Ind AS financial statements

The Company's Board of Directors is responsible for the matters stated in section 134 (5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with accounting principles generally accepted in India, including Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS 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.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

#### **Auditors' Responsibility for the Audit of the Ind AS Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Ind AS 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 Ind AS financial statements.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the

accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

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

- Identify and assess the risks of material misstatement of the Ind AS 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 Ind AS 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 Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

## Report on other Legal and Regulatory Requirements:

As required by the Companies (Auditor's Report) Order, 2020, ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013 and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanation given to us, we give in "Annexure 1", a statement on the matters specified in paragraphs 3 & 4 of the Order, to the extent applicable.

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, the Cash Flow Statement 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 Ind AS Financial Statements comply with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with relevant rules issued thereunder.
- e) On the basis of the written representations received from the directors as on 31st March, 2024, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, we give our separate Report in "Annexure 2".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

I. The Company has no pending litigations with any government department 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.(a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;



(c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

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

**FOR GUPTA RAJ & CO.  
CHARTERED ACCOUNTANTS  
FIRM NO. 001687N**

**PLACE: MUMBAI  
DATE: 30/05/2024  
UDIN: 24112353BKEZTN9008**

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**NIKUL JALAN  
PARTNER  
Membership No.112353**

## Annexure 1 to the Independent Auditors' Report

**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

- i. In respect of its Property, Plant and Equipment:
  - (a) The company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
  - (b) The fixed assets are physically verified by the management according to a phased program designed to cover all the items over a period, which in our opinion is reasonable having regard to the size of the company and the nature of its assets. Pursuant to the program, a portion of the fixed assets have been physically verified by the management during the year and no material discrepancies were noticed on such physical verification.
  - (c) Based on our examination of records and according to the information and explanations given to us, the title deeds of all the immovable properties disclosed in the financial statements are held in the name of the company.
  - (d) Based on our examination of records and according to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment during the year.
  - (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- ii. In respect of Inventories:
  - a) The company do not hold any inventory at the year end. As informed by the management the company had required control over the inventory & its operation during the year, however since there is no inventory, paragraph 3(ii)(a) of the Order is not applicable to the Company.
  - b) The Company has not been sanctioned working capital limits in excess of Rs. 5 crore, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- iii. In our opinion and according to information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act. Accordingly, paragraph 3(iii) of the Order is not applicable to the Company.
- iv. As per the information and explanation given to us in no loans, investments, guarantees and securities, has been given by the Company to any other entity and thus paragraph 3(iv) of the Order is not applicable to the Company.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the provisions of Sections 73 to 76 of the Act and the rules framed there under. Therefore, the provisions of clause (v) of paragraph 3 of the Order are not applicable to the Company.
- vi. As per the information and explanations given to us, in respect of the class of industry in which the Company falls, the maintenance of cost records has not been prescribed by the Central Government

under sub-section (1) of section 148 of the Companies Act, 2013. Therefore, the provisions of clause (vi) of paragraph 3 of the Order are not applicable to the Company.

vii. In respect of statutory dues:

- (a) The company is generally regular in depositing with appropriate authorities, undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, Goods and Service Tax, cess and any other statutory dues applicable to it with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of above dues were in arrears, as at 31 March, 2024 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no dues of income tax, goods and service tax, duty of customs, duty of excise which have not been deposited with the appropriate authorities on account of any dispute.

viii. According to the information and explanation given to us, the company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961, as income during the year. Accordingly, reporting under clause 3(viii) of the order does not arise.

ix.

- a) According to the information and explanation given to us, the Company has not taken any loan from government or has no dues to debenture holders and thus company has not defaulted in any repayment of dues to bank / financial institutions. Accordingly reporting under clause 3(ix)(a) of the order does not arise.
- b) According to the information and explanations given to us, the company has not been declared wilful defaulter by any bank or financial institution or government or any government authority. Accordingly, reporting under clause 3(ix)(b) of the order does not arise.
- c) In our opinion and according to the information and explanations given to us, the Company has not taken any term loans during the year. Accordingly, reporting under clause 3(ix)(c) of the order does not arise.
- d) Based on our examination of records of the Company and according to the information and explanations given to us, the Company did not raise any funds during the year. Accordingly, reporting under clause 3(ix)(d) of the order does not arise.
- e) Based on our examination of records of the Company 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 or associate companies. Accordingly, reporting under clause 3(ix)(e) of the order does not arise.
- f) 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 companies. Accordingly, reporting under clause 3(ix)(f) of the order does not arise.

x.

- a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instrument) or term loans hence reporting under clause 3(x)(a) of the CARO, 2020 is not applicable to Company.

- b) In our opinion and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares/ fully or partly or optionally convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the CARO, 2020 is not applicable to Company.
- xi.
- a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company or any fraud on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such instance by the management.
- b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government
- c) During the year, no whistle blower complaints has been received by the company while determining the nature, timing and extent of audit procedures.
- xii. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of paragraph 3 of the Order are not applicable to the Company.
- xiii. As per the information and explanation given to us, all transactions entered into by the Company with the related parties are in compliance with Sections 177 and 188 of Act, where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.
- xiv. Internal audit.
- a) In our opinion and based on our examination, the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- b) We have considered the internal audit reports of the company, for the year under audit, issued till the date of this audit report.
- xv. The Company has not entered into any non-cash transactions with directors or persons connected with him. Therefore, the provisions of clause (xv)(a), (b) and (c) of paragraph 3 of the Order are not applicable to the Company.
- xvi.
- a) As per the information and explanation given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.
- b) As informed by the management, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. Based on our examination of the records and according to the information and explanation given to us, the Company has not incurred cash losses during the financial year and in the immediately preceding financial year.
- xviii. There has been no resignation of the statutory auditors of the Company during the year. Accordingly reporting under clause xviii of paragraph 3 of the order is not applicable.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our

knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance

sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx.

a) The company is not covered under section 135 of the Companies Act, 2013 and thus not required to spend amount towards Corporate Social Responsibility (CSR). Accordingly, reporting under clause xx(a) and (b) of paragraph 3 of the Order is not applicable to the company.

**FOR GUPTA RAJ & CO.  
CHARTERED  
ACCOUNTANTS FIRM  
NO. 001687N**

**PLACE: MUMBAI  
DATE: 30/05/2024  
UDIN: 24112353BKEZTN9008**

**NIKUL JALAN  
PARTNER  
Membership No.112353**

## **Annexure 2 to the Independent Auditors' Report**

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

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

We have audited the Internal Financial Controls over financial reporting of P.M. TELELINNKS LIMITED ("the Company") as of 31st March, 2024 in conjunction with our audit of the Ind AS 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 ("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 Companies Act, 2013.

### **Auditors' Responsibility**

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

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

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

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

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

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

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

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2024, 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 ICAI. Our opinion is not modified in respect of this matter.

**FOR GUPTA RAJ & CO.  
CHARTERED  
ACCOUNTANTS FIRM  
NO. 001687N**

**PLACE: MUMBAI  
DATE: 30/05/2024  
UDIN: 24112353BKEZTN9008**

\_\_\_\_\_  
**NIKUL JALAN  
PARTNER  
Membership No.112353**

**P.M. Telelinnks Limited**  
**Balance Sheet as at 31st March, 2024**

Particulars	Notes	As at March 31, 2024	As at March 31, 2023
		` in Thousand	` in Thousand
<b>I. ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Property, Plant and Equipment	2	1,056.01	1,056.01
(b) Deferred tax assets (Net)	3	1,366.48	1,366.48
Total non-current assets		<b>2,422.49</b>	<b>2,508.77</b>
<b>(2) Current Assets</b>			
(a) Inventories	4	-	-
(b) Financial Assets			
(i) Trade receivables	5	1,21,024.37	1,35,578.07
(ii) Cash and cash equivalents	6	184.70	218.30
(c) Current Tax Assets			-
(d) Other current assets	7	205.97	479.47
<b>Total current assets</b>		<b>1,21,415.04</b>	<b>1,36,275.85</b>
<b>TOTAL ASSETS</b>		<b>1,23,837.53</b>	<b>1,38,784.61</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>(1) Equity</b>			
(a) Equity share capital	8	100,750.00	100,750.00
(b) Other equity	9	(14,440.52)	(16,213.53)
Total equity		<b>86,309.48</b>	<b>84,536.47</b>
<b>(2) Non-current liabilities</b>		-	-
<b>Total non-current liabilities</b>		-	-
<b>(3) Current liabilities</b>			
<b>(a) Financial liabilities</b>			
(i) Trade payables			
Dues of micro enterprise and small enterprise	10	-	-
Dues of creditor other than micro enterprise and small enterprise		37,225.59	52,411.07
(ii) Others	11	122.36	1,193.23
(b) Current tax liabilities (net)	12	180.10	643.83
<b>Total Current liabilities</b>		<b>37,528.05</b>	<b>54,248.13</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>1,23,837.53</b>	<b>1,38,784.61</b>

As per our report Of Even Date  
For Gupta Raj and Co.  
Chartered Accountants  
Firm reg No: 001687N

For Board of Directors of P.M. Telelinnks Limited

Sd/-  
CA Nikul Jalan  
Partner

Membership No. 112353

Sd/-  
Ravi Surana  
Director  
(DIN -

01777676)

Sd/-  
Kadokia Amish Bharat  
Director  
(DIN -06995671)



Sd/-  
K. S. Jithendra  
CFO

Sd/-  
Pratik RajendraKumar Koralwala  
Company Secretary

Place: Mumbai

Place:  
Secunderabad

Date: 30th May, 2024

Date: 30th May,  
2024

**P.M. Telelinnks Limited**  
**Statement of Profit and Loss for the year ended 31st March, 2024**

Particulars	Notes	For the Year ended	For the Year ended
		March 31, 2024	March 31, 2023
		in Thousand	in Thousand
<b>Revenue</b>			
<b>I. Revenue from Operations (Gross)</b>			
Sale of Goods	13	3,06,793.48	3,20,173.60
<b>II. Other income</b>	14	-	0.30
<b>III. Total Income (I+II)</b>		<b>3,06,793.48</b>	<b>3,20,173.90</b>
<b>IV. Expenses</b>			
Purchase of stock-in-trade (Traded goods)	15	3,04,003.62	3,16,204.43
Change in inventories during the year	16	-	-
Employee Benefits Expenses	17	771.85	792.20
Depreciation and Amortization Expenses	2	-	-
Other Expenses	18	959.60	866.18
<b>Total Expenses (IV)</b>		<b>3,05,735.08</b>	<b>3,17,862.81</b>
<b>V. Profit/(loss) before exceptional items and Tax</b>		<b>1,058.40</b>	<b>2,311.09</b>
<b>VI. Exceptional Items</b>		-	-
<b>VII. Profit/(Loss) before Tax</b>		<b>1,058.40</b>	<b>2,311.09</b>
<b>VIII. Tax expense:</b>			
1. Current Tax		180.10	581.66
2. Deferred Tax	3	86.28	90.88
<b>IX. Profit/(Loss) from Continuing operations</b>		<b>792.03</b>	<b>1,638.55</b>
<b>X. Profit/ (loss) from Discontinued operations</b>		-	-
<b>XI. Profit/ (loss) for the period</b>		<b>792.03</b>	<b>1,638.55</b>
<b>XII. Other Comprehensive Income</b>			
A) Items that will not be reclassified to Profit or Loss		-	-
B) Items that will be reclassified to Profit or Loss		-	-
<b>Other Comprehensive Income for the year</b>		-	-

<b>XIII. Total Comprehensive Income for the period</b>		<b>792.03</b>	<b>1,638.55</b>
<b>XIV. Earnings per equity share</b>	19		
<b>Basic</b>			
Continuing operation		0.08	0.16
Discontinuing operation		-	-
<b>Diluted</b>			
Continuing operation		0.08	0.16
Discontinuing operation		-	-
<b>Notes to Balance Sheet and Statement of Profit and Loss</b>	1-28		

As per our report Of Even Date  
For Gupta Raj and Co.  
Chartered Accountants  
Firm reg No: 001687N

For Board of Directors of P.M. Telelinnks Limited

Sd/-  
CA Nikul Jalan  
Partner

Membership No. 112353

Sd/-  
Ravi Surana  
Director  
(DIN -  
01777676)

Sd/-  
Kadakia Amish Bharat  
Director  
(DIN -06995671)

Sd/-  
K. S. Jithendra  
CFO

Sd/-  
Pratik RajendraKumar Koralwala  
Company Secretary

Place: Mumbai

Date: 30th May, 2024

Place:  
Secunderabad

Date: 30th May,  
2024

**Statement of Changes in Equity (SOCIE) for the year ended 31st March, 2024**

**(a) Equity share capital**

**For the year 2023-24**

` in Thousand

Balance as at 1st April 2023	Changes in Equity Share Capital during 2023-24	Balance as at 31st March 2024
1,00,750.00	-	1,00,750.00

**For the year 2022-23**

Balance as at 1st April 2022	Changes in Equity Share Capital during 2022-23	Balance as at 31st March 2023
1,00,750.00	-	1,00,750.00

**(b) Other equity**

` in Thousand

Particulars	Reserves & Surplus		
	Capital Reserve	Retained Earnings	Total
<b>Balance at April 1, 2022</b>	77,114.35	(94,966.42)	(17,852.07)
Profit for the year	-	1,638.55	1,638.55
Adjustment on Account of MAT Credit		-	-
Prior Period Tax Adjustment		-	-
<b>Balance at March 31, 2023</b>	77,114.35	(93,327.87)	(16,213.52)
Profit for the year	-	792.03	792.03
Prior period tax Adjustment		980.97	980.97
<b>Balance at March 31, 2023</b>	77,114.35	(91,554.87)	(14,440.516)

**As per our report Of Even Date  
For Gupta Raj and Co.  
Chartered Accountants  
Firm reg No: 001687N**

**For Board of Directors of P.M. Telelinnks Limited**

**Sd/-  
CA Nikul Jalan  
Partner**

**Membership No. 112353**

**Sd/-  
Ravi Surana  
Director  
(DIN -  
01777676)**

**Sd/-  
Kadakia Amish Bharat  
Director  
(DIN -06995671)**

**Sd/-  
K. S. Jithendra  
CFO**

**Sd/-  
Pratik RajendraKumar Koralwala  
Company Secretary**

**Place: Mumbai**

**Date: 30th May, 2024**

**Place:  
Secunderabad**

**Date: 30th May,  
2024**

**P.M. Telelinnks Limited**  
**Cash Flow Statement for the year ended 31st March, 2024**

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
	` in Thousand	` in Thousand
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit before tax	1,058.40	2,311.09
<u>Adjustments to reconcile profit before tax to cash provided by operating activities:</u>		
Depreciation and amortisation expense	-	-
Profit on sale of Land	-	-
<b>Operating Profit before working capital changes &amp; payment of taxes</b>	<b>1,058.40</b>	<b>2,311.09</b>
Changes in assets and liabilities		
(Increase) / Decrease in Inventory	-	-
(Increase) / Decrease Trade receivables	14,553.70	(59,453.85)
(Increase) / Decrease in Other Current Assets	273.50	113.41
Increase / (Decrease) Trade payables	(15,185.48)	35,959.60
Increase / (Decrease) Other Current and Financial Liabilities	(1,070.88)	81.72
<b>Cash Generated from Operations</b>	<b>(370.76)</b>	<b>(20,988.02)</b>
Income taxes paid	(337.14)	1,508.89
MAT Credit Adjustment	-	-
<b>NET CASH GENERATED BY OPERATING ACTIVITIES</b>	<b>(33.61)</b>	<b>(22,496.91)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Payment towards capital expenditure (Net)	-	-
Sale of Land	-	-
<b>NET CASH FLOW/(USED IN) INVESTING ACTIVITIES</b>	<b>-</b>	<b>-</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Unsecured Loans to others	-	-
<b>NET CASH USED IN FINANCING ACTIVITIES</b>	<b>-</b>	<b>-</b>
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>	<b>(33.61)</b>	<b>(22,496.91)</b>
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	218.31	22,715.23
<b>CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD</b>	<b>184.70</b>	<b>218.31</b>

- a) The Cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard - 7 ('Ind AS 7') on Cash Flow Statement prescribed in Companies (Indian Accounting Standard) Rules, 2015, notified under section 133 of the Companies Act, 2013.
- b) Disclosure under para 44A as set out in Ind AS 7 on Statement of Cash Flows under The Companies (Indian Accounting Standard) Rules, 2017(as amended) is given as below.

Particulars	As at 31st March, 2023	Cash Flow changes	Non-Cash Changes	As at 31st March, 2024
<b>Non-Current Borrowings</b>	-	-	-	-
<b>Current Borrowings</b>	-	-	-	-

As per our report Of Even Date  
For Gupta Raj and Co.  
Chartered Accountants  
Firm reg No: 001687N

For Board of Directors of P.M. Telelinnks Limited

Sd/-  
CA Nikul Jalan  
Partner

Membership No. 112353

Sd/-  
Ravi Surana  
Director  
(DIN -  
01777676)

Sd/-  
Kadakia Amish Bharat  
Director  
(DIN -06995671)

Sd/-  
K. S. Jithendra  
CFO

Sd/-  
Pratik RajendraKumar Koralwala  
Company Secretary

Place: Mumbai

Date: 30th May, 2024

Place:  
Secunderabad

Date: 30th May,  
2024

*Notes to financial statements for the year ended 31 March 2024*

**Note 2: Property, plant and equipment**

*Following are the changes in the carrying value of property, plant and equipment for the year ended March 31, 2024:*

Description	Freehold Land	Factory Building	Computers & Accessories	Total
Cost as at April 1, 2023	-	1,054.44	31.53	1,085.97
Additions	-	-	-	-
Deletions	-	-	-	-
<b>Cost as at March 31, 2024 (A)</b>	<b>-</b>	<b>1,054.44</b>	<b>31.53</b>	<b>1,085.97</b>
Accumulated depreciation as at April 1, 2023	-	-	29.95	29.95
Depreciation for the current period	-	-	-	-
Deletions	-	-	-	-
<b>Accumulated depreciation as at March 31, 2024 (B)</b>	<b>-</b>	<b>-</b>	<b>29.95</b>	<b>29.95</b>
<b>Net carrying amount as at March 31, 2024 (A) - (B)</b>	<b>-</b>	<b>1,054.44</b>	<b>1.58</b>	<b>1,056.01</b>

*Following are the changes in the carrying value of property, plant and equipment for the year ended March 31, 2023:*

Description	Factory Building	Computers & Accessories	Total
Cost as at April 1, 2022	1,054.44	31.53	1,085.97
Additions	-	-	-
Deletions	-	-	-
<b>Cost as at March 31, 2023 (A)</b>	<b>1,054.44</b>	<b>31.53</b>	<b>1,085.97</b>
Accumulated depreciation as at April 1, 2022	-	29.95	29.95
Depreciation for the year	-	29.95	29.95
Deletions	-	-	-
<b>Accumulated depreciation as at March 31, 2023 (B)</b>	<b>-</b>	<b>29.95</b>	<b>29.95</b>
<b>Net carrying amount as at March 31, 2023 (A)- (B)</b>	<b>1,054.44</b>	<b>1.58</b>	<b>1,056.01</b>

*1) The Valuation of Fixed Assets has been taken, valued and certified by the managing director of the company*

Particulars	As at March 31, 2024 ` in Thousand	As at March 31, 2023 ` in Thousand
<b>Note 3:</b>		
<b>Deferred Tax Asset/(Liability)</b>		
(a) WDV As Per Companies Act (excluding land)	1,056.01	1,056.01
(b) WDV As Per Income Tax Act	6,485.44	6,828.25
(c) Difference (b-a)		5,772.24
Deferred Tax Assets	5,429.43	1,452.76
Total Deferred Tax Asset	1,366.48	1,452.76
Add/Less: Opening Deferred Tax (Liability)/Asset		1,543.64
Recognized in P & L	1,366.48	(90.88)
Net Deferred Tax Assets/(liability)	1,452.75	1,452.75

<b>Note 4:</b>		
<b>Inventory</b>		
Stock in Trade	-	-
1) The Company has sold all the goods purchased in the current financial year and do not hold any Stock in trade at the year end. The Company values the Stock in trade at Cost or NRV whichever is lesser.		

<b>Note 5 :</b>		
<b>Trade Receivables</b>		
Unsecured, considered good	1,21,024.37	1,35,578.07
Considered Doubtful	-	-
Less: Provision for doubtful debts	-	-
Total	1,21,024.37	1,35,578.07

<b>Trade Receivable Ageing schedule:</b>						
<b>AS AT MARCH 2023</b>						
Particulars	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	1,13,348.77	-	-	-	7,675.60	1,21,024.37
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
<b>Receivables Total</b>						<b>1,21,024.37</b>
<b>AS AT MARCH 2022</b>						
Particulars	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	-	-	-	-	7,675.60	1,35,578.07
(ii) Undisputed Trade Receivables – considered doubtful	-	-	-	-	-	-
(iii) Disputed Trade Receivables considered good	-	-	-	-	-	-
(iv) Disputed Trade Receivables considered doubtful	-	-	-	-	-	-
<b>Receivables Total</b>						<b>1,35,578.07</b>

(i) Balance of Debtors are subject to Confirmation and/ or reconciliation/ consequential adjustments if any.

(ii) In the opinion of the management outstanding balances receivable for more than 3 years are good and shall be received in near future and hence no provision for the same has been made till date.

(iii) Above balances with Trade receivables include balances with related party (Kindly refer note no. 23 for more details)

Particulars	As at March 31, 2024 ` in Thousand	As at March 31, 2023 ` in Thousand
<b>Note 6:</b>		
<b>Cash and cash equivalents</b>		
Cash on hand	51.61	77.42
Balance with banks		
- Current accounts	133.09	140
<b>Total</b>	<b>184.70</b>	<b>218.30</b>

<b>Note :</b>		
<b>Current Tax Assets</b>		
Income Tax Refund Receivable	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

<b>Note 7 :</b>		
<b>Other current assets</b>		
Duties and Taxes	26.92	83.41
Advances for goods	179.05	396.06
Loan to Employees	-	-
<b>Total</b>	<b>205.97</b>	<b>479.47</b>

<b>Note8 : Share capital</b>		
<b>a. Details of authorised, issued and subscribed share capital</b>		
	( ` in Thousand)	
Particulars	31-Mar-24	31-Mar-23
<b>Authorised Capital</b>		
12,000,000 Equity shares of Rs 10 each	1,20,000	1,20,000
<b>Issued, Subscribed and fully Paid up</b>		
10,075,000 Equity shares of Rs 10 each	1,00,750	1,00,750
<b>Total</b>		<b>100,750</b>

<b>b) Reconciliation of number of shares at the beginning and at the end of the year</b>				
Particulars	31-Mar-24		31-Mar-23	
	No. of shares	in Thousand	No. of shares	in Thousand
Shares outstanding at the beginning of the year	10,075,000	100,750.00	10,075,000	100,750.00
Add: Shares issued during the year	-	-	-	-
<b>Shares outstanding at the end of the year</b>	<b>10,075,000</b>	<b>100,750.00</b>	<b>10,075,000</b>	<b>100,750.00</b>

<b>C) Particulars of shareholders holding more than 5% of shares held</b>					
Name of Shareholder	31-Mar-24		31-Mar-23		% change during the
	No. of shares	Percentage	No. of shares	Percentage	



					<b>year</b>
Gulab Chand Pukhraj Surana	1126075	11.18%	1126075	11.18%	0.0%
Dipin Surana	664416	6.59%	664416	6.59%	0.0%
Meena Surana	623159	6.19%	623159	6.19%	0.0%
Ravi Pukhraj Surana	145400	1.44%	145400	1.44%	0.0%
Priyanka Surana	539600	5.36%	539600	5.36%	0.0%
Pranali Surana	594850	5.90%	594850	5.90%	0.0%
Jaishika Surana	500000	4.96%	500000	4.96%	0.0%
Kaveri India Limited	136000	1.35%	136000	1.35%	0.0%
Surana Securities Ltd	465000	4.62%	465000	4.62%	0.0%
<b>Total</b>	<b>4,794,500.00</b>	<b>47.59%</b>	<b>4,692,595.00</b>	<b>47.59%</b>	<b>0.0%</b>

d) The company has only one class of shares referred to as equity shares having a par value of Rs 10/- each. Each holder of equity shares is entitled to one vote per share.

e) Promoters/ Promoter group shareholding at March, 2024

<b>Shares held by promoters/ promoter group at the end of the year</b>			
<b>Promoter/ Promoter group name</b>	<b>No. of Shares</b>	<b>%of total shares</b>	<b>% Change during the year</b>
Gulab Chand Pukhraj Surana	1,126,075	11.18%	0.00%
Dipin Surana	664,416	6.59%	0.00%
Meena Surana	623,159	6.19%	0.00%
Ravi Pukhraj Surana	145,400	1.44%	0.00%
Priyanka Surana	539,600	5.36%	0.00%
Pranali Surana	594,850	5.90%	0.00%
Jaishika Surana	500,000	4.96%	0.00%
Kaveri India Limited	136,000	1.35%	0.00%
Surana Securities Ltd	465,000	4.62%	0.00%
<b>Total</b>	<b>4794500</b>	<b>47.59%</b>	<b>0.00%</b>

<b>Note 9 : Other Equity</b>		
Capital Reserve Account	77,114.35	77,114.35
Retained Earnings	(91,554.87)	(93,327.88)
<b>Total</b>	<b>(14,440.52)</b>	<b>(16,213.53)</b>

Notes: Nature and purpose of reserve

(i) Retained earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

<b>Note 10: Trade Payables</b>		
Trade payables to micro enterprise and small enterprise	-	-
Trade payables to other than micro enterprise and small enterprise	37,225.59	52,411.07
<b>Total</b>	<b>37,225.59</b>	<b>52,411.07</b>

<b>Trade Payable ageing schedule:</b>					
<b>AS AT MARCH 2024</b>					
<b>Particulars</b>	<b>Outstanding for following periods from due date of payment</b>				<b>Total</b>
	<b>Less than 1 year</b>	<b>1-2 years</b>	<b>2-3 years</b>	<b>More than 3 years</b>	

(i) MSME	-	-	-	-	-
(ii) Others	36,913	80	-	233	37,225.59
(iii) Disputed Dues - MSME	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-
<b>Payables Total</b>					<b>37,225.59</b>
<b>AS AT MARCH 2023</b>					
<b>Particulars</b>	<b>Outstanding for following periods from due date of payment</b>				<b>Total</b>
	<b>Less than 1 year</b>	<b>1-2 years</b>	<b>2-3 years</b>	<b>More than 3 years</b>	
(i) MSME	-	-	-	-	-
(ii) Others	52,178	223	10	-	52,411.07
(iii) Disputed Dues - MSME	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-
<b>Payables Total</b>					<b>52,411.07</b>

<b>Note 11: Other Financial liabilities</b>		
Creditors for Expenses	-	1,085.59
Duties and Taxes Payable	122.36	107.64
Other Payables	-	-
<b>Total</b>	<b>122.36</b>	<b>1,193.23</b>

<b>Note 12: Current Tax Liabilities</b>		
Income Tax (Net)	180.10	643.83
<b>Total</b>	<b>180.10</b>	<b>643.83</b>

	<b>For the year ended March 31, 2024 ` in Thousand</b>	<b>For the year ended March 31, 2023 ` in Thousand</b>
<b>Note 13: Revenue from Operations</b>		
Sales of products	3,06,793.48	3,20,173.60
Less: Trade discount, Returns, Rebate etc.,	-	-
<b>Total</b>	<b>3,06,793.48</b>	<b>3,20,173.60</b>

<b>Note 14: Other Income</b>		
Gain on sale of Land	-	-
Other Income	-	0.30
<b>Total</b>	<b>-</b>	<b>0.30</b>

<b>Note 15: Purchase of stock-in-trade (Traded goods)</b>		
Purchase of goods	3,04,003.62	3,16,204.33
	<b>3,04,003.62</b>	<b>3,16,204.33</b>

<b>Note 16: Changes in inventories of finished goods, work-in-progress and stock-in-trade</b>		
<b>Opening Inventory</b>		
Stock in Trade	-	-
	-	-
<b>Closing Inventory</b>		
Stock in Trade	-	-
Changes in inventory	-	-

<b>Note 17: Employee benefit expense</b>		
Salaries, wages and bonus	771.85	792.20
Staff welfare expenses	-	-

<b>Total</b>	<b>771.85</b>	<b>792.20</b>
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<b>Note 18: Other Expenses</b>		
Audit Fee	80.00	80.00
Bank charges	0.18	1.71
Bombay Stock Exchange Fee	325.00	340.00
CDSL Fees	80.27	64.90
Advertisement	-	6.35
Discount on sale of goods	-	-
GST late filing Charges	-	0.12
Interest on TDS	-	-
Loading and unloading charges	-	-
GST Audit	214.22	-
Electricity charges	-	-
General expenses	-	-
NSDL Charges	45.00	53.10
Postage & Telephone Expenses.	-	-
Printing & Stationery	6.26	-
Professional Charges	174.11	310.00
Repairs and Maintenance	-	-
Travelling & Conveyance Charges	19.56	-
Licenses, Registrations & Renewals Fee	15.00	-
Professional Tax	-	10.00
Office Maintenance	-	-
<b>Total</b>	<b>959.60</b>	<b>866.18</b>

**Note 19: Earnings per share (EPS)**

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the parent by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the parent (after adjusting profit impact of dilutive potential equity shares, if any) by the aggregate of weighted average number of Equity shares outstanding during the year and the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

(Figures in Thousand)

<b>Particulars</b>	<b>March 31, 2024</b>	<b>March 31, 2023</b>
<b>i. Profit attributable to equity holders (Rs in lakhs)</b>		
Profit attributable to equity holders of the parent for basic and diluted EPS	792.03	1,638.55
	<b>792.03</b>	<b>1,638.55</b>
<b>ii. Weighted average number of ordinary shares</b>		
Issued ordinary shares	10,075.00	10,075.00
Add/(Less): Effect of shares issued/ (bought back)		
<b>Weighted average number of shares at March 31 for basic and diluted EPS</b>	<b>10,075.00</b>	<b>10,075.00</b>
<b>iii. Basic and diluted earnings per share (in Rs) from Continuing operation</b>	<b>0.08</b>	<b>0.16</b>

**Note 20 Financial instruments – Fair values and risk management**

## (a) Financial Risk

### Management

The Company's business activities are exposed to financial risks, namely Credit risk, Liquidity risk. The Company's Senior Management has the overall responsibility for establishing and governing the Company's risk management framework. The Company has constituted a Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the Board of Directors on its activities.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The audit committee oversees how Management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported the audit committee

#### i. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes, if require an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade and other receivables and investments.

#### ii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Management monitors rolling forecasts of the Company's liquidity position on the basis of expected cash flows. This monitoring includes financial ratios and takes into account the accessibility of cash and cash equivalents

### (b) Financial assets and liabilities

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels as on 31st March 2024 are presented below.

March 31, 2024	Carrying amount (Rs. In Thousand)					Level 1	Level 2	Level 3	Total
	Not e No.	FVTP L	FVTOCI	Amortised Cost	Total				
Non-Current Financial assets									
Investments in		-	-	-	-	-	-	-	-

subsidiaries									
Other non-current financial assets		-	-	-	-	-	-	-	-
Current Financial assets					-				-
Trade receivables	5	-	-	1,21,024.37	1,21,024.37	-	-	-	-
Cash and cash equivalents	6	-	-	184.70	184.70	-	-	-	-
Other bank balances		-	-	-	-	-	-	-	-
Loans		-	-	-	-	-	-	-	-
		-	-	1,21,209.07	1,21,209.07	-	-	-	-
Non-Current Financial liabilities									
Borrowings		-	-	-	-	-	-	-	-
Current Financial liabilities									
Borrowings		-	-	-	-	-	-	-	-
Trade payables	11	-	-	37,405.69	37,405.69	-	-	-	-
Other current financial liabilities	12	-	-	122.36	122.36	-	-	-	-
		-	-	37,347.95	37,347.95	-	-	-	-

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels as on 31st March 2023 are presented below .

March 31, 2023	Note No.	Carrying amount (Rs. In Thousand)				Level 1	Level 2	Level 3	Total
		FVTPL	FVTO CI	Amortised Cost	Total				
Non-Current Financial assets									
Investments in subsidiaries		-	-	-	-	-	-	-	-
Other non-current financial assets		-	-	-	-	-	-	-	-
Current Financial assets									
Trade receivables	5	-	-	1,35,578.07	1,35,578.07	-	-	-	-
Cash and cash equivalents	6	-	-	218.31	218.31	-	-	-	-
Other bank balances		-	-	-	-	-	-	-	-
Loans		-	-	-	-	-	-	-	-

		-	-	1,35,796.38	1,35,796.38	-	-	-	-
Non-Current Financial liabilities									
Borrowings		-	-	-	-	-	-	-	-
Current Financial liabilities									
Borrowings		-	-	-	-	-	-	-	-
Trade payables	11	-	-	52,411.07	52,411.07	-	-	-	-
Other current financial liabilities	12	-	-	1,193.24	1,193.24	-	-	-	-
		-	-	53,604.31	53,604.31	-	-	-	-

**Note 21 : Capital Management**

For the purpose of the Company's capital management, capital includes issued capital and other equity reserves. The primary objective of the Company's Capital Management is to maximise shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Company monitors capital using Adjusted net debt to equity ratio. For this purpose, adjusted net debt is defined as total debt less cash and bank balances

Particular	As at 31st March 2024	As at 31st March 2023
Non- Current borrowing	-	-
Current borrowings	-	-
Current maturity of long term debt	-	-
<b>Gross debt</b>	-	-
Less : Cash and cash equivalents	184.70	218.31
Less : Other bank balances	-	-
<b>Adjusted net debt</b>	(184.70)	(218.31)
Total Equity	86,309.48	84,536.48
<b>Adjusted Net debt to Equity ratio</b>	<b>(0.00)</b>	<b>(0.27)</b>

**Note 22 : Related party Disclosure**

**1. Relationships**

Name of Related Party	Relationship
Ravi Surana	Managing Director
Kadokia Amish Bharat	Non-Executive - Independent Director
PM Telecom	Director having control/ significant influence
Shah Sons Pvt Ltd	Director having control/ significant influence
Surana Securities Limited	Director having control/ significant influence
Kaveri (India) Limited	Director having control/ significant influence
Golkonda Engineering Enterprises Ltd	Director having control/ significant influence

Note: Related Party Relationships are as identified by the management and relied upon by the auditors.

Nature Of	Relationship	Name of Related Party	in Thousand Amount
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<b>Transaction</b>			
Sales	Other Related Party	Golkonda Engineering Enterprises Ltd	3,06,793.48
			(P. Y. 3,20,173.60)
Loan Taken	Other Related Party	Golkonda Engineering Enterprises Ltd	
			NIL
Loan Repaid	Other Related Party	Golkonda Engineering Enterprises Ltd	(P. Y. 16,800.00)

Related Party Balance at the year-end:	Transaction	` in Thousand	
		As at 31st March 2024	As at 31st March 2023
Golkonda Engineering Enterprises Ltd (in Lakhs)	Trade Receivable	1,13,349	1,27,902

### Note 23: - Segment Reporting

During the year the company was operational only in trading activity. Hence Segment Reporting is not applicable.

**Note 24:** - The company has no outstanding dues to small scale industrial undertakings as on 31st March, 2024 as per information given by the management. Further in view of the Management, the impact of interest, if any, that may be payable in accordance with the provisions of the Act is not expected to be material. These facts have been relied upon by the auditors.

**Note 25:** - As informed by the management the Company as on 31st March, 2024 has no contingent liability or any commitment.

### Note 26. Financial Performance ratios:

Ratios	Numerator	Denominator	31st March 2024	31st March 2023	% Change	Reason for Change where % change is more than 25%
Current ratio	Current assets	Current liabilities	3.24	2.52	-52.12%	Due to increase in Trade Receivables and Trade Payables
Return on Equity Ratio	Profit after Tax	Closing Shareholder's Equity	0.01	0.02	-91.38%	Due to decrease in Sales as compared to last year
Trade Receivables turnover ratio	Revenue from operation	Closing current trade receivables	2.53	2.36	-50.47%	Due to decrease in Sales and increase in trade receivables as compared to

Trade payables turnover ratio	Cost of Goods sold	Closing trade payable	8.17	6.06	-72.35%	last year Due to increase in Trade payables as compared to last year
Net capital turnover ratio	Revenue from operation	Closing Working Capital	3.66	3.90	-13.64%	Due to decrease in Sales as compared to last year
Net profit ratio	Profit after Tax	Revenue from operation	0.00	0.01	-90.04%	Due to decrease in Sales and Net Profit as compared to last year
Return on Capital employed	Profit before Interest and Tax	Closing Capital employed	0.01	0.03	-88.73%	Due to decrease in Sales and Net Profit as compared to last year

**Note 27 Other Disclosures:**

- a) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- b) Transaction with struck off companies: The Company does not have any transactions with companies struck- off under Section 248 of the Companies Act, 2013.
- c) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- d) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.
- e) The Company have 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:
  - (i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or;
  - (ii) Provide any guarantee, security or the like to or on behalf of the Ultimate beneficiaries.
- f) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
  - (i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or;



- (ii) Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- g) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- h) The Company do not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- i) The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.
- j) The Company is not declared wilful defaulter by any bank or financial institution or lender during the year.

**Note 29** Previous year's figures have been regrouped / rearranged wherever necessary, so as to make them comparable with those of the current year.

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**As per our report Of Even Date  
For Gupta Raj and Co.  
Chartered Accountants  
Firm reg No: 001687N**

**For Board of Directors of P.M. Telelinnks Limited**

**Sd/-  
CA Nikul Jalan  
Partner  
Membership No. 112353**

**Sd/-  
RAVI SURANA  
DIRECTOR  
(DIN - 01777676)**

**Sd/-  
KADAKIA AMISH BHARAT  
DIRECTOR  
(DIN -06995671)**

**Sd/-  
K. S. Jithendra  
CFO**

**Sd/-  
Pratik RajendraKumar Koralwala  
Company Secretary**

**Place: Mumbai  
Date: 30th May, 2024**

**Place: Secunderabad  
Date: 30th May, 2024**

**P M Telelinnks Limited**  
**Registered Office: 1-7-241/11/D, Ramalaya, 3<sup>rd</sup> Floor, S.D.Road,**  
**Secunderabad, Hyderabad- 500003, Telangana**

**Form No. MGT-11**

**Proxy form**

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

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

I/We, being the member(s) of \_\_\_\_\_ shares of the above-named company. Hereby appoint

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

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

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

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 44<sup>th</sup> Annual General Meeting of the company, to be held on the **Monday, the 30<sup>th</sup> day of September, 2024 at 10.30 A.M.** at 1-7-241/11/D, Ramalaya, 3<sup>rd</sup> Floor S.D. Road, Secunderabad- 500003 and at any adjournment thereof in respect of such resolutions as are indicated below:

**Resolution No.**

Sl. No.	Resolution(S)	Vote	
		For	Against
1.	To receive, consider, approve and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2024 along with and the reports of the Board of Directors and Auditors thereon.		
2.	To appoint M/s. Gupta Raj & Co., Chartered Accountants (FRN: 001687N) as Statutory Auditor of the Company		
3.	To appoint Ms. Venkata Surya Sri Lakshmi Malapaka (holding DIN: 07169994), who retires by rotation as a Director at this Annual General Meeting and being eligible to seeks re-appointment.		
4.	To deliberate and if found fit approve the material Related Party		

	Transactions with Golkonda Engineering Enterprises Ltd:		
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\* Applicable for investors holding shares in electronic form.

Signed this \_\_\_\_ day of \_\_\_\_ 2024



Signature of Shareholder

Signature of Proxy holder

Signature of the shareholder  
across Revenue Stamp

Note:

- 1) 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.
- 2) The proxy need not be a member of the company

**P M Telelinnks Limited**  
**Registered Office: 1-7-241/11/D, Ramalaya, 3<sup>rd</sup> Floor S.D. Road,**  
**Secunderabad, Hyderabad-500003, Telangana**

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**ATTENDANCE SLIP**

44<sup>th</sup> Annual General Meeting on Monday, the 30<sup>th</sup> day of September, 20234 at 10.30 A.M at Plot no 132 & 133, IDA, Mallapur, Hyderabad, Telangana-500076

Full name of the members attending (In block capitals)	:	
Ledger Folio No./Client ID No.	:	
No. of shares held	:	
Name of Proxy	:	

(To be filled in, if the proxy attends instead of the member)

I hereby record my presence at the **44<sup>th</sup>** Annual General Meeting of P M Telelinnks Limited held at Plot no 132 & 133, IDA, Mallapur, Hyderabad, Telangana-500076, on Monday, the 30<sup>th</sup> day of September, 2024 at 10.30 A.M

(Member's /Proxy's Signature)

**Note:**

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2) The Proxy, to be effective should be deposited at the Registered Office of the Company not less than FORTY-EIGHT HOURS before the commencement of the meeting.
- 3) A Proxy need not be a member of the Company.
- 4) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 5) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

*No Gifts, Gift Coupons, Cash in lieu of Gifts will be given at the AGM to any member.*

## ROUTE MAP TO VENUE OF AGM

