

# **OMANSH ENTERPRISES LIMITED**

**Reg. Office: B-507, 5<sup>th</sup> Floor, Statesman House,  
Barakhamba Road, New Delhi – 110001, CIN: L01100DL1974PLC241646  
Email ID: omanshwork@gmail.com, Contact No. +91-8828488284**

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## **Addendum to Notice of 49<sup>th</sup> Annual General Meeting dated 5<sup>th</sup> September 2024**

### **Dear Members**

With reference to the Notice of 49<sup>th</sup> Annual General Meeting of Omansh Enterprises Limited to be held on Monday, 30<sup>th</sup> September 2024, this is to inform you that the equity shares of the Company are lying in Temporary ISIN i.e, IN8378P01035 due to non-receipt of Trading Approval from BSE Limited as on current date. Thereby the Company shall neither be able to conduct E-voting through CDSL nor convene the Annual General Meeting through Video Conferencing ('VC')/Other Audio-Visual Means. Therefore, the Board of Directors decided to conduct 49<sup>th</sup> Annual General Meeting physically at its Registered Office situated at B-507, 5th Floor, Statesman House, Barakhamba Road, New Delhi-110001 at 12:00 Noon

Further, all relevant para as stated under Annexure-B with respect to e-voting instructions and joining the meeting virtually through video conferencing shall stand omitted from Notice of 49<sup>th</sup> Annual General Meeting dated 5<sup>th</sup> September 2024 and followings notes shall be inserted in Notes Section forming the part of the Notice of 49<sup>th</sup> Annual General Meeting.

### **NOTES:**

- 1. NO GIFTS OF ANY KIND SHALL BE DISTRIBUTED AT THE ANNUAL GENERAL MEETING**
2. As a measure of economy, copies of the Annual Report shall not be distributed at the Meeting, therefore members are requested to bring their own copies at the Meeting.
- 3. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ANOTHER PERSON AS HIS/HER PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF. THE PROXY SHALL NOT BE ENTITLED TO SPEAK AT THE MEETING AND NEED NOT BE A MEMBER OF THE COMPANY. A BLANK FORM OF PROXY IS ENCLOSED AND IF INTENDED TO BE USED, IT SHOULD BE DULY COMPLETED AND DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE MEETING.**

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percentage of the total share capital of the Company carrying voting rights. A member holding more than ten percentage of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder. The instrument appointing a proxy shall be in writing and be signed by the appointer or his/her attorney duly authorized in writing or, if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it.

4. If a Person is appointed as Proxy for more than 50 Members, he/she shall choose any 50 Members and confirm the same to the Company 24 hours before the commencement of the Meeting. In case, the Proxy fails to do so, the Company shall consider only the first 50 proxies received in respect of such person as valid.

5. 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 true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
6. Attendance slip, proxy form and the route map of the venue of the Meeting are annexed hereto
7. Relevant Documents referred to in the accompanying Notice, Registers and all other statutory documents will be made available for inspection in the electronic mode. Members can inspect the same by sending a request to the Company's investor email ID i.e., [omanshwork@gmail.com](mailto:omanshwork@gmail.com)
8. Members, Proxies and Authorised Representatives are requested to bring to the meeting, the Attendance Slip enclosed herewith, duly completed and signed, mentioning therein details of their DP ID and Client ID / Folio No. They are also requested to bring their copy of the Annual report to the Annual General Meeting.
9. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID numbers for easy identification of attendance at the meeting and number of shares held by them.
10. Members are requested to bring the Attendance Slip at the venue duly filled-in and signed for attending the meeting, as entry to the AGM Place will be strictly on the basis of the Entry Slip available at the counters at the meeting venue in exchange of the attendance Slip
11. As the equity shares are lying in Temporary ISIN of the company, the facility for voting through remote e-voting has not been provided to the members to cast their votes virtually before the date of AGM. Therefore, the members/proxy(s) attending the meeting can cast their vote through ballot paper at the time of 49<sup>th</sup> AGM.

**For OMANSH ENTERPRISES LIMITED**

**Anshu Kumari Agarwal**  
**Company Secretary and Compliance Officer**  
**Mem. No. A72422**  
**Reg Office: B-507, 5th Floor, Statesman House,**  
**Barakhamba Road, New Delhi-110001**  
**Date: 20<sup>th</sup> September, 2024**

**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]**

**CIN:** L01100DL1974PLC241646

**Name of the Company:** OMANSH ENTERPRISES LIMITED

**Registered office:** B- 507, 5th Floor, Statesman House, Barakhamba Road, New Delhi-110001

Name of the member(s):

Registered address:

Email ID:

Folio No./ DP ID and Client ID:

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

1. Name: .....

Address:

Email Id:

Signature: ..... , or failing him

2. Name: .....

Address:

Email Id:

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 49<sup>th</sup> Annual General Meeting of the Company, to be held on Monday, 30<sup>th</sup> September, 2024 at 12:00 Noon at the registered office at B-507, 5th Floor, Statesman House, Barakhamba Road, New Delhi-110001 and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	Particulars
<b>ORDINARY BUSINESS</b>	
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended 31 <sup>st</sup> March, 2023 and the Auditors thereon.
2.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended 31 <sup>st</sup> March, 2024 and the Reports of the Board of Directors and the Auditors thereon.
<b>SPECIAL BUSINESS</b>	
3.	To appoint Mr. Rajiv Vashisht (DIN: 02985977) as Non-Executive Non-Independent Director
4.	To appoint Mr. Babulal Bhawarlal Kharwad (DIN: 08005282) as Director
5.	To Appoint Mr. Babulal Bhawarlal Kharwad (DIN: 08005282) as the Whole-time Director
6.	To Appoint Mr. Tushar Virendra Pratap Singh (DIN: 10388960) as the Independent Director
7.	To Appoint Mr. Asdulla Mehruzali Khan (DIN: 10388973) as the Independent Director
8.	To Appoint Mr. Rameshwar Dayal (DIN: 05248801) as the Independent Director

Signed this ..... day of .....2024

Signature of Shareholder: \_\_\_\_\_

Signature of Proxy holder(s): \_\_\_\_\_

Affix Re 1  
Revenue  
Stamp

**Note: This proxy form 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.**

**ATTENDENCE SLIP**

**OMANSH ENTERPRISES LIMITED**

**Regd. Off: B-507, 5th Floor, Statesman House, Barakhamba Road, New Delhi 110001**

**CIN- L01100DL1974PLC241646**

**Contact No.: +91-8828488284, E-mail: [omanshwork@gmail.com](mailto:omanshwork@gmail.com), Website: [www.omansh.co.in](http://www.omansh.co.in)**

**49<sup>TH</sup> ANNUAL GENERAL MEETING**

**Monday, 30<sup>th</sup> September, 2024 at 12:00 Noon**

Members are requested to bring copy of Annual Report along with them to the Annual General Meeting. Please complete this Attendance Slip and hand-over at the Entrance of Hall. Only Members or their Proxies are entitled to be present at the Meeting.

**Name of the Shareholder:**

**Ledger Folio No.:**

**Address:**

**No. of Shares held:**

**Name of the Proxy:**

I/We hereby record my/ our presence at the Annual general Meeting of the Company held on Monday, 30<sup>th</sup> September, 2024

Dated:

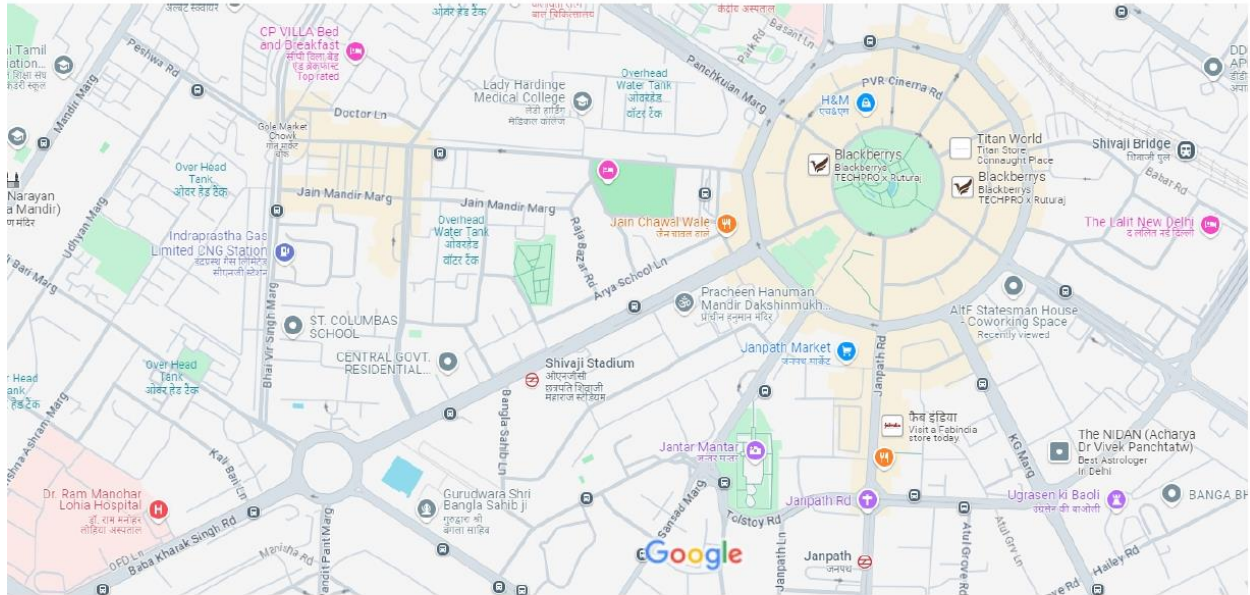
Place:

Member's / Proxy's Signature

# ROUTE MAP FOR 49<sup>TH</sup> ANNUAL GENERAL MEETING



B-507, 5th Floor, Statesman House, Barakhamba Road, New Delhi-110001



Map data ©2024 200 m

**49<sup>TH</sup>**  
**ANNUAL GENERAL MEETING**  
**OF**  
**OMANSH**  
**ENTERPRISES LIMITED**

**Annual Report 2023-24**

**OMANSH ENTERPRISES LIMITED**

CIN: L01100DL1974PLC241646

Regd. Off.: B-507, 5<sup>th</sup> Floor, Statesman House, Barakhamba Road,  
New Delhi-110001Email: [omanshwork@gmail.com](mailto:omanshwork@gmail.com) Website: [www.omansh.co.in](http://www.omansh.co.in)**TABLE OF CONTENTS**

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**Corporate Information**

Whole-time Director Independent Director Independent Director Independent Director Non-Executive Non-Independent Director Chief Financial Officer	Mr. Babulal Bhawarlal Kharwad Mr. Rameshwar Dayal Mr. Tushar Virendra Pratap Singh Mr. Asdulla Mehfuzali Khan Mr. Rajiv Vashisht Mr. Ajay Suresh Yadav
Compliance Officer and Company Secretary	Ms. Anshu Kumari Agarwal Email Id: <a href="mailto:omanshwork@gmail.com">omanshwork@gmail.com</a>
Audit Committee	Mr. Rameshwar Dayal, Chairman Mr. Tushar Virendra Pratap Singh, Member Mr. Babulal Bhawarlal Kharwad, Member
Nomination and Remuneration Committee	Mr. Rameshwar Dayal, Chairman Mr. Tushar Virendra Pratap Singh, Member Mr. Asdulla Mehfuzali Khan, Member
Stakeholders' Relationship Committee	Mr. Rameshwar Dayal, Chairman Mr. Tushar Virendra Pratap Singh, Member Mr. Babulal Bhawarlal Kharwad, Member
Statutory Auditors	M/s. MKRJ & Co, Chartered Accountants, Delhi
Secretarial Auditor	M/s. Shailendra Roy & Associates Practicing Company Secretary
Registered Office	B-507, 5th Floor, Statesman House, Barakhamba Road, New Delhi - 110001
Registrar and Share Transfer Agent	Skyline Financial Services Private Limited D-153/A, 1 <sup>st</sup> Floor, Okhla Industrial Area, New Delhi – 110020 Ph. No. +91 -(0) 11 - 40450193-97, +91-(0) 11 -2681 2682-83 Email Id: <a href="mailto:admin@skylinerta.com">admin@skylinerta.com</a>
Bankers	Canara Bank.

**NOTICE OF 49<sup>TH</sup> ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT THE 49<sup>TH</sup> ANNUAL GENERAL MEETING OF OMANSH ENTERPRISES LIMITED WILL BE HELD ON MONDAY, 30<sup>TH</sup> DAY OF SEPTEMBER, 2024, AT 12:00 NOON THROUGH VIDEO CONFERENCING ('VC')/OTHER AUDIO-VISUAL MEANS ('OAVM') FACILITY TO TRANSACT THE FOLLOWING BUSINESS:**

**ORDINARY BUSINESS:**

1. To receive, consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended on 31<sup>st</sup> March, 2023 together with the report of the Auditors thereon.
2. To receive, consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended on 31<sup>st</sup> March, 2024, together with the report of the Board of Director's and Auditor's thereon.

**SPECIAL BUSINESS**

3. **To appoint Mr. Rajiv Vashisht (DIN: 02985977) as Director of the Company**

To consider and if thought fit, to pass without modification(s) the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** Mr. Rajiv Vashisht (DIN: 02985977), who was appointed as an Additional Director (Non Executive Non Independent) of the Company under Section 161(1) of the Companies Act, 2013 (the Act) and in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with effect from Monday, 11<sup>th</sup> March, 2024 by the Monitoring Committee constituted under the Resolution Plan approved by the Hon'ble NCLT, New Delhi Bench vide its order dated 29<sup>th</sup> February 2024

and who holds office upto this Annual General Meeting and, who is eligible for appointment, be and is hereby appointed as Director of the Company, whose office shall be liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and are hereby authorized to do all such acts, deeds, matters and things including filing of necessary forms/documents with Registrar of Companies 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.”

4. **To appoint Mr. Babulal Bhawarlal Kharwad (DIN: 08005282) as Director 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** Mr. Babulal Bhawarlal Kharwad (DIN: 08005282), who was appointed as an Additional Director of the Company under Section 161(1) of the Companies Act, 2013 (the Act) and in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, with effect from Thursday 5th September, 2024 by the Board of Directors and who holds office upto this Annual General Meeting and, who is eligible for appointment, be and is hereby appointed as Director of the Company, whose office shall be liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and are hereby authorized to do all such acts, deeds, matters and things including filing of necessary forms/documents with Registrar of Companies 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.”

**5. To Appoint Mr. Babulal Bhawarlal Kharwad (DIN: 08005282) as the Whole-time Director of the Company**

To consider and if thought fit, to give to pass with or without modification(s) the following resolution a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and Articles of Association of the Company and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including any amendments thereto and the re-enactments thereof, also in terms of the approval accorded by the Nomination & Remuneration Committee and the Board of Directors, the consent of the members of the Company, be and is hereby accorded for appointment of Mr. Babulal Bhawarlal Kharwad (DIN: 08005282) as the Whole-time Director of the Company whose office shall be liable to retire by rotation for a period of 5 (Five) consecutive years with effect from Thursday, 5<sup>th</sup> September, 2024, till 4th September, 2029 on such remuneration as decided by the Board of Directors and further approved by the shareholders in their General Meeting.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and are hereby authorized to do all such acts, deeds, matters and things including filing of necessary forms/documents with Registrar of Companies 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.

**6. To Appoint Mr. Tushar Virendra Pratap Singh (DIN: 10388960) as the Independent Director of the Company**

To consider and if thought fit, to give to pass with or without modification(s) the following resolution a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and 161 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b), Regulation 17 and Regulation 25(2A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), in terms of Articles of Association of the Company and basis of the recommendation of Nomination and Remuneration Committee and the approval of the Board of Directors of the Company, Mr. Tushar Virendra Pratap Singh (DIN:10388960) who was appointed by the Monitoring Committee constituted under the Resolution Plan approved by the Hon'ble NCLT, New Delhi Bench vide its order dated 29<sup>th</sup> February 2024 as an Additional Director in the category of Non-Executive Independent Director of the Company, with effect from 11<sup>th</sup> March, 2024, be and is hereby appointed as a Non-Executive Independent Director of the Company, to hold office for a term of 5 (Five) consecutive years, w.e.f 11<sup>th</sup> March, 2024 to 10<sup>th</sup> March, 2029 (both days inclusive).

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Mr. Tushar Virendra Pratap Singh (DIN:10388960) be paid such fees as the Board of Directors of the Company may approve from time to time and subject to such limits, prescribed or as may be prescribed from time to time.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and are hereby authorized to do all such acts, deeds, matters and things including filing of necessary forms/documents with Registrar of Companies 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.”

**7. To Appoint Mr. Asdulla Mehruzali Khan (DIN: 10388973) as the Independent Director of the Company**

To consider and if thought fit, to give to pass with or without modification(s) the following resolution a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and 161 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b), Regulation 17 and Regulation 25(2A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), in terms of Articles of Association of the Company and basis of the recommendation of Nomination and Remuneration Committee and the approval of the Board of Directors of the Company, Mr. Asdulla Mehruzali Khan (DIN:10388973) who was appointed by the Monitoring Committee constituted under the Resolution Plan approved by the Hon'ble NCLT, New Delhi Bench vide its order dated 29th February 2024 as an Additional Director in the category of Non-Executive Independent Director of the Company, with effect from, 11<sup>th</sup> March 2024, be and is hereby appointed as a Non-Executive Independent Director of the Company, to hold office for a term of 5 (Five) consecutive years, w.e.f 11<sup>th</sup> March, 2024 to 10<sup>th</sup> March, 2029 (both days inclusive).

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Mr. Asdulla Mehfuzali Khan (DIN: 10388973) be paid such fees as the Board of Directors of the Company may approve from time to time and subject to such limits, prescribed or as may be prescribed from time to time.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and are hereby authorized to do all such acts, deeds, matters and things including filing of necessary forms/documents with Registrar of Companies 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.”

**8. To Appoint Mr. Rameshwar Dayal (DIN: 05248801) as the Independent Director of the Company**

To consider and if thought fit, to give to pass the following resolution a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and 161 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b), Regulation 17 and Regulation 25(2A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), in terms of Articles of Association of the Company and basis of the recommendation of Nomination and Remuneration Committee and the approval of the Board of Directors of the Company, Mr. Rameshwar Dayal

(DIN:05248801) who was appointed by the Board of Directors as an Additional Director in the category of Non-Executive Independent Director of the Company, with effect from, 29<sup>th</sup> April 2024, be and is hereby appointed as a Non-Executive Independent Director of the Company, to hold office for a term of 5 (Five) consecutive years, w.e.f 29<sup>th</sup> April, 2024 to 28<sup>th</sup> April, 2029 (both days inclusive).

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Mr. Rameshwar Dayal (DIN: 05248801) be paid such fees as the Board of Directors of the Company may approve from time to time and subject to such limits, prescribed or as may be prescribed from time to time.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and are hereby authorized to do all such acts, deeds, matters and things including filing of necessary forms/documents with Registrar of Companies 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.”

**Date: 5<sup>th</sup> September, 2024**

**Place: New Delhi**

**Regd. Office: B-507, 5<sup>th</sup> Floor, Statesman House,  
Barakhamba Road, New Delhi – 110001**

**By Order of the Board  
For Omansh Enterprises Limited**

**Sd/-  
Anshu Kumari Agarwal  
Company Secretary and Compliance Officer  
M.No.: A72422**

**NOTES:**

1. An explanatory statement as required under Section 102 of the Companies Act, 2013 in respect of the special business specified above is annexed hereto. Information pursuant to provisions of Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for Item No. 3, 4,5,6,7 and 8 are annexed to this notice.

Since the Directors appointed by the board need to be regularized at this ensuing annual general meeting, none of the Directors are liable to retire by the rotation at this 49th Annual General Meeting.

2. The present Annual General Meeting (“AGM”) has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 2/2022 dated May 05, 2022, 10/2022 dated December 28, 2022 and 09/2023 dated 25th September, 2023 and Circular no S E B I / H O / C F D / C M D 1 / C I R / P / 2 0 2 0 / 7 9 a n d SEBI/HO/CFD/CMD2/CIR/P/2021/11 issued by SEBI (hereinafter collectively referred to as ‘the Circulars’). Since this AGM will be held through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), Members will not be able to appoint proxies for this meeting. Further, Attendance Slip and Route Map are not being annexed to this Notice.

3. Corporate Members are entitled to appoint authorized representatives to attend the AGM through VC/ OAVM, participate thereat and cast their votes through e-voting. Further, pursuant to Section 113 of the Act, the Corporate Members are requested to send a certified copy (in PDF/ JPG format) of the Board Resolution/ Authority Letter authorizing their representatives to attend the AGM, through e-mail at [omanshwork@gmail.com](mailto:omanshwork@gmail.com).

4. The Register of Members and the Share Transfer Book of the Company shall remain closed from Friday, 27<sup>th</sup> September, 2024 to Monday, 30<sup>th</sup> September, 2024 (both days inclusive). The Notice of the AGM shall be dispatched to the shareholders, whose names appear in the Register of Members as on Friday, 30<sup>th</sup> August, 2024.
5. In accordance with the SS- 2 issued by the Institute of Company Secretaries of India ('ICSI') read with Clarification/ Guidance on applicability of Secretarial Standards-2 revised w.e.f. 1st April, 2024 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.
6. In conformity with the applicable regulatory requirements, the Notice of this AGM and the Annual Report and Annual Accounts for the Financial Year ended 31st March, 2024 are being sent only through electronic mode to those Members who have registered their e-mail addresses with the Company or with the Depositories. Further, In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.omanshenterprises.in](http://www.omanshenterprises.in). The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com).

The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com) and also on the website of the Registrar and Share Transfer Agent (RTA), i.e. Skyline Financial Services Private Limited at [www.skylinerta.com](http://www.skylinerta.com). Members may also note that the Notice of the Meeting and the Annual Report will also be available on the Company's website [www.omanshenterprises.in](http://www.omanshenterprises.in) for download.

7. Relevant Documents referred to in the accompanying Notice, Registers and all other statutory documents will be made available for inspection in the electronic mode. Members can inspect the same by sending a request to the Company's investor email ID i.e. [omanshwork@gmail.com](mailto:omanshwork@gmail.com).
8. The participation of members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act. The detailed Instruction for attending AGM through VC/ OAVM is annexed to the Notice as **Annexure-B**.
9. 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 MCA Circulars dated April 08, 2020, April 13, 2020, May 05, 2020 and January 13, 2021, May 5, 2022 and 10/2022 dated December 28, 2022, the Company is providing facility of remote e-voting (facility to cast vote prior to the AGM) and also e-voting during the AGM 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 e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL. The detailed instruction for remote E-Voting & E-Voting at AGM is annexed to the Notice as "Annexure-B".
10. Ms. Anuradha Malik, Practicing Company Secretary [Membership No. A60626, COP-27205] has been appointed as the Scrutinizer to scrutinize the e-voting process (remote as well as at the time of AGM) in a fair and transparent manner.
11. The remote e-voting period commences on Friday, 27<sup>th</sup> September, 2024 [09:00 A.M.] and ends on Sunday, 29<sup>th</sup> September, 2024 [5:00 P.M.]. During

this period, Members holding shares either in physical form or demat form, as on Monday, **23rd September, 2024** i.e. **cut-off date**, may cast their vote electronically. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast vote again.

12. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on cut-off date. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail facility of remote e-voting. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as on cut-off date, may cast vote after following the instructions for e-voting as provided in the Notice convening the Meeting, which is available on the website of the Company and CDSL. However, if you are already registered with CDSL for remote e-voting then you can use your existing User ID and password for casting vote.
13. The Results of voting will be declared within 2 working days from the conclusion of the AGM and the Resolutions will be deemed to be passed on the date of the AGM, subject to receipt of requisite number of votes. The declared Results, along with the Scrutinizer's Report, will be available forthwith on the Company's website [www.omanshenterprises.in](http://www.omanshenterprises.in) and on the website of CDSL i.e., [www.evotingindia.com](http://www.evotingindia.com) immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited [BSE], where the equity shares of the Company are listed.
14. A statement setting out the material facts as required under Section 102 of the Companies Act, 2013 ('the Act') is annexed hereto. All the material documents referred to in the explanatory statement will be available for inspection at the registered office of the Company during office hours on all working days from the date of dispatch until the last date for receipt of votes by remote e-voting.

**15. REQUEST TO MEMBERS**

- (i) As mandated by the Securities and Exchange Board of India (“SEBI”), securities of the Company can be transferred / traded only in dematerialised form. Members holding shares in physical form are advised to avail the facility of dematerialization.
- (ii) S E B I h a s v i d e C i r c u l a r N o . S E B I / H O / M I R S D / M I R S D \_ R T A M B / P / C I R / 2 0 2 1 / 6 5 5 d a t e d N o v e m b e r 3 , 2 0 2 1 r e a d w i t h S E B I / H O / M I R S D / M I R S D \_ R T A M B / P / C I R / 2 0 2 1 / 6 8 7 d a t e d D e c e m b e r 1 4 , 2 0 2 1 a n d S E B I / H O / M I R S D / M I R S D - P o D - 1 / P / C I R / 2 0 2 3 / 3 7 d a t e d M a r c h 1 6 , 2 0 2 3 (“SEBI Circulars”) mandated furnishing of Permanent Account Number ('PAN'), KYC details viz. Contact Details (Postal Address, Mobile Number and E-mail), Bank Details, Nomination etc. by holders of physical securities. The Company had sent letters for furnishing the required details. Any service request shall be entertained by Skyline Financial Services Private Limited only upon registration of the PAN, KYC details and the nomination. Further, in absence of the above information on or after October 1, 2023, the folio(s) shall be frozen by Skyline Financial Services Private Limited in compliance with the aforesaid SEBI Circulars. If the folio(s) continue to remain frozen as on December 31, 2025, the frozen folios shall be referred by Skyline Financial Services Private Limited /Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002.
- (iii) Members are requested to intimate/update changes, if any, in postal address, e-mail address, mobile number, PAN, nomination, bank details such as name of the bank and branch, bank account number, IFS Code etc.

- For shares held in electronic form to their Depository Participant for making necessary changes. NSDL has provided a facility for registration/updation of e-mail address through the link: <https://eservices.nsdl.com/kyc-attributes/#/login> and opt-in/opt-out of nomination through the link: <https://eservices.nsdl.com/instademat-kyc-nomination/#/login>.
- For shares held in physical form by submitting to Skyline Financial S Services Private Limited the forms given below along with requisite supporting documents:

S. No.	PARTICULARS	FORM
1	Registration of PAN, postal address, e-mail address, mobile number, Bank Account Details or changes /updation thereof	ISR-1
2	Confirmation of Signature of shareholder by the Banker	ISR-2
3	Registration of Nomination	SH-13
4	Cancellation or Variation of Nomination	SH-14
5	Declaration to opt out of Nomination	ISR-3

- (iv) Non-Resident Indian members are requested to inform the Company/Skyline Financial Services Private Limited (if shareholding is in physical mode) / respective DPs (if shareholding is in demat mode), immediately of change in their residential status on return to India for permanent settlement.
- (v) Members may please note that the Listing Regulations mandate transfer, transmission and transposition of securities of listed companies held in physical form only in demat mode. Further, S E B I v i d e i t s C i r c u l a r N o . SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialised form only while processing service requests, viz.,

issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; subdivision/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, members are requested to make service requests for issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate etc., by submitting a duly filled and signed Form ISR-4 along with requisite supporting documents to Skyline Financial Services Private Limited as per the requirement of the aforesaid circular.

**ANNEXURE A TO THE NOTICE**

**DISCLOSURE PURSUANT TO THE REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AND SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA ('ICSI'), INFORMATION IN RESPECT OF THE DIRECTORS SEEKING RE-APPOINTMENT/APPOINTMENT AT THE AGM, IS PROVIDED HEREIN BELOW:**

Name of Director	Mr. Rajiv Vashisht	Mr. Babulal Bhawarlal Kharwad
Age	54 Years	68 Years
Date of Appointment by the Board of Directors/ Monitoring Committee	11 <sup>th</sup> March 2024	5th September, 2024
Brief Resume and nature of expertise in functional areas	Mr. Rajiv Vashisht has completed MBA with Distinction in 1997 from University of Kolhapur. He worked with top companies of India in finance sector and thereafter entered in Granite Mining business. He possesses the experience of almost three decades in mining and financial service sector. His organisations have got huge proven reserves of Black Granite in Chamarajanagar (Karnataka) which is home to the best Black Granite deposits not only in India but known across world. He is true leader and love to work on ground.	Undergraduate with the experience of 15 years in the field of business and administration.
Disclosure of relationship with other Directors, Manager and other Key Managerial Personnel of the company inter-se	NIL	NIL
Terms and conditions of appointment or re – appointment	Liable to retire by rotation	Liable to retire by rotation

The remuneration last drawn	NIL	NIL
The number of Meetings of the Board attended during the year	One (1)	NIL
No. of Directorships held in other listed Companies	One (1)	NIL
Memberships / Chairmanships of Committees of other listed Companies	Two (2)	NIL
Number of shares held in the Company	NIL	NIL

Name of Director	Mr. Tushar Virendra Pratap Singh	Mr. Asdulla Mehfuzali Khan
Age	33 Years	36 Years
Date of Appointment by the Board of Directors/Monitoring Committee	11 <sup>th</sup> March 2024	11 <sup>th</sup> March 2024
Brief Resume and nature of expertise in functional areas	<p>Mr. Tushar Singh is a highly experienced and results-oriented financial expert with over 9 years of experience in the financial industry. He has a proven track record of success in a variety of financial disciplines, including Financial Planning, Wealth Management, Debt Restructuring, Family Office, Equity Raise through his strong connect of PE and VC, etc.</p> <p>An alumnus of the Mumbai University, he has done MBA in Finance. He is passionate about helping individuals and businesses achieve their financial goals and he is committed to providing clients with sound advice and practical solutions.</p> <p>He was instrumental in setting up product and research desk at Anandraith Wealth Pvt. Ltd. And Spark Wealth Pvt. Ltd.</p>	<p>Mr. Asdulla Mehfuzali Khan is MBA in Finance from Rizvi Institute of Management Studies &amp; Research (Mumbai University) and Academician nurturing aspiring finance professionals. Mr. Khan is proven professional with over 8 years of experience in Banking &amp; Finance. Expertise in Investment Product Research, Project Finance, Wealth Management, Family Office Management, Banking &amp; Financial Products, Processes &amp; Operations. Mr. Khan played a crucial role in managing ICICI Bank's Wealth Management processes nationwide. His responsibilities included overseeing operations, compliance, products, and leading teams of SRM &amp; RM across India. His expertise encompasses a comprehensive understanding of financial products and processes, making him a valuable asset in the banking and finance sector.</p>

Disclosure of relationship with other Directors, Manager and other Key Managerial Personnel of the company inter-se	NIL	NIL
Terms and conditions of appointment or re – appointment	For term of 5 year expiring of 10 <sup>th</sup> March 2024	For term of 5 year expiring of 10 <sup>th</sup> March 2024
The remuneration last drawn	NIL	NIL
The number of Meetings of the Board attended during the year	One (1)	One(1)
No. of Directorships held in other listed Companies	One (1)	One (1)
Memberships / Chairmanships of Committees of other listed Companies	One (1)	Two (2)
Number of shares held in the Company	NIL	NIL
Skills and Capabilities	He has a proven track record of success in a variety of financial disciplines, including Financial Planning, Wealth Management, Debt Restructuring, Family Office, Equity Raise through his strong connect of PE and VC, etc.	Mr. Khan is proven professional with over 8 years of experience in Banking & Finance. Expertise in Investment Product Research, Project Finance, Wealth Management, Family Office Management, Banking & Financial Products, Processes & Operations

Name of Director	Mr. Rameshwar Dayal
Age	41 Years
Date of Appointment by the Board of Directors	29 <sup>th</sup> April 2024
Brief Resume and nature of expertise in functional areas	A seasoned Company Secretary With over 11 years of experience after completing Company Secretary and LLB (D.U). He has played a pivotal role in ensuring regulatory adherence and fostering transparency within organizations across various industries. His astute understanding of corporate governance principles, coupled with his proficiency in company law and regulatory frameworks, has made him an invaluable asset in boardroom discussions. As an Independent Director, Rameshwar brings a wealth of knowledge and a keen eye for detail, contributing to strategic decision-making processes while championing ethical practices and stakeholder interests. His multifaceted expertise and unwavering commitment to upholding corporate integrity make him a trusted advisor and leader in the realm of corporate governance.
Disclosure of relationship with other Directors, Manager and other Key Managerial Personnel of the company inter-se	NIL
Terms and conditions of appointment or re – appointment	For term of 5 year expiring of 28 <sup>th</sup> April 2024
The remuneration last drawn	NIL
The number of Meetings of the Board attended during the year	NIL
No. of Directorships held in other listed Companies	NIL
Memberships / Chairmanships of Committees of other listed Companies	NIL

Number of shares held in the Company	NIL
Skills and Capabilities	He has played a pivotal role in ensuring regulatory adherence and fostering transparency within organizations across various industries. His astute understanding of corporate governance principles, coupled with his proficiency in company law and regulatory frameworks, has made him an invaluable asset in boardroom discussions. As an Independent Director, Rameshwar brings a wealth of knowledge and a keen eye for detail, contributing to strategic decision-making processes while championing ethical practices and stakeholder interests.

**ANNEXURE: B TO THE NOTICE  
THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND  
JOINING GENERAL MEETING ARE AS UNDER: -**

- (i) The voting period begins on Friday, 27th September, 2024 (09:00 A.M.) and ends on Sunday, 29th September, 2024, (05:00 P.M.) During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-Off date (Record Date) of i.e. Monday, 23rd September, 2024 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting time.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December, 2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by 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.

- (iv) 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 abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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, so that the user can visit the e-voting service providers' website directly.</p>
Individual Shareholders holding securities in demat mode with NSDL Depository	<p>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>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. The system will authenticate the user by sending OTP on registered Mobile</p>

& Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.

If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <https://eservices.nsdl.com> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on "Access to e-voting" under e-voting services and you will be able to see e-voting page. Click on company name or e-voting service provider name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period.

If the user is not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select "Register Online for IDeAS "Portal or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>

Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the

	<p>screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at above mentioned 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.:18001020990 and1800224430

- (v) Login method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding in Demat form & physical shareholders.
- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - 2) Click on “Shareholders” module.
  - 3) Now enter your User ID
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
  - 4) Next enter the Image Verification as displayed and Click on Login.

- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digital alpha numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details OR Date of Birth (DOB)	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. <ul style="list-style-type: none"> <li>• 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 (3).</li> </ul>

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company's election screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for Omansh Enterprises Limited on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User Id and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) Facility for Non-Individual Shareholders and Custodians- Remote Voting

Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to login and register themselves in [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates Module.

A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

The list of accounts linked in the login should be mailed [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.

A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively Non Individual shareholders are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [omanshwork@gmail.com](mailto:omanshwork@gmail.com) (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING AREAS UNDER:**

1. The procedure for attending meeting & e-voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops/I-Pads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance latest by Monday, 23<sup>rd</sup> September, 2024 by 5:00 PM mentioning their name, demat account

number/folio number, email id, mobile number at (company email id-omanshwork@gmail.com).

These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during the AGM.

If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013****ITEM NO. 3**

The Monitoring Committee constituted under the Resolution Plan approved by the Hon'ble NCLT, New Delhi Bench vide its order dated 29<sup>th</sup> February 2024 appointed Mr. Rajiv Vashisht (DIN: 02985977) as an Additional Director in the category of Non-Executive Non-Independent Director on the Board with effect from 11<sup>th</sup> March, 2024 till the conclusion of the ensuing general meeting of the company Accordingly, approval of the shareholders is sought to comply with SEBI Listing Regulations 2015 and Companies Act, 2013. Mr. Rajiv Vashisht is eligible to be appointed as Non-Independent Director in terms of Section 164 of the Companies Act, 2013. The consent to act as Director has been received from Mr. Rajiv Vashisht. Further, he has also confirmed that he is not debarred from holding the office of a director pursuant to any SEBI Order or any such Authority. Mr. Rajiv Vashisht's terms of appointment shall be liable to retire by rotation.

**ITEM NO. 4 & 5**

The Board of Directors of the Company ('the Board') at the meeting held on Thursday, 5<sup>th</sup> September, 2024, on the recommendation of the Nomination & Remuneration Committee ('the Committee') approved the appointment of Mr. Babulal Bhawarlal Kharwad as Additional Director with effect from 5<sup>th</sup> September 2024. Further on recommendation of Nomination and Remuneration Committee, and subject to the approval of the Members, Mr. Babulal Bhawarlal Kharwad was also appointed as the Whole-time Director of the Company for a period of 5 (five) years effective from 5<sup>th</sup> September 2024 till 4<sup>th</sup> September, 2029 in terms of Sections 196, 197 and 203 read with Schedule V of the Act.

The consent has been received by Mr. Babulal Bhawarlal Kharwad pursuant to Section 152 of the Act. Additional information in respect of Mr. Babulal Bhawarlal Kharwad, pursuant to Schedule V of the Act, Listing Regulations and the Secretarial Standard on General Meetings, is appearing in the **Annexure–A** to this Notice.

In addition to the above information, following information is also provided as per Schedule V of the Act.

None of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.4 & 5 of the Notice.

**ITEM NO. 6**

Post reviewing of confirmation of Independence received from Mr. Tushar Virendra Pratap Singh (DIN: 10388960), under Section 149(6) of the Companies Act, 2013 ('the Act') and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), The Monitoring Committee constituted under the Resolution Plan approved by the Hon'ble NCLT, New Delhi Bench vide its order dated 29<sup>th</sup> February 2024 at its meeting held on 11<sup>th</sup> March 2024 has approved the appointment of Mr. Tushar Virendra Pratap Singh as an Additional Director of the Company, in the category of Non-Executive Independent Director with effect from 11<sup>th</sup> March, 2024 till the commencement of ensuing General Meeting of the Company.

Mr. Tushar Virendra Pratap Singh is registered under Indian Institute of Corporate Affairs (“IICA”) and also has qualified his exam before the date of appointment.

The Company has received declaration from Mr. Tushar Virendra Pratap Singh that he meets with the criteria of Independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations. Mr. Tushar Virendra Pratap Singh had no prior transaction/association with the Company, its Directors, Promoters and Promoter group entities.

The Board opines that Mr. Tushar Virendra Pratap Singh fulfils the conditions specified under Section 149(6) and Schedule IV of the Act read with Regulation 16(1)(b) of SEBI Listing Regulations and also that he is independent of the management. Mr. Tushar Virendra Pratap Singh is not disqualified from being appointed as a Director in terms of Section 164 of the Act and Regulation 25(8) of the SEBI LODR and he has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI order or of any other such authority.

Mr. Tushar Virendra Pratap Singh is a person of integrity and possesses professional qualification.

A brief profile and other information as required under Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard-2 issued by Institute of Company Secretaries of India (“ICSI”) is provided as Annexure-A.

Your Board recommends the Special resolution as set out in Item No. 6 for your approval.

None of the Directors and/or Key Managerial Personnel of the Company or their relatives, except Mr. Tushar Virendra Pratap Singh (whose appointment is proposed in the resolution) and his relatives, are in any way concerned or interested in the resolution.

**ITEM NO. 7**

Post reviewing of confirmation of Independence received from Mr. Asdulla Mehfuzali Khan (DIN: 10388973), under Section 149(6) of the Companies Act, 2013 ('the Act') and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), The Monitoring Committee constituted under the Resolution Plan approved by the Hon'ble NCLT, New Delhi Bench vide its order dated 29<sup>th</sup> February 2024 at its meeting held on 11<sup>th</sup> March 2024 has approved the appointment of Mr. Asdulla Mehfuzali Khan (DIN: 10388973), as an Additional Director of the Company, in the category of Non-Executive Independent Director with effect from 11<sup>th</sup> March, 2024 till the commencement of ensuing General Meeting of the Company.

Mr. Asdulla Mehfuzali Khan (DIN: 10388973), is registered under Indian Institute of Corporate Affairs ("IICA") and also has qualified his exam before the date of appointment.

The Company has received declaration from Mr. Asdulla Mehfuzali Khan (DIN: 10388973), that he meets with the criteria of Independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations. Mr. Asdulla Mehfuzali Khan (DIN: 10388973), had no prior transaction/association with the Company, its Directors, Promoters and Promoter group entities.

The Board opines that Mr. Asdulla Mehfuzali Khan (DIN: 10388973), fulfils the conditions specified under Section 149(6) and Schedule IV of the Act read with Regulation 16(1)(b) of SEBI Listing Regulations and also that he is independent of the management. Mr. Asdulla Mehfuzali Khan (DIN: 10388973), is not disqualified from being appointed as a Director in terms of Section 164 of the Act and Regulation 25(8) of SEBI LODR and he has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI order or of any other such authority.

Mr. Asdulla Mehfuzali Khan (DIN: 10388973), is a person of integrity and possesses professional qualification.

A brief profile and other information as required under Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard-2 issued by Institute of Company Secretaries of India (“ICSI”) is provided as Annexure-A.

Your Board recommends the Special resolution as set out in Item No. 7 for your approval.

None of the Directors and/or Key Managerial Personnel of the Company or their relatives, except Mr. Asdulla Mehfuzali Khan (DIN: 10388973), (whose appointment is proposed in the resolution) and his relatives, are in any way concerned or interested in the resolution.

### **ITEM NO. 8**

Post reviewing of confirmation of Independence received from Mr. Rameshwar Dayal (DIN: 05248801) under Section 149(6) of the Companies Act, 2013 ('the Act') and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), basis the recommendation of Nomination and Remuneration Committee, the Board of Directors (“Board”) of the Company at its meeting held on 27th March, 2024 had approved the appointment of Mr. Rameshwar Dayal (DIN: 05248801), as an Additional Director of the Company, in the category of Non-Executive Independent Director with effect from 11<sup>th</sup> March, 2024 till the commencement of ensuing General Meeting of the Company.

Mr. Rameshwar Dayal (Din: 05248801), is registered under Indian Institute of Corporate Affairs (“IICA”) and also has qualified his exam before the date of appointment.

The Company has received declaration from Mr. Rameshwar Dayal (DIN: 05248801), that he meets with the criteria of Independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of SEBI Listing Regulations. Mr. Rameshwar Dayal (DIN: 05248801), had no prior transaction/association with the Company, its Directors, Promoters and Promoter group entities.

The Board opines that Mr. Rameshwar Dayal (DIN: 05248801), fulfils the conditions specified under Section 149(6) and Schedule IV of the Act read with Regulation 16(1)(b) of SEBI Listing Regulations and also that he is independent of the management. Mr. Rameshwar Dayal (DIN: 05248801), is not disqualified from being appointed as a Director in terms of Section 164 of the Act and Regulation 25(8) of SEBI LODR and he has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI order or of any other such authority.

Mr. Rameshwar Dayal (DIN: 05248801), is a person of integrity and possesses professional qualification.

A brief profile and other information as required under Regulation 36(3) of SEBI Listing Regulations and Secretarial Standard-2 issued by Institute of Company Secretaries of India (“ICSI”) is provided as Annexure-A.

Your Board recommends the Special resolution as set out in Item No. 8 for your approval.

None of the Directors and/or Key Managerial Personnel of the Company or their relatives, except Mr. Rameshwar Dayal (DIN: 05248801), (whose appointment is proposed in the resolution) and his relatives, are in any way concerned or interested in the resolution.

**Date: 5<sup>th</sup> September, 2024**

**Place: New Delhi**

**Regd. Office: B-507, 5<sup>th</sup> Floor,  
Statesman House, Barakhamba Road,  
New Delhi – 110001**

**By Order of the Board For  
Omansh Enterprises Limited**

**Sd/-  
Anshu Kumari Agarwal  
Company Secretary and Compliance Officer  
M.No.: A72422**

**DIRECTOR'S REPORT**

To

Dear Shareholders,

On behalf of the Board of Directors, it is our pleasure to present the 49<sup>th</sup> Directors' Report of Omansh Enterprises Limited ("the Company") for the year ended 31<sup>st</sup> March, 2024.

**1. Financial Performance and State of Company's Affairs**

(Amount in Thousand)

<b>Particulars</b>	<b>FY-2024</b>	<b>FY-2023</b>	<b>FY-2022</b>
Total Revenue	102	5,900	36,558
Less: - Total Expenses	3,374	9,196	39,332
Profit Before Tax	(3,272)	(3,295)	(2,274)
Less: - Tax Expenses	0	0	0
Current Tax	0	0	0
Deferred Tax	0	0	0
Extraordinary Items	-	40,800	-
Profit/(Loss) after Tax	(3,272)	(44,095)	(2,774)
Earnings per share (Rs.)			
Basic	(6.20)	(2.48)	(0.16)
Diluted	(6.20)	(2.48)	(0.16)

Since the Company was undergoing CIRP, the Financial Statements for the Financial Year ended 31st March 2023 were neither approved by the Board of Directors nor adopted by the members of the Company. Though as per the reliefs granted under the resolution plan, the Company is not required to adopt the Financial Statements for the Financial Year 2022-23, however as a matter of good Corporate Governance, the new Board of Directors have put forward the Financial Statements for the Financial Year 2022-23 for the approval of the members in the present AGM.

**2. Brief description of the Company's working during the year**

During the year under review, your Company recorded revenue of Rs. 102 thousand as compared to revenue of Rs. 5900 thousand in previous year. During the Financial year, the Company incurred net loss of Rs. 3272 thousand as compared to Net loss of Rs. 44095 thousand in the previous year. Your Directors are optimistic about company's business and hopeful of better performance in the coming years.

**3. Change in the Nature of Business**

During the year under review, the Company has altered its Memorandum of Association pursuant to Resolution Plan approved by the Hon'ble NCLT, New Delhi Bench vide its order dated 29th February 2024 by adding of sub-clauses 6 and 7 after the existing sub clause 5 of clause III (A) of the Memorandum of Association.

- To establish and carry on directly or indirectly all or any industry, trade or business of preparing, mining, quarrying, boring, digging of granite stone, sand, cutting, polishing, processing, treating, importing, exporting of all types of marble, granite, late rite, lime stone, sand stone, slabs, tiles and other building material and color stones of every description and type, including setting, processing, trading or dealing into waste and by products arising from the mining or processing of marbles and color stones.
- To carry on the business as promoters, developers, investors of; or to construct, erect, develop, furnish, improve, modify, alter, maintain, remove, replace any residential flats, dwelling houses, farm houses, commercial buildings/accommodations, PGs, offices, shops, hotels, motels, recreational centers, and for these purposes, to purchase, sell, take on lease, or otherwise acquire and hold any rights or interests therein or connected therewith of any land for any tenure or description wherever situate and/or to acquire, buy, sell, traffic, speculate any land, house,

residential flats, farm houses, commercial buildings/accommodations, shops, offices, hotels, motels, recreational centers, or any other immovable properties of any kind, tenure, and any interest therein for investment or resale purposes.

#### **4. Dividend**

During the year under review, the Board of Directors of the Company does not propose any dividend for the financial year ended 31<sup>st</sup> March, 2024.

#### **5. Transfer to Reserves in Terms of Section 134 (3) (J) of The Companies Act, 2013**

During the year under review, due to losses of Rs. 3,272 thousand, no amount was transferred to reserves for the financial year ended March 31, 2024.

#### **6. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.**

1. The Corporate Insolvency Resolution Process (CIRP) was initiated by the Hon'ble NCLT, New Delhi Bench vide its order dated 31/01/2023 and the Hon'ble NCLT, New Delhi Bench vide its order dated 29/02/2024 was pleased to sanction the resolution plan (hereinafter referred to as the Approved Plan) submitted by Raconteur Granite Limited.
2. During the ongoing process of CIRP the Company did not hold any General Meeting/ Annual General Meeting, therefore no Annual General Meeting was held during the Financial Year 2022-23.

**Change in the Capital Structure as per the Approved Resolution Plan**

1. 100% of the share capital held by the Promoter Shareholders in the Company stood cancelled without payment of any consideration i.e. all earlier promoters ceased to be the promoters of the Company and the, Promoter' share capital of the Company stood reduced.
2. The share capital of the existing Public Shareholders of the Company as on the Record Date was reduced – i.e. for their existing shareholding of 500 fully paid shares, 499 Equity Shares shall be cancelled. Accordingly, Public share capital of the Company stood reduced.
3. The fresh funds were infused by the Resolution Applicant - Raconteur Granite Limited (by way of allotment of fresh Equity Share Capital i.e. 500000 (Five Lakhs) Equity Shares of Rs. 2/- (Rupees Two only) each fully paid up), the Resolution Applicant become the new promoter of the Company.

4. The fresh funds of Rs. 90,00,000/- (Rupees Ninety Lac) were infused by Strategic Investors for issuance of **4500000** (Forty-Five Lac) Equity Shares having Face Value of Rs. 2/- (Rupees Two Only) as per the following details:

<b>S. No</b>	<b>NAME OF ENTITY</b>	<b>NO. OF SHARES ALLOTTED</b>	<b>CATEGORY</b>
1.	BRCCA Services Private Limited	3250000	Public
2.	Ingenius Investment Advisors LLP	1250000	Public
<b>Total</b>		<b>4500000</b>	

5. The Board of Directors in their meeting held on 24<sup>th</sup> May, 2024, fixed Wednesday, 5<sup>th</sup> June, 2024 as the Record Date for determining the shareholders for carrying out Reduction of Share Capital . The details of the said cancellation as approved by the Board were as follows:

<b>S. No.</b>	<b>Category of Shareholders</b>	<b>No. Of Shares Cancelled</b>
1.	Promoters (100% of share capital)	3746500
2.	Public	13975493
	<b>Total</b>	<b>17721993</b>

Post reduction, the allotment of **28007** (Twenty-Eight Thousand Seven) Equity Shares having Face Value of Rs. 2/- (Rupees Two Only). The details of the said allotment as approved by the Board are as follows:

<b>S. No.</b>	<b>Category of Shareholders</b>	<b>Numbers of shares allotted</b>
1.	Public Shareholders	28007 (including 1157 fractional shares)
	<b>Total</b>	<b>28007</b>

### **Fresh Application to BSE Limited**

The Company has made application with BSE Limited for giving effect to abovementioned changes in the Listed Equity Share Capital of the Company and BSE listing of 5028007 (Fifty Lac Twenty Eight Thousand Seven) Equity Shares vide its approval letter dated 16<sup>th</sup> July 2024.

### **Reliefs and concessions pursuant to the Approved Plan**

In accordance with Regulation 32A of Insolvency & Bankruptcy Code and the Approved Plan, the Company/ the present management/ present Board of Directors of the Company shall have no liability for an offence committed prior to the commencement of the corporate insolvency resolution process

## **7. Public Deposits**

The Company has neither accepted nor renewed any deposits during the Financial Year 2023-24 in terms of Chapter V of the Companies Act, 2013.

**8. Directors and Key Managerial Personnel****A) Changes in Directors and Key Managerial Personnel during the year**

Pursuant to the Resolution Plan approved by the Hon'ble NCLT, New Delhi Bench vide its order dated 29th February 2024, office of all existing directors and Key Managerial Personnel were vacated and new directors (Mr. Rajiv Vashisht, Mr. Tushar Virendra Pratap Singh and Mr. Asdulla Mehfuzali Khan) were appointed by the Successful Resolution Applicant i.e. Raconteur Granite Limited.

The Monitoring Committee constituted under the Resolution Plan approved by the Hon'ble NCLT, New Delhi Bench vide its order dated 29th February 2024 appointed Mr. Rajiv Vashisht (DIN: 02985977), Mr. Asdulla Mehfuzali Khan (DIN: 10388973), Mr. Tushar Virendra Pratap Singh (DIN: 10388960) and Mrs. Sahara Sharma (DIN: 07682859) as Additional Directors of the Company w.e.f. 11th March, 2024.

Mrs. Sahara Sharma (DIN: 07682859) has resigned from the post of Additional Director of the Company w.e.f. 27th March, 2024

On recommendations received from the Nomination and Remuneration committee, the Board appointed of Mr. Govindan Krishnan (DIN: 08544832) and Ms. Renu Satti (DIN: 07781116) as Additional Director (Executive) of the Company w.e.f. 27th March, 2024.

Mr. Govindan Krishnan (DIN: 08544832) resigned from Directorship w.e.f. 5<sup>th</sup> September 2024.

On recommendations received from the Nominations and Remuneration committee, the Board appointed of Mr. Babulal

Bhawarlal Kharwad (DIN: 08005282) as Additional Director (Executive) of the Company and further he was designated as Whole-time Director of the Company w.e.f. 5th September, 2024.

**B) Declaration of Independence by The Independent Directors**

Pursuant to the provisions of Section 149 of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, your Company has three directors appointed as independent director i.e. Mr. Asdulla Mehruzali Khan (DIN: 10388973), Mr. Tushar Virendra Pratap Singh (DIN: 10388960) and Mr. Rameshwar Dayal (DIN: 05248801).

Your Company has received necessary declaration from Independent Director of the Company under Section 149(6) of the Companies Act, 2013 read with Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, confirming that they meet with the criteria of independence as prescribed under the aforesaid Section and Regulation.

**C) Formal Annual Evaluation**

In compliance with the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, during the year, the Board adopted a formal mechanism for evaluating its performance as well as that of its Committees and Individual Directors including the Chairman of the Board. Structured questionnaires were used in the overall Board evaluation comprising various aspects of Board function.

The evaluation of Independent Director was carried out by the entire Board and that of the Chairman and Non – Independent Directors were carried out by the Independent Directors.

The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

## **9. Attributes, Qualifications and Appointment of Directors**

The Nomination and Remuneration Committee has adopted the attributes and qualifications as provided in Section 149(6) of the Act and Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014, in respect of Independent Directors. The Committee has also adopted the same attributes and qualifications, to the extent applicable, in respect of Non-Independent Directors. All the Non-Executive Directors of the Company fulfill the fit and proper criteria for appointment as Directors. Further, all Directors of the Company, other than Independent Directors, are liable to retire by rotation. One-third of the Directors who are liable to retire by rotation, retire every year and are eligible for re-election.

The Board, on the recommendation of the Nomination and Remuneration Committee, approved the Remuneration Policy for the Directors, Key Managerial Personnel and other employees of the Company, a copy of which is enclosed as “**Annexure - I**” to this Report.

## **10. Board Evaluation**

The Board carried out annual performance evaluation of its own performance and that of the individual Directors as also functioning of the Board Committees, as required in terms of Section 134(3)(p) of the Act. The performance evaluation of the Board and individual Directors was

based on criteria approved by the Nomination and Remuneration Committee. The Directors expressed their satisfaction with the overall evaluation process.

## 11. Number of Board Meetings

Since the Company was under CIRP from 31<sup>st</sup> March 2023 to 29<sup>th</sup> February 2024. Therefore, only one (1) meetings of the Board of Directors of the Company was held on 27<sup>th</sup> March 2024 during the year.

## 12. Board Committees

The composition of the committees of the board has undergone a change during the Financial Year. The composition of the three Board Committees at the end of the year is as follows: -

### AUDIT COMMITTEE

S. No.	Name	Designation
1	Mr. Rameshwar Dayal	Chairperson
2	Mr. Tushar Virendra Pratap Singh	Member
3	Mr. Babulal Bhawarlal Kharwad	Member

### NRC COMMITTEE

S. NO.	Name	Designation
1	Mr. Rameshwar Dayal	Chairperson
2	Mr. Tushar Virendra Pratap Singh	Member
3	Mr. Asdulla Mehruzali Khan	Member

### SRC COMMITTEE

S. No.	Name	Designation
1	Mr. Rameshwar Dayal	Chairperson
2	Mr. Tushar Virendra Pratap Singh	Member
3	Mr. Babulal Bhawarlal Kharwad	Member

**13. Director`s Responsibility Statement**

As required under Section 134(5) of the Act, your Directors confirm having:

-

- i. followed in the preparation of the Annual Accounts, the applicable Accounting Standards with proper explanation relating to material departures, if any;
- ii. selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- iii. taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities;
- iv. prepared the Annual Accounts on a going concern basis; and
- v. Proper systems have been devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.
- vi. having laid down the internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively.

**14. Subsidiaries, Associates and Joint Ventures**

The Company does not have any subsidiary, associate or joint venture.

**15. Listing Information**

The Equity Shares of the Company are presently listed only at BSE Limited.

**16. Dematerialization of Shares**

The securities of the Company are admitted with NSDL and CDSL, the ISIN allotted to the Company is INE378P01036 after the reduction of capital pursuant to approved Resolution Plan.

**17. Report on Corporate Governance**

In terms of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provision of Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company since the paid-up capital of the Company is below Rs. 10 Crore and also the net worth of the Company is below Rs. 25 Crore. Thus, the Company is not required to attach the Corporate Governance report with the Report of the Board of Directors.

**18. Corporate Social Responsibility**

During the year under review, the provisions of Section 135(1) of the Companies Act, 2013 are not applicable.

**19. Particulars of Employees and Related Disclosures**

During the year under review, no remuneration was paid to any Director of

the Company. Further, no remuneration was paid to any employees of your Company covered under the provisions of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

## **20. Risk Management**

The Board has approved the Risk Management Policy of the Company. The Company's risk management framework is designed to address risks intrinsic to operations, financials and compliances arising out of the overall strategy of the Company. The Company manages monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its objectives. The responsibility for management of risks vests with the Managers/ officers responsible for the day-to-day conduct of the affairs of the Company. Risk focused audits are carried out periodically by the Internal Auditors, which lead to identification of areas where risk management processes need to strengthened. Annual update is provided to the Board on the effectiveness of the Company's risk management systems and policies.

## **21. Internal Financial Controls & Internal Audit**

The Company has adequate internal financial controls with respect to the financial statements, commensurate with the size and scale of the operations of the Company. During the year under review, such controls were tested and no reportable material weakness in operation has been observed. Internal audit of the Company has been carried out during the year. The Audit Committee reviews the internal audit findings, provides guidance on internal controls and ensures that the internal audit recommendations are implemented.

**22. Particulars of Loans, Guarantees and Investments**

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security proposed to be utilized by the recipient are provided in the Financial Statements for the year under review.

**23. Related Party Transactions**

Details of transactions with related parties during financial year 2023-24 are provided in the notes to the financial statements. There were no transaction requiring disclosure under section 134(3)(h) of the Act.

The Policy on materiality of related party transactions and dealing with related dealing with related party transactions as approved by the Board is available on the website of the Company i.e. [www.omansh.co.in](http://www.omansh.co.in)

**24. Significant and Material Orders Passed by The Regulators / Courts /Tribunals**

During the year under review, The Corporate Insolvency Resolution Process (CIRP) was initiated by the Hon'ble NCLT, New Delhi Bench vide its order dated 31st January, 2023 against the Company and the Hon'ble NCLT, New Delhi Bench vide its order dated 29th February, 2024 was pleased to sanction the resolution plan (hereinafter referred to as the Approved Plan).

Pursuant to Clause 11.4 of Resolution Plan approved by the Hon'ble NCLT, New Delhi Bench vide its order dated 29th February 2024, all penalties/fines imposed on the Company prior to the Plan Effective Date i.e. 29th February 2024 (Date of passing of order by the Hon'ble NCLT, New Delhi Bench) shall stand waived off.

**25. Extract of Annual Return**

The detailed Annual return is available on the website of the company i.e [www.omansh.co.in](http://www.omansh.co.in)

**26. Auditors and Audit Report**

M/s MKRJ & Co., Chartered Accountants, was appointed as Statutory Auditor of the Company from the conclusion of the 48<sup>th</sup> Annual General Meeting till the conclusion of AGM to be held for financial year ending 31<sup>st</sup> March 2026.

The Auditors' Report does not contain any qualification, reservation or adverse remark.

Further the report of auditor does not contain any remarks under Section 143 of the Companies Act, 2013

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

Conservation of Energy:

(i) The steps taken or impact on conservation of energy	Every possible step is being taken to conserve the resources of energy by the company.
(ii) the steps taken by the company for utilizing alternate sources of energy	In the current fiscal year the company has not used any other alternate source of energy.
(iii) Capital investment on energy conservation equipment	NIL

**Technology Absorption: -**

(i)	The efforts made towards technology absorption	NIL
(ii)	The benefits derived like product improvement, cost reduction, product develop mentor import substitution	NIL
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	NA
	(a) the details of technology imported	NA
	(b) the year of import;	NA
	(c) whether the technology been fully absorbed	NA
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	NA
(iv)	the expenditure incurred on Research and Development	NIL

**Foreign Exchange Earnings and Outgo**

There were no foreign exchange earnings or foreign exchange outflow during the year.

**28. Secretarial Auditor & Secretarial Audit Report**

In terms of Section 204 of the Companies Act, 2013, the Company has appointed M/s Shailendra Roy & Associates, Practicing Company Secretaries as the Secretarial Auditor of the Company for the financial year 2023-24. The Secretarial Audit Report given by M/s Shailendra Roy & Associates, Practicing Company Secretary is provided under “**Annexure–II**” to this Report.

The comments made by the Secretarial Auditor are self- explanatory and do not require and further comments.

**29. Establishment of Vigil Mechanism**

The Vigil Mechanism Policy of the Company is formulated in terms of Section 177 (9) of the Companies Act, 2013 read with the provisions of the Listing Agreement with the Stock Exchange(s) and thereby also incorporates Whistle Blower Policy. That as per the said policy protected disclosures can be made by the whistle blower to the dedicated e-mail / telephone line/ letter to Chairman of Audit Committee.

**30. Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace**

Your Company has zero tolerance policy in case of sexual harassment at workplace and is committed to provide a healthy environment to each and every employee of the company. The Company has in place “Policy for Prevention and Redressal of Sexual Harassment” in line with the requirements of sexual harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (hereinafter referred to as 'the said Act') and Rules made there under. As per the provisions of Section 4 of the said Act, the Board of Directors has constituted the Internal Complaints Committee (ICC) at the Registered Office, Works to deal with the Complaints received by the company pertaining to gender discrimination and sexual harassment at workplace.

Further, as per the provisions of Section 21 and 22 of the aid Act, the Report in details of the number of cases filed under Sexual Harassment and their disposal for the financial year under review, is as under:

Sr. No.	No. of cases pending as on the beginning of the financial year under review	No. of complaints filed during the financial year under review	No. of cases pending as on the end of the financial year under review
1.	NIL	NIL	NIL

### **31. 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. A number of programs that provide focused people attention are currently underway. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement.

### **32. COMPLIANCE WITH THE SECRETARIAL STANDARDS**

The company has duly complied with the applicable Secretarial Standards during the financial year 2023-24.

### **33. CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC)**

The Corporate Insolvency Resolution Process (CIRP) was initiated by the Hon'ble NCLT, New Delhi Bench vide its order dated 31st January, 2023 and the Hon'ble NCLT, New Delhi Bench vide its order dated 29th February, 2024 was pleased to sanction the resolution plan (hereinafter referred to as the Approved Plan) submitted by Raconteur Granite Limited.

**35. MANAGEMENT DISCUSSION AND ANALYSIS:**

The Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(2) (e) of the Listing Regulations is given as an "ANNEXURE –III" to this report.

**36. ACKNOWLEDGEMENT**

Your directors would like to express their sincere appreciation for the assistance and corporation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review. Your directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

**For and on Behalf of Board of Director  
For Omansh Enterprises Limited**

**Sd/-  
Babulal Bhawarlal Kharwad  
Whole-time Director  
DIN: 08005282**

**Sd/-  
Rajiv Vashisht  
Director  
DIN: 02985977**

**Date: 5<sup>th</sup> September, 2024**

**Place: New Delhi**

**NOMINATION & REMUNERATION POLICY (DIRECTORS, KMP & SENIOR MANAGEMENT) INTRODUCTION**

In pursuance of the Company's philosophy to consider its employees as its invaluable assets, to pay equitable remuneration to all Directors, Key Managerial Personnel (KMP) and employees of the Company, to harmonize the aspirations of human resources consistent with the goals of the Company and, in term of provisions of the Companies Act, 2013, this policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination & Remuneration Committee and approved by the Board of Directors.

**OBJECTIVE**

**The objective and purpose of the Policy are as given below:**

1. To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors (Executive and Non-Executive) and persons who may be appointed in Senior Management and Key Managerial positions and to determine their remuneration.
2. To carry out evaluation of the performance of Directors, as well as Key Managerial and Senior Management Personnel.
3. To provide them reward linked directly to their effort, performance, dedication and achievement of Organization's goals as entrusted on them.
4. To retain, motivate and promote talent and to ensure long term retention of talented managerial persons and create competitive advantage. In the context of the aforesaid objectives the following policy has been framed and recommended by the Nomination & Remuneration Committee and adopted by the Board of Directors.

**PART –A****POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT APPOINTMENT**

1. The candidate for a position at Director, KMP or Senior Management level is met by the Managing Director in consultation with the other Directors. The interview is targeted at assessing the candidate on his/ her functional & leadership capabilities and cultural fitment to the organization.
2. The MD assesses the shortlisted candidates.
3. The selected candidate's details and the proposed compensation is shared with the Nomination & Remuneration Committee for their review and suggestions. The same is shared with the Board at the next board meeting.

**TERM/ TENURE**

The tenure for Directors shall be governed by the terms defined in the Companies Act, 2013. However, the tenure for other KMP and Senior Management Personnel will be governed by Terms of Appointment in accordance with the Recruitment Policy of the Company.

**EVALUATION**

The performance of the KMP and Senior Management Personnel is evaluated at regular intervals (half yearly/ yearly) by the Managing Director. The performance evaluation of Independent Directors shall be done by the Board, excluding the Director being evaluated, basis the contributions made to the Board deliberations on various matters including business strategy, financial strategy, operations, cost and risk management, etc., and suggestions given in this regard.

## **REMOVAL**

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable Act, rules and regulations, the Managing Director may recommend, to the Committee and the Board with reasons recorded in writing, removal of a Director, subject to the provisions and compliance of the said Act, rules and regulations.

For other KMP or Senior Management Personnel, the removal will be governed by the Terms of Appointment in accordance with the Recruitment Policy of the Company and the subsequent approval of the Managing Director.

## **RETIREMENT**

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Managing Director will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

## **POLICY RELATING TO EVALUATION AND REMUNERATION OF THE KMP AND SENIOR MANAGEMENT PERSONNEL**

### **EVALUATION PROCESS:**

**The three Point Rating scale for performance review of Executive Director, KMP, and Senior Management is to be followed:**

1. Rating on Basic Job Responsibilities indicating whether the basic job responsibilities have been met during the year.
2. Rating on Goals: Annual rating on each goal on a five-point scale. Weighted average of the ratings is calculated to arrive at a 'Weighted Goal Score'.

3. Rating on Capabilities Factors: The qualitative aspects of the performance is assessed using the Capabilities Factors by the supervisor on a five-point scale.
4. Based on a holistic view of the Three Point Rating, the supervisor provides an overall Rating. This rating is reviewed by the Managing Director along with the immediate reporting officer, which is a Qualitative review of the performance based on the efforts put in by the employee, results achieved and impact of the external and internal factors, to arrive at a 'Final Annual Rating'.

**The revision in the total remuneration is directly linked to the 'Final Annual Rating' for all employees.**

1. The remuneration/ compensation/ commission etc. to the KMP and Senior Management Personnel will be determined by the Managing Director in consultation with other Directors (except the Independent Directors) in accordance with the Recruitment Policy of the Company, which is based upon the Final Annual Rating, employee potential and market benchmark compensation. The revised remuneration is shared with the Nomination & Remuneration Committee for review.

The remuneration/ compensation/ commission etc. shall be subject to the prior/ post approval of the shareholders of the Company.

**Form No. MR-3 SECRETARIAL AUDIT REPORT**For the financial year ended 31<sup>st</sup> March 2024

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

**To,****The Members,****Omansh Enterprises Limited****B-507, 5th Floor, Statesman House, Barakhamba Road,****New Delhi-110001**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Omansh Enterprises Limited** (CIN: LO1100DL1974PLC241646) (hereinafter called the Company). The Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- i. The Companies Act, 2013 and the rules made thereunder;

- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under; (Not applicable to the Company during the Audit period)
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (to the extent applicable)
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time;
  - d) The Securities and Exchange Board of India (Shares Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable on the Company during the Audit period)
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securitised Debt Instruments and Security Receipts) Regulations, 2008; (Not applicable on the Company during the Audit period)

- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;(to the extent applicable)
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;(Not applicable on the Company during the Audit period)
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and (Not applicable on the Company during the Audit period)
- i) The Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015
- j) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (Not applicable on the Company during the Audit period)

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. The Listing Agreements entered into by the Company with BSE Limited.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above. Further, we hereby submit that:

- i. The Corporate Insolvency Resolution Process (CIRP) was initiated by the Hon'ble NCLT, New Delhi Bench vide its order dated 31/01/2023 against the Company and the Hon'ble NCLT, New Delhi Bench vide its order dated 29/02/2024 was pleased to sanction the resolution plan (hereinafter referred to as the Approved Plan).
- ii. As per the approved plan the reduction of share capital of the Company had to be effected i.e. entire share capital of the Promoters to be reduced and for Public Shareholders holding 500 share 499 to be cancelled.
- iii. Further after effecting reduction in the Public shareholders, the allotment of 28007 (Twenty-Eight Thousand Seven) Equity Shares having Face Value of Rs. 2/- (Rupees Two Only) each subsequent to the cancellation of share capital (17721993 Equity Shares) was made.
- iv. Pursuant to the Approved Resolution Plan 500000 (Five Lacs) Equity Shares having Face Value of Rs. 2/- (Rupees Two Only) each has been allotted to **Raconteur Granite Limited** ("Successful Resolution Applicant"), who shall be considered as the new Promoter of the Company.
- v. Further, pursuant to the Resolution Plan approved by the Hon'ble NCLT, New Delhi Bench vide its order dated 29th February 2024, office of all existing directors and Key Managerial Personnel were vacated and new directors were appointed by the Successful Resolution Applicant i.e. **Raconteur Granite Limited**.
- vi. Further in light of the explanation to section 30(2) of the Insolvency and Bankruptcy Code, 2016 read with MCA circular dated October 25, 2017 bearing No. IBC/01/2017 (MCA Notification) provides that there is no requirement of obtaining approval of shareholder/members of a company under insolvency, for a particular action, required in resolution plan, which

would have been required under the Companies Act, 2013 or any other law and such an approval is deemed to have been given once the resolution plan has been approved by the NCLT. In light of the above, no shareholder's approval under Companies Act, 2013 is required to be obtained.

- vii. Pursuant to Clause 11.4 of Resolution Plan approved by the Hon'ble NCLT, New Delhi Bench vide its order dated 29th February 2024, all penalties/fines imposed on the Company prior to the Plan Effective Date i.e. 29th February 2024 (Date of passing of order by the Hon'ble NCLT, New Delhi Bench) shall stand waived off.

We further report that:

1. Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent within stipulated time, 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.
2. Majority decision is carried through while the dissenting members' views (if any) are captured and recorded as part of the minutes.

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

We further report that, the compliance by the Company of applicable financial laws like direct & indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

We further report that there were no specific events/actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

Thanking You

Yours Sincerely

**For Shailendra Roy & Associates  
(Company Secretaries)**

**Sd/-**

**Shailendra Kumar Roy**

**ACS No.: 25823**

**C.P. No.: 11738**

**PR Certificate No.: 3605/2023**

**UDIN: A025823F001075707**

**Date: 29.08.2024**

**To,  
The Members,  
Omansh Enterprises Limited  
B-507, 5th Floor, Statesman House, Barakhamba Road,  
New Delhi-110001**

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurances about the correctness of the contents of the Secretarial records. The verification was done on test check basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which management has conducted the affairs of the company

**Thanking You**

**Yours Sincerely**

**For Shailendra Roy & Associates  
(Company Secretaries)**

**Sd/-**

**Shailendra Kumar Roy**

**ACS No.: 25823**

**C.P. No.: 11738**

**UDIN:**

## Management Discussion and Analysis

### ECONOMIC OVERVIEW

#### Global economy

The year 2024 ended with concerted efforts by central banks worldwide to taper inflation and the business and investment world waited in anticipation of interest rate cuts. While inflation is edging down from multi-decade highs, with intermittent upticks, interest rate cut is not expected in a hurry.

#### Indian economy

India's economy witnessed remarkable growth in the financial year 2023-24, expanding by 7.3%. However, Indian textile exports experienced a decline for the second consecutive year in 2023-24, mainly attributed to the geopolitical tensions casting a shadow on the global trade. However, there is a silver lining; the textile industry is optimistic about the demand recovery for their products in FY 2024-25. Firstly, the domestic market continues to witness steady demand growth. Secondly, the large retailers in the overseas market are expected to start restocking inventory ahead of the season, leading to a gradual recovery in exports.

On the input cost side, cotton prices in India have eased from their highs and are expected to remain range-bound due to expected higher production in India. However, appreciation of the USD and adverse climate impact on cotton crops in the United States (US) and other cotton-producing countries will negate the possible price deflation. However, challenges continue to persist and the prices of crude oil and derived products will be essential to watch.

On the logistics front, we believe that the fear of significant increase in cost is behind us and shipping rates are cooling off from the highs in February 2024. The disruption expected in terms of availability of containers, delay in routes is adjusted

as part of the trade. De-escalation in the Middle East conflict will further help normalise the situation.

### Indian textile and apparel industry

As per the International Textile Manufacturers Federation (ITMF), the textile sector has seen subdued demand since June 2022 due to persistent global inflation and lingering possibilities of a recession. Inflation has affected consumers and manufacturers alike with manufacturers and suppliers having to pay much more across their supply chains, from the cost of freight to wage increases for their workers. This has put textile manufacturers in a difficult situation. The Indian textiles market is expected to be worth more than USD 209 billion by 2029.

In the first 11 months of FY 2023-24; Indian textile exports shrank 4.2% (y-o-y) [USD 30.96 from 32.33] due to adverse economic conditions in major destinations like the European Union (EU), the U.S and West Asian nations. Exports of readymade garments (RMG) fell to USD 13.05 billion from USD 14.73 billion, while yarn exports fell to USD 4.47 billion from USD 4.23 billion.

In the Interim Budget for FY 2024-25; the Govt of India. Announced extension of the Rebate of State & National Taxes & Levies (RoSCTL) scheme for 2 years (till the end of March 2026) which is a welcome step for long-term trade planning. Another positive announcement is the reduction of excise duty from 12% to 10% for all capital goods when there has been a slowdown in the investment of knitwear export sector. The total budget allocation increased by 27.6%, led by the allocation of ` 600 crores for Cotton Corporation of India towards the cotton MSP operations. The allocation of funds for textile-centric schemes like RoDTEP and RoSCTL has been moderately increased by 10% and 5.8%, respectively. Additionally, funding for the Amended Technology Upgradation Fund Scheme (ATUFS) has been raised from ` 1,956 crores to ` 2,300 crores.

The Government of India (GOI) issued a notification effectively rescinding the 10% import duty on cotton with a staple length above 32 millimetres (mm) as of February 20. This revocation eliminates the previous import duty, which comprised a 5%

basic customs duty and a 5% tax. The reduction in duty is expected to facilitate increased imports of high-value cotton, which is used in the manufacturing of premium cotton textiles and apparel for this season, as well as to meet medium-term requirements.

Work is currently under progress for the schemes announced like: Integrated Textile Parks (SITP), Mega Integrated Textile Region and Apparel (MITRA), Park scheme to attract private equity in the sector, and PM Mitra Scheme Government. The PM Mitra Park Scheme under which the government plans to invest over ` 70,000 crores to set up mega textile parks will provide a massive fillip to the textile sector and help India transform from only a traditional textile industry to an MMF (man-made fibre) and technical textile hub in the world. The government recently approved an investment of ` 4,455 crores under this scheme for the creation of seven mega textile parks that would streamline multiple verticals from spinning, weaving and dyeing to printing and garment manufacturing. The government has come up with several export promotion policies for the textile sector as well. It has also allowed 100% FDI in the sector under the automatic route. The government aims to achieve a 3-5x time increase in the export of technical textiles worth USD 10 billion over the next three years. Further, a Production-linked Incentive (PLI) Scheme worth ` 10,683 crores (USD 1.44 billion) for manmade fibre and technical textiles over a five-year period will also boost the sector. The capex spending on transportation and logistics sectors by the government has increased to ` 10 lakh crores in the recent budget. This spending which is roughly about 3% of our GDP will have a ripple effect on multiple industries including the textile sector which could benefit from a smooth and sustainable infrastructure model. The textiles and apparel sector supported by the government's structural and productivity-related policy interventions and fuelled by a rising domestic demand seems well poised to prosper exponentially.

## Opportunities and Threats

### Opportunities

- Favorable government initiatives such as the National Technical Textiles Mission (NTTM), 100% FDI in the sector, SAMARTH- Scheme for Capacity Building in the Textile Sector, etc. for the development of the textile industry.
- Extension of the scheme for Rebate of State and Central Taxes and Levies (RoSCTL) till March 31, 2026, for the export
- of apparel, garments and made-ups with the same rates would benefit textile companies.
- The 'China plus one' diversification policy will benefit Indian manufacturers. As global retailers are looking for an alternate
- supply base, India has emerged as an attractive option for manufacturing and exports of textiles and apparels.
- The growth of the technical textile market will create lucrative opportunities.
- The rapid growth of the retail sector and E-commerce will boost the growth of the textile and apparel industry.
- Rising disposable incomes will stimulate domestic demand.
- The growing popularity of 'fast fashion' products will contribute to the growth of the textile and apparel industry.

## Threats

- Being a labour-intensive sector, the shortage of skilled workforce may impact the operations and result in inability to complete orders.
- Competition in the global market, especially from the textile and garment industries in Bangladesh and China.
- Subdued demand for textile and apparel exports as consumer confidence is lower in the key markets.
- Compliance issues with the environmental norms and regulations.

## Company performance

### Results review

Since company was CIRP from 31<sup>st</sup> January 2023 to 29<sup>th</sup> February 2024. Therefore, revenues of the company stood at 102.39 thousand as compared to 5900 thousand last year. Profit after tax and exceptional items stood at (3272) thousand as compared to (44095) thousand.

**Compliance with Code of Business Conduct and Ethics**

To,

**The Board of Directors  
Omansh Enterprises Limited  
Reg. Office: B-507, 5th Floor, Statesman House,  
Barakhamba Road, New Delhi-110001**

This is to certify that, as provided under Regulation 34 (3) Schedule -V (D) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board Members and the Senior Management Personnel have affirmed compliance with the Code of Conduct of Board of Directors and Senior management for the year ended 31<sup>st</sup> March, 2024.

Thanking You  
**For Omansh Enterprises Limited**

Sd/-  
**Ajay Suresh Yadav  
Chief Financial Officer**

**Date: 30<sup>th</sup> August, 2024  
Place: Mumbai**

**CFO CERTIFICATION UNDER REGULATION 17(8) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

To,  
The Board of Directors  
Omansh Enterprises Limited  
Reg. Office: B-507, 5th Floor, Statesman House,  
Barakhamba Road, New Delhi-110001

**SUBJECT: COMPLIANCE CERTIFICATE UNDER REGULATION 17(8) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Pursuant to Regulation 17(8) read with Part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I, Ajay Suresh Yadav, Chief Financial Officer of Omansh Enterprises Limited certify to the Board that:

- A.** I have reviewed financial statements and the cash flow statement for the financial year ended on **31<sup>st</sup> March, 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 my knowledge and belief, no transactions entered

into by the Company during the year which are fraudulent, illegal or violates of the Company's code of conduct.

- C.** I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and I have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps I have taken or propose to take to rectify these deficiencies.
- D.** I 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 I 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.

The Board is requested to kindly take note of the same.

Thanking You  
**For Omansh Enterprises Limited**

Sd/-  
**Ajay Suresh Yadav**  
**Chief Financial Officer**

**Date: 30<sup>th</sup> August, 2024**  
**Place: Mumbai**

## INDEPENDENT AUDITORS' REPORT

To

The Members of **OMANSH ENTERPRISES LIMITED**

### **Opinion**

We have audited the accompanying standalone financial statements of **Omansh Enterprises Limited** (“the Company”), which comprise the Balance Sheet as at **March 31, 2023** the Statement of Profit and Loss, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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

### **Basis of opinion**

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's responsibilities for the audit of the standalone Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other

ethical responsibilities in accordance with these requirements and the Code of Ethics. We draw the attention to the matters described in 'Basis of Opinion' paragraph of the Audit Report on the Financial Statement audited by us.

### **Key Audit Matters**

Key audit matters ('KAM') are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. No matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### **Other Information**

The Company's management and Board of Directors are 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 auditors' report thereon.

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

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

**Management's Responsibility for the standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with IND-AS and other accounting principles generally accepted in India. 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of

accounting unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

**Auditor's responsibilities for the audit of the standalone Financial Statements**

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made

thereunder. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the 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 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 financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

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

1. As required by the Companies (Auditor's report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the **Annexure 1** a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

- b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c) The Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement and Statement of changes in Equity dealt with by this Report are in agreement with the books of account;
- d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards (IND-AS) specified under Section 133 of the Act, read with Companies (Accounting Standards) Rules, 2015, as amended;
- e) On the basis of written representations received from the directors as on 31st March 2023 taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March 2023, from being appointed as a director in terms of Section 164(2) of the Act;
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure 2**” to this report;
- 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 does not have any pending litigations which would impact its financial position.

- (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  
- (iii) There has not been an occasion, in which the company, during the year under report, to transfer any sum to the Investor Education and Protection Fund. Hence, the question of delay in transferring such sum does not arise.

**For MKRJ & Co.**  
**Chartered Accountants**  
**Firm Registration No.: 030311N**

**Sd/-**  
**Mukesh Kumar Jain**  
**Partner**  
**Membership No. 073972**  
**UDIN: 24073972BKFARU2265**

**Date: 30.08.2024**  
**Place: New Delhi**

**Annexure 1 referred to in paragraph (1) under the heading “Report on Other Legal and Regulatory Requirements” of our Report of even date**

- i** In respect of the Company's fixed assets:
  - (a)** As per the information made available to us the Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - (b)** As per the information and explanations made available to us the Company has program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification
  - (c)** According to the information and explanations given by the management, the Company has not acquired any immovable property during the year under audit; no comments under the sub-clause are required.
- ii** The Company is in the business of trading of Goods. For reporting under clause 3(ii) of the Order, Kindly refer to Clause Qualified Opinion is not applicable to the Company.
- iii** According to the information and explanations given to us, the Company has not granted unsecured loans to or from companies, firms, Limited Liability Partnerships or other parties, covered in the register maintained under section 189 of the Companies Act, 2013, in respect of which :

- (a) The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company's interest.
  - (b) The schedule of repayment of principal and payment of interest has been stipulated and repayments or receipts of principal amounts and interest have been regular as per stipulations.
  - (c) There is no overdue amount remaining outstanding as at the year-end.
- iv In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- v The Company has not accepted any deposits during the year within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable to the Company.
- vi The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus, reporting under clause 3(vi) of the order is not applicable to the Company.
- vii According to the information and explanations given to us, in respect of statutory dues :
  - a *The Company is generally regular in depositing all statutory Liabilities.*
  - b There were no undisputed amounts payable in respect of Income Tax, Goods and Service Tax, and other material statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.

- viii The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3(viii) of the Order is not applicable to the Company.
- ix The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3(ix) of the Order is not applicable to the Company.
- x To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi According to the information and explanations given by the management, the company has complied with the provisions of Section 197 read with Schedule V of the Companies Act, 2013.
- xii The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable to the Company.
- xiii In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- xiv During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3(xiv) of the Order is not applicable to the Company.

- xv In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

**For MKRJ & Co.**  
**Chartered Accountants**  
**Firm Registration No.: 030311N**

**Sd/-**  
**Mukesh Kumar Jain**  
**Partner**  
**Membership No. 073972**  
**UDIN: 24073972BKFARU2265**

**Place: New Delhi**  
**Date: 30.08.2024**

**Annexure 2 referred to in paragraph 2(f) under the heading 'Report on other legal and regulatory requirements' of our report of even date**

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

We have audited the internal financial controls over financial reporting of **Omansh Enterprises Limited** ("the Company") as of 31st March, 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

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

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these standalone Financial Statement based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls,

both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

### **Meaning of Internal Financial Controls over Financial Reporting with reference to these standalone Financial Statement**

A company's internal financial control over financial reporting with reference to these standalone Financial Statement is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these standalone Financial Statement 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 with reference to these standalone Financial Statement**

Because of the inherent limitations of internal financial controls over financial reporting with reference to these standalone Financial Statement, 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 with reference to these standalone Financial Statement 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 2023, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For MKRJ & Co.**  
**Chartered Accountants**  
**Firm Registration No.: 030311N**

**Sd/-**  
**Mukesh Kumar Jain**  
**Partner**  
**Membership No. 073972**  
**UDIN: 24073972BKFARU2265**

**Place: New Delhi**  
**Date: 30.08.2024**

**NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2023****1. Corporate Information**

The Company, “Omansh Enterprises Limited” was incorporated under the provisions of Companies Act, 1956 on March 20, 1974 vide CIN L01100DL1974PLC241646 and having registered office at B-507, 5th Floor, Statesman House, Barakhamba Road, New Delhi-110001. The Company is primarily engaged in the business of trading in Cloth/Clothing/Fabric/Ceramic Utensils/Pottery Items in India and related activities.

The Financial Statements is comprised of Balance Sheet, Profit and Loss Account and notes to accounts of the financials of Omansh Enterprises Limited for the year ended March 31, 2023.

**2. Basis of Preparation**

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and notified under section 133 of the Companies Act, 2013 (the Act) along with other relevant provisions of the Act. The financial statements have been prepared on a going concern basis. The Company uses accrual basis of accounting.

For all periods up to and including the year ended 31 March 2023, the Company had prepared its financial statements in accordance with accounting standards notified under Section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016 These financial statements for the year ended 31 March 2023 has prepared in accordance with Ind AS.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability, if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/ or disclosure purposes in these Financial Statements is determined on such a basis, such as net realisable value in Ind AS 2 'Inventories' ("Ind AS 2") or value in use in Ind AS 36 'Impairment of Assets' ("Ind AS 36").

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

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 inputs are unobservable inputs for the asset or liability.

All assets and liabilities have been classified as Current and Non-Current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of products/ services rendered and the time between the rendering of the products/services and their realization in cash and cash equivalent, the Company has ascertained its operating cycle as twelve months for the purpose of Current and Non- Current classification of assets and liabilities.

All the Indian Accounting Standards issued and notified by the MCA are effective and considered for the significant accounting policies to the extent relevant and applicable for the Company.

The Financial Statements are presented in Indian Rupee ("INR"), which is the Company's functional currency and all values are rounded to the nearest thousand upto two decimals, except when otherwise indicated.

### **3. Summary of Significant Accounting Policies**

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### **3.1 Income**

##### **(i) Revenue From Sale of Goods and Services**

Revenue from contracts with customers for sale of goods or services is recognised when the Company satisfies performance obligation by transferring promised goods or services to the customer at an amount that reflects the consideration which the Company is expected to be entitled to in exchange for those goods or services.

Revenue is measured based on the transaction price, which is the consideration, adjusted for trade discounts, incentives and returns, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers. The trade discounts incentives and right of return are estimated and provided for, based on historical, current and forecast information available. A refund liability is recognised for expected returns in relation to sales made, corresponding assets are recognised for the products expected to be returned.

The Company does not expect to have any contract where the period between the transfer of the promised goods or services to the customer and payment by the customer exceed one year. As a consequence, the Company does not adjust any of the transaction prices for the time value of money.

(ii) Dividend Income

Dividend income on equity shares is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend. During the year the Company has not received any income from dividend.

### **3.2 Expenditures**

(i) Finance costs

Borrowing costs on financial liabilities are recognised using the Effective Interest Rate (EIR).

### **3.3 Cash and cash equivalents**

Cash and cash equivalents include cash on hand, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

#### **Cash Flow Statement**

Cash flows are reported using the indirect method, whereby loss for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating

cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

### **3.4 Financial Assets**

Financial assets include cash, or an equity instrument of another entity, or a contractual right to receive cash or another financial asset from another entity. Few examples of financial assets are loan receivables, investment in equity and debt instruments, trade receivables, cash and cash equivalents

All Financial assets are recognized initially at fair value plus, in the case of financial assets not recognised at fair value through profit and loss, transaction costs that are attributable to the acquisition of the financial asset. Financial assets are subsequently measured at amortised cost using effective interest rate method (EIR)

### **3.5 Financial Liabilities**

Financial liabilities include liabilities that represent a contractual obligation to deliver cash or another financial assets to another entity, or a contract that may or will be settled in the entities own equity instruments. Few examples of financial liabilities are trade payables, debt securities and other borrowings and subordinated debts.

### **3.6 Taxes**

#### **(i) Current Tax**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the

taxation authorities, in accordance with the Income Tax Act, 1961 and the Income Computation and Disclosure Standards (ICDS) prescribed therein. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

**(ii) Deferred Tax**

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

Deferred tax liabilities are recognised for all taxable temporary differences and deferred tax assets are recognized for deductible temporary differences to the extent that it is probable that taxable profits will be available against which the deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets, if any, are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

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

### **3.7 Property, Plant and Equipment**

Property, plant and equipment are carried at historical cost of acquisition less accumulated depreciation and impairment losses, consistent with the criteria specified in Ind AS 16 'Property, Plant and Equipment'.

### **3.8 Provisions and Contingent Liabilities**

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. The Company also discloses present obligations for which a reliable estimate cannot be made. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

### **3.9 Borrowing costs**

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs

**3.10 Earnings per Share**

Basic earnings per share are calculated by dividing the profit after tax or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. In case there are any dilutive securities during the period presented, the impact of the same is given to arrive at diluted earnings per share.

**OMANSH ENTERPRISES LIMITED**  
**CIN: L01100DL1974PLC241646**  
**BALANCE SHEET AS AT 31ST MARCH 2023**

(Amount in 1000's)

Particulars	Note No.	As at 31- March-2023	As at 31-March-2022
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	12	35,500	35,500
(b) Reserves and Surplus	13	(45,946)	(1,851)
(c) Money received against share warrants		-	-
		(10,446)	33,649
<b>(2) Share application money pending allotment</b>			
		-	-
<b>(3) Non-Current Liabilities</b>			
(a) Long-term borrowings	14	29,020	62,876
(b) Deferred tax liabilities (Net)		-	-
(c) Other Long term liabilities		-	-
(d) Long term provisions		-	-
		29,020	62,876
<b>(4) Current Liabilities</b>			
(a) Short-term borrowings		-	-
(b) Trade payables	15	2,755	50,441
(c) Other current liabilities	16	13	60,705
(d) Short-term provisions		-	-
		2,768	111,146
<b>Total</b>		<b>21,342</b>	<b>207,672</b>
<b>II. ASSETS</b>			
<b>(1) Non-current assets</b>			
<b>(a) Fixed assets</b>			
(i) Plant, Property & Equipments	4	114	2,243
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
<b>(V) Financial Assets</b>			
Investments	5	8,015	49,133
Loans	6	11,596	104,723
Others		-	-
		19,725	156,098

**OMANSH ENTERPRISES LIMITED**  
**CIN: L01100DL1974PLC241646**  
**BALANCE SHEET AS AT 31ST MARCH 2023**

(Amount in 1000's)

Particulars	Note No.	As at 31- March-2023	As at 31-March-2022
(b) Non-current investments			-
(c) Deferred tax assets (net)		-	-
(d) Long term loans and advances		-	-
(e) Other non-current assets		-	-
		19,725	156,098
<b>(2) Current assets</b>			
(a) Inventories	7	92	2,322
(b) Financial Assets			-
Trade Receivables	8	1,235	13,570
Cash & Bank Balance	9	26	59
Others	10	-	-
Loans		-	-
(e) Short-term loans and advances		-	-
(f) Other current assets	11	265	35,622
		1,618	51,573
<b>Total</b>		21,343	207,672
Significant Accounting Policies	1-3		
Notes on Financial Statements			

**As per our report of even date**  
**For MKRJ and Co.**  
**Chartered Accountants**  
**Firm Registration No.: 0030311N**

**For and on Behalf of Board**

**Sd/-**  
**Mukesh Kumar Jain**  
**Partner**  
**Membership No. 073972**  
**UDIN:24073972BK FARU2265**

**Sd/-**  
**Govindan Krishnan**  
**Whole-time Director**  
**DIN 08544832**

**Sd/-**  
**Rajiv Vashisht**  
**DIRECTOR**  
**DIN: 02985977**

**Date: 30.08.2024**  
**Place: New Delhi**

**Sd/-**  
**Anshu Kumari Agarwal**  
**Company Secretary**  
**PAN: BVWPA9726M**

**Sd/-**  
**Ajay Suresh Yadav**  
**CFO**  
**PAN: ADAPY2594A**

**OMANSH ENTERPRISES LIMITED**
**CIN: L01100DL1974PLC241646**
**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2023**

(Amount in 1000's)

Particulars	Note No .	For the year ended on 31-Mar-2023	For the year ended on 31-Mar-2022
I. Revenue from operations	17	5,900	35,970
II. Other Income	18	-	588
<b>III. Total Revenue (I +II)</b>		<b>5,900</b>	<b>36,558</b>
<b>IV. Expenses:</b>			
Cost of materials consumed		-	-
Purchases of stock in trade	19	1,749	26,917
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		2,230	(42)
Employee benefits expense	20	568	2,142
Finance costs	21	815	-
Depreciation and amortization expenses	4	66	334
Other expenses	22	3,767	9,981
<b>Total Expenses</b>		<b>9,196</b>	<b>39,332</b>
V. Profit/(Loss) before exceptional and extraordinary items and tax (III - IV)		(3,295)	(2,774)
VI. Exceptional Items			
- Prior Period Items		-	-
VII. Profit/(Loss) before extraordinary items and tax (V - VI)		(3,295)	(2,774)
VIII. Extraordinary Items		40,800	-
IX. Profit/(Loss) before tax (VII - VIII)		(44,095)	(2,774)

**OMANSH ENTERPRISES LIMITED**
**CIN : L01100DL1974PLC241646**
**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2023**
**(Amount in 1000's)**

Particulars	Note No .	For the year ended on 31-Mar-2023	For the year ended on 31-Mar-2022
<b>X. Tax expense:</b>			
(1) Current tax		-	-
(2) Deferred tax		-	-
(3) Excess Provision of earlier years written-back		-	-
<b>XI. Profit(Loss) for the year from continuing operations (IX-X)</b>		<b>(44,095)</b>	<b>(2,774)</b>
<b>XII. Profit(Loss) from discontinuing operations</b>		-	-
<b>XIII. Tax expense of discontinuing operations</b>		-	-
<b>XIV. Profit(Loss) from discontinuing operations (XII - XIII)</b>		-	-
<b>XV. Profit(Loss) for the year (XI + XIV)</b>		<b>(44,095)</b>	<b>(2,774)</b>
<b>XVI. Earning per equity share of face value of Rs. 10/- each</b>			
(1) Basic and Diluted	23	(2.48)	(0.16)
Significant Accounting Policies	1-3		
Notes on Financial Statements			

**As per our report of even date  
For MKRJ and Co.  
Chartered Accountants  
Firm Registration No.: 0030311N**

**For and on Behalf of Board**

**Sd/-  
Mukesh Kumar Jain  
Partner  
Membership No. 073972  
UDIN:24073972BK FARU2265**

**Sd/-  
Govindan Krishnan  
Whole-time Director  
DIN 08544832**

**Sd/-  
Rajiv Vashisht  
DIRECTOR  
DIN: 02985977**

**Date: 30.08.2024  
Place: New Delhi**

**Sd/-  
Anshu Kumari Agarwal  
Company Secretary  
PAN:BVWPA9726M**

**Sd/-  
Ajay Suresh Yadav  
CFO  
PAN: ADAPY2594A**

**OMANSH ENTERPRISES LIMITED**  
**CIN: : L01100DL1974PLC241646**

**Statement of Cash Flow For the year ended 31st March, 2023** (Amount in 1000's)

Particulars	For the year ended on 31-Mar-2023	For the year ended on 31-Mar-2022
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
<b>Profit Before Tax</b>	<b>(44,095)</b>	<b>(2,774)</b>
Adjustments for:	-	-
Depreciation and Amortisation	81	334
Preliminary Expenses w/off	-	-
Deferred Revenue Expenditure	-	-
Net (gain)/loss on disposal of property, plant and equipment	-	-
Interest & Finance Cost	815	-
Interest Income	-	-
Net Transferred in Reserve	-	-
	<b>(43,199)</b>	<b>(2,440)</b>
Cash inflow from interest on loans	-	-
Cash inflow from service asset	-	-
Cash outflow towards Tax	-	-
<b>Cash generated from operation before working capital changes</b>	<b>(43,199)</b>	<b>(2,440)</b>
<b>Working Capital Changes</b>		
(Increase)/Decrease in Trade Receivables	12,335	-
(Increase)/Decrease in Inventories	-	(42)
(Increase)/Decrease in Other Receivables	35,375	-
(Increase)/Decrease in Loans	-	17,839
(Increase)/Decrease in Other Financial Assets	-	(29,965)
(Increase)/Decrease in Other Non-Financial Assets	-	-
Increase/(Decrease) in Trade Payables	(48,494)	(10,433)
Increase/(Decrease) in Other Payables	(59,903)	-
Increase/(Decrease) in Other Financial Liabilities	-	58,098
Increase/(Decrease) in Provisions	-	-
Increase/(Decrease) in Other Non-Financial Liabilities	-	-
	<b>(60,687)</b>	<b>35,497</b>
<b>Net Cash flow from Operating activities</b>	<b>(103,886)</b>	<b>33,057</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment	-	(2,321)
Proceeds from sale of property, plant and equipment	-	-
Purchase of assets	2,129	-
Purchase of investments	-	(39,161)

**OMANSH ENTERPRISES LIMITED**
**CIN: : L01100DL1974PLC241646**
**Statement of Cash Flow For the year ended 31st March, 2023** (Amount in 1000's)

Particulars	For the year ended on 31-Mar-2023	For the year ended on 31-Mar-2022
Proceeds from investments	41,118	-
Proceeds from Advances	93,127	-
Misc Proceeds	2,150	-
Investment in subsidiaries	-	-
<b>Net cash generated from/(used in) investing activities</b>	<b>138,524</b>	<b>(41,482)</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Issue of equity share capital (including securities premium)	-	-
Dividends and DDT Paid	-	-
Deposits received (net)	-	-
Debt securities issued (net)	-	-
Borrowings other than debt securities issued (net)	(33,856)	60,272
Subordinated debts issued	(815)	(53,171)
<b>Net cash generated from financing activities</b>	<b>(34,671)</b>	<b>7,101</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>(33)</b>	<b>(1,324)</b>
Cash and cash equivalents at the beginning of the year	59	1,383
<b>Cash and cash equivalents at the end of the year</b>	<b>25</b>	<b>59</b>

\* The above statement of cash flows has been prepared under the indirect method as set out in IND AS

\* Components of cash and cash equivalents are disclosed in note no 4

As per our report of even date  
For MKRJ and Co.  
Chartered Accountants  
Firm Registration No.: 0030311N

For and on Behalf of Board

Sd/-  
Mukesh Kumar Jain  
Partner  
Membership No. 073972  
UDIN:24073972BK FARU2265

Sd/-  
Govindan Krishnan  
Whole-time Director  
DIN 08544832

Sd/-  
Rajiv Vashisht  
DIRECTOR  
DIN: 02985977

Date: 30.08.2024  
Place: New Delhi

Sd/-  
Anshu Kumari Agarwal  
Company Secretary  
PAN:BVWPA9726M

Sd/-  
Ajay Suresh Yadav  
CFO  
PAN: ADAPY2594A

**5 Investments**

Particulars	As at 31 March, 2023			As at 31 March, 2022		
	At amortised cost	At fair value	Total	At amortised cost	At fair value	Total
		through OCI			through OCI	
<b>A</b>						
Mutual Funds	-	-	-	-	-	-
Government Securities	-	-	-	-	-	-
Debt Securities	-	-	-	-	-	-
Equity Instruments	8,015	-	8,015	49,133	-	49,133
Investments in Subsidiaries	-	-	-	-	-	-
Investments in Associate	-	-	-	-	-	-
Investment in Joint Ventures	-	-	-	-	-	-
Any Other Investment	-	-	-	-	-	-
<b>Total Gross (A)</b>	<b>8,015</b>	<b>-</b>	<b>8,015</b>	<b>49,133</b>	<b>-</b>	<b>49,133</b>
<b>B</b>						
Out of above						
Investment in India	-	-	-	-	-	-
Investment outside India	-	-	-	-	-	-
<b>Total Gross (B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Gross Total (A+B)</b>	<b>8,015</b>	<b>-</b>	<b>8,015</b>	<b>49,133</b>	<b>-</b>	<b>49,133</b>
Less: Impairment loss allowance	-	-	-	-	-	-
<b>Net Total</b>	<b>8,015</b>	<b>-</b>	<b>8,015</b>	<b>49,133</b>	<b>-</b>	<b>49,133</b>

**6 Loans and Advances**

Particulars	As at 31 March, 2023			As at 31 March, 2022		
	At amortised	At fair	Total	At amortised	At fair	Total
	cost	value through OCI		cost	value through OCI	
<b>A</b>						
(i) Term Loan	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	-
<b>Total Gross (A)</b>	-	-	-	-	-	-
Less: Impairment loss allowance	-	-	-	-	-	-
<b>Net Total (A)</b>	-	-	-	-	-	-
<b>B</b>						
(i) Secured Loan						
By tangible assets	-	-	-	-	-	-
By intangible assets	-	-	-	-	-	-
Covered by Bank/Govt. Guarantees	-	-	-	-	-	-
<b>Total Gross B (i)</b>	-	-	-	-	-	-
Less: Impairment loss allowance	-	-	-	-	-	-
<b>Net Total B (i)</b>	-	-	-	-	-	-
<b>B (ii) Unsecured Loan &amp; Adv</b>	<b>11,596</b>	<b>-</b>	<b>11,596</b>	<b>104,723</b>	<b>-</b>	<b>104,723</b>
<b>Total Gross B (ii)</b>	<b>11,596</b>	<b>-</b>	<b>11,596</b>	<b>104,723</b>	<b>-</b>	<b>104,723</b>
Less: Impairment loss allowance	-	-	-	-	-	-
<b>Net Total B (ii)</b>	<b>11,596</b>	<b>-</b>	<b>11,596</b>	<b>104,723</b>	<b>-</b>	<b>104,723</b>
<b>Total B (i + ii)</b>	<b>11,596</b>	<b>-</b>	<b>11,596</b>	<b>104,723</b>	<b>-</b>	<b>104,723</b>

<b>C Out of above</b>						
(I) Loans in India						
(i) Public Sector	-	-	-	-	-	-
(ii) Others	-	-	-	-	-	-
<b>Total Gross C (I)</b>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Less: Impairment loss allowance	-	-	-	-	-	-
<b>Net Total C (I)</b>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
(II) Loans outside India	-	-	-	-	-	-
<b>Total Gross C (II)</b>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Less: Impairment loss allowance	-	-	-	-	-	-
<b>Net Total C (II)</b>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
<b>Total C (I + II)</b>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
<b>Total Loans (A+B+C)</b>	<u>11,596</u>	<u>-</u>	<u>11,596</u>	<u>104,723</u>	<u>-</u>	<u>104,723</u>

**7 Inventories**

Particulars	As at 31 March, 2023	As At 31 March, 2022
Stock in Hand	2,322	2,322
	2,322	-
		2,322

**8 Receivables**

Particulars	As at 31 March, 2023	As At 31 March, 2022
<b>Trade Receivables</b>		
Receivables considered good - Secured		-
Receivables considered good - Unsecured	1,235	13,570
	1,235	13,570
<b>Other Recivables</b>		
Receivables considered good - Secured	-	-
Receivables considered good - Unsecured	-	-
	-	-
<b>Total Receivables</b>	1,235	13,570

**9 Cash & Bank Balance**

Particulars	As at 31 March, 2023	As At 31 March, 2022
Cash on hand	0	7
Canara Bank	0	52
Indusind Bank	26	-
	26	59

**10 Others**

Particulars	As at 31 March, 2023	As At 31 March, 2022
Others (specify nature)	-	-
	-	-

**11 Other Current Assets**

Particulars	As at 31 March, 2023	As At 31 March, 2022
TDS Receivables	152	935
Commission Receivables	-	6,365
Advance Tax	65	100
SECURITY DEPOSIT	-	28,080
Others	48	143
	<b>265</b>	<b>35,622</b>

**12 Equity Share Capital**

Particulars	As at 31 March, 2023	As At 31 March, 2022
-------------	-------------------------	-------------------------

**A Authorised Share Capital**

1,77,50,000 Equity Shares of Rs. 10 each	35,500	35,500
(Previous Year 1,77,50,000 Equity Shares of Rs. 2/- each)		

**Issued Share Capital**

1,77,50,000 Equity Shares of Rs. 10 each	35,500	35,500
(Previous Year 1,77,50,000 Equity Shares of Rs. 2/- each)		

**Subscribed and paid up Share Capital**

1,77,50,000 Equity Shares of Rs. 10 each	35,500	35,500
(Previous Year 1,77,50,000 Equity Shares of Rs. 2/- each)		

**B Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period:**

Particulars	As at 31 March, 2023	As AAs At 31 March, 2022
	<b>No. of Shares</b>	<b>No. of Shares</b>
Equity Shares at the beginning of the year	17,750	17,750
Add: Shares issued during the year	-	-
Equity Shares outstanding at the end of the year	17,750	17,750

**C Terms/rights/restrictions attached to equity shares**

The Company has only one class of equity shares having a par value of Rs. 2 per share. Each holder of equity shares is entitled to one vote per share. The dividend recommended by the Board of Directors and approved by the shareholders in the Annual General Meeting is paid in Indian Rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**D Details of shareholders holding more than 5% shares in the Company**

Particulars	As At		As At	
	31 March, 2023		31 March, 2022	
	No. of Shares	% Holding	No. of Shares	% Holding
J.K. Latelier Limited	2,500,000	14.08%	2,500,000	14.08%
Ranjit Garh Finance Company Pvt Ltd	1,032,000	5.81%	1,032,000	5.81%

E All equity shares of the Company rank pari passu with regards to the rights, preferences & restrictions attaching them.

F Forfeited shares (amount originally paid up) : NIL

G The Company does not have any holding company.

**13 Other Equity**

Particulars	As at	
	31 March, 2023	31 March, 2022
<b>A Investment Allowance</b>		
Balance As Per the Last Balance Sheet	211	211
Add: Addition During the Year	-	-
<b>Closing Balance</b>	<b>211</b>	<b>211</b>
<b>B Capital Reserve</b>		
Balance As Per the Last Balance Sheet	2,891	2,891
Add: Addition During the Year	-	-
Less: Used During the Year	-	-
<b>Closing Balance</b>	<b>2,891</b>	<b>2,891</b>
<b>C Retained earnings</b>		
Balance As Per the Last Balance Sheet	(4,952)	(2,178)
Add: Profit/(Loss) for the year	(44,095)	(2,774)
Item of other comprehensive income recognised directly in retained earnings	-	-
	<b>(49,047)</b>	<b>(4,952)</b>
<b>Appropriations:</b>		
Provision for	-	-
Dividend paid	-	-
Tax on dividend	-	-
Provision for Tax	-	-
<b>Total Appropriations</b>	<b>-</b>	<b>-</b>
<b>Balance at the end of the Year</b>	<b>(45,946)</b>	<b>(1,851)</b>

**14 (a) Long-term borrowings**

Particulars	As at 31 March, 2023	As At 31 March, 2022
<b>A In India</b>		
At amortised cost:	-	-
<b>Total (A)</b>	<u>-</u>	<u>-</u>
<b>B Outside India</b>	-	-
<b>Total (B)</b>	<u>-</u>	<u>-</u>
<b>C Secured (Against hypothecation of loans, book debts)</b>	-	-
Unsecured Loans	29,020	62,876
<b>Total (C)</b>	<u>29,020</u>	<u>62,876</u>
<b>Total Borrowings Total (A+B+C)</b>	<u>29,020</u>	<u>62,876</u>

**15 Payables**

Particulars	As at 31 March, 2023	As At 31 March, 2022
<b>Trade Payables</b>		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than MSME	2,755	50,441
	<u>2,755</u>	<u>50,441</u>
<b>Other Payables</b>		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than MSME	-	-
	<u>-</u>	<u>-</u>
<b>Total</b>	<u>2,755</u>	<u>50,441</u>

**16 Other Current Liabilities**

Particulars	As at 31 March, 2023	As At 31 March, 2022
Income Tax Payable	-	35
Deferred Tax Liability	1	1
Advance from Customers	-	58,284
Others Payable	-	2,379
Income Tax Refund 17-18	5	5
Others	6	-
<b>Total (A)</b>	<b>13</b>	<b>60,705</b>

**17 Revenue From Operations**

Particulars	For the year ended on 31-March-2023	For the year ended on 31-March-2022
Sale of Goods	2,020	3,236
Other Operating Revenue	3,880	32,734
Other	-	-
	<b>5,900</b>	<b>35,970</b>

**18 Other Income**

Particulars	For the year ended on 31-March-2023	For the year ended on 31-March-2022
Short Term Capital Gain	-	369
Interest Income	-	219
Other	-	0
	<b>-</b>	<b>588</b>

**19 Purchase or Material Consumed**

Particulars	For the year ended on 31-March-2023	For the year ended on 31-March-2022
Net Purchases (Goods)	-	3,230
Net Purchases (Services)	1,749	23,687
Other	-	-
	<u>1,749</u>	<u>26,917</u>

**20 Employee Benefits Expenses**

Particulars	For the year ended on 31-March-2023	For the year ended on 31-March-2022
Salaries and wages	568	2,142
Staff welfare expenses	-	-
Managerial Remuneration	-	-
	<u>568</u>	<u>2,142</u>

**21 Finance Cost**

Particulars	For the year ended on 31-March-2023	For the year ended on 31-March-2022
Interest on Loans	815	-
Bank Charges	-	-
Other Interest Expenses	-	-
	<u>815</u>	<u>-</u>

**22 Other Expenses**

Particulars	For the year ended on 31-March-2023	For the year ended on 31-March-2022
Audit Fees	50	100
Advertisement Charges	14	5,045
Bank Charges	3	16
Issuar fees	-	-
Annual custody fees	-	-
Annual Genral Meeting Charges	-	13
Electricity & Water Expenses	-	-
Technical & managerial consultancy	-	2,505
Freight Expenses	-	-
Loss on Investments	-	-
Stamp duty	-	-
Misc Expenses	122	43
Security transtion tax	-	-
E-Voting Charges	-	-
Benpos Data Exp.	-	-
Demat charges	-	-
Trading account Expenses	-	4
Postage & Telegram	-	-
Festival Expenses	-	-
Repair & renovation	2,456	99
SEBI turn over fees	-	-
Penalty	-	-
Printing & Stationery	-	10
Transaction Charges Trading Acc.	-	-
Professional Fees	1,122	115
Tour & travel Expenses	-	1,011
Staff welfare expenses	-	-
Rent	-	1,000
Carriage exp	-	-
ROC Fees	-	-
Telephone Expenses	-	7
Website Expenses	-	13
GST Late Fee	-	0
	3,767	9,981

**23 Earnings per share (EPS)**

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

Diluted EPS is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares of the Company.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	As At	As At
	31st March 2023	31 March, 2022
A Net profit attributable to equity shareholders	(44,095)	1,122
B Weighted average number of equity shares for basic earnings per share	17750000	17,750,000
<b>Effect of dilution:</b>		
Employee stock option	0	-
C Weighted average number of equity shares for diluted earnings per share	17750000	17,750,000
<b>Earning per share (Basic) (H) (A/B)</b>	<b>(0.00)</b>	<b>0.00</b>
<b>Earning per share (Diluted) (H) (A/C)</b>	<b>(0.00)</b>	<b>0.00</b>

## Note No. 4 : Fixed Assets as on 31.03.2023

NAME OF THE ASSETS	DOP	Rates	Useful life allowed by ROC	Remaining life	Rounded off Remaining life	Gross Fixed Assets					Accumulated Depreciation			Net Fixed Assets		
						As at 1st April 2022	Addition	Deletion/ Adjust.	As at 31st March 2023	As on 31st at March 2022	For the year	Adjustment	As at 31st March 2023	As at 31st March 2022	As at 31st March 2023	
Air conditioners																
AC	13-Mar-21	19.00%	5	3.95			59.38		59.38	-	11.84	-	11.84	-	47.54	-
AC	13-Mar-21	19.00%	5	3.95			89.06		89.06	-	17.76	-	17.76	-	71.31	-
AC	01-Apr-21	19.00%	5	4.00			148.44		148.44	-	28.13	-	28.13	-	120.31	-
Blue Str Ac 5.75 Ton	29-Jun-21	19.00%	5	4.24			850.00		850.00	-	121.68	30.42	152.10	-	728.32	-
Battry & UPS	29-Jun-21	19.00%	5	4.24			151.25		151.25	-	21.65	-	21.65	-	129.60	-
Battry & UPS	02-Jul-21	19.00%	5	4.25			501.60		501.60	-	71.02	5.41	76.43	-	430.58	-
CCTV Camera							-		-	-	-	-	-	-	-	-
CAMERA DOME 2MP	29-Jun-21	19.00%	5	4.24			34.80		34.80	4.98	4.98		9.96	29.82	24.84	
DVR 16-CH	29-Jun-21	19.00%	5	4.24			18.00		18.00	2.58	2.58		5.15	15.42	12.85	
HDD 2 TB	29-Jun-21	19.00%	5	4.24			4.00		4.00	0.57	0.57		1.15	3.43	2.85	
Television	02-Sep-21	19.00%	5	4.42			39.00		39.00	-	4.26	1.42	5.68	-	34.74	-
Computer & Printers							-		-	-	-		-	-	-	
PRINTER 18%	23-Jun-21	31.67%	3	2.23			18.50		18.50	4.51	4.51		9.02	13.99	9.48	
WIFI ROUTER	27-Jun-21	31.67%	3	2.24			2.35		2.35	0.56	0.56		1.13	1.79	1.22	
							-		-	-	-		-	-	-	
Furniture & Fixtures							-		-	-	-		-	-	-	
TABLE & CHAIR	25-Mar-21	9.50%	10	8.98			33.41		33.41	-	3.23	-	3.23	-	30.18	-
TABLE & CHAIR	29-Jun-21	9.50%	10	9.24			158.40		158.40	-	11.34	2.54	13.87	-	147.06	-
TABLE & CHAIR	25-Mar-21	9.50%	10	8.98			74.75		74.75	-	7.22	-	7.22	-	67.53	-
TABLE & CHAIR	29-Jun-21	9.50%	10	9.24			230.00		230.00	-	16.46	5.89	22.35	-	213.54	-
PLYBOARD ROMANIA	01-May-21	9.50%	10	9.08			77.16		77.16	7.33	7.10		14.43	69.83	62.73	
							2,490.09	-	2,335.28	154.81	335.11	65.99	360.26	40.84	2,154.98	113.97

**24 CIRP against the Company**

The National Company Law Tribunal (NCLT) vide its order dated 31<sup>st</sup> January 2024, ordered commencement of Corporate Insolvency Resolution Process (CIRP) for the Company. Further vide its order dated 29<sup>th</sup> February 2024, the Hon'ble NCLT sanctioned the Resolution Plan on February 29, 2024.

**25. Deferred Tax Calculation**

The Company has not accounted for deferred tax due to uncertainty of taxable profit in near future.

**26. Classification of Assets and Liabilities as Current and Non-Current:**

All assets and liabilities are classified as current or non-current as per the group's normal operating cycle and other criteria set out in Schedule III of the Act.

**27. Ageing of Trade Payable Schedule**

The Company has executed an agreement with VIVA ENTERPRISES, on 1<sup>st</sup> April 2022 and assign all the Debtors and Creditors to VIVA Enterprises.

**TRADE PAYABLES AGEING SCHEDULE**

Particulars	Outstanding for following periods				Total
	Less than 1 yr.	1-2 yrs.	2-3 yrs.	More than 3 yrs.	
(i) MSME	-	-	-	-	-
(ii) Others	2,755,077	-	-	-	2,755,077
(iii) Disputed dues- MSME	-	-	-	-	-
(iv) Disputed dues- Others	-	-	-	-	-
<b>Total</b>	<b>2,755,077</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>2,755,077</b>

**28 Disclosure relating to MSME Trade Payables:**

The information about the status of the MSME from the Vendors is yet to be obtained. However, to our best knowledge, there are no outstanding dues to Micro, Small and Medium Enterprises to the extent information available with the company.

**29 Capital work-in-progress ageing schedule:**

Since Capital work-in-progress as on 31<sup>st</sup> March 2023 is NIL, hence disclosure relating to its ageing schedule are not applicable to the company.

**30 Intangible assets under development ageing schedule:**

Intangible assets under development as on 31<sup>st</sup> March 2023 is NIL, hence disclosure relating to its ageing schedule are not applicable to the company.

**31. Ageing of Trade Receivables Schedule**

The Company has executed an agreement with VIVA ENTERPRISES, one of its Debtors, on 1<sup>st</sup> April 2022 and assign all the Debtors and Creditors to VIVAEnterprises.

**TRADE RECEIVABLES AGEING SCHEDULE**

Particulars	31.3.2023
	Amount
Over six months	1,235,000.00
Others	-
<b>Total</b>	<b>1,235,000.00</b>

**32 Benami Property under the Benami Transactions (Prohibition) Act, 1988**

No proceedings have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder, as at 31<sup>st</sup> March 2023 and 31<sup>st</sup> March 2022.

**33 Crypto currency or Virtual Currency**

The Company has not traded or invested in Crypto currency or Virtual Currency during the year ended 31<sup>st</sup> March 2023, and 31<sup>st</sup> March 2022.

**34 Reconciliation of Balances**

In the absence of confirmation from some of the parties and pending reconciliation the debit and credit balances with regard to recoverable and payable have been taken as reflected in the books. In the opinion of the Directors, Loans and Advances and Current Assets, if realized in the ordinary course of business, have the value at which they are stated in the Balance Sheet. Therefore, Balances of Sundry Customers, Suppliers, Loans given or taken Advances to suppliers and others are subject to confirmations.

**35 Undisclosed Income**

There have been no transactions which have not been recorded in the books of accounts that have been surrendered or disclosed as income during the year ended 31 March 2023 and 31 March 2022, in the tax assessments under the Income Tax Act, 1961. There have been no previously unrecorded income and related assets which were to be properly recorded in the books of account during the year ended 31<sup>st</sup> March 2023 and 31<sup>st</sup> March 2022

**36 Provision for Non-Performing Assets**

During the year, the Company has provided Rs. NIL/- (P.Y. NIL-), towards Non- performing Assets in accordance with the prudential norms prescribed by Reserve Bank of India.

**37 Registration/Satisfaction of Charges with ROC**

Since the company has not mortgaged any property / assets whether moveable or immovable, nor has taken any loan, hence the disclosure regarding registration and satisfaction of Charges with Registrar of Companies is not applicable.

**38 Title deeds of immovable property not held in the name of Company**

The Company does not hold any immovable property either owned or leased as on 31<sup>st</sup> March 2023 and 31<sup>st</sup> March 2022, hence disclosure relating to Title deeds of immovable property held in the name of the company and / or its revaluation are not applicable.

**39 Quarterly Returns of Current Assets**

Since the company has not taken any borrowings from any banks and / or financial institutions, hence disclosure relating to filing of quarterly returns or statement of current assets are not applicable.

**40 Willful Defaulter**

The Company is not a declared willful defaulter by any bank or financial Institution or other lender, in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India, during the year ended 31<sup>st</sup> March 2023 and 31<sup>st</sup> March 2022.

**41 Transactions with Struck off Companies**

The Company does not have any transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956 during the year ended 31<sup>st</sup> March 2023 and 31<sup>st</sup> March 2022.

**42 Segment Reporting**

Segment Reporting as defined in Accounting Standards 17 are not applicable as the company is primarily engaged in Finance Activity

**43 Contingent Liabilities & Commitments**

S. No.	Contingent Liabilities/Commitments not Provided for	31.03.2023	31.03.2022
1	Any Claim against the Company not recognized as debt	NIL	NIL
2	Disputed Income Tax/ Sales Tax liability contested in appeal	NIL	NIL
3	Guarantees	NIL	NIL
4	Estimated amount of contracts remaining to be executed on capital account and not provided for	NIL	NIL
5	Uncalled liability on shares and other investments partly paid	NIL	NIL
6	Other commitments	NIL	NIL

**44 Disclosure of transactions with related parties as required by Ind AS 24**

Related party disclosures Related party disclosures as required by Indian Accounting Standard (Ind AS) -24 is as under

**I. List of related parties and relationships**

- A. Directors and Key Managerial Personnel (KMP)
1. Mr. Rakesh Kumar-Managing Director & Chief Financial Officer
  2. Mr Satwinder Singh -Director
  3. Mr. Manoj Chauhan - Director
  4. Mr.Vipin Bharadwaj - Director
  5. Ms Arushi Bhardwaj, Company Secretary

**Subsidiary Company/Associate Company**

There is no Associate/Holding / Subsidiary Company of Omansh Enterprises Limited

**Key Management Personnel**

- A. Mr. Rakesh Kumar- Managing Director
- B. Mr. Rakesh Kumar, Chief Financial Officer
- C. Ms. Arushi Bhardwaj, Company Secretary

**Enterprises over which Director / key management personnel and their relatives exercise Significant influence**

NIL

**II. Transactions with related parties**

S.No.	Name of the related party and nature of relationship	Nature of transaction	2023		2022	
			Transaction Value	Outstanding amounts carried in Balance Sheet	Transaction Value	Outstanding amounts carried in Balance Sheet
1	Rakesh Kumar-Managing Director & Chief Financial Officer	NIL	NIL	NIL	NIL	NIL
2	Mr Satwinder Singh - Director	NIL	NIL	NIL	NIL	NIL
3	Mr. Manoj Chauhan - Director	NIL	NIL	NIL	NIL	NIL
4	Mr.Vipin Bharadwaj - Director	NIL	NIL	NIL	NIL	NIL
5	Ms Arushi Bhardwaj, Company Secretary	NIL	NIL	NIL	NIL	NIL

**45. Details as required under regulation 53 (f) read with para (A) of schedule VI of SEBI (Listing obligation and disclosure requirement) Regulations in respect of loan, advances and investment in Companies under same Management.**

Not applicable on the Company as the Company as there is no Non-Convertible securities listed on BSE.

**46 Disclosure as required under section 186 (4) of Companies Act, 2013:**

NIL

**47 Disclosure Requirements of IND AS**

Previous Year figures have been re-arranged/re-grouped, wherever necessary to confirm to current year Classification

**48 Securities premium**

The Company has not issued any shares/Securities therefore, the Provisions is not applicable.

**49. Event After Reporting Date**

There have been no events after the reporting date that require adjustment/disclosure in these financial statements.

**50 Subsidiary/Joint Ventures**

The Company does not have subsidiary, associate and joint venture, hence reporting under clause 3(xxi) of the Order is not applicable.

**51 Corporate Social Responsibility**

The Company doesn't fall under the ambit of Section 135 (1) read with the Companies (Corporate Social Responsibility Policy) Rules, 2014. Hence formulation of Corporate Social Responsibility policy is not applicable to the Company

**52. Compliance with approved scheme of arrangements**

The company has not applied for any scheme of arrangements with any competent authority in terms of sections 230 to 237 of the Companies Act, 2013, hence disclosure relating to same are not applicable.

**53. Disclosure relation to utilization of borrowed funds for specific purpose:**

The company has not taken any borrowing from any Banks and/or financial institutions, hence disclosure relating to Utilization of borrowings for specific purpose are not applicable.

**54. Cash Flow Statement**

Cash Flow Statement is prepared in accordance with the requirements of INDAS 7 Statement of Cash Flows

**55. Valuation of Inventory**

In the preparation of the Financial Statement as at 31<sup>st</sup> March 2023, the Stock of the Company is valued at Cost.

**As per our report of even date**

**FOR M.K.R.J.& CO.**

**CHARTERED ACCOUNTANTS**

**Firm Registration No. 0030311N**

**For and on Behalf of Board**

**Sd/-**

**(MUKESH KUMAR JAIN)**

**PARTNER**

**Membership No.073972**

**UDIN: 24073972BK FARU2265**

**Date: 30.08.2024**

**Place: Delhi**

**Sd/-**

**Govindan Krishnan**

**Whole-time Director**

**DIN: 08544832**

**Sd/-**

**Anshu Kumari Agarwal**

**Company Secretary**

**PAN: BVWPA9726M**

**Sd/-**

**Rajiv Vashisht**

**Director**

**DIN: 02985977**

**Sd/-**

**Ajay Suresh Yadav**

**CFO**

**PAN: ADAPY2594A**

**INDEPENDENT AUDITORS' REPORT**

To  
The Members of **OMANSH ENTERPRISES LIMITED**

**Opinion**

We have audited the accompanying standalone financial statements of **Omansh Enterprises Limited** (“the Company”), which comprise the Balance Sheet as at **March 31, 2024** the Statement of Profit and Loss, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, as amended ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards (IND-AS) as prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended, (IND-AS) and the other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2024, its loss, and its cash flows and the changes in equity for the year ended on that date.

**Basis of opinion**

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's responsibilities for the audit of the standalone Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other

ethical responsibilities in accordance with these requirements and the Code of Ethics. We draw the attention to the matters described in 'Basis of Opinion' paragraph of the Audit Report on the Financial Statement audited by us.

### **Key Audit Matters**

Key audit matters ('KAM') are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. No matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### **Other Information**

The Company's management and Board of Directors are 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 auditors' report thereon.

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

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

### **Management's Responsibility for the standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial

statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with IND-AS and other accounting principles generally accepted in India. 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of

accounting unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

### **Auditor's responsibilities for the audit of the standalone Financial Statements**

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the 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 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 financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

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

1. As required by the Companies (Auditor's report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the **Annexure 1** a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c) The Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement and Statement of changes in Equity dealt with by this Report are in agreement with the books of account;

- d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards (IND-AS) specified under Section 133 of the Act, read with Companies (Accounting Standards) Rules, 2015, as amended;
- e) On the basis of 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, refer to our separate Report in “**Annexure 2**” to this report;
- 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 does not have any pending litigations which would impact its financial position.
  - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - (iii) There has not been an occasion, in which the company, during the year under report, to transfer any sum to the Investor Education and Protection Fund. Hence, the question of delay in transferring such sum does not arise.
  - (iv) Based on our examination which included test checks, the Company has used accounting softwares for

maintaining its books of account, which have a feature of recording audit trail (edit log) facility.

- (v) As the proviso to Rule 3(1) of the Companies (Accounts) Rules 2014 is applicable from 1st April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules 2014 on preservation of audit trail as per statutory requirements for record retention is not applicable for the financial year ending 31st March 2024.

**For MKRJ & Co.  
Chartered Accountants  
Firm Registration No.: 030311N**

**Sd/-  
Mukesh Kumar Jain  
Partner  
Membership No. 073972  
UDIN: 24073972BKFAQ51883**

**Date: 24.05.2024  
Place: New Delhi**

**Annexure 1 referred to in paragraph (1) under the heading “Report on Other Legal and Regulatory Requirements” of our Report of even date**

- i** In respect of the Company's fixed assets:
  - (a)** As per the information made available to us the Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - (b)** As per the information and explanations made available to us the Company has program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification
  - (c)** According to the information and explanations given by the management, the Company has not acquired any immovable property during the year under audit; no comments under the sub-clause are required.
- ii** The Company is in the business of trading of Goods. For reporting under clause 3(ii) of the Order, Kindly refer to Clause Qualified Opinion is not applicable to the Company.
- iii** According to the information and explanations given to us, the Company has not granted unsecured loans to or from companies, firms, Limited Liability Partnerships or other parties, covered in the register maintained under section 189 of the Companies Act, 2013, in respect of which :

- (a) The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company's interest.
  - (b) The schedule of repayment of principal and payment of interest has been stipulated and repayments or receipts of principal amounts and interest have been regular as per stipulations.
  - (c) There is no overdue amount remaining outstanding as at the year-end.
- iv In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- v The Company has not accepted any deposits during the year within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable to the Company.
- vi The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus, reporting under clause 3(vi) of the order is not applicable to the Company.
- vii According to the information and explanations given to us, in respect of statutory dues :
  - a *The Company was in the process of CIRP and the resolution process is being implemented. The Company planning to deposit all the statutory dues pending as on 31-03-2024 during Resolution plan is implemented.*

- b** There were no undisputed amounts payable in respect of Income Tax, Goods and Service Tax, and other material statutory dues in arrears as at March 31, 2024 for a period of more than six months from the date they became payable.
  
- viii** The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3(viii) of the Order is not applicable to the Company.
  
- ix** The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3(ix) of the Order is not applicable to the Company.
  
- x** To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
  
- xi** According to the information and explanations given by the management, the company has complied with the provisions of Section 197 read with Schedule V of the Companies Act, 2013.
  
- xii** The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable to the Company.
  
- xiii** In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

- xiv** During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3(xiv) of the Order is not applicable to the Company. However as per the resolution plan approved by NCLT on 29.02.2024, the company has allotted 528007 Equity shares of Rs. 2 each aggregating Rs.1056014 and 25 Lakhs Preference shares of Rs.10 each aggregating Rs. 250,00,000 to M/s Racontuer Granite Limited who applied as a Resolution Applicant.
- xv** In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi** According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

**For MKRJ & Co.**

**Chartered Accountants**

**Firm Registration No.: 030311N**

**Sd/-**

**Mukesh Kumar Jain**

**Partner**

**Membership No. 073972**

**UDIN: 24073972BKFAQ51883**

**Date: 24.05.2024**

**Place: New Delhi**

**Annexure 2 referred to in paragraph 2(f) under the heading 'Report on other legal and regulatory requirements' of our report of even date**

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

We have audited the internal financial controls over financial reporting of **Omansh Enterprises Limited** ("the Company") as of 31st March, 2024 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

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

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these standalone Financial Statement based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls,

both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

### **Meaning of Internal Financial Controls over Financial Reporting with reference to these standalone Financial Statement**

A company's internal financial control over financial reporting with reference to these standalone Financial Statement is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these standalone Financial Statement 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 with reference to these standalone Financial Statement**

Because of the inherent limitations of internal financial controls over financial reporting with reference to these standalone Financial Statement, 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 with reference to these standalone Financial Statement 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 Institute of Chartered Accountants of India.

**For MKRJ & Co.**

**Chartered Accountants**

**Firm Registration No.: 030311N**

**Sd/-**

**Mukesh Kumar Jain**

**Partner**

**Membership No. 073972**

**UDIN: 24073972BKFAQ51883**

**Date: 24.05.2024**

**Place: New Delhi**

**NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED  
31<sup>st</sup> MARCH 2024****1. Corporate Information**

The Company, “Omansh Enterprises Limited” was incorporated under the provisions of Companies Act, 1956 on March 20, 1974 vide CIN L01100DL1974PLC241646 and having registered office at Office No. B-507, 5th Floor, Statesman House, Barakhamba Road, New Delhi-110001. The Company is primarily engaged in the business of trading in Cloth/Clothing/Fabric/Ceramic Utensils/Pottery Items in India and related activities.

The Financial Statements is comprised of Balance Sheet, Profit and Loss Account and notes to accounts of the financials of Omansh Enterprises Limited for the year ended March 31, 2024.

**2. Basis of Preparation**

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and notified under section 133 of the Companies Act, 2013 (the Act) along with other relevant provisions of the Act. The financial statements have been prepared on a going concern basis. The Company uses accrual basis of accounting.

For all periods up to and including the year ended 31 March 2024, the Company had prepared its financial statements in accordance with accounting standards notified under Section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016 These financial statements for the year ended 31 March 2024 has been prepared in accordance with Ind AS.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability, if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/ or disclosure purposes in these Financial Statements is determined on such a basis, such as net realisable value in Ind AS 2 'Inventories' ("Ind AS 2") or value in use in Ind AS 36 'Impairment of Assets' ("Ind AS 36").

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

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 inputs are unobservable inputs for the asset or liability.

All assets and liabilities have been classified as Current and Non-Current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of products/ services rendered and the time between the rendering of the products/services and their realization in cash and cash equivalent, the

Company has ascertained its operating cycle as twelve months for the purpose of Current and Non- Current classification of assets and liabilities.

All the Indian Accounting Standards issued and notified by the MCA are effective and considered for the significant accounting policies to the extent relevant and applicable for the Company.

The Financial Statements are presented in Indian Rupee (“INR”), which is the Company's functional currency and all values are rounded to the nearest thousand upto two decimals, except when otherwise indicated.

### **3. Summary of Significant Accounting Policies**

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### **3.1 Income**

(i) **Revenue from Sale of Goods and Services**

Revenue from contracts with customers for sale of goods or services is recognised when the Company satisfies performance obligation by transferring promised goods or services to the customer at an amount that reflects the consideration which the Company is expected to be entitled to in exchange for those goods or services.

Revenue is measured based on the transaction price, which is the consideration, adjusted for trade discounts, incentives and returns, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers. The trade discounts incentives and right of return are estimated and provided for, based on

historical, current and forecast information available. A refund liability is recognised for expected returns in relation to sales made, corresponding assets are recognised for the products expected to be returned.

The Company does not expect to have any contract where the period between the transfer of the promised goods or services to the customer and payment by the customer exceed one year. As a consequence, the Company does not adjust any of the transaction prices for the time value of money.

(ii) Dividend Income

Dividend income on equity shares is recognised when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend. During the year the Company has not received any income from dividend.

### **3.2 Expenditures**

(i) Finance costs

Borrowing costs on financial liabilities are recognised using the Effective Interest Rate (EIR).

### **3.3 Cash and cash equivalents**

Cash and cash equivalents include cash on hand, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

## **Cash Flow Statement**

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

### **3.4 Financial Assets**

Financial assets include cash, or an equity instrument of another entity, or a contractual right to receive cash or another financial asset from another entity. Few examples of financial assets are loan receivables, investment in equity and debt instruments, trade receivables, cash and cash equivalents

All Financial assets are recognized initially at fair value plus, in the case of financial assets not recognized at fair value through profit and loss, transaction costs that are attributable to the acquisition of the financial asset. Financial assets are subsequently measured at amortized cost using effective interest rate method (EIR)

### **3.5 Financial Liabilities**

Financial liabilities include liabilities that represent a contractual obligation to deliver cash or another financial assets to another entity, or a contract that may or will be settled in the entities own equity instruments. Few examples of financial liabilities are trade payables, debt securities and other borrowings and subordinated debts.

**3.6 Taxes****(i) Current Tax**

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, in accordance with the Income Tax Act, 1961 and the Income Computation and Disclosure Standards (ICDS) prescribed therein. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

**(ii) Deferred Tax**

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

Deferred tax liabilities are recognised for all taxable temporary differences and deferred tax assets are recognized for deductible temporary differences to the extent that it is probable that taxable profits will be available against which the deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets, if any, are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

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

### **3.7 Property, Plant and Equipment**

Property, plant and equipment are carried at historical cost of acquisition less accumulated depreciation and impairment losses, consistent with the criteria specified in Ind AS 16 'Property, Plant and Equipment'.

### **3.8 Provisions and Contingent Liabilities**

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. The Company also discloses present obligations for which a reliable estimate cannot be made. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

**3.9 Borrowing costs**

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs

**3.10 Earnings per Share**

Basic earnings per share are calculated by dividing the profit after tax or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. In case there are any dilutive securities during the period presented, the impact of the same is given to arrive at diluted earnings per share.

**OMANSH ENTERPRISES LIMITED**
**CIN: L01100DL1974PLC241646**
**BALANCE SHEET AS AT 31ST MARCH 2024**
**(In Thousand)**

Particulars	Note No.	As at 31-March-2024	As at 31-Mar-2023
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	12	26,056	35,500
(b) Reserves and Surplus	13	(11,022)	(45,946)
(c) Money received against share warrants		-	-
		15,034	(10,446)
<b>Share application money pending allotment</b>		-	-
<b>(3) Non-Current Liabilities</b>			
(a) Long-term borrowings	14	17,729	29,020
(b) Deferred tax liabilities (Net)		-	1
(c) Other Long term liabilities		-	-
(d) Long term provisions		-	-
		17,729	29,021
<b>(4) Current Liabilities</b>			
(a) Short-term borrowings		-	-
(b) Trade payables	15	212	1,947
(c) Other current liabilities	16	407	802
(d) Short-term provisions		-	-
		619	2,749
<b>Total</b>		33,382	21,325
<b>II. ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Fixed assets			
(i) Plant, Property & Equipments	4	-	114
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(V) Financial Assets			
Investments	5	8,015	8,015
Loans	6	12,096	11,596
Others		-	-
		20,111	19,725

**OMANSH ENTERPRISES LIMITED**

**CIN: L01100DL1974PLC241646**

**BALANCE SHEET AS AT 31ST MARCH 2024**

**(In Thousand)**

Particulars	Note No.	As at 31-March-2024	As at 31-Mar-2023
(b) Non-current investments			
(c) Deferred tax assets (net)		-	-
(d) Long term loans and advances		-	-
(e) Other non-current assets		-	-
		20,111	19,725
<b>(2) Current assets</b>			
(a) Inventories	7	-	92
(b) Financial Assets			
Trade Receivables	8	12,335	1,235
Cash & Bank Balance	9	567	26
Others	10	-	-
Loans		-	-
(e) Short-term loans and advances		-	-
(f) Other current assets	11	370	248
		13,272	1,600
Inter Unit Account		-	-
<b>Total</b>		<b>33,382</b>	<b>21,325</b>
Significant Accounting Policies	1-3		
Notes on Financial Statements			

**As per our report of even date attached  
For MKRJ and Co.  
Chartered Accountants**

**For and on Behalf of Board**

**Sd/-  
Mukesh Kumar Jain  
Partner  
Membership No. 073972  
Firm Registration No.: 0030311N**

**Sd/-  
Renu Sati  
Managing Director  
DIN 07781116**

**Sd/-  
Rajiv Vashisht  
DIRECTOR  
DIN: 02985977**

**Date: 24.05.2024  
Place: New Delhi  
UDIN: 24073972BKFAQ51883**

**Sd/-  
Anshu Kumari Agarwal  
Company Secretary  
PAN: BVWPA9726M**

**Sd/-  
Ajay Suresh Yadav  
CFO  
PAN: ADAPY2594A**

**OMANSH ENTERPRISES LIMITED**
**CIN: L01100DL1974PLC241646**
**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2024 (In Thousand)**

Particulars	Note No .	For the year ended on 31-Mar-2024	For the year ended on 31-Mar-2023
I. Revenue from operations	17	102.39	5,900.24
II. Other Income	18	-	
<b>III. Total Revenue (I +II)</b>		<b>102.39</b>	<b>5,900.24</b>
<b>IV. Expenses:</b>			
Cost of materials consumed		-	
Purchases of stock in trade	19	91.82	1,748.84
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		-	2,230.31
Employee benefits expense	20	140.00	568.00
Finance costs	21	163.02	815.11
Depreciation and amortization expenses	4	-	81.16
Other expenses	22	2,979.50	3,752.23
<b>Total Expenses</b>		<b>3,374.33</b>	<b>9,195.65</b>
<b>V. Profit/(Loss) before exceptional and extraordinary items and tax (III - IV)</b>		<b>(3,271.95)</b>	<b>(3,295.42)</b>
<b>VI. Exceptional Items</b>			
- Prior Period Items		-	
<b>VII. Profit/(Loss) before extraordinary items and tax (V - VI)</b>		<b>(3,271.95)</b>	<b>(3,295.42)</b>
<b>VIII. Extraordinary Items</b>		-	40,800.00
<b>IX. Profit/(Loss) before tax (VII - VIII)</b>		<b>(3,271.95)</b>	<b>(44,095.42)</b>

**OMANSH ENTERPRISES LIMITED**

**CIN: L01100DL1974PLC241646**

**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2024 (In Thousand)**

Particulars	Note No .	For the year ended on 31-Mar-2024	For the year ended on 31-Mar-2023
<b>X. Tax expense:</b>			
(1) Current tax		-	-
(2) Deferred tax		-	-
(3) Excess Provision of earlier years written-back		-	-
<b>XI. Profit(Loss) for the year from continuing operations (IX-X)</b>		<b>(3,271.95)</b>	<b>(44,095.42)</b>
<b>XII. Profit/(Loss) from discontinuing operations</b>		-	
<b>XIII. Tax expense of discontinuing operations</b>		-	
<b>XIV. Profit/(Loss) from discontinuing operations (XII - XIII)</b>		-	-
<b>XV. Profit/(Loss) for the year (XI + XIV)</b>		<b>(3,271.95)</b>	<b>(44,095.42)</b>
<b>XVI. Earning per equity share of face value of Rs. 10/- each</b>			
(1) Basic and Diluted	23	<b>(6.20)</b>	<b>(2.48)</b>
Significant Accounting Policies	1-3		
Notes on Financial Statements			

**As per our report of even date attached  
For MKRJ and Co.  
Chartered Accountants**

**For and on Behalf of Board**

**Sd/-  
Mukesh Kumar Jain  
Partner  
Membership No. 073972  
Firm Registration No.: 0030311N**

**Sd/-  
Renu Sati  
Managing Director  
DIN 07781116**

**Sd/-  
Rajiv Vashisht  
DIRECTOR  
DIN: 02985977**

**Date: 24.05.2024  
Place: New Delhi  
UDIN: 24073972BKFAQ51883**

**Sd/-  
Anshu Kumari Agarwal  
Company Secretary  
PAN: BVWPA9726M**

**Sd/-  
Ajay Suresh Yadav  
CFO  
PAN: ADAPY2594A**

**OMANSH ENTERPRISES LIMITED**  
**CIN: : L01100DL1974PLC241646**

**Statement of Cash Flow For the year ended 31st March, 2024**

Particulars	For the Year Ended 31st March	
	2024	2023
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
<b>Profit Before Tax</b>	(3,272)	(44,095)
Adjustments for:	-	-
Depreciation and Amortisation	-	81
Preliminary Expenses w/off	(7,949)	-
Deferred Revenue Expenditure	-	-
Net (gain)/loss on disposal of property, plant and equipment	-	-
Interest & Finance Cost	163	815
Interest Income	-	-
	<b>(11,058)</b>	<b>(43,199)</b>
Cash outflow towards Tax	-	-
<b>Cash generated from operation before working capital changes</b>	<b>(22,115)</b>	<b>(43,199)</b>
<b>Working Capital Changes</b>		
(Increase)/Decrease in Trade Receivables	(11,100)	12,335
(Increase)/Decrease in Other Receivables	(123)	35,375
(Increase)/Decrease in Loans	-	-
Increase/(Decrease) in Trade Payables	(1,735)	(48,494)
Increase/(Decrease) in Other Payables	(395)	(59,903)
Increase/(Decrease) in Other Financial Liabilities	-	-
Increase/(Decrease) in Provisions	-	-
Increase/(Decrease) in Other Non-Financial Liabilities	-	-
	<b>(13,352)</b>	<b>(60,687)</b>
<b>Net Cash flow from Operating activities</b>	<b>(35,467)</b>	<b>(103,886)</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment	-	-
Proceeds from sale of property, plant and equipment	114	-
Purchase of assets	-	2,129
Purchase of investments	-	-
Proceeds from investments	-	41,118
Proceeds from Advances	-	93,127
Misc Proceeds	-	2,150
Investment in subsidiaries	-	-
<b>Net cash generated from/(used in) investing activities</b>	<b>114</b>	<b>138,524</b>

**OMANSH ENTERPRISES LIMITED**  
**CIN: : L01100DL1974PLC241646**

**Statement of Cash Flow For the year ended 31st March, 2024**

Particulars	For the Year Ended 31st March	
	2024	2023
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Issue of equity share capital (including securities premium)	25,000	-
Deposits received (net)	-	-
Debt securities issued (net)	-	-
Borrowings other than debt securities issued (net)	-	(33,856)
Subordinated debts issued	(163)	(815)
<b>Net cash generated from financing activities</b>	<b>24,837</b>	<b>(34,671)</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>541</b>	<b>(33)</b>
Cash and cash equivalents at the beginning of the year	26	59
<b>Cash and cash equivalents at the end of the year</b>	<b>567</b>	<b>25</b>

\* The above statement of cash flows has been prepared under the indirect method as set out in Ind AS7

\* Components of cash and cash equivalents are disclosed in note no 4

As per our report of even date  
 For MKRJ and Co.  
 Chartered Accountants

For and on behalf of the Board of Directors

Sd/-  
**Mukesh Kumar Jain**  
 Partner  
 Membership No. 073972  
 Firm Registration No.: 0030311N

Sd/-  
**Renu Sati**  
 Managing Director  
 DIN 07781116

Sd/-  
**Rajiv Vashisht**  
 DIRECTOR  
 DIN: 02985977

Date: 24.05.2024  
 Place: New Delhi  
 UDIN: 24073972BKFAQ51883

Sd/-  
**Anshu Kumari Agarwal**  
 Company Secretary  
 PAN: BVWPA9726M

Sd/-  
**Ajay Suresh Yadav**  
 CFO  
 PAN: ADAPY2594A

5 Investments		As at 31 March, 2024		As at 31 March, 2023	
Particulars	At amortised cost	At fair value through OCI	Total	Total	Total
<b>A</b>					
Mutual Funds	-	-	-	-	-
Government Securities	-	-	-	-	-
Debt Securities	-	-	-	-	-
Equity Instruments	8015	-	8,015	8015	8015
Investments in Subsidiaries	-	-	-	-	-
Investments in Associate	-	-	-	-	-
Investment in Joint Ventures	-	-	-	-	-
Any Other Investment	-	-	-	-	-
<b>Total Gross (A)</b>	<b>8,015</b>	<b>-</b>	<b>8,015</b>	<b>8015</b>	<b>8015</b>
<b>B</b>					
<b>Out of above</b>					
Investment in India	-	-	-	-	-
Investment outside India	-	-	-	-	-
<b>Total Gross (B)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Gross Total (A+B)</b>	<b>8,015</b>	<b>-</b>	<b>8,015</b>	<b>8015</b>	<b>8015</b>
Less: Impairment loss allowance	-	-	-	-	-
<b>Net Total</b>	<b>8,015</b>	<b>-</b>	<b>8,015</b>	<b>8015</b>	<b>8015</b>

6 Loans and Advances		As at 31 March, 2024		As at 31 March, 2023	
Particulars	At amortised cost	At fair value through OCI	Total	Total	Total
<b>A</b>					
(i) Term Loan	-	-	-	-	-
(ii) Others	-	-	-	-	-
<b>Total Gross (A)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Less: Impairment loss allowance	-	-	-	-	-
<b>Net Total (A)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

Particulars	As at 31 March, 2024		As at 31 March, 2023	
	At amortised cost	At fair value through OCI	Total	Total
<b>B (i) Secured Loan</b>				
By tangible assets	-	-	-	-
By intangible assets	-	-	-	-
Covered by Bank/Govt. Guarantees	-	-	-	-
<b>Total Gross B (i)</b>	-	-	-	-
Less: Impairment loss allowance	-	-	-	-
<b>Net Total B (i)</b>	-	-	-	-
<b>B (ii) Unsecured Loan &amp; Adv</b>	<b>12,096</b>		<b>12,096</b>	<b>11,596</b>
<b>Total Gross B (ii)</b>	<b>12,096</b>	-	<b>12,096</b>	<b>11,596</b>
Less: Impairment loss allowance				-
<b>Net Total B (ii)</b>	<b>12,096</b>	-	<b>12,096</b>	<b>11,596</b>
<b>Total B ( i + ii )</b>	<b>12,096</b>	-	<b>12,096</b>	<b>11,596</b>
<b>C Out of above</b>				
<b>(I) Loans in India</b>				
(i) Public Sector				-
(ii) Others				-
<b>Total Gross C (I)</b>				-
Less: Impairment loss allowance				-
<b>Net Total C (I)</b>				-
<b>(II) Loans outside India</b>				-
<b>Total Gross C (II)</b>				-
Less: Impairment loss allowance				-
<b>Net Total C (II)</b>				-
<b>Total C ( I + II )</b>				-
<b>Total Loans (A+B+C)</b>	<b>12,096</b>	-	<b>12,096</b>	<b>11,596</b>

**7 Inventories**

Particulars	As at 31 March, 2024	As at 31 March, 2023
Stock in Hand	-	2,322,13
	-	2,322,13

**8 Receivables**

Particulars	As at 31 March, 2024	As at 31 March, 2023
<b>Trade Receivables</b>		
Receivables considered good - Secured	-	
Receivables considered good - Unsecured	12,335	1,235
	12,335	1,235
<b>Other Receivables</b>		
Receivables considered good - Secured	-	-
Receivables considered good - Unsecured	-	-
	-	-
<b>Total Receivables</b>	12,335	1,235

**9 Cash & Bank Balance**

Particulars	As at 31 March, 2024	As at 31 March, 2023
Cash on hand	215	0
Canara Bank	327	0
Indusind Bank	25	25
	569	26

**10 Others**

Particulars	As at 31 March, 2024	As at 31 March, 2023
Others (specify nature)		-
		-

**11 Other Current Assets**

Particulars	As at 31 March, 2024	As at 31 March, 2023
Receivable From revenue Authority	352	152
Commission Receivables	-	-
Advance Tax	-	65
SECURITY DEPOSIT	-	-
Advance to Vendors	18	1
	370	218

**12 Equity Share Capital**

Particulars	As at 31 March, 2024	As at 31 March, 2023
-------------	-------------------------	-------------------------

**A Authorised Capital**

CY- 177,50,000 Equity Shares of Rs. 2/- each, PY-177,50,000 Equity Shares of Rs. 2/- each	35,500	35,500
25,00,000, 0% Convertible Preference Shares of Rs. 10/- each	25,000	
	60,500	35,500

**Issued, Subscribed & Paid Up Capital**

CY- 5,28,007 Equity Shares of Rs. 2/- each fully paid up, PY- 5,28,007 Equity Shares of Rs. 2/- each fully paid up	1,056	35,500
25,00,000, 0% Convertible Preference Shares of Rs. 10/- each	25,000	
	26,056	35,500

**B Reconciliation of the number of Equity shares outstanding at the beginning and at the end of the reporting period:**

Particulars	As at	
	31 March, 2024	31 March, 2023
	No. of Shares	No. of Shares
Equity Shares at the beginning of the year	17,750,000	17,750,000
Less Reduction	17,721,993	
Add: Shares issued during the year	500,000	-
Equity Shares outstanding at the end of the year	528,007	17,750,000

**C Terms/rights/restrictions attached to equity shares**

The Company has only one class of equity shares having a par value of Rs. 2 per share. Each holder of equity shares is entitled to one vote per share. The dividend recommended by the Board of Directors and approved by the shareholders in the Annual General Meeting is paid in Indian Rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**D Details of shareholders holding more than 5% shares in the Company**

Particulars	As At		As At	
	31 March, 2024		31 March, 2023	
	No. of Shares	% Holding	No. of Shares	% Holding
J.K. Latelier Limited	0	0	2500000	14.08%
Raconteur Granite Limited- Promoter	500000	94.70	0	0.00%
Ranjit Garh Finance Company Pvt Ltd	0	0	1032000	5.81%

**E** All equity shares of the Company rank pari passu with regards to the rights, preferences & restrictions attaching them.

**F** Forfeited shares (amount originally paid up) : NIL

**H** The Company does not have any holding company.

**13 Other Equity**

Particulars	As at 31 March, 2024	As at 31 March, 2023
<b>A Investment Allowance</b>		
Balance As Per the Last Balance Sheet	211	211
Add: Addition During the Year	(211)	-
<b>Closing Balance</b>	-	211
<b>B Capital Reserve</b>		
Balance As Per the Last Balance Sheet	2,891	2,891
Add: Addition During the Year	38,910	-
Less: Used During the Year	(49,550)	-
<b>Closing Balance</b>	(7,750)	2,891
<b>C Retained earnings</b>		
Balance As Per the Last Balance Sheet	(49,031)	(4,952)
Add: Profit/(Loss) for the year	(3,272)	(44,095)
Item of other comprehensive income recognised directly in retained earnings	49,031	-
	(3,272)	49,031
<b>Appropriations:</b>		
Provision for Tax	-	-
Dividend paid	-	-
Tax on dividend	-	-
Provision for Tax	-	-
<b>Total Appropriations</b>	-	-
<b>Balance at the end of the Year</b>	(11,022)	(45,930)

**14 (a) Long-term borrowings**

Particulars	As at 31 March, 2024	As at 31 March, 2023
<b>A In India</b>		
At amortised cost:		-
<b>Total (A)</b>	-	-
<b>B Outside India</b>		-
<b>Total (B)</b>	-	-
<b>C Secured (Against hypothecation of loans, book debts)</b>		-
Unsecured Loans	17,729	29,020
<b>Total (C)</b>	17,729	29,020
<b>Total Borrowings Total (A+B+C)</b>	17,729	29,020

**15 Trade Payables**

Particulars	As at 31 March, 2024	As at 31 March, 2023
<b>Trade Payables</b>		
Total outstanding dues of micro enterprises and small enterprises	-	
Total outstanding dues of creditors other than MSME	212	802
	212	802
<b>Other Payables</b>		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than MSME	-	-
	-	-
<b>Total</b>	212	802

**16 Other Current Liabilities**

Particulars	As at 31 March, 2024	As at 31 March, 2023
Income Tax Payable	-	-
Deffered Tax Liability	-	1
Advance from Customers	-	-
Others Payable	407	-
Income Tax Refund 17-18	-	-
Others	-	-
<b>Total (A)</b>	<b>407</b>	<b>1</b>

**17 Revenue From Operations**

Particulars	For the year ended on 31-Mar-2024	As at 31 March, 2023
Sale of Goods	102	2,020
Other Operating Revenue	-	3,880
Other	-	-
	<b>102</b>	<b>5,900</b>

**18 Other Income**

Particulars	For the year ended on 31-Mar-2024	As at 31 March, 2023
Short Term Capital Gain	-	-
Interest Income	-	-
Other	-	-
	<b>-</b>	<b>-</b>

**19 Purchase or Material Consumed**

Particulars	For the year ended on 31-Mar-2024	As at 31 March, 2023
Net Purchases (Goods)	-	-
Net Purchases (Services)	92	1,749
Other	-	-
	<b>92</b>	<b>1,749</b>

**20 Employee Benefits Expenses**

Particulars	For the year ended on 31-Mar-2024	As at 31 March, 2023
Salaries and wages	140	568
Staff welfare expenses	-	-
Managerial Remuneration	-	-
	140	568

**21 Finance Cost**

Particulars	For the year ended on 31-Mar-2024	As at 31 March, 2023
Interest on Loans	163	815
Bank Charges.	-	-
Other Interest Expenses	-	-
	163	815

**22 Other Expenses**

Particulars	For the year ended on 31-Mar-2024	As at 31 March, 2023
Audit Fees	150	50
Advertisement Charges	37	14
Accounting Expenses	108	-
Bank Charges	4	4
Misc Expenses	181	106
CIRP Cost	353	-
Repair & renovation	-	2,456
Listing Fees	192	-
Professional Fees	1,775	1,122
Tour & travel Expenses	-	-
Staff welfare expenses	-	-
Rent	180	-
	2,979	3,752

**23 Earnings per share (EPS)**

Basic EPS is calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares of the Company.

The following reflects the income and share data used in the basic and diluted EPS computations:

Particulars	As at	As At
	31 March, 2024	31st March 2023
<b>A</b> Net profit attributable to equity shareholders	(3,271,947.00)	(44,095,415)
<b>B</b> Weighted average number of equity shares for basic earnings per share	528007	17750000
<b>Effect of dilution:</b>		
Employee stock option		0
<b>C</b> Weighted average number of equity shares for diluted earnings per share	528007	17750000
<b>Earning per share (Basic) (H) (A/B)</b>	<b>(6.20)</b>	<b>(2.48)</b>
<b>Earning per share (Diluted) (H) (A/C)</b>	<b>(6.20)</b>	<b>(2.48)</b>

**Note No. 4 - As Per Companies Act, 2013**

NAME OF THE ASSETS	DOP	Rates	Useful life allowed by ROC	Remaining life	Rounded off Remaining life	Gross Fixed Assets				Accumulated Depreciation			Net Fixed Assets		
						As at 1st April 2023	Addition	Deletion/ Adjust.	As at 31st March 2024	As on 31st at March 2023	For the year	Adjustment	As at 31st March 2024	As at 31st March 2023	As at 31st March 2024
CAMERA DOME 2MP	29-Jun-21	19.00%	5	3.24		35		35	-	10		10		25	-
DVR 16-CH	29-Jun-21	19.00%	5	3.24		18		18	-	5		5		13	-
HDD 2 TB	29-Jun-21	19.00%	5	3.24		4		4	-	1		1		3	-
PRINTER 18%	23-Jun-21	31.67%	3	1.23		19		19	-	9		9		9	-
WIFI ROUTER	27-Jun-21	31.67%	3	1.24		2		2	-	1		1		1	-
PLYBOARD ROMANIA	01-May-21	9.50%	10	8.08		77		77	-	14		14		63	-
						155	-	155	-	41	-	41	-	114	-

**24 CIRP against the Company**

The National Company Law Tribunal (NCLT) vide its order dated 31<sup>st</sup> January 2024, ordered commencement of Corporate Insolvency Resolution Process (CIRP) for the Company. Further vide its order dated 29<sup>th</sup> February 2024, the Hon'ble NCLT sanctioned the Resolution Plan on February 29, 2024. The Company was in course of getting the Resolution Plan effective, by way of infusion of fresh funds.

The infusion of new capital and the reorganization of shareholding positions the Company on a path towards enhanced operational resilience and value creation, fostering stakeholder confidence and paving the way for a brighter future.

**25. Deferred Tax Calculation**

The Company has not accounted for deferred tax due to uncertainty of taxable profit in near future.

**26. Classification of Assets and Liabilities as Current and Non-Current:**

All assets and liabilities are classified as current or non-current as per the group's normal operating cycle and other criteria set out in Schedule III of the Act.

**27 Disclosure relating to MSME Trade Payables:**

The information about the status of the MSME from the Vendors is yet to be obtained. However, to our best knowledge, there are no outstanding dues to Micro, Small and Medium Enterprises to the extent information available with the company.

**28 Capital work-in-progress ageing schedule:**

Since Capital work-in-progress as on 31st March 2024 is NIL, hence disclosure relating to its ageing schedule is not applicable to the company.

**29 Intangible assets under development ageing schedule:**

Intangible assets under development as on 31st March 2024 is NIL, hence disclosure relating to its ageing schedule are not applicable to the company.

**30 Benami Property under the Benami Transactions (Prohibition) Act, 1988**

No proceedings have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder, as at 31<sup>st</sup> March 2024, and 31<sup>st</sup> March 2023.

**31 Crypto currency or Virtual Currency**

The Company has not traded or invested in Crypto currency or Virtual Currency during the year ended 31<sup>st</sup> March 2024, and 31<sup>st</sup> March 2023.

**32 Reconciliation of Balances**

Pending reconciliation and confirmation, debit and credit balances are as reflected in the books. Directors believe that Loans, Advances, and Current Assets are valued accurately in the Balance Sheet. Balances of Sundry Customers, Suppliers, Loans, and Advances are subject to confirmation.

**33. Ageing of Trade Payable Schedule**

The Company has executed an agreement with VIVA ENTERPRISES, on 1<sup>st</sup> April 2022 and assign all the Debtors and Creditors to VIVA Enterprises.

**34. Ageing of Trade Receivables Schedule**

The Company has executed an agreement with VIVA ENTERPRISES, one of its Debtors, on 1<sup>st</sup> April 2022 and assign all the Debtors and Creditors to VIVA Enterprises.

Particulars	31.3.2024 Amount
Over six months	1,235,000.00
Others	-
<b>Total</b>	<b>1,235,000.00</b>

**35 Undisclosed Incomes**

No unrecorded transactions were disclosed as income for the tax years ending March 31, 2024, and March 31, 2023. All income and related assets for these periods have been properly recorded in the books of accounts

**36 Provisions for Non-Performing Assets**

During the year, the Company has provided Rs. NIL/- (P.Y. NIL-), towards Non- performing Assets in accordance with the prudential norms prescribed by Reserve Bank of India.

**37 Registration/Satisfaction of Charges with ROC**

The company has no mortgaged assets or loans; thus, registration and satisfaction of charges with the Registrar of Companies are not applicable.

**38 Title deeds of immoveable property not held in the name of Company**

The Company does not hold any immovable property either owned or leased as on 31<sup>st</sup> March 2024 and 31<sup>st</sup> March 2023, hence disclosure relating to Title deeds of immoveable property held in the name of the company and / or its revaluation are not applicable.

**39 Quarterly Returns of Current Assets**

With no borrowings from banks or financial institutions, the company is not required to file quarterly returns or statements of current assets.

**40 Willful Defaulters**

The Company is not a declared willful defaulter by any bank or financial Institution or other lender, in accordance with the guidelines on willful defaulters issued by the Reserve Bank of India, during the year ended 31<sup>st</sup> March 2024 and 31<sup>st</sup> March 2023.

**41 Transactions with Struck off Companies**

The Company does not have any transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956 during the year ended 31<sup>st</sup> March 2024 and 31<sup>st</sup> March 2023.

**42 Segment Reporting**

Segment Reporting as defined in Accounting Standards 17 are not applicable as the company is primarily engaged in Finance Activity

**43 Contingent Liabilities & Commitments**

S. No.	Contingent Liabilities/Commitments not Provided for	31.03.2024	31.03.2023
1	Any Claim against the Company not recognized as debt	NIL	NIL
2	Disputed Income Tax/ Sales Tax liability contested in appeal	NIL	NIL
3	Guarantees	NIL	NIL
4	Estimated amount of contracts remaining to be executed on capital account and not provided for	NIL	NIL
5	Uncalled liability on shares and other investments partly paid	NIL	NIL
6	Other commitments	NIL	NIL

**44 Disclosure of transactions with related parties as required by Ind AS 24**

Related party disclosures Related party disclosures as required by Indian Accounting Standard (Ind AS) -24 is as under

**I. List of related parties and relationships**
**A. Directors and Key Managerial Personnel (KMP)**

1. Ms. Renu Satti-Director
2. Mr. Rajiv Vashisht -Director
3. Mr. Govindan Krishnan - Director
4. Mr. Tushar Virendra Pratap Singh - Director
5. Mr. Asdulla Mehfuzali Khan, Director

**Subsidiary Company/Associate Company**

There is no Associate/Holding / Subsidiary Company of Omansh Enterprises Limited

**Key Management Personnel**

NIL

**Enterprises over which Director / key management personnel and their relatives exercise Significant influence**

NIL

**II. Transactions with related parties**

S.No.	Name of the related party and nature of relationship	Nature of transaction	2024		2023	
			Transaction Value	Outstanding amounts carried in Balance Sheet	Transaction Value	Outstanding amounts carried in Balance Sheet
1	Renu Satti, Director	NIL	NIL	NIL	NIL	NIL
2	Mr. Rajiv Vashisht - Director	NIL	NIL	NIL	NIL	NIL
3	Mr. Govindan Krishnan- Director	NIL	NIL	NIL	NIL	NIL
4	Mr. Tushar Virendra Pratap Singh- Director	NIL	NIL	NIL	NIL	NIL
5	Mr. Asdulla Mehruzali Khan, Director	NIL	NIL	NIL	NIL	NIL

- 45. Details as required under regulation 53 (f) read with para (A) of schedule VI of SEBI (Listing obligation and disclosure requirement) Regulations in respect of loan, advances and investment in Companies under same Management.**

Not applicable on the Company as the Company as there is no Non-Convertible securities listed on BSE.

- 46 Disclosure as required under section 186 (4) of Companies Act, 2013:**

NIL

- 47 Disclosure Requirements of IND AS**

Previous Year figures have been re-arranged/re-grouped, wherever necessary to confirm to current year Classification

- 48 Securities premium**

The Company has not issued any shares/Securities therefore, the Provisions is not applicable.

- 49. Event After Reporting Date**

There have been no events after the reporting date that requires adjustment/disclosure in these financial statements.

- 50 Subsidiary/Joint Ventures**

The Company does not have subsidiary, associate and joint venture, hence reporting under clause 3(xxi) of the Order is not applicable.

**51 Corporate Social Responsibilities**

The Company doesn't fall under the ambit of Section 135 (1) read with the Companies (Corporate Social Responsibility Policy) Rules, 2014. Hence formulation of Corporate Social Responsibility policy is not applicable to the Company

**52. Compliance with approved scheme of arrangements**

The National Company Law Tribunal (NCLT) vide its order dated 31<sup>st</sup> January 2024, ordered commencement of Corporate Insolvency Resolution Process (CIRP) for the Company. Further vide its order dated 29<sup>th</sup> February 2024, the Hon'ble NCLT sanctioned the Resolution Plan on February 29, 2024. The Company was in course of getting the Resolution Plan effective, by way of infusion of fresh funds.

The infusion of new capital and the reorganization of shareholding positions the Company on a path towards enhanced operational resilience and value creation, fostering stakeholder confidence and paving the way for a brighter future.

**53. Disclosure relation to utilization of borrowed funds for specific purpose:**

The company has not taken any borrowing from any Banks and/or financial institutions; hence disclosure relating to Utilization of borrowings for specific purpose is not applicable.

**54 Compliance of Statutory Duties and Returns**

The tax deducted for the year ending March 31, 2024, has not yet been deposited, so the return is still pending.

**55 Valuation of Inventory**

In the preparation of the Financial Statement as at 31<sup>st</sup> March 2024, the Stock of the Company is valued at NIL.

As per our report of even date  
FOR M.K.R.J.& CO.  
CHARTERED ACCOUNTANTS  
Firm Registration No. 0030311N

For and on Behalf of Board  
Omansh Enterprises Ltd.

Sd/-  
(MUKESH KUMAR JAIN)  
PARTNER  
Membership No.073972

Sd/-  
Renu Satti  
Managing Director  
DIN: 07781116

Sd/-  
Rajiv Vashisht  
Director  
DIN: 02985977

Date: 24.05.2024  
Place: New Delhi  
UDIN: 24073972BKFAQ51883

Sd/-  
Anshu Kumari Agarwal  
Company Secretary  
PAN: BVWPA9726M

Sd/-  
Ajay Suresh Yadav  
CFO  
PAN: ADA PY2594A