

**ZEDENGINES INDIA PRIVATE
LIMITED**

ANNUAL REPORT

2022-2023

Ref. No.

INDEPENDENT AUDITORS' REPORT

**TO THE MEMBERS OF
ZEDENGINES INDIA PRIVATE LIMITED**

Report on the Audit of Financial Statements

Opinion

We have audited the financial statements of **ZEDENGINES INDIA PRIVATE LIMITED** ("the Company"), which comprise the balance sheet as at 31st March 2023, and the statement of Profit and Loss for the year ended on that date, 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 Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2006, as amended, ("AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023 and its profit for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the preparation and presentation of its report (herein after called as "Board Report") which comprises various information required under section 134(3) of the Companies Act 2013 but does not include the financial statements and our auditor's report thereon.



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

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

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

Management's Responsibility for the Financial Statements

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

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

The Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- i) Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not



- detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ii) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control systems.
 - iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management
 - iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern
 - v) Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation

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

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

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

Report on Other Legal and Regulatory Requirements

1. This report does not include a statement on the matters specified in paragraphs 3 & 4 of the Companies (Auditor's Report) Order, 2020, issued by the Central Government in terms of section 143(11) of the Companies Act, 2013, since in our opinion and according to the information and explanation given to us, the said Order is not applicable to the company



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 purposes of our audit.
- b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors as on 31 March, 2023, taken on record by the Board of Directors, none of the 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 with reference to financial statements of the Company and the operating effectiveness of such controls, the company is exempt from getting an audit.
- g) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
 - 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 derivatives contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which required to be transferred by the Company to the Investor Education and Protection Fund.
 - iv. (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;



(b) The management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
(c) Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided in (a) and (b) above, contain any material mis-statement.

- v. Since the Company has not declared or paid any dividend during the year, the question of commenting on whether dividend declared or paid is in accordance with Section 123 of the Companies Act, 2013 does not arise.
- h) With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act, in our opinion and according to the information and explanations given to us, the limit prescribed by section 197 for maximum permissible managerial remuneration is not applicable to a private limited company.

**For KAPINDRA TIWARI & CO.,
CHARTERED ACCOUNTANTS
Firm Registration No. 025899N**

**PLACE: DELHI
DATED: 19th SEPTEMBER, 2023**


**(K.M. TIWARI)
PARTNER
M. No. 521619**

UDIN:-23524619B6X0V52902



Zeugines Private Limited
CIN:- U29309DL2020PTC364048
103 BLOCK - 16 EAST END APARTMENT, MAYUR VIHAR PHASE I, East Delhi, EAST DELHI, Delhi, India, 110096
Balance Sheet As On 31st March, 2023

Particulars	Note No.	Figures as at the end of 31.03.2023 Rs. In Hundred	Figures as at the end of 31.03.2022 Rs. In Hundred
A EQUITY AND LIABILITIES			
I Shareholders' funds	2	1,000.00	1,000.00
(a) Share Capital	3	117,224.64	17,303.58
(b) Reserves and Surplus			
II Non-Current liabilities	4	12,284.99	-
(a) Long Term Borrowings		-	-
(b) Deferred tax liabilities (net)			
II Current liabilities	5	1,505.53	-
(a) Short-Term Borrowings	6	-	-
(b) Trade payables			
(A) total outstanding dues of micro enterprises and small enterprises		30,557.77	156.72
(B) total outstanding dues of Creditors other than micro enterprises and small enterprises	7	137,176.07	48,056.41
(c) Other Current Liabilities	8	28,472.91	6,035.30
(d) Short-Term Provisions			
TOTAL		328,221.92	72,552.01
B ASSETS			
I Non-current assets	9	27,117.87	7,693.97
(a) Fixed Assets			
(i) Property, Plant and Equipment		-	-
(ii) Intangible assets		-	-
(iii) Capital Work in progress		-	-
(iv) Intangible Assets under Development	10	261.03	(44.35)
(b) Deferred tax assets (net)	11	12,248.68	440.00
(c) Long term loans and Advances			
(d) Other Non Current Assets			
II Current assets	12	23,228.78	-
(a) Inventories	13	223,448.48	24,101.52
(b) Trade receivables	14	7,008.05	10,753.18
(c) Cash and cash equivalents	15	34,190.31	29,607.69
(d) Short-term loans and advances			
(e) Other Current Assets	16	718.71	-
TOTAL		328,221.92	72,552.01

Significant Accounting Policies

The accompanying Notes are an integral part of the Financial Statements
As per our attached report of even date

For Kapindra Tiwari & Co.
Chartered Accountants
Firm Reg. No.: 025899N

Kapindra Mani Tiwari
(Partner)
Membership No. : 521619
Place: Delhi
Date: 19.09.2023
UDIN: 23521619B4X0VS2902

For and on behalf of the Board of Directors of
Zeugines Private Limited

Shishir Kumar Kudasbehar
(Director)
DIN: 07068294

Anita Saxena
(Director)
DIN: 02072247



Zedengines Private Limited
CIN:- U29309DL2020PTC364048
103 BLOCK - 16 EAST END APARTMENT, MAYUR VIHAR PHASE 1, East Delhi, EAST DELHI, Delhi, India, 110096

STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31st MARCH 2023

Particulars	Note No.	Figures for the year ended on 31.03.2023	Figures for the year ended on 31.03.2022
		Rs. In Hundred	Rs. In Hundred
I Revenue from operations	17	778,059.38	267,160.98
II Other Income	18	9,283.01	659.29
III Total Income (I+II)		787,342.39	267,820.27
IV Expenses			
(a) Cost of Stock Traded	19	39,239.80	27,009.30
(b) Employee benefits expenses	20	289,661.24	45,880.83
(c) Finance costs	21	104.32	-
(d) Depreciation and amortisation expenses	9	4,703.99	511.78
(e) Other expenses	22	325,544.45	171,027.13
Total Expenses		659,253.80	244,429.04
V Profit before exceptional and extraordinary item and tax		128,088.59	23,391.23
VI Exceptional and Extraordinary Items		-	-
VII Profit before Tax		128,088.59	23,391.23
VIII Tax Expense:			
(a) Current tax expense		28,472.91	6,035.30
Less:- MAT credit entitlement		-	-
Net Current tax expense		28,472.91	6,035.30
(b) Deferred tax		(305.38)	44.35
		99,921.06	17,311.58
IX Profit/(Loss) for the Period			
X Earning per equity share:			
(1) Basic		999.21	173.12
(2) Diluted		999.21	173.12

As per our attached report of even date
For Kapindra Tiwari & Co.
Chartered Accountants
Firm Reg. No.: 025899N

Kapindra Mani Tiwari
(Partner)
Membership No. : 521619
Place: Delhi
Date: 19.09.2023
UDIN : 23521619B6XDV62902

Kapindra Tiwari



For and on behalf of the Board of Directors of
Zedengines Private Limited

Shishir Kumar Kudasbehar

Shishir Kumar Kudasbehar
(Director)
DIN: 07068294

Anita Saxena

Anita Saxena
(Director)
DIN: 02072247

Zedengines Private Limited

Notes forming part of the Financial Statements

Note – 1 Corporate information & significant accounting policies

1 Background

Zedengines Private Limited was incorporated on 27th May 2020. The company is engaged in the business of trading of Generator Parts and Providing repair and maintenance service of Generator. The company's registered office is situated at 103 BLOCK - 16 EAST END APARTMENT, MAYUR VIHAR PHASE 1, EAST DELHI, DELHI-110096 INDIA.

1.2 Summary of Significant Accounting Policies:

a) Basis of Accounting

The financial statements have been prepared under the historical cost convention in accordance with generally accepted accounting principles in India (Indian GAAP), the accounting standards notified under the Section 133 of Companies Act, 2013 ('the Act'), read with Rule 7 of the Companies Accounts (2014) as amended, and the relevant provisions of the Act 2013, pronouncements of the Institute of Chartered Accountants of India, to the extent applicable.

b) Current and Non-Current classification

All assets and liabilities are classified into current and non-current.

Assets

An asset is classified as current when it satisfies any of the following criteria:

- it is expected to be realised in, or is intended for sale or consumption in, the company's normal operating cycle;
 - it is held primarily for the purpose of being traded;
 - it is expected to be realised within 12 months after the reporting date; or
 - it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.
- e. Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

- it is expected to be settled in the company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is due to be settled within 12 months after the reporting date; or
- the company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

c) Operating Cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. Based on the nature of activities and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle within twelve months for the purposes of current/ non-current classification of its assets and liabilities. Current liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

d) Use of Estimates

The preparation of financial statements in conformity with Indian GAAP requires management to make estimates and assumptions that affect the reported amount of assets, liabilities, revenues and expenses and disclosure of contingent liabilities as on the date of the financial statements. The estimates and assumptions used in the accompanying financial statements are based upon management evaluation of the relevant facts and circumstances as of the date of financial statements which in management's opinion are prudent and reasonable. Actual results may differ from the estimates used in preparing the accompanying financial statements. Any revision to accounting estimates is recognized prospectively in current and future periods.

e) Property, Plant and Equipments

Tangible Fixed Assets

Tangible Fixed Assets are stated at cost of acquisition or construction less accumulated depreciation and impairment losses, if any. The cost comprises of the purchase price, incidental expenses, erection/commissioning expenses and borrowing cost on qualifying assets upto the date the asset is ready for its intended use, and initial estimate of decommissioning, restoring and similar liabilities.

Depreciation on tangible fixed assets has been provided on a pro-rata basis from the month the assets are put to use on the written down value method as per the useful life prescribed in Schedule II to the Companies Act, 2013

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

f) Intangible Assets

Intangible assets are stated at cost less accumulated amortization and impairment losses, if any.

Intangible assets are amortized on a straight-line basis over the estimated useful life of the asset from the date of capitalization. The useful life of software is five year.

g) Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

- Service Income: Service income is recognized as per the terms of the contract when the related services are rendered. It is stated net of Goods and Service Tax.
- Interest Income: Interest income is recognised on a time proportion basis taking in to account the amount invested and the rate of interest.
- Other Income: Other service incomes are accounted on accrual basis.

h) Foreign Currency Transactions

Initial Recognition:



Foreign currency transactions are recorded at the exchange rates prevailing on the date of transaction.

Conversion:

Monetary assets and monetary liabilities denominated in foreign currency are translated at the exchange rate prevalent at the date of the Balance Sheet.

Exchange Difference:

Gains and losses resulting from the settlement of foreign currency transactions and from the translation of monetary assets and liabilities denominated in foreign currencies are recognized in the Statement of Profit and Loss.

Forward Exchange Contracts:

In respect of forward contracts, which are covered under Accounting Standard (AS) 11, 'The Effects of Changes in Foreign Exchange Rates', the difference between spot rate and forward rate on the date of the forward exchange contract is entered into, is amortized over the tenure of the contract. The foreign currency receivable or payable arising under the forward contract is revalued using the closing rate, and any resultant gain or loss is taken to the Statement of Profit and Loss. The premium or discount arising at the inception of a forward exchange contract is amortised as expense or income over the life of the contract. Exchange differences on such a contract are recognised in the Statement of Profit and Loss in the reporting period in which the exchange rate changes.

Forward exchange contracts outstanding as at the year end on account of firm commitment / highly probable forecast transactions are marked to market and the losses, if any, are recognized in the Statement of Profit & Loss while gains are ignored.

i) Retirement & Other Employees Benefits

Short term employee benefits:

All employee benefits payable within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages and bonus etc., are recognised in the Statement of Profit and Loss in the period in which the employee renders the related service.

Defined Contribution Plan

Provident fund is a defined contribution plan. The contributions towards provident fund are being deposited with the Regional Provident Fund Commissioner which are charged to the Statement of Profit and Loss.

Defined benefits plans

The Company's gratuity scheme is an unfunded defined benefit plan. The Company pays gratuity to employees who retire or resign after a minimum period as per provisions defined in the Payment of Gratuity Act 1972. The present value of obligations under such defined benefit plans are based on actuarial valuation carried out by an independent actuary using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of estimated future cash flows. The discount rate used for determining the present value of obligation under defined benefit plans, is based on the market yields on Government securities as at the Balance Sheet date, having maturity period approximating to the terms of related obligations. Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss. Gains or losses on the curtailment or settlement of any defined benefit plan are recognised when the curtailment or settlement occurs.

Other long term employee benefits

Compensated absences are in the nature of the other long term employee benefits. The present value of the obligation is determined based on the actuarial valuation carried out at the end of the year using Projected Unit Credit Method. Actuarial gains and losses are recognized immediately in the Statement of Profit and Loss.

j) Borrowing Cost

Borrowing costs directly attributable to acquisition or construction of those fixed assets which necessarily take a substantial period of time to get ready for their intended use are capitalised. Other borrowing costs are accounted as an expense in the statement of profit and loss.

k) Operating Leases

Lease, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased term, are classified as operating leases. Operating lease charges are recognized as an expense in the statement of Profit and Loss on a straight line basis over the respective lease terms.

l) Taxation

Income-tax expense comprises current tax, deferred tax charge or credit and minimum alternative tax (MAT):

Current tax

Provision for current tax is made for the tax liability payable on taxable income after considering tax allowances, deductions, and exemptions determined in accordance with the prevailing tax laws.

Deferred tax

Deferred tax liability or asset is recognized for timing differences between the profits/losses offered for income tax and profits/losses as per the financial statements. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted at the Balance Sheet date.

Deferred tax asset is recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax asset is recognized only if there is a virtual certainty of realization of such asset. Deferred tax asset is reviewed as at each Balance Sheet date and written down or written up to reflect the amount that is reasonably/virtually certain to be realized.

Minimum alternative tax

Minimum alternative tax (MAT) obligation in accordance with the tax laws, which give rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal tax during the specified period. Accordingly, it is recognized as an asset in the Balance Sheet when it is probable that the future economic benefit associated with it will flow to the Company and the asset can be measured reliably.

m) Earnings per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

n) Provisions and contingencies



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 possible obligation or a present obligation that may, but probably will not, require an outflow of resources. 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

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

Contingent assets are not recognized in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an economic benefit will arise, the asset and the related income are recognized in the period in which the change occurs.

o) Cash & Cash Equivalents

Cash comprises cash in hand and at bank. Cash equivalents are short term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value. Cash and Cash equivalents for the purpose of cash flow statements comprise cash at bank and in hand and short term highly liquid investment with an original maturity of three months or less.



Zedengines Private Limited
Notes are an integral part of the Financial Statements
Note -2. Share Capital

Note 2A Authorised, issued, subscribed & paid up share capital

Particulars	Figures as at the end of 31.03.2023		Figures as at the end of 31.03.2022	
	Number of shares	Rs. In Hundred	Number of shares	Rs. In Hundred
(a) Authorised 10000 Equity shares of Rs.10/- each with voting rights	10,000.00	1,000.00	10,000.00	1,000.00
(b) Issued, Subscribed and Paid up 10000 Equity shares of Rs.10 each with voting rights	10,000.00	1,000.00	10,000.00	1,000.00
Total	10,000.00	1,000.00	10,000.00	1,000.00

Note- 2B. Statements of changes in equity

Particulars	Figures as at the end of 31.03.2023		Figures as at the end of 31.03.2022	
	Number of shares	Amount in Hundred	Number of shares	Amount in Hundred
Balance as at the beginning of the year	10,000	1,000	10,000	1,000
Add: Equity shares issued during the year	-	-	-	-
Less: Equity shares buy back during the year	-	-	-	-
Balance as at the end of the year	10,000	1,000	10,000	1,000

Note 2C List of Shareholders holding more than 5% share capital

Name of Shareholders	Figures as at the end of 31.03.2023		Figures as at the end of 31.03.2022	
	Number of shares	% holding in that class of Shares	Number of shares	% holding in that class of Shares
Anita Saxena	2000	20.00	2000	20.00
Shishir Kumar	8000	80.00	8000	80.00
TOTAL	10,000.00	100.00	10,000.00	80.00

Note 2D. Shares held by promoters

Promotor's Name	Figures as at the end of 31.03.2023		Figures as at the end of 31.03.2022		% Change during the year
	Number of shares	% holding in that class of Shares	Number of shares	% holding in that class of Shares	
Anita Saxena	2000	20	2000	20.00	-
Shishir Kumar	8000	80	8000	80.00	-
TOTAL	10,000.00	100.00	10,000.00	100.00	

Note 2E. Rights, preferences and restrictions attached to Equity shares

The company has only one class of equity shares having a par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share. The dividend, if any, proposed by the board of directors is subject to the approval of shareholders except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company, after distribution of all preferential amounts, in proportion of their shareholding.



Zedengines Private Limited
Notes are an integral part of the Financial Statements

Note 3 Reserves and Surplus

Particulars	Figures as at the end of 31.03.2023 Rs. In Hundred	Figures as at the end of 31.03.2022 Rs. In Hundred
Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	17,303.58	(8.00)
Add: Profit / (Loss) for the year	99,921.06	17,311.58
Closing balance	117,224.64	17,303.58
Total	117,224.64	17,303.58

Note 4 Long Term Borrowings

Particulars	Figures as at the end of 31.03.2023 Rs. In Hundred	Figures as at the end of 31.03.2022 Rs. In Hundred
Secured Loan- From Bank (Vehicle Loan Repayable in 84 Installment of Rs. 22380/Per Month, Rate of Interest is 9%)	12,284.99	
	12,284.99	-

Note 5 Short Term Borrowings

Particulars	Figures as at the end of 31.03.2023 Rs. In Hundred	Figures as at the end of 31.03.2022 Rs. In Hundred
Current Maturity of Vehicle Loan	1,505.53	-
	1,505.53	-



Note 7 Other Current Liabilities

Particulars	Figures as at the end of 31.03.2023	Figures as at the end of 31.03.2022
	Rs. In Hundred	Rs. In Hundred
Professional Services Payable	27,522.21	1702.23
Audit Fees Payable	500.00	250.00
TDS Payable	2,909.87	584.74
Foreign Branch Expenses Payable	2,717.19	14424.04
Director Remuneration Payable	4,477.30	6746.81
Commission Payable	17,403.32	16014.80
Other Payables	570.00	473.79
Salary Payable	81,076.18	7860.00
Total	137,176.07	48056.41

Note 8 Short-Term Provisions

Particulars	Figures as at the end of 31.03.2023	Figures as at the end of 31.03.2022
	Rs. In Hundred	Rs. In Hundred
Provision for Income Tax	28,472.91	6,035.30
Total	28,472.91	6,035.30



Note - 9

Zedengines Private Limited
STATEMENT OF FIXED ASSETS, AS ON 31 ST MARCH 2023

Rs. In Hundred

PARTICULARS	GROSS BLOCK			DEPRECIATION				NET BLOCK	
	COST AS ON 01.04.22	DATE OF ADDITION	ADDITIONS	COST AS ON 31.03.2023	DEPRECIATION AS ON 01.04.22	DEPRECIATION FOR THE PERIOD	SALE/ ADJUSTMENTS	TOTAL DEPRECIATION upto 31.03.2023	AS ON 31.03.2023
Plant And Machinery	465.25		2,464.89	2,930.14	120.07	1,053.31		1,173.38	1,756.76
Office Equipments	832.19		1,522.71	2,354.90	369.36	688.60		1,037.96	1,316.94
COMPUTER	6,908.30		-	6,908.30	22.34	1,782.54		1,804.88	5,103.42
FURNITURE AND FIXTURE			20,140.29	20,140.29	-	1,199.53		1,199.53	18,940.70
Electrical Equipment & Fixtures									
TOTAL	8,205.74	-	24,127.89	32,333.63	511.77	4,703.99	-	5,215.76	27,117.87
INTANGIBLE ASSETS									
SOFTWARE									
GRAND TOTAL	8,205.74	-	24,127.89	32,333.63	511.77	4,703.99	-	5,215.76	27,117.87
PREVIOUS YEAR			8,205.75	8,205.75		511.78	-	511.78	7,693.97



Zedengines Private Limited

Note 10 Deferred Tax Assets

Particulars	Figures as at the end of 31.03.2023	Figures as at the end of 31.03.2022
	Rs. In Hundred	Rs. In Hundred
Opening Balance	(44.35)	-
Due to Difference in Depreciation	305.38	(44.35)
TOTAL	261.03	(44.35)

Note 11 Long term loans and Advances

Particulars	Figures as at the end of 31.03.2023	Figures as at the end of 31.03.2022
	Rs. In Hundred	Rs. In Hundred
<u>Unsecured considered good</u>		
GST Refund Claimed	9,998.68	-
Security Deposit	2,250.00	440.00
Total	12,248.68	440.00

Note 12 Inventories

Particulars	Figures as at the end of 31.03.2023	Figures as at the end of 31.03.2022
	Rs. In Hundred	Rs. In Hundred
Stock-in-Trade (Cost or market Value whichever is lower)	23,228.78	-
Total	23,228.78	-



Note 14 Cash and cash equivalents

Particulars	Figures as at the end of 31.03.2023	Figures as at the end of 31.03.2022
	Rs. In Hundred	Rs. In Hundred
Cash In Hand	305.11	289.49
Bank Balance	6,702.94	10463.69
Total	7,008.05	10753.18

Note 15 SHORT TERM LOANS AND ADVANCES

Particulars	Figures as at the end of 31.03.2023	Figures as at the end of 31.03.2022
	Rs. In Hundred	Rs. In Hundred
Unsecured considered good		
GST Receivables	28,852.26	22842.70
TCS & TDS Receivables	227.52	58.62
Advance to Vendors	2,413.00	6706.37
Advance to Related Party	2,697.53	0.00
Total	34,190.31	29607.69

Note 16 OTHER CURRENT ASSETS

Particulars	Figures as at the end of 31.03.2023	Figures as at the end of 31.03.2022
	Rs. In Hundred	Rs. In Hundred
Prepaid Expenses	718.71	-
Total	718.71	-



Note 6 TRADE PAYABLES

Figures For the Current Reporting Period Rs. In Hundred

Particulars	Not Due	Outstanding for following periods from due date				Total
		Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Undispute dues-MSME		-	-	-	-	-
Undispute dues-Others		30,557.77	-	-	-	30,557.77
Dispute dues-MSME		-	-	-	-	-
Dispute dues-MSME		-	-	-	-	-
Others		-	-	-	-	-
Total						30,557.77

Figures For Previous Reporting Period

Particulars	Not Due	Outstanding for following periods from due date				Total
		Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Undispute dues-MSME		-	-	-	-	-
Undispute dues-Others		156.72	-	-	-	156.72
Dispute dues-MSME		-	-	-	-	-
Dispute dues-MSME		-	-	-	-	-
Others		-	-	-	-	-
Total						156.72



Note 13 TRADE RECEIVABLES
Figures For the Current Reporting Period

Rs. In Hundred

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 Months	6 Months-1Year	1-2 Years	2-3 Years	More than 3 Years	
Undisputed Trade Receivables- Considered Goods		223,448.48	-	-	-	-	223,448.48
Undisputed Trade Receivables- Considered Doubtful		-	-	-	-	-	-
Disputed Trade Receivables- Considered Goods		-	-	-	-	-	-
Disputed Trade Receivables- Considered Doubtful		-	-	-	-	-	-
Others		-	-	-	-	-	-
TOTAL							223,448.48

Figures For Previous Reporting Period

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 Months	6 Months-1Year	1-2 Years	2-3 Years	More than 3 Years	
Undisputed Trade Receivables- Considered Goods		24,101.52	-	-	-	-	24,101.52
Undisputed Trade Receivables- Considered Doubtful		-	-	-	-	-	-
Disputed Trade Receivables- Considered Goods		-	-	-	-	-	-
Disputed Trade Receivables- Considered Doubtful		-	-	-	-	-	-
Others		-	-	-	-	-	-



Note 17 REVENUE FROM OPERATIONS

Particulars	Figures for the year ended on 31.03.2023	Figures for the year ended on 31.03.2022
	Rs. In Hundred	Rs. In Hundred
Export of Goods	89046.82	45392.63
Export of Services	689012.56	221768.36
Total	778059.38	267160.98

Note 18 OTHER INCOME

Particulars	Figures for the year ended on 31.03.2023	Figures for the year ended on 31.03.2022
	Rs. In Hundred	Rs. In Hundred
Duty Drawback	544.22	40.67
Unrealised Gain Forex	8121.86	616.05
Interest on Deposit	616.93	2.57
Total	9283.01	659.29

Note 19 COST OF STOCK TRADED

Particulars	Figures for the year ended on 31.03.2023	Figures for the year ended on 31.03.2022
	Rs. In Hundred	Rs. In Hundred
Opening stock		-
Add: Purchases		-
Import Purchases		27009.30
Domestic Purchases	62468.58	
Less: Closing stock	23,228.78	
Cost of Stock Traded	39,239.80	27,009.30

Note 20 EMPLOYEE BENEFIT EXPENSES

Particulars	Figures for the year ended on 31.03.2023	Figures for the year ended on 31.03.2022
	Rs. In Hundred	Rs. In Hundred
Salaries and wages	262966.70	33774.25
Salaries Paid outside India	14832.00	-
Directors Remuneration	9326.90	11000.00
Staff Welfare	2535.65	1106.58
Total	289661.24	45880.83

Note 21 FINANCE COST

Particulars	Figures for the year ended on 31.03.2023	Figures for the year ended on 31.03.2022
	Rs. In Hundred	Rs. In Hundred
Interest on Car Loan	104.32	-
Total	104.32	-



Note 22 OTHER EXPENSES

Particulars	Figures for the year ended on 31.03.2023	Figures for the year ended on 31.03.2022
	Rs. In Hundred	Rs. In Hundred
Freight & Shipping Expenses	16,605.37	2,694.32
Man Power Services	49,860.55	87,230.43
Audit Fees	500.00	250.00
Conveyance Expenses	2,078.61	2,169.84
Commission Expenses	-	16,014.80
Bank Charges	24.09	201.23
Foreign Travelling Expenses	113,291.12	10,324.59
Travelling Expenses	1,028.21	-
Currency Conversion Charges	38.17	113.99
Electricity Expenses	778.60	673.92
Office Expenses	1,994.91	1,922.21
Festival Expenses	294.15	-
Foreign Bank Charges	4,231.05	259.94
Late Fees (GST)	-	3.60
Telephone & Internet Expenses	107.25	1,582.88
Printing & Stationary	259.74	25.68
Consultancy Fees	121,234.97	39,617.08
Rent Expenses	2,690.00	3,610.00
Packing & Courier Expenses	483.89	-
Promotion Expenses	272.96	1,928.81
Office Renovation Expenses	4,652.49	-
Other Expenses	1,060.07	202.11
Interest on Income Tax	841.82	-
Interest (on TDS)	26.83	41.58
Foreign Exchange Loss	2,717.77	2,012.02
Document Verification Charges	471.82	-
Warranty Expenses	-	148.10
Total	325,544.45	171,027.13



Zedengines Private Limited

Note 23. List of Related Parties and Their transactions

Sr No.	Particulars	Name of the Person	Relation
I	Key Management Person	Shishir Kumar Kudasbehar	Director
II	Key Management Person	Anita Saxena	Director
III	Key Management Person	Kamal Saxena	Director
IV	Key Management Person	Golden Sky Trading LLP	Entity under Common Control

Note:- Related Parties and their relationship are identified by the management and relied upon by the

List of Transaction entered with related Parties

As per AS 18, the disclosures of transactions with the related parties are given below :

Sr No.	Nature Of Transactions	Key Management Person			Entity under Common Control
		Shishir Kumar Kudasbehar	Anita Saxena	Kamal Saxena	Golden Sky Trading I LP
	Balance as at 1st April 2021				
I	Expenses bear On behalf of Company	-	-	-	
II	Unsecured Loan :				
	Receipt during the Period	-	-	-	
	Repayment made during the Period	-	-	-	
III	Director Remuneration				
	Accrue during the Period	5,500.00	5,500.00		
	Payment during the Period				
IV	Rent	1,080.00	1,080.00		
V	Sale during the year				
VI	Purchase during the year				
VII	Payment during the Period	(6,413.19)			
	Balance as at 31st March 2022	166.81	6,580.00	-	
	Balance as at 1st April 2022	166.81	6,580.00	-	
I	Expenses bear On behalf of Company	4,309.76	-		15,383.50
II	Unsecured Loan :				
	Receipt during the Period	-	-		
	Repayment made during the Period	-	-		
III	Director Remuneration				
	Accrue during the Period	7,464.00	-	1,862.90	
IV	Rent				
V	Sale during the year				60,724.85
VI	Purchase during the year				(64,134.86)
VII	Payment during the Period	(14,638.11)	(2,852.70)	(1,112.90)	
	Balance as at 31st March 2023	(2,697.54)	3,727.30	750.00	11,973.49

24 EARNING PER SHARE

Particular	Figures as at the end of 31.03.2023	Figures as at the end of 31.03.2022
Net Profit/(loss)	9,992,106.15	1,731,157.68
Number of Equity shares of Rs. 10 each fully Paid up	10,000.00	10,000.00
Earning Per Share	999.21	173.12

25 Foreign Currency Exposure

- a) The company has not entered into any forward contracts during the year.
- b) The year end foreign currency exposures that have not been hedged by derivative instruments or otherwise are given below:



Particulars	Rs. In Hundred		Amount In Foreign Currency	
	31.03.2023	31.03.2022	31.03.2023	31.03.2022
Trade Receivable	50,298.66 252,301.64	24,101.52 -	USD 61550 EUR 282,501.00	USD 31750 -
<u>Advance From Customer</u>	23,083.45 56,068.37	- -	USD 28247 EURO 62779.50	- -
Note:- Advance from customer is pertaining to a particular customers having also recoverable balance and shown net off balance in notes.				
Expenses Payable	20,120.51	30,438.84	USD 24621	USD 40396.28

26 CONTINGENT LIABILITIES NOT PROVIDED FOR

- a) Claims against the Company not acknowledged as debts: NIL.
b) Estimated amount of contracts remaining to be executed on Capital Accounts: NIL.

27 There is no impairment of cash generating unit during the year in terms of AS28 "Impairment of Assets" issued by the Institute of Chartered Accountants of India.

28 In the opinion of Board, the value on realisation of current assets, loans and advances in the ordinary course of business shall not be less than the amount at which they are stated in the Balance Sheet and provisions for all known liabilities have been made and contingent liabilities disclosed properly.

29 The Company's business activity primarily falls within a single business and geographical segment. Hence there are no reportable segments as envisaged in Accounting Standard (AS-17) on Segmental Reporting issued by the ICAI.

30 Provisions of the Payment of Gratuity Act; Employee's Provident Fund & Miscellaneous Provision Act and Employees State Insurance Act are not applicable to the Company under the present circumstances.

31 As informed there was no supplier who was registered under "The Micro, Small and Medium Enterprises (Development) Act 2006".

32 The company is a Small and Medium Sized Company (SMC) as defined in the general instructions in respect of Accounting Standards notified under the Companies Act. Accordingly, the company has complied with the Accounting Standards as applicable to an SMC.

33 All amounts disclosed in the financial statements and notes have been rounded off to the nearest hundred, except where otherwise indicated

34 During the previous year company has booked commission of Rs. 1601480/- (In USD 21296.28) expenditure payable to non resident against sales and services made to customers is still pending for payments.

35 During The year company has purchased USD 70500/- to meetout salary and other expenses incurred at project site in Libya.

36 During the year company has booked following expenditure incurred in foreign currency :-

Expenditures Head	Expenditure Incurred	
	Rs. In Hundred	In USD
CONVEYANCE EXPENSES	21,705.98	26342.21
SALARY EXPENSES	23,387.42	28382.79

37 Details of Crypto Currency or Virtual Currency

Particulars	Amount
Amount of Currency held as at reporting date	-
Profit or Loss transactions involving Crypto currency or Virtual currency	-
Deposits or Advances from any person for the purpose of trading or investing in Crypto	-

38 There is no transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessment under IT Act.



Note

39 Additional Regulatory Info

i The title in respect of self-constructed buildings and title deeds of all other immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), disclosed in the financial statements included under Property, Plant and Equipment are held in the name of the Company as at the balance sheet date.

ii Company has not revalued its Property, Plant and Equipment or intangible assets or both during the current year or previous year.

iii Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are:

(a) repayable on demand or

Nil

(b) without specifying any terms or period of repayment

Type of Borrower	Amount of loan and Advance in the nature of Loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promoters	0	0
Directors	0	0
KMPs	0	0
Related Parties	0	0

IV KEY FINANCIAL RATIOS

Ratios	Numerator	Denominator	Figures for the year ended on 31.03.2023	Figures for the year ended on 31.03.2022	% of Change	Explanation for Significant Change
Return on Equity Ratio	Profit for the year	Average Shareholder's Equity	1.46	1.79	-18.43%	N A since not exceeding 25%
Current Ratio	Current Assets	Current Liabilities	1.46	1.19	22.84%	N A since not exceeding 25%
Inventory Turnover Ratio	COGS	Average Inventory	3.38	0.00	100.00%	Export made in april 2023
Trade Receivables turnover ratio	Net Sales	Average trade receivables	6.29	22.17	-71.65%	Since Revenue has been Increased.Collection of receivable also regularised.
Trade payables turnover ratio	Total Purchases (Fuel Cost + Other Expenses+Closing Inventory-Opening Inventory)	Closing Trade Payables	2.56	344.68	-99.26%	Since Expense also increased.creditperiod has been provided by creditor
Net capital turnover ratio	Sales	Working capital (CA-CL)	8.56	26.16	-67.27%	Ratio has improved because of better working capital management
Net profit ratio	Net Profit	Sales	0.13	0.06	98.19%	Net profit margin of current year is better than previous year due to Higher Sales
Return on Capital employed	Earnings before interest and tax	Capital Employed	0.98	1.28	-23.20%	N A since not exceeding 25%
Debt Equity Ratio	Debt Capital	Shareholder's Equity	0.10	0.00	100.00%	Vehicle Loan taken
Debt Service coverage ratio	EBITDA-CAPEX	Debt Service (Int+Principal)	572.34	0.00	100.00%	Only one Instalment was payable during current Financial Year
Return on investment	Net Profit	Investment	0.00	0.00	0.00%	Not Applicable



- V There is no any Capital Work In Progress (CWIP).
- VI There is no any Intangible assets under development.
- VII The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- VIII The Company does not have any borrowings from any banks or financial institutions on the basis of current assets..
- IX The Company has not been declared as a willful defaulter by any lender who has powers to declare a company as a willful defaulter at any time during the financial year or after the end of reporting period but before the date when the financial statements are approved.
- x The Company does not have any transactions with struck-off companies.
- XI The Company does not have any charges or satisfaction which is yet to be registered with the Registrar of Companies (ROC) beyond the statutory period.
- XII The Company does not have any transactions in specified of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.
- XIII There is no any Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- XIV Company do not have any borrowed funds and share premium.

Sign to Notes From 1 to 39

As per our attached report of even date
For Kapindra Tiwari & Co.
Chartered Accountants
Firm Reg. No.: 025899N



Kapindra Mani Tiwari
(Partner)
Membership No. : 521619
Place: Delhi
Date: 19.09.2023



For and on behalf of the Board of Directors of
Zedengines Private Limited



Shishir Kumar Kudasbehar
(Director)
DIN: 07068294



Anita Saxena
(Director)
DIN: 02072247

ZEDENGINES INDIA PRIVATE LIMITED

Regd. Office: 103, Block – 16, East End Apartment, Mayur Vihar, Phase 1, Delhi- 110096

CIN:U29309DL2020PTC364048

Contact No.: 9868159570
E-mail: sk@zedengines.in

DIRECTORS REPORT

To,
The Members,

Your Directors have pleasure in presenting the 3rd Annual Report on business and operations of the company along with the Audited Financial Statements for the Financial Year ended on 31st March, 2023.

1. FINANCIAL PERFORMANCE

(Amount in Hundred ₹)

Particulars	2022-2023	2021-2022
Net Revenue From Operations & Other Income	787342.39	267820.27
Profit/(Loss) before Income Tax	128088.59	23391.23
Provision for tax - Current	28472.91	6035.30
- Deferred	(305.38)	44.35
Income Tax Adjusted for earlier years	-	-
Profit/(Loss) After Tax	99921.06	17311.58
Balance b/f from earlier year	17303.58	(8.00)
Dividend and dividend tax	-	-
Balance carried to Balance Sheet	117224.64	17303.58

2. DIVIDEND

Since Company has required more fund for business, the Director of your company not recommend any dividend for the financial year 2022-2023.

3. OPERATIONS AND STATE OF THE COMPANY AFFAIRS

Main Business activity of company is manufacturing, trading, job workers, importing and exporting of and dealers in all types of machinery, reciprocating engines, and components thereof.

4. MATERIAL CHANGES AND COMMITMENTS AFTER THE BALANCE SHEET DATE, IF ANY.

There were no material changes and commitments 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 report.

5. STATEMENT ON DECLARATION BY INDEPENDENT DIRECTORS

There are no independent directors in the company.

6. NUMBER OF MEETINGS OF THE BOARD

There were three meetings of Board of Directors held during the financial year 2022-2023 on 30.08.2022, 25.11.2022, 13.01.2023 & 28.03.2023

7. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The company has not given any loans or guarantees and not made any investments covered under the provisions of section 186 of the Companies Act, 2013.

8. DETAILS OF DIRECTORS OR KMP WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR.

There is no change during the year.

9. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SUB SECTION 1 OF SECTION 188

Transactions with related parties entered into during the financial year were on arm's length basis and were in the ordinary course of the Company's business are detailed in Note no. 23 to the financial statements. However, none of these fall under the purview of the provisions of section 188 of the Companies Act, 2013.

10. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the regulators/courts which would impact the going concern status of the company and its future operations.

11. STATUTORY AUDITORS

Pursuant to the provisions of the Section 139 of the Act and the rules framed there under, M/s Kapindra Tiwari & Co., Chartered Accountants, has been appointed as statutory auditors of the

Company from the conclusion of 1st Annual General Meeting (AGM) of the Company held on 30th November 2021 till the conclusion of the 6th AGM to be held in the year 2026,

12. STATUTORY AUDITORS REPORT

There was no a qualification, reservations or adverse remarks made by the Auditors in their report. The provisions relating to submission of Secretarial Audit Report are not applicable to the Company.

13. DIRECTORS' RESPONSIBILITY STATEMENT

The company has taken the utmost care in its operations, compliance, transparency, financial disclosures and the financial statements have been made to give a true and fair view of the state of affair of the company. As required under section 134(3)(c) and 134 (5), and based upon the detailed representation, due diligence and inquiry there of your Board of Directors assures and confirm as under:

- I. In the preparation of the annual accounts for the financial year ended on 31st March, 2023, the applicable accounting standards have been followed and there are no material departures from the same.
- II. The selected accounting policies were applied consistently and the directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31st March, 2023.
- III. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- IV. The annual accounts have been prepared on going concern basis.
- V. The internal financial controls have been laid down by the company and such financial controls are adequate and operating effectively
- VI. Proper systems had been devised in compliance with the provision of all the applicable laws and such systems were adequate and operating effectively.

14. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE, EARNING AND OUTGO

Conservation of Energy:

It is the regular process of the company to conserve the energy and save the electricity consumption and have installed LED lights. The Company motivates to switch off the lights/electrical appliances when there is no use.

Technology Absorption:

The company is regularly improving its services with the help of new means of technology. Your Company is committed to provide the best services to its clients with the help of latest technology.

Foreign Exchange Earnings/ Outgo:

<u>Foreign exchange Earnings</u>	Current Year	Previous Year
Export of Sale (FOB)	Rs 41,48,119.60/-	Rs. 221,76,836/-
Export of Service	Rs 736,29,048.54/-	Rs. 45,39,263/-
<u>Foreign exchange Outgo</u>		
Salary Expenses	Rs. 2,38,742/-	Rs.2,234,425.00/-
Internet Expenses	-	Rs. 133,957.00/-
Conveyance Expenses	Rs. 21,70,598/-	Rs. 185,694.00/-
Commission Expenses	-	Rs. 1,601,480.26/-

15. RISK MANAGEMENT POLICY

The Company does not have written Risk Management Policy as the elements of risk threatening the Company's existence is very minimal as the company is being managed and closely supervised by its directors. The Company has not identified any element of risk which may threaten the existence of the Company.

16. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place a policy for sexual harassment in accordance with the requirements of SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013, and an internal complaints committee to redress the complaints received regarding sexual harassment. All employees (Permanent, Contractual, Temporary, Trainees) are covered under the policy.

No complaint under above said policy has been received during the financial year 2022-23

17. CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

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

18. ACKNOWLEDGEMENTS

Your Directors place on record their thanks to the shareholders and also appreciate the valuable co-operation and continued support received from Company's Bankers.

ON BEHALF OF THE BOARD OF DIRECTORS



(SHISHIR KUMAR KUDASBEHAR)
DIRECTOR
DIN: 07068294



(ANITA SAXENA)
DIRECTOR
DIN: 02072247

PLACE: DELHI

DATED: SEPTEMBER 19, 2023

TRANSMISSION

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS:

1.	CIN	U29309DL2020PTC364048
2.	Registration Date	27.05.2020
	Name of the Company	ZEDENGINES INDIA PRIVATE LIMITED
3.	Category/Sub-category of the Company	PRIVATE COMPANY
4.	Address of the Registered office & contact details	103, BLOCK – 16, EAST END APARTMENT, MAYUR VIHAR, PHASE 1, DELHI- 110096
5.	Whether listed company	NO
6.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	N/A

II. **PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY** (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	business of manufacturers, traders, job workers, importers and exporters of and dealers in all types of machinery, reciprocating engines, and components thereof		

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1.	-	-	-	-	-

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) **Category-wise Share Holding**

[illegible]

A Promoter s

ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	10000	10000	100	-	10000	10000	100	-

ii) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	SHISHIR KUMAR KUDASBEHAR	8000	80	-	8000	80	-	-
2	ANITA SAXENA	2000	20	-	2000	20	-	-
		-	-	-	-	-	-	-

iii) Change in Promoters' Shareholding (please specify, if there is no change)

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	10000	100	10000	100
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	No Change during the year			
	At the end of the year	10000	100	10000	100

iv) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment /	-	-	-	-

At the end of the year	-	-	-	-
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v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<u>At the beginning of the year</u> SHISHIR KUMAR KUDASBEHAR ANITA SAXENA	8000 2000	80 20	8000 2000	80 20
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	<u>At the end of the year</u> SHISHIR KUMAR KUDASBEHAR ANITA SAXENA	8000 2000	80 20	8000 2000	80 20

vi) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
* Addition	- 1391000	-	-	-
* Reduction	- 11948	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	- 1379052	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

SN.	Particulars of Remuneration	Name of MD/WT/ Manager			Total Amount
		SHISHIR KUMAR KUDASBEHAR	ANITA SAXENA	KAMAL SAXENA	
1	Gross salary	746400	-	186290	932690
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	746400	-	186290	932690
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total (A)	746400	-	186290	932690
	Ceiling as per the Act	NA	NA	NA	NA

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors				Total Amount
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1	Independent Directors	-	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
2	Other Non-Executive Directors	-	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration	-	-	-	-	-
	Overall Ceiling as per the Act	NA	NA	NA	NA	NA

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WT/

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-

2	Other Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	-	-	-

SVII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

ON BEHALF OF THE BOARD OF DIRECTORS



(SHISHIR KUMAR KUDASBEHAR)

DIRECTOR

DIN: 07068294



(ANITA SAXENA)

DIRECTOR

DIN: 02072247

PLACE: DELHI

DATED: SEPTEMBER 19, 2023