YOGIJI DIGI PRIVATE LIMITED

Plot No. 148, Sector-58, Faridabad, Haryana, India – 121004
Tel.: +91-129-4295200
CIN: U74899HR1993PTC032121

SHORTER NOTICE IS HEREBY GIVEN THAT THE 31st ANNUAL GENERAL MEETING OF THE MEMBERS OF YOGIJI DIGI PRIVATE LIMITED *(FORMERLY DIGI DRIVES PRIVATE LIMITED)* HELD ON THURSDAY, 26TH SEPTEMBER 2024 AT 03:00 P.M. AT THE PLOT NO-148, SECTOR -58, FARIDABAD, HARYANA, INDIA – 121004 TO TRANSACT THE FOLLOWING BUSINESS:

—

ORDINARY BUSINESS:

1. **To consider and adopt the Standalone & Consolidated Financial Statements of the Company for the financial year ended on March 31st, 2024 together with the Reports of the Board of Directors and the Auditors thereon along with their annexures, and in this regard, if thought fit, to pass with or without modifications(s) the following resolution as an Ordinary Resolution:**

   "**RESOLVED THAT** the audited Financial Statements i.e., Balance Sheet as at March 31, 2024, Profit and Loss Account and Cash Flow Statement for the year ended on March 31, 2024 together with Report of Board of Directors and Auditors thereon, along with their annexures, laid before the meeting, be and are hereby considered, approved and adopted."

   RESOLVED FURTHER THAT all the directors of the Company be and are hereby severally authorized to issue certified true copies of these resolutions wherever required, from time to time and to do all such acts, deeds and things, including signing and filing of e-Form with the Registrar of Companies, as may be necessary to give effect to the above resolutions."

2. **To appoint the Statutory Auditors of the Company to hold office from the conclusion of ensuing Annual General Meeting until the conclusion of the Annual General Meeting of the company to be held in the Year 2029 and to fix their remuneration and to pass with or without modification(s),the following resolution as an Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to the provisions of Section 139 of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014, (including any re-enactment or modification thereto) and such other applicable provisions, if any, M/s. DSRV & Co. LLP, Chartered Accountants, holding Firm Registration Number 006993N/N500073 be and are hereby appointed as the Statutory Auditors of the Company to hold the office from the conclusion of ensuing Annual General Meeting until the conclusion of the Annual General Meeting of the company to be held in the Year 2029 at a remuneration as may be mutually agreed upon between the Board and the aforesaid Auditors"

RESOLVED FURTHER THAT any of the Directors of the Company, be and is hereby empowered and authorized to take such steps, in relation to the above and to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary E-Forms with Registrar of Companies."

SPECIAL BUSINESS:

3. **To consider and regularize appointment of Mr. Ashok Kumar Rana (DIN: 01857796) as a director of the company. To consider and if thought fit, to pass the following resolution, with or without modification, as an Ordinary Resolution:**

"**RESOLVED THAT** Mr. Ashok Kumar Rana (DIN: 01857796) who was appointed as an Additional Director by the Board of the Company with effect from June 25, 2024, in terms of Section 161 of the Companies Act, 2013 and other applicable provisions, and whose term expires at this Annual General Meeting, be and is hereby appointed as a Director of the Company, not liable to retire by rotation.

RESOLVED FURTHER THAT all the directors of the Company be and are hereby severally authorized to issue certified true copies of these resolutions wherever required, from time to time and to do all such acts, deeds and things, including signing and filing of e-Form with the Registrar of Companies, as may be necessary to give effect to the above resolutions."

4. **To consider and regularize appointment of Mr. Satish Kumar Tripathi (DIN: 01857947) as a director of the company. To consider and if thought fit, to pass the following resolution, with or without modification, as an Ordinary Resolution:**

"**RESOLVED THAT** Mr. Satish Kumar Tripathi (DIN: 01857947) who was appointed as an Additional Director by the Board of the Company with effect from June 25, 2024, in terms of Section 161 of the Companies Act, 2013 and other applicable provisions, and whose term expires at this Annual General Meeting, be and is hereby appointed as a Director of the Company, not liable to retire by rotation.

RESOLVED FURTHER THAT all the directors of the Company be and are hereby severally authorized to issue certified true copies of these resolutions wherever required, from time to time and to do all such acts, deeds and things, including signing and filing of e-Form with the Registrar of Companies, as may be necessary to give effect to the above resolutions."

5. **Ratification of remuneration of the Cost Auditor for the financial year 2024-25**

RESOLVED THAT pursuant to the provisions of Section 148 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014 of the Companies Act, 2013, and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s Niraj Kumar Vishwakarma & Associates, Cost Accountants (Firm Registration No.003450), the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2025 at such such remuneration as approved by the Board, be and is hereby ratified and confirmed.

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.

For and on behalf of the Board
YOGIJI DIGI PRIVATE LIMITED
For YOGIJI DIGI LIMITED

NAVNEET SINGH Director
Managing Director
DIN: 00468898

Date: 25/09/2024
Place: Faridabad

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 3

To consider and regularize appointment of Mr. Ashok Kumar Rana (DIN: 01857796) as a director of the company.

The following explanatory statement sets out all material facts relating to the special business set out in the accompanying notice of the AGM of the Members of the Company.

The Board of Directors appointed Mr. Ashok Kumar Rana (DIN: 01857796) as an Additional Director of the Company, effective from 25th June, 2024, in accordance with the provisions of Section 161 of the Companies Act, 2013, and the Articles of Association of the Company. Pursuant to Section 161(1) of the Companies Act, 2013, Mr. Ashok Kumar Rana shall hold office up to the date of the ensuing Annual General Meeting ("AGM") or the last date on which the AGM should have been held, whichever is earlier.

Mr. Ashok Kumar Rana brings extensive experience and expertise to the Board, which will be valuable in contributing to the overall growth and governance of the Company. Therefore, in terms of applicable provisions of the Act and the Rules made thereunder, your Directors propose to regularize the appointment of Mr. Ashok Kumar Rana as Director of the Company.

In this regard, the Company had earlier received following documents from Mr. Ashok Kumar Rana:

- Consent in writing to act as a Director in Form DIR-2 pursuant to Rule-8 of Companies (Appointment & Qualification of Director) Rules, 2014,
- Intimation to the effect that he was not disqualified to be appointed as a Director in Form DIR8, in terms of 164(2) of the Act; and
- Disclosure of interest in Form MBP-1, pursuant to Section 184(1) of the Act read with Rule 9(1) of Companies (Meetings of Board and its Powers) Rules, 2014.

All the documents are available for inspection during business hours on any working day at the registered office of the Company, and copies thereof shall also be made available for inspection at the corporate office and also at the meeting.

None of the Directors, Key Managerial Personnel, or their relatives, except Mr. Ashok Kumar Rana, is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

ITEM NO. 4

To consider and regularize appointment of Mr. Satish Kumar Tripathi (DIN: 01857947) as a director of the company.

The following explanatory statement sets out all material facts relating to the special business set out in the accompanying notice of the AGM of the Members of the Company.

The Board of Directors appointed Mr. Satish Kumar Tripathi (DIN: 01857947) as an Additional Director of the Company, effective from 25th June, 2024, in accordance with the provisions of Section 161 of the Companies Act, 2013, and the Articles of Association of the Company. Pursuant to Section 161(1) of the Companies Act, 2013, Mr. Satish Kumar Tripathi shall hold office up to the date of the ensuing Annual General Meeting ("AGM") or the last date on which the AGM should have been held, whichever is earlier.

Mr. Satish Kumar Tripathi brings extensive experience and expertise to the Board, which will be valuable in contributing to the overall growth and governance of the Company. Therefore, in terms of applicable provisions of the Act and the Rules made thereunder, your Directors propose to regularize the appointment of Mr. Satish Kumar Tripathi as Director of the Company.

In this regard, the Company had earlier received following documents from Mr. Satish Kumar Tripathi:

- Consent in writing to act as a Director in Form DIR-2 pursuant to Rule-8 of Companies (Appointment & Qualification of Director) Rules, 2014,
- Intimation to the effect that he was not disqualified to be appointed as a Director in Form DIR8, in terms of 164(2) of the Act; and
- Disclosure of interest in Form MBP-1, pursuant to Section 184(1) of the Act read with Rule 9(1) of Companies (Meetings of Board and its Powers) Rules, 2014.

All the documents are available for inspection during business hours on any working day at the registered office of the Company, and copies thereof shall also be made available for inspection at the corporate office and also at the meeting.

None of the Directors, Key Managerial Personnel, or their relatives, except Mr. Satish Kumar Tripathi, is concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

ITEM NO. 5

Ratification of remuneration of the Cost Auditor for the financial year 2024-25

As per Section 148 of the Companies Act, 2013 ('the Act') read with the Companies (Audit and Auditors) Rules, 2014, the appointment of Cost Auditor shall be made by the Board of Directors on such remuneration as may be ratified by the Shareholders. Under the Companies (Audit and Auditors) Rules, 2014, the Board while appointing the Cost Auditor is required to approve the remuneration payable to them and the remuneration so approved by the Board shall be ratified by the Shareholders.

In compliance with the provisions of Section 148 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the Board of Directors has appointed M/s Niraj Kumar Vishwakarma & Associates, Cost Accountants (Firm Registration No. 003450), as the Cost Auditors of the Company to conduct the audit of the cost records for the financial year ending March 31, 2025 at remuneration determined by the Board of Directors.

The approval of the shareholders is sought by passing an ordinary resolution as set out at item no. 5 in the notice, pursuant to the provisions of the Act.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested in the above resolution financially or otherwise.

For and on behalf of the Board
YOGIJI DIGI PRIVATE LIMITED

For YOGIJI DIGI LIMITED

NAVNEET SINGH
Managing Director
Director
DIN: 00468898

Date: 25/09/2024
Place: Faridabad

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.

2. A BLANK PROXY FORM IS ATTACHED. PROXIES IN ORDER TO BE VALID AND EFFECTIVE SHOULD BE DULY STAMPED, COMPLETED AND SIGNED AND MUST BE DELIVERED AT THE REGISTERED OFFICE OF THE COMPANY **NOT LATER THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

3. PROXIES SUBMITTED ON BEHALF OF COMPANIES, SOCIETIES, ETC. MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTION/AUTHORITY, AS APPLICABLE. A PERSON SHALL NOT ACT AS A PROXY FOR MORE THAN 50 MEMBERS AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL VOTING SHARE CAPITAL OF THE COMPANY.

4. HOWEVER, A SINGLE PERSON MAY ACT AS A PROXY FOR A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL VOTING SHARE CAPITAL OF THE COMPANY PROVIDED THAT SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON

5. MEMBERS/PROXIES SHOULD BRING THE ENCLOSED ATTENDANCE SLIP DULY FILLED IN, FOR ATTENDING THE MEETING. FOR CONVENIENCE OF THE MEMBERS AND PROPER CONDUCT OF THE MEETING, ENTRY TO THE MEETING VENUE WILL BE REGULATED BY ATTENDANCE SLIP. MEMBERS ARE REQUESTED TO SIGN AT THE PLACE PROVIDED ON THE ATTENDANCE SLIP AND HAND IT OVER AT THE REGISTRATION COUNTER.

6. SHAREHOLDERS ARE REQUESTED TO NOTIFY TO THE COMPANY IMMEDIATELY FOR ANY CHANGES IN THEIR ADDRESSES INCLUDING E-MAIL ADDRESSES.

7. COPIES OF ALL DOCUMENTS REFERRED TO IN THE NOTICE ARE AVAILABLE FOR INSPECTION AT THE REGISTERED OFFICE OF THE COMPANY DURING NORMAL BUSINESS HOURS ON ALL WORKING DAYS UP TO AND INCLUDING THE DATE OF THE ANNUAL GENERAL MEETING OF THE COMPANY.

8. THE ROUTE MAP FOR EASY LOCATION OF THE VENUE IS ATTACHED HEREWITH.

ATTENDANCE SLIP

Regd. Folio No. /DP ID /Client ID No.: Name & Address of Member: Name of Joint Member(s)	Name of Proxy: No. of Shares held:

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the **31st Annual General Meeting** of the **Yogiji Digi Private Limited** held on **Thursday, 26th September, 2024 at 03:00 P.M.** at Plot No-148, Sector -58, Faridabad, Haryana, India - 121004.

______________________________ ______________________________

Member's/Proxy's name in Block Letters Member's/Proxy's Signature

Note(s):

1. Please fill this attendance slip and hand it over at the entrance of the hall.
2. Only shareholders of the Company and/or their proxy will be allowed to attend the meeting.

Proxy form

Name of the Company: YOGIJI DIGI PRIVATE LIMITED

CIN: U74899HR1993PTC032121

Reg. Office: Plot No-148, Sector -58, Faridabad, Haryana, India, 121004

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

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

1. Name:	2. Name: ....
Address:	Address
E-mail Id:	E-mail Id:
Signature: ...., or failing him	Signature: ....,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at **31st Annual General Meeting** of members of the Company, to be held on **Thursday, 26th September, 2024 at 03:00 P.M.** at Plot No-148, Sector -58, Faridabad, Haryana, India - 121004 at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:

Resolution No.	**Description of the Resolution**	**For**	**Against**
Ordinary Business			
1.	Consider and adopt the Standalone & Consolidated Financial Statements of the Company for the period ended March 31, 2024 together with the Reports of the Board of Directors and the Auditors thereon		
2.	Appointment of Statutory Auditor		
3.	To consider and regularize appointment of Mr. Ashok Kumar Rana (DIN: 01857796) as a director of the company		

4.	To consider and regularize appointment of Mr. Satish Kumar Tripathi (DIN: 01857947) as a director of the company		
5.	Ratification of remuneration of the Cost Auditor for the financial year 2024-25		

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

Affix

Revenue

Stamp

Signature of Shareholder

Signature of Proxy holder(s)

* Applicable for investors holding shares in electronic form

Notes:

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

2. A Proxy need not be a member of the Company.

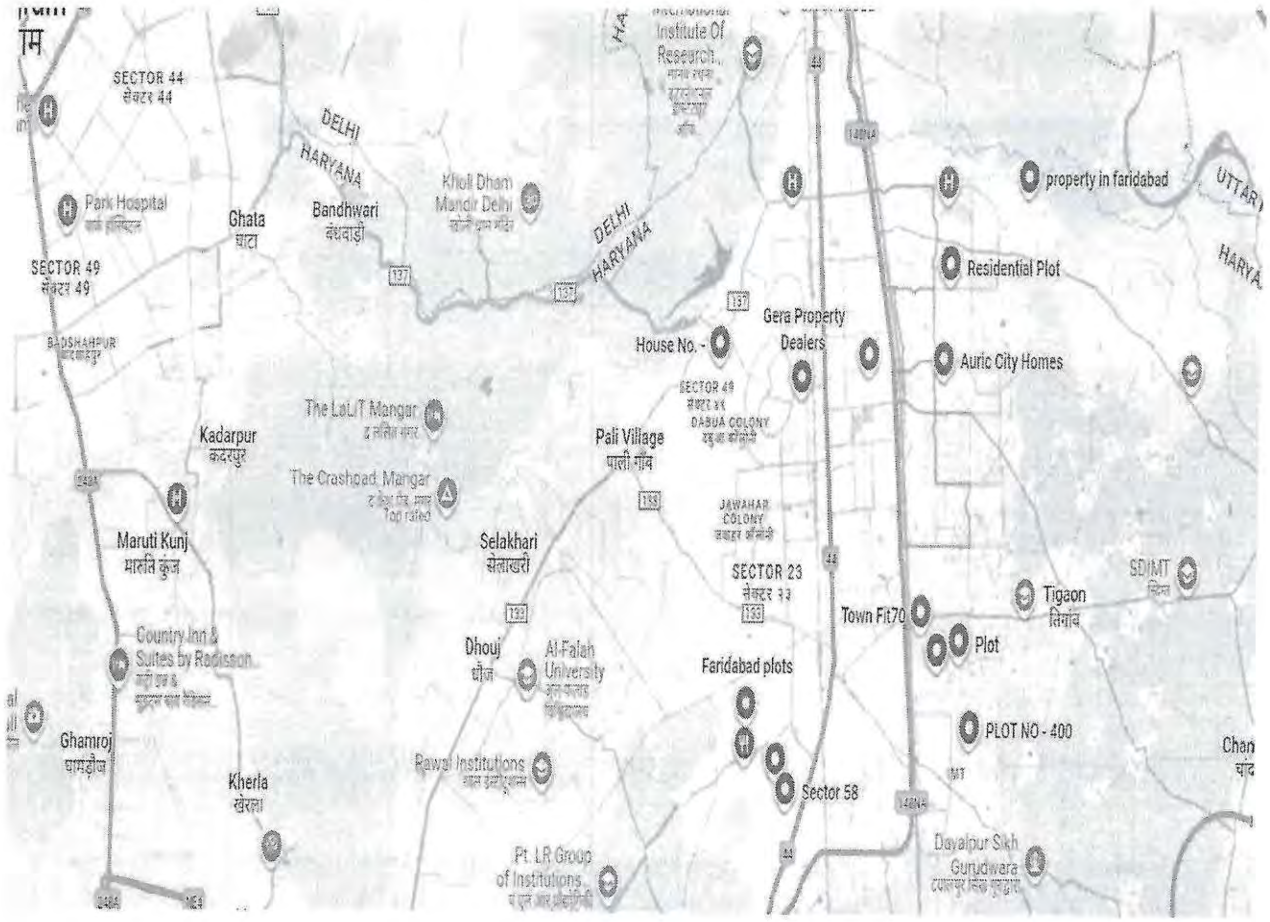
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

** 4. This is only optional. Please put a '(tick)' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.

6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

PLOT NO-148, SECTOR -58 , FARIDABAD, HARYANA, INDIA – 121004



YOGIJI DIGI

never ending improvement

BOARD'S REPORT

Dear Members,

Your directors are pleased to present the 31st Annual Report on the business and operations and Audited Financial Statements of the **YOGIJI DIGI PRIVATE LIMITED** for the financial year ended 31st March 2024.

1. FINANCIAL SUMMARY & HIGHLIGHTS

The Company's financial performance for the year under review along with previous year's figures are given here under:

(Amount in ₹ **Millions**)

Particulars	Financial Performance	
	2023-24	2022-23
Revenue from Operations	3,886.80	2,310.40
Other Income	43.37	99.87
Total Revenue	**3,930.17**	**2,410.27**
Total Expenditure (excluding Depreciation and Finance Cost)	(3,577.07)	(2,234.42)
Profit before interest, depreciation, taxes and exceptional Items	**353.1**	**175.85**
Less: Finance Cost	46.67	35.01
Less: Depreciation	47.88	30.92
Less: Exceptional Items	-	4.16
Profit Before Tax	**258.55**	**105.76**
Less: Current Tax	62.84	24.90
Less: Earlier Years tax	1.87	0.05
Less: Deferred Tax	13.99	1.82
Profit for the Year	**179.85**	**78.99**
Add/Less: Other Comprehensive Income	-	-
Total Comprehensive Income for the Year	**179.85**	**78.99**

2. BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR/STATE OF COMPANY'S AFFAIR

The Company is engaged in the business of manufacturing and trading of Cold Rolling Mills, Metal Coating Lines, Galvanizing & Galvalume Lines, Color Coating Lines, Slitting Lines, Electrostatic Cleaning Lines, Hot Strip Mills, Cut to Length Lines, variable speed drives for DC motors, synchronous motors, induction motors and universal motors, eddy current drives, motor control centres, microprocessor based control systems, digital counters, instrumentation and industrial grade electronic equipment, temperature controllers
electronic potentiometers and other electronic components such as integrated circuits, transistors, video, resistance, capacitors and inductors.

The management of the company is committed to putting forth its best efforts to drive business growth and expansion. With this dedication, we anticipate that the positive momentum will continue in the future, further contributing to the company's development and success.

During the relevant financial year, the Company has earned net profit of **179.85** (INR in Millions).

3. CHANGE IN NATURE OF BUSINESS

There has been no change in the business of the Company during the financial year ended 31st March, 2024.

4. DIVIDEND

During the period under review, your Board of Directors do not recommend any dividend for the FY 2023-24.

5. CAPITAL STRUCTURE

During the period under review, the company's capital structure underwent the following changes:-

Authorised Share Capital:-
Subscribed Share Capital:-

1. The Company has allotted 45,372 (Forty Five Thousand Three Hundred Seventy Two) Equity Shares of INR 100/- each at a premium of Rs. 3867/- per share to the shareholders of Yogi Ji Techno equip Private Limited pursuant to purchase the shares of Yogiji Techno equip Private Limited on 10th February, 2024. The company has taken the requite approval of the shareholders for the said purchase of equity shares of Yogiji Techno equip Private Limited. The said allotment has been made on the fair market value.

2. The Company allotted 378 (Three Hundred Seventy Eight) Equity Shares of INR 100/- each of the company at a premium of Rs. 3867 per share pursuant to conversion of NCCPS on 10th February, 2024. The said allotment has been made on the fair market value.

As at 31 March 2024, the Company has received an amount of INR 21.42 millions towards share application money towards 2,700 equity shares of the Company at a premium of 7834.40. The share application money was received pursuant to an invitation to offer shares and in terms of such invitation, the Company completed the allotment formalities on April 23, 2024.

6. TRANSFER TO GENERAL RESERVE

During the year under review, the Company has transferred INR 179.85 million to the General Reserves from the amount available for appropriation.

7. DETAILS OF FRAUDS REPORTED BY AUDITORS

No Frauds have been reported by the Auditors as per Section 143 sub-section 12 of Companies Act 2013

8. DECLARATION BY AN INDEPENDENT DIRECTOR(S)

Section 149(6) of the Companies Act, 2013 and rules framed there under are not applicable to the Company.

9. BOARD'S COMMENT ON THE AUDITORS' REPORT

The comments given by the Auditors are self-explanatory and do not require any further explanation.

10. DIRECTORS AND KEY MANAGERIAL PERSON

There has been no change in the constitution of Board during the year under review i.e. the structure of the Board remains the same and as follows:

S. No.	Name	DIN	Father's/ Husband Name	Address	Designation
1.	Navneet Singh	00468898	Sh. Ranjodh Singh Gill	House No 20, Sector-21C, Faridabad, Haryana, 121012	Managing Director
2.	Sameer Bansal	00468786	Mr. Dharam Parkash Bansal	House No. 240, Sector-10, Faridabad, Haryana, 121006	Director

However, after the closure of the financial year, Mr. Ashok Kumar Rana and Mr. Satish Kumar Tripathi were appointed as Additional Directors of the Company, effective from May 1, 2024.

11. SUBSIDIARIES, JOINT VENTURE OR ASSOCIATE COMPANY

The Company does not have any joint ventures or associate companies. However, it has one wholly-owned subsidiary, Yogi Ji Technoequip Private Limited, effective from February 10, 2024. The statement containing the silent features of the financial statement of the above subsidiary in Form AOC 1 is enclosed as **"Annexure A"** which forms part of this report.

12. MEETING OF BOARD OF DIRECTORS

The Board of Directors duly met Fourteen (14) times in respect of which meetings proper notices were given and the proceedings were properly recorded.

The details of the directors who attended the meetings are given below:

S. No.	Board Meeting Date	Attended by Mr. Navneet Singh	Attended by Mr. Sameer Bansal
1.	20.04.2023	Yes	Yes
2.	28.04.2023	Yes	Yes
3.	06.06.2023	Yes	Yes
4.	09.06.2023	Yes	Yes
5.	15.06.2023	Yes	Yes
6.	20.06.2023	Yes	Yes
7.	13.07.2023	Yes	Yes
8.	07.08.2023	Yes	Yes
9.	01.09.2023	Yes	Yes
10	09.10.2023	Yes	Yes
11.	28.11.2023	Yes	Yes
12.	09.02.2024	Yes	Yes
13.	10.02.2024	Yes	Yes
14.	06.03.2024	Yes	Yes

13. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Statement giving the details of conservation of energy, technology absorption and foreign exchange earning & outgo in accordance with requirements of Section 134 (3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014, is as follows:

A. Conservation of energy

Conservation of energy is of utmost significance to the Company. The Company has made every effort to ensure optimum use of energy by using energy- efficient equipment.

B. Technology absorption

The Company is continuously making efforts for induction of innovative technologies and techniques required for the business activities.

C. Foreign exchange earnings and Outgo is mentioned as follows:

Particulars	2023-24 (₹Million)	2022-23 (₹Million)
Foreign exchange earnings	1,437.22	1,177.46
Foreign exchange Outgo	447.32	109.01

14. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The Directors draw attention of the members to Notes to the Financial Statement, which sets out related party disclosures.
All transactions entered into between the Company and its related parties during the financial year ended on 31st March 2024 were in the ordinary course of business and on an arm's length basis.
The particular of contract and arrangement with related parties referred to in sub section (1) of section 188 in **AOC-2** is annexed as **Annexure B** and forms part of this report.

15. STATUTORY AUDITORS

M/s. DSRV & Co. LLP, Chartered Accountants were appointed as the Statutory Auditors of the Company for a term of 5 years at the annual general meeting held on 30th September 2019 in terms of provisions of Section 139 and other applicable provisions of the Companies Act, 2013.

The Auditors of the Company M/s DSRV & Co. LLP hold office until the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment until the conclusion of Annual General Meeting of the company to be held in the Year 2029.

16. SECRETARIAL AUDITORS

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Secretarial Audit is not applicable to the company.

17. PARTICULARS OF EMPLOYEES

The Company has Two such employee during the year under review whose particulars are required to be given under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014whose details is given in **"Annexure C"**.

18. CORPORATE SOCIAL RESPONSIBILITY

In accordance with the provisions of Section 135 of the Companies Act, 2013 read Companies (CSR Policy) Rules, 2014 (including any amendments, if any), and as per Schedule-VII, the Company has its CSR Policy.

The details about the policy developed and implemented by the company on corporate social responsibility initiatives taken during the year is annexed as **Annexure D**

19. COMMITTEES OF THE BOARD

A. **Audit Committee**
   Pursuant to the provision of section 177 of companies act, 2013 and rule 6 of companies (Meetings of Board and its Powers) Rules, 2014. Company is not required to constitute an Audit Committee of the Board consisting three Directors as member of the committee.

B. **Nomination & Remuneration Committee and Stakeholders Relationship Committee**
   Pursuant to the provision of section 178(1) of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014. Company is not required to constitute Nomination & Remuneration Committee under Section 178(5) of the Companies Act, 2013.

C. **Vigil Mechanism Committee**

Mr. Navneet Singh was appointed as Vigilance Officer to hear the grievances of the employees with any person in the company and take steps to resolve the issues amicably and report the same to the Company. Although in the financial year 2023-24 there were no complaints received by the said officer.

20. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the period under review, the Company did not grant any loans or guarantees. However, the Company made an investment in Yogi Ji Technoequip Private Limited, acquiring 9,47,127 equity shares of INR 10/- each, amounting to INR 179.99 million.

21. DEPOSITS

The Company has not accepted any deposit during the year ended on 31st March, 2024.

22. LOAN FROM DIRECTOR

During the year under review, the Company has not taken any loan from its directors.

23. NO DEFAULT IN PAYMENT OF INTEREST AND REPAYMENT OF LOAN

The Company has not defaulted in payment of interest and repayment of loan to any of the financial institutions and /or banks during the period under review.

24. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that-

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

b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the loss of the company for that period;

c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

d) the directors had prepared the annual accounts on a going concern basis; and

e) The Company being unlisted, sub clause (e) of section 134(5) of the Companies Act, 2013 pertaining to laying down internal financial controls is not applicable to the Company

f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

25. EXTRACT OF ANNUAL RETURN

The Annual Return available at the Company`s website at https://www.ydgroup.com/. However Pursuant to Ministry's Notification No. G.S.R. 159(E) dated 05.03.2021, extract of annual Return i.e. Form MGT-9 has been omitted in Rule 12 of Companies (Management and Administration) Amendment Rules, 2021.

26. MATERIAL CHANGES AND COMMITMENTS

No significant material changes occurred subsequent to the closure of the financial year of the Company to which the balance sheet relates and the date of the report events, which require disclosure in the accounts.

However, the Company has allotted 81,021 equity shares of Rs. 100/- each at a premium of Rs. 7,834.40 per share, in response to an invitation to offer shares. The allotment formalities were duly completed on April 23, 2024.

27. OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

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

The following is a summary of sexual harassment complaints received and disposed of by your Company during the FY ended March 31, 2024:

Number of complaints received: NIL

Number of complaints disposed of: N.A.

28. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS / COURTS / TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE

No such orders have been passed by any of the regulators/courts/ tribunals impacting the going concern status and company's operation in future.

29. DETAILS OF APPLICATION / ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

Neither any application was made nor any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the financial year.

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

As Company has not done any one-time settlement during the year under review hence no disclosure is required.

31. INTERNAL CONTROL SYSTEM

The company has an adequate internal finance control system according to the size and nature of the business of the Company. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

32. STATEMENT ON RISK MANAGEMENT POLICY OF THE COMPANY

The Company has an internal Enterprise Risk Management (ERM) framework to identify, evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage. The Company has worked towards identification risks and also has mitigation plans for each risk identified.

33. APPOINTMENT OF COST AUDITOR

M/s Niraj Kumar Vishwakarma & Associates, Cost Accountants (Firm Registration No.003450) were appointed as the Cost Auditors of the company to conduct audit of cost records maintained by the company for financial year commencing on 01/04/2023 and ending on 31/03/2024.

34. APPOINTMENT OF INTERNAL AUDITOR

Mrs. Nisha Kapoor, Chartered Accountant was appointed as the Internal Auditor of the company to conduct audit of records maintained by the company for financial year commencing on 01/04/2023 and ending on 31/03/2024.

35. DISCLOSURE UNDER SECRETARIAL STANDARD

Adherence by a Company to the Secretarial Standards is mandatory as per Sub-section (10) of Section 118 of Companies Act, 2013. As per the disclosure requirement of para (9) of Secretarial Standard-1 (SS-1) the Company is in compliance of applicable Secretarial Standards.

36. ACKNOWLEDGEMENTS

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

For and on behalf of the Board
YOGIJI DIGI PRIVATE LIMITED

For YOGIJI DIGI LIMITED

Director

NAVNEET SINGH
Managing Director
DIN: 00468898

For YOGIJI DIGI LIMITED

Director

SAMEER BANSAL
Director
DIN: 00468786

Place: Faridabad
Date: 01/09/2024

YOGIJI DIGI
never ending improvement

Annexure (A)

Form AOC-1

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

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

Subsidiaries

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

Sl. No.	Particulars	Details
1.	Name of the subsidiary	Yogi Ji Technoequip Private Limited,
2.	The date since when subsidiary was acquired	February 10, 2024
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Financial Year ending on 31/03/2024
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	-
5.	Share capital	94.71
6.	Reserves & surplus	780.56
7.	Total assets	6495.03
8.	Total Liabilities	5619.76
9.	Investments	-
10.	Turnover	3034.57
11.	Profit before taxation	-29.69
12.	Provision for taxation/Deferred Tax	-4.00
13.	Profit after taxation	-25.72
14.	Proposed Dividend	-
15.	% of shareholding	100%

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

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

For and on behalf of the Board

YOGIJI DIGI PRIVATE LIMITED

For YOGIJI DIGI LIMITED

Director

NAVNEET SINGH
Managing Director
DIN: 00468898

For YOGIJI DIGI LIMITED

Director

SAMEER BANSAL
Director
DIN: 00468786

Place: Faridabad
Date: 01/09/2024

YOGIJI DIGI

never ending improvement

Annexure (B)

FORM NO. AOC -2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm length transactions under third proviso thereto.

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

S. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	N.A.
b)	Nature of contracts/arrangements/transaction	N.A.
c)	Duration of the contracts/arrangements/transaction	N.A.
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A.
e)	Justification for entering into such contracts or arrangements or transactions'	N.A.
f)	Date of approval by the Board	N.A.
g)	Amount paid as advances, if any	N.A.
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	N.A.

2. **Details of contracts or arrangements or transactions at Arm's length basis:**

S. No.	Name (s) of the related party & nature of relationship	Nature of contracts/arrangements/transaction	Duration of the contracts /arrangemens / transaction	Amount (in Millions)	Date of approval by the Board	Amount paid as advances, if any
1	Aseem Gill	Salary	2023-24	3.15	-	-
2.	Manisha Gill	Salary	2023-24	2.23	-	-
3.	Neeru Bansal	Salary	2023-24	2.23	-	-
4.	Amod Triphati	Salary	2023-24	0.44	-	-
5.	R.S. Gill	Professional	2023-24	1.30	-	-

For and on behalf of the Board
YOGIJI DIGI PRIVATE LIMITED

For YOGIJI DIGI LIMITED

NAVNEET SINGH
Managing Director Director
DIN: 00468898

For YOGIJI DIGI LIMITED

SAMEER BANSAL
Director Director
DIN: 00468786

Place: Faridabad
Date: 01/09/2024

YOGIJI DIGI
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Annexure- (C)

PARTICULARS OF EMLOYEES PURSUANT TO RULE 5(2) AND (3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES 2014 AND FORMING PART OF DIRECTORS' REPORT FOR THE YEAR ENDED 31ST MARCH, 2024

Name of Employee & Designation	Remuneration received (INR in Millions)	Nature of employment	Qualification	Date Appointment	Age	% of shares held in the company
Mr. Navneet Singh (Managing Director)	42.13/-	Managing Director	Graduate	27/09/1993	52	34.20%
Mr. Sameer Bansal	41.69/-	Director	Graduate	21/01/1995	53	30.40%

NOTE:

1. **Whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager: NA**
2. **The last employment before joining the company: NA**

For and on behalf of the Board
YOGIJI DIGI PRIVATE LIMITED

For YOGIJI DIGI LIMITED

NAVNEET SINGH
Managing Director
DIN: 00468898
Director

For YOGIJI DIGI LIMITED

SAMEER BANSAL
Director
DIN: 00468786
Director

Place: Faridabad
Date: 01/09/2024

YOGIJI DIGI
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Annexure- D

to Board's Report

Annual Report on CSR Activities for FY 2023-24

1. **Brief outline on CSR Policy of the Company:**

The Company believes that the true spirit of Corporate Social Responsibility goes beyond compliance rather it is one's engagement and commitment towards taking actions that further social good, beyond one's self interest and that which is required by the law. CSR is an exercise which aims at letting the Company embrace responsibility for its actions and encourages a positive impact through its activities on various stakeholders and the environment.

The objectives of the policy are to:

(i) The policy outlines the company's philosophy and responsibility as a corporate citizen of India. It lays down the guidelines and mechanism for undertaking CSR activities.
(ii) To directly/indirectly undertake projects/programs which focus to give back to the society and to create and promote sustainable development environment.
(iii) To maintain our quality accreditations.

The projects undertaken align with the broad framework of Schedule VII of the Companies Act, 2013. The detailed CSR policy is available on the company's website https://www.ydgroup.com/

2. **Composition of CSR Committee:**

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Navneet Singh	Managing Director	1	1
2	Mr. Sameer Bansal	Director	1	1

3. **Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the Company** https://www.ydgroup.com/wp-content/uploads/2024/03/3.-CSR.pdf

4. **Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable:** Not Applicable

5. **Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any :**

FY 2022-23:- Excess Rs. 0.22 Million available for set off in succeeding Financial Years

FY 2023-24:- Set off during the financial year Rs. 0.22 Million

6. **Average net profit of the Company as per section 135(5):** Rs. 62.44 Million

7. **CSR obligation for the financial year**

Sl. No.	Particulars	Amount (in ₹ Million)
a)	Two percent of average net profit of the Company as per section 135(5)	1.25
b)	Surplus arising out of the CSR projects or programs or activities of the previous financial years	-
c)	Amount required to be set off for the financial year, if any	0.22
d)	**Total CSR obligation for the financial year (a+b-c)**	**1.03**

8. **(a) CSR amount spent or unspent for the financial year:**

Total Amount Spent for the Financial Year (Rs. In Million)	Amount Unspent (in Rs. Million)			
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)	
	Amount	Date of Transfer	Amount	Date of Transfer
0.70	0	N.A.	0	N.A.

In accordance with the provisions of Section 135 of the Companies Act, 2013, the Company was required to spend INR 1.25 millions (previous year INR 0.99 millions) on prescribed CSR activities. The Company has spent INR 0.70 millions (previous year INR 1.21 millions) on CSR activities. The shortfall of INR 0.33 millions for the FY 2023-24 has not been spent as of March 31, 2024, due to ongoing identification of suitable CSR projects that align with the Company's CSR policy and goals. The Company is in the process of evaluating various initiatives to ensure that the funds are utilized effectively for impactful CSR activities. However, pursuant to the second proviso to Section 135(5) of the Companies Act, 2013, the Company will deposit the unspent amount in the PM CARES Fund before September 30, 2024."

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)
S. No.	Name of the Project .	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.	Project duration.	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.)	Amount transferred to Unspent CSR Account for the project as per section 135(6) (in Rs.).	Mode of Implementation - Direct	Mode of Implementation – Through Implementing Agency
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
S. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/ No).	Location of the project.		Amount spent for the project (in Rs. In Million).	Mode of implementation - Direct (Yes/ No).	Mode of implementation - Through implementing agency.	
				State	District			Name	CSR Registration No.
1.	Hostels for women and orphans	Setting up homes and hostels for women.	Yes	Haryana	Faridabad	0.10	No	Sarswati Vedic Sanstha	CSR00027120
2.	Bharat Vikas Parishad Social Welfare Trust	promoting health care including preventive health care	Yes	Haryana	Faridabad	0.50	No	Bharat Vikas Parishad Social Welfare Trust	CSR00001000
3.	Globally Integrated Foundation For Thalassaemia	promoting health care including preventive health care	Yes	Haryana	Faridabad	0.10	No	Globally Integrated Foundation	CSR00030794

(d) **Amount spent in Administrative overheads:** NIL

(e) **Amount spent on Impact Assessment, if applicable:** Not Applicable

(f) **Total amount spent for the Financial Year (8b+8c+8d+8e):** Rs. 0.70 Million

(g) Excess amount for set off, if any:

Sl. No.	Particulars	Amount (in ₹ Millions)
(i)	Two percent of average net profit of the Company as per section 135(5)	1.25
(ii)	Amount available for set off	0.22
(ii)	Total amount spent for the Financial Year	0.70
(iii)	Excess amount spent for the financial year [(iii)+(ii)-(i)]	0
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	0
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0

9. **(a) Details of Unspent CSR amount for the preceding three financial years:**

Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135(6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (in Rs.)
				Name of the Fund	Amount (in Rs.)	Date of transfer	
Not Applicable							

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial year in which the project was commenced	Project Duration	Total Amount allocated for the Project (in Rs.)	Amount spent on the project in the reporting financial year (in Rs.)	Cumulative amount spent at the end of reporting financial year (in Rs.)	Status of the project Complete / Ongoing
NIL								

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: Not applicable

11. Specify the reason(s), if the company has failed to spend two percent Not applicable of the average net profit as per section 135(5): due to ongoing identification of suitable CSR projects that align with the Company's CSR policy and goals. The Company is in the process of evaluating various initiatives to ensure that the funds are utilized effectively for impactful CSR activities. However, pursuant to the second proviso to Section 135(5) of the Companies Act, 2013, the Company will deposit the unspent amount in the PM CARES Fund before September 30, 2024."

For and on behalf of the Board
YOGIJI DIGI PRIVATE LIMITED

For YOGIJI DIGI LIMITED

NAVNEET SINGH
Managing Director
DIN: 00468898
Director

For YOGIJI DIGI LIMITED

SAMEER BANSAL
Director
DIN: 00468786
Director

Place: Faridabad
Date: 01/09/2024

To the Members of

YOGIJI DIGI PRIVATE LIMITED

Report on the Audit of Financial Statements Opinion

We have audited the financial statements of YOGIJI DIGI PRIVATE LIMITED ("the Company"), which comprise the balance sheet as at 31st March 2024, and the statement of Profit and Loss, and statement of cash flows 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 financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, and its financial performance, and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significant in our audit of the Financial Statements of the current period. These matters were addressed in the context of our audit of the financial statement as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In the audit of the current period, we have not observed any key audit matters required to be reported separately.

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

Information other than the Financial Statements and Auditors' Report thereon

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

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

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, we conclude that there is a no material misstatement of other information which we are required to report that fact. Hence, we have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance 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 financial statements that give a true and fair view of the financial position, financial performance, and cash flows 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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors 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 the Board of Directors 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.

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

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 scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

-Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.

-Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

-Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

-Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

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 Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

(1) 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.

(2) 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.

(3) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
(4) 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.

(5) On the basis of the written representations received from the directors as on 31st March, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164(2) of the Act.

(6) with respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure B" and.

(7) 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, 2020, in our opinion and to the best of our information and according to the explanations given to us:

(a) The Company does not have pending litigations, which would impact its financial position.

(b) The Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

(c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(d) (i) 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

DSRV AND CO. LLP * Chartered Accountants * FARIDABAD 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;

(ii) 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 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

(iii) 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) contain any material mis-statement.

(e) The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.

(8) Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility, however the same has not operated throughout the year for all relevant transactions recorded in the respective software but only from 9th April 2023 to 31st March 2024.

Further, from 9th April 2023 to 31st March 2024 where audit trail (edit log) facility was enabled, we did not come across any instance of the audit trail feature being tampered with during the course of our audit.

(9) 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 D S R V & CO LLP
CHARTERED ACCOUNTANTS
FRN 006993N/N500073

DSRV AND CO. LLP Chartered Accountants FARIDABAD

DINESH KUMAR AGRAWAL
PARTNER
M. NO. 85714
DATE: 01.09.2024
UDIN: 24085714BKFADX4217

Annexure A to the Independent Auditor's Report of even date to the Members of **YOGIJI DIGI PRIVATE LIMITED**, on the Financial Statements for the year ended 31st March 2024

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of Intangible Assets.

(b) The major Property, Plant and Equipment of the company have been physically verified by the management at reasonable intervals during the year and no material discrepancies were noticed on such verification.

(c) According to the information and explanation given to us, the title deeds of the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the company.

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

(e) According to the information and explanation given to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder during the year.

(ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year, in our opinion, the coverage and procedure of such verification by the management is appropriate. As informed to us, any discrepancies of 10% or more in the aggregate for each class of inventory were not noticed on such verification.

(b) The company has been sanctioned working capital limits in excess of five crore rupees in aggregate, from banks/financial institutions on the basis of security of current assets; quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company;

(iii) During the year the company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties, Hence this clause is not applicable

(iv) According to the information and explanation given to us, the company has complied with requirements of section 185 and 186 in respect of loans, investments, guarantees or security made by it during the year under audit;

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits under the directives of the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, where applicable. Accordingly, the provisions of clause 3(v) of the Order are not applicable. In our opinion, the Company has complied with the directives issued by the Reserve Bank of India, the provisions of Sections 73 to 76 and other relevant provisions of

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Chartered Accountants
FARIDABAD

(xi) (a) According to the information and explanation given to us, no fraud by the company or on the company has not been noticed or reported during the year;

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;

(c) According to the information and explanation given to us, no whistle-blower complaints, received during the year by the company;

(xii) Company is not a Nidhi company, accordingly provisions of the Clause 3(xii) of the Order is not applicable to the company;

(xiii) According to the information and explanations given to us, we are of the opinion that all transactions with related parties are in compliance with Section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the Accounting Standards and the Companies Act, 2013.

(xiv) According to the information and explanations given to us, the company has internal audit system and has appointed Internal Auditor.

(xv) According to the information and explanations given to us, we are of the opinion that the company has not entered into any non-cash transactions with directors or persons connected with him and accordingly, the provisions of clause 3(xv) of the Order is not applicable.

(xvi) (a) The company is a Non-Banking Financial Company as registered under section 45-IA of the Reserve Bank of India Act, 1934 1934, accordingly the provisions of sub-clause (b) of clause 3(xvi) of the Order is not applicable;
(b) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, accordingly the provisions of sub-clause (c) and (d) of clause 3(xvi) of the Order are not applicable;

(xvii) According to the information and explanations given to us and based on the audit procedures conducted we are of opinion that the company has not incurred any cash losses in the financial year and the immediately preceding financial year;

(xviii) There has been no resignation of the statutory auditors during the year and accordingly, the provisions of clause 3(xviii) of the Order is not applicable;

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that company is incapable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling

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the Act and the, Companies (Acceptance of Deposits) Rules, 2014 (as amended) as applicable, with regard to the deposits accepted or amounts which are deemed to be deposits. According to the information and explanations given to us, no order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal, in this regard.

(vi) To the best of our knowledge and belief, the company is maintaining cost records as prescribed by the Central Government under sub-section (1) of Section 148 of the Act, in respect of Company's products/ services.

(vii) (a) The Company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

(b) There are no dues in respect of Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues that have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the information and explanation given to us, company has no transactions, not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961);

(ix) (a) In our opinion, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year;
(b) Company is not declared wilful defaulter by any bank or financial institution or other lender;
(c) According to the information and explanation given to us, term loans were applied for the purpose for which the loans were obtained;
(d) According to the information and explanation given to us, funds raised on short term basis have not been utilised for long term purposes;
(e) According to the information and explanation given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures;
(f) According to the information and explanation given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies;

(x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year;

(b) Based upon the audit procedures performed and the information and explanation given to us, the Company has made the preferential allotment or private placement of shares during the year under review and complied with the provision of the Companies Act, and rules made there under.

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FARIDABAD

due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

(xx) a) The Company has not transferred amount to fund specified in Schedule VII as the Expenses toward CSR has been spent.
b) There is no unspent amount under sec section (5) of section 135 of Companies Act pursuant to any ongoing project.

(xxi) The reporting under clause (xxi) is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For D S R V & CO LLP
CHARTERED ACCOUNTANTS
FRN 006993N/N500073

DINESH KUMAR AGRAWAL
PARTNER
M. NO. 85714
DATE: 01.09.2024
UDIN: 24085714BKFADX4217

Annexure - B to the Auditors' Report

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 YOGIJI DIGI PRIVATE LIMITED. ("the Company") as of 31 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, 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 and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

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Chartered Accountants
FARIDABAD

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2024.

For D S R V & CO LLP
CHARTERED ACCOUNTANTS
FRN 006993N/N500073

DSRV AND CO LLP
Chartered Accountants
FARIDABAD

DINESH KUMAR AGRAWAL
PARTNER
M. NO. 85714
DATE: 01.09.2024
UDIN: 24085714BKFADX4217

YOGIJI DIGI PRIVATE LIMITED
(Formerly known as Digi Drives Private Limited)
Standalone Balance Sheet as at MARCH 31, 2024
(Amount in INR Millions, unless otherwise stated)

PARTICULARS	NOTES	As at March 31, 2024	As at March 31, 2023
EQUITY AND LIABILITIES			
A) SHAREHOLDERS FUNDS			
Equity Share Capital	3	18.91	14.33
Preference Share	3	-	1.50
Reserve & Surplus	4	806.99	450.23
		825.90	466.06
Share Application Money Pending for allotment	3.a	21.42	-
B) NON-CURRENT LIABILITIES			
Long term Borrowings	5	223.87	205.08
Deferred Tax Liabilities (NET)	6	23.43	9.44
Other Long Term Liabilities	7	220.55	319.50
Long Term Provisions	8	12.17	8.33
		480.02	542.35
C) CURRENT LIABILITIES			
Short term Borrowing	9	250.09	210.70
Trade Payables	10		
(i) total outstanding dues of micro enterprises and small enterprises		211.20	59.54
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		381.50	231.22
Other Current Liabilities	11	803.58	913.82
Short Term Provisions	12	0.28	0.20
		1,646.65	1,415.48
		2,973.99	2,423.89
ASSETS			
D) NON-CURRENT ASSETS			
Property Plant & Equipment			
(i) Tangible Assets	13.a	510.50	371.67
(ii) Intangible Assets	13.b	7.76	7.23
(iii) Capital work in progress	13.c	144.09	95.73
Non-current Investments	14	179.99	-
Other Non Current Assets	15	26.30	14.62
		868.64	489.25
E) CURRENT ASSETS			
Inventories	16	1,160.10	1,075.04
Trade Receivables	17	456.26	345.68
Cash & Cash Equivalents	18	57.48	29.35
Short Term Loans & Advances	19	372.01	370.07
Other Current Assets	20	59.50	114.50
		2,105.35	1,934.64
		2,973.99	2,423.89

Summary of significant accounting policies — 2
The notes referred to above form an integral part of the financial statement.

In terms of our report of even date
For D S R V & Co LLP (Reg No AAL-5358)
CHARTERED ACCOUNTANTS
FRN 006993N/N500073

DSRV AND CO. LLP Chartered Accountants FARIDABAD

DINESH KUMAR AGRAWAL
Partner
M.NO. 85714
Place: Faridabad
Dated: September 1, 2024
UDIN- 24085714BKFADX4217

For and on behalf of the Board of Directors of YOGIJI DIGI PRIVATE LIMITED

NAVNEET SINGH
Managing Director
DIN 00468898
ADD: H. No. 20, Sector-21C, Sector-21D, Faridabad Haryana 121012

SAMEER BANSAL
Director
DIN 00468786
ADD: H. No. 26, Sector-10, DLF-10, Faridabad Haryana 121006

YOGIJI DIGI (P) LTD. FARIDABAD

YOGIJI DIGI PRIVATE LIMITED
(Formerly known as Digi Drives Private Limited)
Statement of Profit & Loss for the year ended March 31, 2024
(Amount in INR Millions, unless otherwise stated)

PARTICULARS	NOTES	For the year ended March 31, 2024	For the year ended March 31, 2023
- Revenue From Operations	21	3,886.80	2,310.40
- Other Income	22	43.37	99.87
		3,930.17	2,410.27
Expenses			
-Cost of Material Consumed	23	2,811.34	1,822.40
-Changes in Inventory of Finished Goods & Work in Progress & Stock in Trade	24	45.80	-170.68
-Employee Benefit Expenses	25	304.35	244.21
-Finance Costs	26	46.67	35.01
-Depreciation & Amortisation Expenses	27	47.88	30.92
-Other Expenses	28	415.58	338.49
Total Expenses		3,671.62	2,300.35
Profit before exceptional, extraordinary items and tax		258.55	109.92
Less			
-Exceptional Items	29	-	4.16
Profit before tax		258.55	105.76
Current Tax		62.84	24.90
Earlier Years tax		1.87	0.05
Deferred Tax	6	13.99	1.82
Profit/ (Loss) for the period		179.85	78.99
Earning Per Equity Share			
Basic		1201.56	551.23
Diluted		1201.56	551.23

Summary of significant accounting policies — 2

The notes referred to above form an integral part of the financial statement.

In terms of our report of even date
For D S R V & Co LLP (Reg No AAJ-5358)
CHARTERED ACCOUNTANTS
FRN 006993N/N500073

DSRV AND CO. LLP * Chartered Accountants * FARIDABAD

DINESH KUMAR AGRAWAL
Partner
M.NO. 85714
Place: Faridabad
Dated: September 1, 2024
UDIN- 24085714BKFADX4217

For and on behalf of the Board of Directors of
YOGIJI DIGI PRIVATE LIMITED

NAVNEET SINGH
Managing Director
DIN 00468898
ADD: H. No. 20, Sector-21C, Sector-21D, Faridabad Haryana-121012

SAMEER BANSAL
Director
DIN 00468786
ADD: H. No. 26, Sector-10, DLF-10, Faridabad Haryana 121006

YOGIJI DIGI (P) LTD. * FARIDABAD *

YOGIJI DIGI PRIVATE LIMITED

(Formerly known as Digi Drives Private Limited)

Cash Flow Statement for the year ended March 31, 2024

(Amount in INR Millions, unless otherwise stated)

	Year ended March 31, 2024	Year ended March 31, 2023
Cash flow from operating activities		
Net profit/(loss) before tax	258.55	109.92
Profit/(loss) from exceptional items	-	(4.16)
Adjustments for:		
Depreciation and amortization from continuing operations	47.88	30.92
Interest on bank deposits	(3.13)	(3.14)
(Profit)/loss on sale of fixed assets	(0.88)	-
Balance written back	-	(70.03)
Bank interest	13.39	11.16
Interest On Term Loan	23.52	16.19
	80.78	(14.90)
Operating profit before working capital changes	**339.33**	**90.86**
Movement in assets and liabilities, net		
Adjustments for increase/(decrease) in operating liabilities:		
Other Long term liabilities	(98.95)	108.52
Long Term Provisions	3.84	1.80
Trade payables	301.94	(635.24)
Other current liabilities	(148.18)	845.93
Short Term Provisions	0.08	0.20
Adjustments for (increase)/decrease in operating assets:		
Other Non Current Assets	0.74	(12.87)
Inventories	(85.06)	(119.93)
Trade receivables	(110.58)	(84.98)
Short Term Loans & Advances	(1.94)	(170.95)
Other Current Assets	57.53	(39.86)
	(80.58)	(107.38)
Cash generated from/(used in) operating activities	**258.75**	**(16.52)**
Less: taxes paid	(29.30)	(11.02)
Net cash generated from operating activities	**229.45**	**(27.54)**
Cash flow from investing activities		
Investment in subsidiary	(179.99)	-
Investment in fixed deposits	(18.65)	(8.10)
Capital expenditure on capital work in progress	-	-
Capital expenditure on property, plant and equipment	(188.39)	(185.06)
Proceeds from sale of property, plant and equipment	2.03	14.47
Capital work in progress	(48.36)	31.24
Interest received	3.13	3.14
Net cash (used in) investing activities	**(430.23)**	**(144.31)**

Continued to next page

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI (P) LTD. FARIDABAD

YOGIJI DIGI PRIVATE LIMITED
(Formerly known as Digi Drives Private Limited)
Cash Flow Statement for the year ended March 31, 2024
(Amount in INR Millions, unless otherwise stated)

Continued form previous page

	Year ended March 31, 2024	Year ended March 31, 2023
Cash flow from financing activities		
Proceeds from issue of equity share capital	4.58	-
Conversion of preference share capital	(1.50)	-
Security premium received	176.91	-
Share Application Money Pending for allotment	21.42	-
Long term Borrowings	18.79	59.42
Short term Borrowing	39.39	61.56
Finance cost	(36.91)	(27.35)
Net cash generated/(used in) from financing activities	222.68	93.63
Net increase / (decrease) in cash and cash equivalents	21.90	(78.22)
Cash and cash equivalents		
-Beginning of the year	3.84	82.06
-End of the year (A)	25.74	3.84

Summary of significant accounting policies (refer note 2)

i. The notes referred above form an integral part of the financial statements.
ii. The cash flow statement has been prepared under the indirect method as set out in AS 3 Cash Flow Statements.

In terms of our report of even date
For D S R V & Co LLP (Reg No AAJ-5358)
CHARTERED ACCOUNTANTS
FRN 006993N/N500073

DSRV AND CO. LLP Chartered Accountants FARIDABAD

DINESH KUMAR AGRAWAL
Partner
M.NO. 85714
Place: Faridabad
Dated: September 1, 2024
UDIN- 24085714BKFADX4217

For and on behalf of the Board of Directors of
YOGIJI DIGI PRIVATE LIMITED

NAVNEET SINGH
Managing Director
DIN 00468898
ADD: H. No. 20,
Sector-21C, Sector-21D,
Faridabad Haryana
121012

SAMEER BANSAL
Director
DIN 00468786
ADD: H. No. 26,
Sector-10, DLF-10,
Faridabad Haryana
121006

YOGIJI DIGI (P) LTD. FARIDABAD

YOGIJI DIGI PRIVATE LIMITED
(Formerly known as Digi Drives Private Limited)
Notes to the Financial Statements for the year ended March 31, 2024
(Amount in INR Millions, unless otherwise stated)

1 Corporate Information

YOGIJI DIGI PVT LTD is a Private Company in India and incorporated under the provisions of the Companies Act, 1956. It was incorporated on 27.09.1993. At present the registered office of the Company is Plot No 148 Sector 58, Faridabad.

2 Significant Accounting Policies

i) *Basis of accounting and preparation of financial statements*

The financial statements of the company have been prepared in accordance with the Generally Accepted Accounting Principal in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standard) Rules 2006 (as amended) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on actual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

ii) *Use of Estimates*

The preparation of financial statements is in conformity with Indian GAAP requires the Management to make estimate and assumptions considered in the reported amount of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the difference between the actual results and the estimates are recognized in the periods in which the results are known/materialize.

iii) *Inventories*

Raw materials & Finished Goods purchased are valued at cost excluding Taxes paid for which refund is claimed using FIFO method while work in progress has been valued at Cost. Inventories at the end of the year are as per physical verification conducted by the management.

iv) *Cash and cash equivalents*

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short term, highly liquid investment that are readily convertible into known amount of cash and which are subject to insignificant risk of changes in value.

v) *Depreciation and amortization*

Depreciation on fixed assets for the year has been provided on Straight Line Method at the rate and manner specified in schedule II of the Companies Act, 2013 on pro rata basis.

vi) *Revenue Recognition*

Revenue is recognized only when it can be reliably measured and it is reasonable to expect ultimate collection. Sales and purchases are accounted for exclusive of excise duty and Local sales tax. The sales and purchase value are net of discount and returns. Export sales have been accounted for on the basis of amount received in Indian rupees.

vii) *Other Income*

Interest income is accounted on accrual basis.

viii) *Tangible Fixed Assets*

Fixed Assets are carried at cost less accumulated depreciation and impairment loss, if any. The cost of fixed assets includes cost of purchase and other incidental cost of purchase and other incidental expenses incurred upto the date the asset is ready for its intended use. Subsequent expenditure relating to fixed assets is capitalized only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

Fixed Assets acquired in full or part exchange for another assets are recorded at the fair market value or the net market value of the assets given up, adjusted or any balancing cash consideration. Fair market value is determined either for the assets acquired or assets given up, whichever is more clearly evident. Fixed assets retired from active use and held for sale are stated at the lower of their net book value and net realizable value, and are disclosed separately in the Balance Sheet.

ix) *Intangible Assets*

Intangible assets are carried at cost less accumulated amortization and impairment losses, if any. The cost of an intangible asset comprises its purchase price, including any import assets and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Subsequent expenditure on an intangible asset after its purchase / completion is recognized as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributed to the assets reliably, in which case such expenditure is added to the cost of the assets.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI (P) LTD. FARIDABAD

x) *Foreign currency transactions*

Foreign Exchange difference has been accounted for in the Profit & Loss Account for the year.

xi) *Investments*

Long-term investments are carried individually at cost less provision for diminution, other than temporary, in the value of such investment. Current investment is carried individually, at the lower of cost and fair value. Cost of investments includes acquisition charges such as brokerage, fees and duties.

xii) *Employee benefits*

The Company has calculated the liability of Gratuity on the basis of Actuarial Valuation as required by AS- XV as on the date of Balance Sheet.

xiii) *Borrowing Costs*

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to profit & loss account.

xiv) *Segment reporting*

The Group identifies primary segment based on the dominant source, nature of risks and returns and the internal organization and management structure are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.

xv) *Leases*

The company has entered into Lease Transactions which are reported as liability due in one year and in next 5 years.

xvi) *Earning Per Share*

Basic Earnings per share is computed by dividing profit/ (loss) for the year by the weighted average number of equities share outstanding during the year.

xvii) *Taxes on Income*

The current charge for income taxes is calculated in accordance with the relevant tax regulations. Deferred tax assets and liabilities are recognized for the future tax consequences arising due to timing difference between the profits calculated for income taxes and the profit as per the financial statements.

xviii) *Impairment of assets*

The carrying value of assets/ cash generating units at each balance Sheet date is reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognized, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flow to their present value based on an appropriate discount factor. When there is indication than impairment loss recognized for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognized in the Statement of Profit & Loss, expect in case of revaluated assets.

xix) *Provisions, Contingent Liabilities and Contingent Assets*

Provisions involving substantial degree of estimation in measurement are recognized when there is present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

xx) During the F.Y. 2023-24, there were certain cases of delayed payment to the vendors registered under MSME Act. The company has neither paid nor provided interest on delayed payment in the books of accounts as vendors have waived their right of interest on delayed payment. They have also assured the company that in future also they will not demand any interest on these delayed payments. Further, as on 31.03.2024 there are certain vendors registered under MSME Act whose payments was due as on 31.03.2024 but could not be paid. When the company made payment after 31.03.2024 to them, they have also waived their right of claiming interest. hence, no provision of interest has been made as on 31.03.2024.

xxi) Previous year figures have been regrouped or rearranged wherever necessary to confirm to the current year Presentation. All figures have been shown in Millions.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI (P) LTD. FARIDABAD

YOGIJI DIGI PRIVATE LIMITED
(Formerly known as Digi Drives Private Limited)
Notes to the Financial Statements for the year ended March 31, 2024
(Amount in INR Millions, unless otherwise stated)

3 Equity share capital

a) The Company has two class of shares i.e. Equity Shares and 0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS), having a par value of Rs.100 per share.

	March 31, 2024		March 31, 2023	
	Numbers	Amount	Numbers	Amount
Authorised shares				
Equity shares of INR 100 each (Previous year INR 100)	500,000	50.00	500,000	50.00
0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of INR 100 each (Previous year INR 100)	25,000	2.50	25,000	2.50
Issued, subscribed and fully paid up shares				
Equity shares of INR 100 each (Previous year INR 100)	189,050	18.91	143,300	14.33
0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of INR 100 each (Previous year INR 100)	-	-	15,000	1.50
	189,050	18.91	158,300	15.83

b) Reconciliation of shares outstanding as at the beginning and at the end of the reporting year

Equity Shares

Particulars	March 31, 2024		March 31, 2023	
	Numbers	Amount	Numbers	Amount
At the beginning of the year	143,300	14.33	143,300	14.33
Issued during the year	45,750	4.58	-	-
Outstanding at the end of the year	189,050	18.91	143,300	14.33

NCCPS

Particulars	March 31, 2024		March 31, 2023	
	Numbers	Amount	Numbers	Amount
At the beginning of the year	15,000	1.50	15,000	1.50
Issued during the year	-	-	-	-
Shares converted during the year*	15,000	1.50	-	-
Outstanding at the end of the year	-	-	15,000	1.50

*During the current financial year, pursuant to the resolution passed by the Board of Directors of the Company at its meeting held on February 10, 2024, the 15,000 0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of Rs.100 each were converted into 378 equity shares of Rs.100 each at a premium of Rs.3,867 in accordance with terms specified in the Memorandum of issue of preference shares.

c) Terms/rights attached to equity share and NCCPS

Voting
Each holder of shares is entitled to one vote per share held.

Dividends
The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in ensuing Annual General Meeting except in the case where interim dividend is distributed. The Company has not distributed any dividend in the current year and previous year.

Liquidation
In the event of liquidation of the Company, the holders of equity shares shall be entitled to receive all of the remaining assets of the Company, after distribution of all preferential amounts, if any. Such distribution amounts will be in proportion to the number of equity shares held by the shareholders.

d) The Company does not have any holding Company..

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(Amount in INR Millions, unless otherwise stated)

e) Details of shareholders holding more than 5% shares in the Company

Equity Shares

Name of share holder	March 31, 2024		March 31, 2023	
	Numbers	% held	Numbers	% held
Navneet Singh	64,661	34.20	64,461	44.98
Samir Bansal	57,480	30.40	57,302	39.99
Ashok Kumar Rana	22,686	12.00	-	-
Satish Kumar Tripathi	22,686	12.00	-	-

NCCPS

Name of share holder	March 31, 2024		March 31, 2023	
	Numbers	% held	Numbers	% held
Navneet Singh	-	-	7,950	53.00
Samir Bansal	-	-	7,050	47.00

f) No class of shares have been issued as bonus shares and shares issued for consideration other than cash during the period of five years immediately preceding the reporting date except below:

During the financial year 2023-24, the Company alloted 45,372 (Forty five thousand three hundred seventy two Only) Equity Shares of INR 100 each to the shareholders of Yogi Ji Technoequip Private Limited pursuant to purchase the shares of Yogiji Technoequip Private Limited. The company has taken the requisite approval of the share holders for the said purchase of equity shares of Yogiji Technoequip Private Limited. The said allotment has been made on the fair market value.

Further, the Company alloted 378 (three hundred seventy eight Only) Equity Shares of INR 100 each pursuant to conversion of NCCPS. The said allotment has been made on the fair market value.

3.a As at 31 March 2024, the Company has received an amount of INR 21.42 millions towards share application money towards 2,700 equity shares of the Company at a premium of 7834.40. The share application money was received pursuant to an invitation to offer shares and in terms of such invitation, the Company completed the allotment formalities on April 23, 2024. The Company has sufficient authorised capital to cover the allotment of these shares. Pending allotment of shares, the amounts are maintained in a designated bank account and has not been used by the company before allotment of shares.

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4 Reserve and Surplus

	March 31, 2024	March 31, 2023
	Amount	Amount
a. Securities premium account		
Opening Balance	109.32	109.32
Add: Securities premium on conversion of preference shares into equity shares	1.46	-
Add: Securities premium on fresh issue of equity shares other than cash	175.45	-
Closing Balance (A)	286.23	109.32
b. Capital reserve		
Opening Balance	5.00	5.00
Closing Balance (B)	5.00	5.00
c. General reserve		
Opening Balance	335.91	256.92
Add: profit for the year	179.85	78.99
Closing Balance (C)	515.76	335.91
Total other equity (A+B+C)	806.99	450.23

5 Long-term Borrowings

	Non-current portion		Current maturities	
	March 31, 2024	March 31, 2023	March 31, 2024	March 31, 2023
	Amount	Amount	Amount	Amount
Term loans (secured)				
-Car loan from banks (refer footnote 1)	72.85	55.60	24.50	10.71
-Other term loan from banks (refer footnote 2)	23.83	63.12	13.76	15.50
-from financial institutions (refer footnote 3)	127.19	86.33	30.43	13.87
Term loans (unsecured)				
-from related party	-	0.03	-	-
The above amount includes				
Amount disclosed under the head "Other current liabilities" (refer note 9)	-	-	(68.69)	(40.08)
	223.87	205.08	-	-

Footnote-1
The Company has availed car loan facility from Axis bank, HDFC Bank and ICICI Bank and the same is secured against first and exclusive charge by the way of hypothecation on vehicle and personal guarantee of directors.

Footnote-2
The Company has availed GECL loan term loan facility from State bank of India, Axis Bank and Punjab National Bank. The same are repayable in equal monthly instalments (inclusive of interest) and are secured by personal guarantee of the directors.

Footnote-3
The Company has availed term loan facility from Aditya Birla Finance Limited, Cholamandalam Investment & Finance Company Limited and SIDBI. The same are repayable in equal monthly instalment (inclusive of interest) and are secured by the assets financed by the lenders including personal guarantee of the directors.

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(Amount in INR Millions, unless otherwise stated)

6 Deferred Tax Liabilities (net)

In accordance with Accounting Standard 22 on 'Accounting for Taxes on Income' increase in the net Deferred Tax Liability of INR 13.99 millions for the current year has been charged in the Statement of Profit and Loss. The tax effect of significant timing differences as at March 31, 2024 that reverse in one or more subsequent years gave rise to the following net Deferred Tax Liabilities as at March 31, 2024.

	March 31, 2024	Charge/(benefit)	March 31, 2023
	Amount	Amount	Amount
Deferred Tax Liability			
On account of depreciation	27.74	16.93	10.81
	27.74	16.93	10.81
Deferred Tax Assets			
Disallowance under tax laws	1.17	0.37	0.80
Provision for Gratuity	3.14	2.57	0.57
	4.31	2.94	1.37
Net Deferred Tax Liability	23.43	13.99	9.44

	March 31, 2023	Charge/(benefit)	March 31, 2022
	Amount	Amount	Amount
Deferred Tax Liability			
On account of depreciation	10.81	2.32	8.49
	10.81	2.32	8.49
Deferred Tax Assets			
Disallowance under tax laws	0.80	0.12	0.68
Provision for Gratuity	0.57	0.39	0.18
	1.37	0.51	0.86
Net Deferred Tax Liability	9.44	1.81	7.63

7 Other Long Term Liabilities

	March 31, 2024	March 31, 2023
	Amount	Amount
Long term loans and advance from Parties	220.55	319.50
	220.55	319.50

8 Long term provision

	March 31, 2024	March 31, 2023
	Amount	Amount
Provision for gratuity	12.17	8.33
	12.17	8.33

9 Short-term borrowings

	March 31, 2024	March 31, 2023
	Amount	Amount
Secured, repayable on demand		
Cash credit from banks (refer footnote)	181.40	170.62
Current maturity of long term borrowings	68.69	40.08
	250.09	210.70

Footnote

The Company has availed cash credit facility from Axis bank and Punjab National Bank, which are Primarily secured against Stock and Book Debts of the Company and are Collaterally secured by the Immovable properties of the company including personal guarantee of the directors.

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10 Trade Payable

	March 31, 2024	March 31, 2023
	Amount	Amount
(i) total outstanding dues of micro enterprises and small enterprises	211.20	59.54
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	381.50	231.22
	592.70	290.76

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 year	Total
As at March 31, 2024					
a) Undisputed trade payable					
Micro enterprises and small enterprises	211.20	-	-	-	211.20
Others	381.40	0.10	-	-	381.50
	592.60	0.10	-	-	592.70
a) Disputed trade payable					
Micro enterprises and small enterprises	-	-	-	-	-
Others	-	-	-	-	-
	-	-	-	-	-
Total	592.60	0.10	-	-	592.70

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 year	Total
As at March 31, 2023					
a) Undisputed trade payable					
Micro enterprises and small enterprises	59.54	-	-	-	59.54
Others	227.00	4.22	-	-	231.22
	286.54	4.22	-	-	290.76
a) Disputed trade payable					
Micro enterprises and small enterprises	-	-	-	-	-
Others	-	-	-	-	-
	-	-	-	-	-
Total	286.54	4.22	-	-	290.76

In terms of the clause 22 of chapter V micro, small and Medium enterprises development Act 2006 (MSMED act 2006), the disclosure of payments due to any supplier as at March 31, 2024 are as follows:

Particulars	March 31, 2024	March 31, 2023
The principal amount and the interest due thereon remaining unpaid to any MSME supplier as at the end of each accounting period included in		
Principal amount due to micro and small enterprises	211.20	59.54
Interest due on above	-	-
	211.20	59.54
The amount of interest paid by the buyer in terms of section 16 of the MSMED ACT 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting period	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointment day during the period) but without adding the interest specified under the MSMED Act, 2006.	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting period	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible under section 23 of the MSMED Act 2006.	-	-

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11 Other current liability

	March 31, 2024	March 31, 2023
	Amount	Amount
Payable to Staff	21.41	11.08
Creditors for Expenses	8.77	2.52
Advance from Parties	695.66	865.86
Provision for Income Tax	62.84	24.90
Statutory Dues Payable	13.68	7.24
Other Current Liabilities	1.22	2.22
	803.58	913.82

12 Short term provision

	March 31, 2024	March 31, 2023
	Amount	Amount
Provisiin for gratuity	0.28	0.20
	0.28	0.20

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13.a Property, plant and equipment

Particulars	Land	Building	Plant & machinery	Furniture and fixtures	Vehicles*	Office equipment	Computer hardware	Total
Balance as at April 01, 2022	20.98	57.49	177.17	3.10	69.91	7.82	6.31	342.78
Additions	21.45	41.01	38.32	0.60	68.75	5.51	3.88	179.52
Disposals	-	-	1.25	-	19.60	-	-	20.85
Balance as at March 31, 2023	**42.43**	**98.50**	**214.24**	**3.70**	**119.06**	**13.33**	**10.19**	**501.45**
Balance as at April 01, 2023	42.43	98.50	214.24	3.70	119.06	13.33	10.19	501.45
Additions	9.75	-	105.28	0.28	59.66	5.00	2.99	182.96
Disposals	-	-	3.39	-	3.25	0.14	-	6.78
Balance as at March 31, 2024	**52.18**	**98.50**	**316.13**	**3.98**	**175.47**	**18.19**	**13.18**	**677.63**
Accumulated depreciation and impairment losses								
Balance at April 01, 2022	-	18.35	62.15	1.37	20.78	2.76	2.44	107.85
Depreciation for the year	-	2.72	11.78	0.30	9.78	1.74	1.98	28.30
Disposals	-	-	0.96	-	5.41	-	-	6.37
Balance as at March 31, 2023	**-**	**21.07**	**72.97**	**1.67**	**25.15**	**4.50**	**4.42**	**129.78**
Balance at April 01, 2023	-	21.07	72.97	1.67	25.15	4.50	4.42	129.78
Depreciation for the year	-	3.13	16.12	0.32	17.74	2.56	3.11	42.98
Disposals	-	-	2.67	-	2.93	0.03	-	5.63
Balance as at March 31, 2024	**-**	**24.20**	**86.42**	**1.99**	**39.96**	**7.03**	**7.53**	**167.13**
Carrying amount (net)								
As at March 31, 2023	42.43	77.43	141.27	2.03	93.91	8.83	5.77	371.67
As at March 31, 2024	52.18	74.30	229.71	1.99	135.51	11.16	5.65	510.50

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13.b Intangible assets

Particulars	Computer Software	Total
Cost or deemed cost (gross carrying amount)		
Balance as at April 01, 2022	8.05	8.05
Additions	5.53	5.53
Balance as at March 31, 2023	**13.58**	**13.58**
Balance as at April 01, 2023	13.58	13.58
Additions	5.43	5.43
Balance as at March 31, 2024	**19.01**	**19.01**
Accumulated amortisation and impairment losses		
Balance at April 01, 2022	3.74	3.74
Depreciation for the year	2.61	2.61
Balance as at March 31, 2023	**6.35**	**6.35**
Balance at April 01, 2023	6.35	6.35
Depreciation for the year	4.90	4.90
Balance as at March 31, 2024	**11.25**	**11.25**
Carrying amount (net)		
As at March 31, 2023	7.23	7.23
As at March 31, 2024	7.76	7.76

13.c Intangible assets under development

Particulars	Units at Crown Business Park	Building under Construction-Nangla	Crane	SAP Development	Building under Construction-Nangla	Building under Construction-Mumbai	Total
Balance as at April 01, 2022	92.81	29.15	5.01	-	-	-	126.97
Additions	2.92	-	-	-	-	-	2.92
Disposals	-	29.15	5.01	-	-	-	34.16
Balance as at March 31, 2023	**95.73**	**-**	**-**	**-**	**-**	**-**	**95.73**
Balance as at April 01, 2023	95.73	-	-	-	-	-	95.73
Additions	2.71	-	-	11.33	20.23	14.09	48.36
Balance as at March 31, 2024	**98.44**	**-**	**-**	**11.33**	**20.23**	**14.09**	**144.09**

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Intangible assets under development ageing schedule

Particulars	Amount for capital work in progress for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Units at Crown Business Park	2.92	3.36	2.97	86.48	95.73
As at March 31, 2023	**2.92**	**3.36**	**2.97**	**86.48**	**95.73**
Units at Crown Business Park	2.71	2.92	3.36	89.45	98.44
SAP Development	11.33	-	-	-	11.33
Building under Construction-Nangla	20.23	-	-	-	20.23
Building under Construction-Mumbai	14.09	-	-	-	14.09
As at March 31, 2024	**48.36**	**2.92**	**3.36**	**89.45**	**144.09**

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14 Non-current Investments

	March 31, 2024	March 31, 2023
	Amount	Amount
Unquoted, trade investment, at cost		
Investment in wholly owned subsidiaries		
Yogi Ji Technoequip Private Limited	179.99	-
947,127 (March 31, 2023: Nil) equity shares of INR 10 each		
	179.99	-

The aggregate amount of unquoted non current investment are as follows:

	March 31, 2024	March 31, 2023
	Amount	Amount
Aggregate amount of unquoted non current investment	179.99	-

15 Other Non Current Assets

	March 31, 2024	March 31, 2023
	Amount	Amount
Bank Deposits with maturity more than 12 months	22.57	10.15
Security Deposits	3.73	4.47
	26.30	14.62

16 Inventories (Valued at cost or net realisable value, whichever is lower)

	March 31, 2024	March 31, 2023
	Amount	Amount
Raw Materials	309.82	178.96
Work In Progress	847.06	886.03
Scrap	0.33	0.42
Finished Goods	2.89	9.63
	1,160.10	1,075.04

17 Trade Receivable

	March 31, 2024	March 31, 2023
	Amount	Amount
Un-secured, considered good		
Outstanding for a period exceeding six months from the date they are due for payment	211.78	152.62
Other receivables	244.48	193.06
	456.26	345.68
Un-secured, considered doubtful	-	-
Less: Provision for doubtful debts	-	-
Total Trade Receivable	456.26	345.68

Particulars	Outstanding for following periods from due date of payment				
	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 year
As at March 31, 2024					
a) Undisputed trade receivable					
Considered good	244.48	12.32	189.92	2.72	6.82
Considered doubtful	-	-	-	-	-
	244.48	12.32	189.92	2.72	6.82
a) Disputed trade receivable					
Considered good	-	-	-	-	-
Considered doubtful	-	-	-	-	-
	-	-	-	-	-
Total	244.48	12.32	189.92	2.72	6.82

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Particulars	Outstanding for following periods from due date of payment				
	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 year
As at March 31, 2023					
a) Undisputed trade receivable					
Considered good	193.06	71.93	59.01	15.05	6.63
Considered doubtful	-	-	-	-	-
	193.06	71.93	59.01	15.05	6.63
a) Disputed trade receivable					
Considered good	-	-	-	-	-
Considered doubtful	-	-	-	-	-
	-	-	-	-	-
Total	193.06	71.93	59.01	15.05	6.63

18 Cash and cash equivalents

	March 31, 2024	March 31, 2023
	Amount	Amount
Balances with banks		
On current accounts	25.38	3.62
Deposits with original maturity of less than 12 months	31.74	25.51
Cash on hand	0.36	0.04
Foreign Currency in Hand	-	0.18
	57.48	29.35

19 Short term loans and advance

	March 31, 2024	March 31, 2023
	Amount	Amount
- Advance recoverable in cash or kind for the value to be received from supplier	372.01	370.07
	372.01	370.07

20 Other current assets

	March 31, 2024	March 31, 2023
	Amount	Amount
Advance I Tax	12.53	10.00
Advance To Staff	3.04	0.12
Prepaid Expenses	11.35	12.48
Other Current Assets	32.58	91.90
	59.50	114.50

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21 Revenue From Operations

	March 31, 2024 Amount	March 31, 2023 Amount
Sale of products		
- Domestic	2,446.49	1,132.58
- Export	1,437.11	1,177.46
Sale of services		
- Domestic	3.09	0.36
- Export	0.11	-
	3,886.80	2,310.40

22 Other Income

	March 31, 2024 Amount	March 31, 2023 Amount
Interest on bank deposits	3.13	3.14
Other interest	0.08	0.02
Rodtep income	9.75	4.28
Duty drawback	17.94	15.20
Profit on sale of license	-	3.94
Profit on sale of fixed assets	0.88	-
Foreign currency fluctuation	8.96	-
Rent	0.24	0.24
Insurance claim received	1.10	-
Freight received	0.88	2.94
Balance written back	-	70.03
Misc. Income	0.41	0.08
	43.37	99.87

23 Cost of Material Consumed

		March 31, 2024 Amount	March 31, 2023 Amount
Purchases		2,942.20	1,771.64
Add: Opening Balance Of Stock		178.96	229.72
(A)		3,121.16	2,001.36
Less: Closing Stock	(B)	309.82	178.96
Material Consumed	(A-B)	2,811.34	1,822.40

24 Changes in Inventory of WIP & Scrap

		March 31, 2024 Amount	March 31, 2023 Amount
Opening Stock Of WIP		886.03	709.75
Opening Stock Of Finished Goods (Trading)		9.63	15.14
Opening Stock Of Scrap		0.42	0.51
	(A)	896.08	725.40
Closing Stock Of WIP		847.06	886.03
Closing Stock Of Finished Goods (Trading)		2.89	9.63
Closing Stock Of Scrap		0.33	0.42
	(B)	850.28	896.08
	(A-B)	45.80	(170.68)

25 Employee Benefit Expenses

	March 31, 2024 Amount	March 31, 2023 Amount
Factory Salary And Wages	209.72	148.27
Provision For Gratuity	4.24	2.34
Director's Remunerations	82.24	86.38
Contribution To Provident And Other Funds	5.55	4.89
Staff Welfare	2.60	2.33
	304.35	244.21

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30 Disclosure as per AS 20 on 'Earnings per Share'

	March 31, 2024	March 31, 2023
Basic earning per share (₹) (a)/(b)	1,201.56	551.23
Diluted earning per share (₹) (a)/(b)	1,201.56	551.23
Nominal value per share	100.00	100.00
Profit attributable to equity shareholders		
Profit/ (Loss) for the period (a)	179.85	78.99
	179.85	78.99
Weighted average number of shares	No of shares	No of shares
Weighted average number of equity shares for the year (b)	149,675	143,300

At present, the Company does not have any dilutive potential equity shares.

31 Contingent liabilities, contingent assets and commitments

A. Commitments:

	March 31, 2024	March 31, 2023
Capital commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for	268.58	10.13
Total capital commitments	268.58	10.13

B. Contingent liabilities:

	March 31, 2024	March 31, 2023
a. Securities/ Performance and other guarantee provided to various government authorities/others	116.48	85.59

The Company does not have any contingent assets as at March 31, 2024 and March 31, 2023

32 Employee benefits

The Company contributes to the following post-employment defined benefit plans in India.

(i) Defined Contribution Plans:

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund and EDLI, which are defined contribution plans. The Company has no obligations other than to make the specified contributions. The contributions are charged to the statement of profit and loss as they accrue.

	Year ended March 31, 2024	Year ended March 31, 2023
Contribution To Provident And Other Funds	5.55	4.89

(ii) Defined Benefit Plan:

Gratuity

The Company operates a post-employment defined benefit plan for Gratuity. This plan entitles an employee to receive half month's salary for each year of completed service at the time of retirement/exit.

The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognize each period of service as giving rise to additional employee benefit entitlement and measures each unit separately to build up the final obligation.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at 31 March 2023. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

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YOGIJI DIGI (P) LTD. FARIDABAD

(Amount in INR Millions, unless otherwise stated)

A. **The following table set out the status of the defined benefit obligation**

	March 31, 2024	March 31, 2023
Net defined benefit liability		
(Assets)/Liability for Gratuity	12.45	8.53
Total employee benefit liabilities	12.45	8.53
Non-current		
Current	12.17	8.33
	0.28	0.20

B. **Reconciliation of the net defined benefit liability**

The following table shows a reconciliation from the opening balances to the closing balances for net defined benefit (asset) liability and its components:

Particulars	March 31, 2024			March 31, 2023		
	Defined benefit obligation	Fair value of plan assets	Net defined benefit (asset)/ liability	Defined benefit obligation	Fair value of plan assets	Net defined benefit (asset)/ liability
Balance at the beginning of the year	8.53	-	8.53	6.53	-	6.53
Included in profit or loss						
Current service cost	2.15	-	2.15	1.07	-	1.07
Interest cost (income)	0.63	-	0.63	-	-	0.00
Benefits paid	(0.33)	-	(0.33)	(0.27)	-	(0.27)
Actuarial (gain)/loss on obligation	1.46	-	1.46	1.20	-	1.20
Balance at the end of the year	**12.44**	-	**12.44**	8.53	-	8.53

	Year ended March 31, 2024	Year ended March 31, 2023
Current service cost	2.15	1.07
Interest cost	0.63	0.00
	2.78	1.07

D. **Plan assets**

	March 31, 2024	March 31, 2023
Funds Managed by Insurer	-	-

On an annual basis, an asset-liability matching study is done by the Company whereby the Company contributes the net increase in the actuarial liability to the plan manager in order to manage the liability risk.

D. **Actuarial assumptions**

a. Economic assumptions

The principal assumptions are the discount rate and salary growth rate. The discount rate is based upon the market yields available on government bonds at the accounting date with a term that matches that of liabilities. Salary increase rate takes into account of inflation, seniority, promotion and other relevant factors on long term basis. Valuation assumptions are as follows which have been selected by the company.

	March 31, 2024	March 31, 2023
Discount rate	7.39%	7.25%
Expected rate of future salary increase	7.25%	7.25%

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(Amount in INR Millions, unless otherwise stated)

The discount rate has been assumed at 7.39% (March 31, 2023: 7.29%) which is determined by reference to market yield at the balance sheet date on government securities. The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

b. Demographic assumptions

	March 31, 2024	March 31, 2023
i) Retirement age (years)	60.00	60.00
ii) Mortality rates inclusive of provision for disability	100% of IALM (2012 - 14)	100% of IALM (2012 - 14)
iii) Ages	Withdrawal Rate (%)	Withdrawal Rate (%)
Upto 30 years	7	7
From 31 to 44 years	2	2
Above 44 years	2	2

E. **Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

	March 31, 2024		March 31, 2023	
	Increase	Decrease	Increase	Decrease
Discount rate (0.50% movement)	(0.76)	0.83	(0.46)	0.64
Future salary growth (0.50% movement)	0.64	(0.61)	0.53	(0.39)

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

Sensitivities as to rate of inflation, rate of increase of pensions in payment, rate of increase of pensions before retirement and life expectancy are not applicable being a lump sum benefit on retirement.

33 Segment Reporting

The Company is engaged in the business of providing flat steel processing solutions for cold rolling mills, pickling lines, skin pass mills and galvanizing lines, which as per notified Accounting Standard 17 on Segment Reporting, is considered to constitute one single primary segment.

Segment Reporting Analysis

Particulars	March 31, 2024	March 31, 2023
Sale of product		
Export	2,446.49	1,132.58
Domestic	1,437.11	1,177.46
Sale of Services		
Export	3.09	0.36
Domestic	0.11	-
Total	3,886.80	2,310.40

34 Leases

Operating leases

The Company is a lessee under an operating leases. The lease terms of premise range from 1 to 5 years and accordingly are short term leases, with an option to renew the lease after that period. Lease payments are renegotiated every five years to reflect market rentals. Expected future minimum commitments for non-cancellable leases are as follows:

	March 31, 2024	March 31, 2023
(i) Future minimum lease payments		
Not later than one year	5.98	0.84
Later than one year but not later than five year	21.13	-
Total	27.11	0.84

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(Amount in INR Millions, unless otherwise stated)

(ii) Amounts recognised in profit and loss account	Year ended March 31, 2024	Year ended March 31, 2023
Lease expense- minimum lease payments	5.43	1.86

35 Corporate Social Responsibility

In accordance with the provisions of Section 135 of the Companies Act, 2013 read CSR Rules, 2014 (including any amendments, if any), and as per Schedule-VII, the Company is required to spend, in every financial year, at least two percent of the average net profits of the Company made during the three immediately preceding financial years in accordance with the CSR Policy of the Company.

In accordance with the provisions of Section 135 of the Companies Act, 2013, the Company was required to spend INR 1.25 millions (previous year INR 0.99 millions) on prescribed CSR activities. The Company has spent INR 0.70 millions (previous year INR 1.21 millions) on CSR activities. The shortfall of INR 0.33 millions for the FY 2023-24 has not been deposited in separate bank account till March 31, 2024 however the Company has stated that it will deposit the same in PM care fund before September 30, 2024. Further, the excess amount spent in the FY 2022-23 of Rs. 0.22 millions has been adjusted during the FY 2023-24.

36 Unhedged foreign currency exposure

The amount of foreign currency exposure that has not been hedged by derivative instrument or otherwise as on March 31, 2024 and March 31, 2023 are as under:

	Amount in foreign currency		Amount in INR	
Particulars	**March 31, 2024**	**March 31, 2023**	**March 31, 2024***	**March 31, 2023****
Receivable in foreign Currency				
USD	1.37	1.73	114.23	142.05
Payable in foreign Currency				
USD	7.27	8.24	606.17	676.59

* Exchange rate for March 31, 2024, 1 USD= Rs. 83.38
* Exchange rate for March 31, 2023, 1 USD= Rs. 82.11

37 Earning in foreign currency

	March 31, 2024	March 31, 2023
Sale of Goods	1,437.11	1,177.46
Sale of Services	0.11	-
	1,437.22	1,177.46

38 Expenditure in foreign currency

	March 31, 2024	March 31, 2023
Travelling Expenses	4.95	6.09
Fair & Exhibition	11.12	4.29
Business Promotion	0.05	0.10
	16.12	10.48

39 Value of import on CIF basis

	March 31, 2024	March 31, 2023
Purchase of aw material	431.20	98.53
	431.20	98.53

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YOGIJI DIGI (P) LTD. FARIDABAD

(Amount in INR Millions, unless otherwise stated)

40 Related party disclosures

In accordance with the requirements of AS 18 on Related Party Disclosures, the names of the related parties where control exists and/or with whom transactions have taken place during the year and description of relationships, as identified and certified by the management are:

(a) List of related parties

Relationship	Name
Wholly owned Subsidiary Company	Yogi Ji Technoequip Private Limited (from February 10, 2024)
Key management personnel	
Managing Director	Navneet Singh
Director	Sameer Bansal
Shareholder	Ashok Kumar Rana (from February 10, 2024)
Shareholder	Satish Kumar Tripathi (from February 10, 2024)
Relative of Managing Director	Aseem Gill
Relative of Managing Director	R.S. Gill
Relative of Managing Director	Manisha Gill
Relative of Director	Neeru Bansal
Relative of Shareholder	Amod Triphati

(b) Details of related party transactions are as below:

Particulars	March 31, 2024	March 31, 2023
Purchase of shares		
Yogi Ji Technoequip Private Limited	179.99	-
Director Remuneration		
Navneet Singh	42.13	46.38
Sameer Bansal	41.69	41.32
Salary to Relatives		
Aseem Gill	3.15	18.37
Manisha Gill	2.23	1.63
Neeru Bansal	2.23	1.63
Amod Triphati	0.44	-
Professional Charges		
R.S. Gill	1.30	1.30

(C) Balance outstanding with or from related parties as at:

	March 31, 2024	March 31, 2023
Other Current Assets		
Yogi Ji Technoequip Private Limited	171.20	-
Other payables		
Navneet Singh	5.35	2.68
Sameer Bansal	2.05	1.91
Aseem Gill	0.59	0.01
R.S. Gill	-	0.09
Neeru Bansal	0.02	-
Other receivable		
Amod Triphati	2.73	-
Manisha Gill	0.01	0.01

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YOGIJI DIGI PRIVATE LIMITED
(Formerly known as Digi Drives Private Limited)
Notes to the Financial Statements for the year ended March 31, 2024
(Amount in INR Millions, unless otherwise stated)

41 Financial Ratios

Ratio	Measurement unit	As at 31 March 2024 Ratio	As at 31 March 2023 Ratio	Change	Remarks
Current ratio	Times	1.28 Times	1.37 Times	6.57%	Note A Below
Debt-equity ratio	Times	0.57 Times	0.89 Times	35.96%	Increase in Borrowing and Increase in Equity

Ratio	Measurement unit	As at 31 March 2024 Ratio	As at 31 March 2023 Ratio	Change	Remarks
Debt service coverage ratio	Times	1.41 Times	0.81 Times	74.07%	Increase in NOPAT and Increase in debts
Return on equity ratio	Percentage	27.84%	18.52%	50.32%	Increase in PAT and Increase in average shareholders' fund
Inventory turnover ratio	Times	3.48 Times	2.28 Times	52.63%	Increase in Revenue
Trade receivables turnover ratio	Times	9.69 Times	7.62 Times	27.17%	Increase in Revenue
Trade payables turnover ratio	Times	21.73 Times	14.76 Times	47.22%	Increase in Purchase
Net capital turnover ratio	Times	8.47 Times	4.45 Times	90.34%	Increase in Revenue
Net profit ratio	Percentage	4.63%	3.42%	35.38%	Increase in PAT and increase in revenue from operations
Return on capital employed	Percentage	23.62%	16.10%	46.71%	Increase in EBIT and Capital Employed
Return on investment	Percentage	10.93%	14.63%	25.29%	Increase in return and investment

Notes:

A Since the change in ratio is upto 25%, no explanation is required to be furnished.

42 Additional regulatory information required by Schedule III

(i) Details of Benami Property held
No proceedings have been initiated on or are pending against the group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) Borrowing secured against current assets
The Company have borrowings from banks and financial institutions which are secured against current assets.

(iii) Wilful defaulter
The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(iv) Relationship with struck off companies
The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(v) Compliance with number of layers of companies
The Company has made investment in any other companies and is not breaching the permitted layers of subsidiaries.

(vi) Compliance with approved scheme(s) of arrangements
The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

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(vii) Utilisation of borrowed funds and share premium

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(viii) Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(ix) Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(x) Valuation of PP&E, intangible asset and investment property

The Company has not revalued its property, plant and equipment or intangible assets or both during the current or previous year

(xi) Title deeds of immovable properties not held in name of the company

All immovable properties held by the Company are in the name of Company.

(xii) Registration of charges or satisfaction with Registrar of Companies

There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

(xiii) Utilisation of borrowings availed from banks and financial institutions

The Company have borrowings from banks and financial institutions and utilised for operating the business.

43 The Company has reclassified/regrouped previous year figures where necessary to conform to the current year's classification.

In terms of our report of even date

For D S R V & Co LLP (Reg No AAJ-5280)
CHARTERED ACCOUNTANTS
FRN 006993N/N500073

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DINESH KUMAR AGRAWAL
Partner
M.NO. 085714
Place: Faridabad
Dated: September 1, 2024
UDIN- 24085714BKFADX4217

For and on behalf of the Board of Directors of
YOGIJI DIGI PRIVATE LIMITED

NAVNEET SINGH
Managing Director
DIN 00468898
ADD: H. No. 20,
Sector-21C, Sector-21D,
Faridabad Haryana
121012

SAMEER BANSAL
Director
DIN 00468786
ADD: H. No. 26,
Sector-10, DLF-10,
Faridabad Haryana
121006

YOGIJI DIGI (P) LTD. FARIDABAD

D S R V AND CO LLP
(Formerly known as Dinesh Mohan & Co.)
Chartered Accountants
www.dsrvindia.com

INDEPENDENT AUDITOR'S REPORT

To the Members of Yogiji Digi Private Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of **Yogiji Digi Private Limited** ("the Holding Company") and its Subsidiaries (collectively referred to as "the Company" or "the Group"), and associates which comprise the Consolidated Balance Sheet as at March 31, 2024, the Consolidated Statement of Profit and Loss and the Consolidated Statement of Cash Flows for the year then ended, and notes to the consolidated financial statements including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2024, its consolidated Profit for the year ended on that date.

Basis for Opinion

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

Other Information

The Holding Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Holding Company's Annual Report but does not include the financial statements and our auditor's report thereon. The Holding Company's annual report is expected to be made available to us after the date of this auditor's report

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...or-9, Faridabad, Haryana – 121006, Contact No.: 98111-77484, Email: dsrvllp1987@gmail.com
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Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the Holding Company's annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

Management's Responsibility for the Consolidated Financial Statements

The Holding 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 consolidated financial statements that give a true and fair view of the financial position and financial performance of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design,

implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, The Holding Company's Board of Directors is responsible for assessing the Group Companies' 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 Group Companies or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors is also responsible for overseeing the Group Companies' financial reporting process.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

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

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

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

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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.

b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

d. 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 Group Companies' 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 Group Companies to cease to continue as a going concern.

e. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

f. Obtain sufficient appropriate audit evidence regarding the financial information of entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial statements. We remain solely responsible for our audit opinion.

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. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

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 of the aforesaid consolidated financial statements;

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b. In our opinion, proper books of account as required by law have been kept by the Companies so far as it appears from our examination of those books;

c. The Consolidated Balance Sheet and the Consolidated Statement of Profit and Loss dealt with by this Report are in agreement with the books of account,

d. In our opinion, the accompanying Consolidated 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 of the holding Company as on March 31, 2024, taken on record by the Board of Directors of the holding Company and its subsidiary company, none of the directors of the group companies is disqualified as on March 31, 2024, from being appointed as a director in terms of Section 164(2) of the Act.

f. With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, we give our separate Report in "Annexure A".

g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the limit prescribed by section 197 for maximum permissible managerial remuneration is not applicable to a private limited Company.

h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, 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. Hence, the question of any material foreseeable losses does not arise;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

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

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

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. No dividend has been declared or paid during the year by the company and its subsidiary.

g. Based on our examination which include test checks, the Company and its subsidiary has used accounting software for maintaining books of account, which have a feature of recording audit trail (edit log) facility, however the same has not operated throughout the year for all relevant transaction recorded in the respective software but only from 9th April 2023 to 31st March 2024.

Further, from 9th April 2023 to 31st March 2024 where audit trail (edit log) facility was enabled, we did not come across any instances of the audit trail feature being tampered with during the course of our audit.

For D S R V & Co LLP
Chartered Accountants
ICAI Registration No. - 006993N/N500073

DINESH KUMAR AGGARWAL
Partner
Membership No. 085714
UDIN: 24085714BKFAEU8086

Place: Faridabad
Date: 01.09.2024

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT OF THE EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF YOGIJI DIGI PRIVATE LIMITED

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 **Yogiji Digi Private Limited** ("the Holding Company") and its subsidiaries as on March 31, 2024 in conjunction with our audit of consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, 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 and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the 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 **D S R V & Co LLP**
Chartered Accountants
ICAI Registration No.- 006993N/N500073

DINESH KUMAR AGGARWAL
Partner
Membership No. 085714
UDIN: 24085714BKFAEU8086

Place: Faridabad
Date: 01.09.2024

YOGIJI DIGI PRIVATE LIMITED
(Formerly known as Digi Drives Private Limited)
Consolidated Balance Sheet as at MARCH 31, 2024
(Amount in INR Millions, unless otherwise stated)

PARTICULARS	NOTES	As at March 31, 2024
EQUITY AND LIABILITIES		
A) SHAREHOLDERS FUNDS		
Equity Share Capital	3	18.91
Reserve & Surplus	4	799.10
		818.01
Share Application Money Pending for allotment	3.a	21.42
B) NON-CURRENT LIABILITIES		
Long term Borrowings	5	236.11
Deferred Tax Liabilities (NET)	6	20.84
Other Long Term Liabilities	7	220.55
Long Term Provisions	8	14.01
		491.51
C) CURRENT LIABILITIES		
Short term Borrowing	9	330.51
Trade Payables	10	
(i) total outstanding dues of micro enterprises and small enterprises		265.78
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		404.30
Other Current Liabilities	11	1,025.10
Short Term Provisions	12	0.28
		2,025.97
		3,356.91
ASSETS		
D) NON-CURRENT ASSETS		
Property Plant & Equipment		
(i) Tangible Assets	13.a	604.61
(ii) Intangible Assets	13.b	7.76
(iii) Capital work in progress	13.c	195.73
Goodwill on Consolidation	14	84.57
Other Non Current Assets	15	35.55
		928.22
E) CURRENT ASSETS		
Inventories	16	1,538.08
Trade Receivables	17	501.97
Cash & Cash Equivalents	18	67.00
Short Term Loans & Advances	19	240.35
Other Current Assets	20	81.29
		2,428.69
		3,356.91

Summary of significant accounting policies — 2

The notes referred to above form an integral part of the financial statement.

In terms of our report of even date
For D S R V & Co LLP (Reg No AAJ-5358)
CHARTERED ACCOUNTANTS
FRN 006993N/N500073

DSRV AND CO LLP Chartered Accountants FARIDABAD

DINESH KUMAR AGRAWAL
Partner
M.NO. 85714
Place: Faridabad
Dated: September 1, 2024
UDIN- 24085714BKFAEU8086

For and on behalf of the Board of Directors of
YOGIJI DIGI PRIVATE LIMITED

NAVNEET SINGH
Managing Director
DIN 00468898
ADD: H. No. 20, Sector-21C, Sector-21D, Faridabad Haryana 121012

SAMEER BANSAL
Director
DIN 00468786
ADD: H. No. 26, Sector-10, DLF-10, Faridabad Haryana 121006

YOGIJI DIGI FARIDABAD

YOGIJI DIGI PRIVATE LIMITED
(Formerly known as Digi Drives Private Limited)
Consolidated of Profit & Loss for the year ended March 31, 2024
(Amount in INR Millions, unless otherwise stated)

PARTICULARS	NOTES	For the year ended March 31, 2024
-Revenue From Operations	21	3,964.42
-Other Income	22	45.51
		4,009.93
Expenses		
-Cost of Material Consumed	23	2,723.42
-Changes in Inventory of Finished Goods & Work in Progress & Stock in Trade	24	169.06
-Employee Benefit Expenses	25	323.69
-Finance Costs	26	48.35
-Depreciation & Amortisation Expenses	27	49.36
-Other Expenses	28	447.83
Total Expenses		3,761.71
Profit before exceptional, extraordinary items and tax		248.22
Less		
-Exceptional Items	29	
Profit before tax		248.22
Current Tax		60.79
Earlier Years tax		1.87
Deferred Tax	6	13.60
Profit/ (Loss) for the period		171.96
Earning Per Equity Share		
Basic		1148.85
Diluted		1148.85

Summary of significant accounting policies 2

The notes referred to above form an integral part of the financial statement.

In terms of our report of even date
For D S R V & Co LLP (Reg No AAJ-5358)
CHARTERED ACCOUNTANTS
FRN 006993N/N500073

DSRV AND CO. LLP Chartered Accountants FARIDABAD

DINESH KUMAR AGRAWAL
Partner
M.NO. 857141
Place: Faridabad
Dated: September 1, 2024
UDIN- 24085714BKFAEU8086

For and on behalf of the Board of Directors of YOGIJI DIGI PRIVATE LIMITED

NAVNEET SINGH
Managing Director
DIN 00468898
ADD: H. No. 20, Sector-21C, Sector-21D, Faridabad Haryana 121012

SAMEER BANSAL
Director
DIN 00468786
ADD: H. No. 26, Sector-10, DLF-10, Faridabad Haryana 121006

FARIDABAD

YOGIJI DIGI PRIVATE LIMITED

(Formerly known as Digi Drives Private Limited)

Consolidated Cash Flow Statement for the year ended March 31, 2024

(Amount in INR Millions, unless otherwise stated)

	Year ended March 31, 2024
Cash flow from operating activities	
Net profit/(loss) before tax	248.22
Opening reserve and surplus	450.23
Adjustments for:	
Depreciation and amortization from continuing operations	49.36
Interest on bank deposits	(3.59)
(Profit)/loss on sale of fixed assets	(0.88)
Balance written back	(1.95)
Bank Interest	14.04
Opening Deferred tax	7.24
Interest On Term Loan	23.63
	87.85
Operating profit before working capital changes	**786.30**
Movement in assets and liabilities, net	
Adjustments for increase/(decrease) in operating liabilities:	
Other Long term liabilities	220.55
Long Term Provisions	14.01
Trade payables	672.03
Other current liabilities	962.26
Short Term Provisions	0.28
Adjustments for (increase)/decrease in operating assets:	
Other Non Current Assets	(12.98)
Inventories	(1,538.08)
Trade receivables	(501.97)
Short Term Loans & Advances	(240.35)
Other Current Assets	(68.76)
	(493.01)
Cash generated from/(used in) operating activities	**293.29**
Less: taxes paid	(12.35)
Net cash generated from operating activities	**280.94**
Cash flow from investing activities	
Investment in subsidiary	(84.57)
Investment in fixed deposits	(62.13)
Capital expenditure on property, plant and equipment	(662.88)
Proceeds from sale of property, plant and equipment	2.03
Capital work in progress	(195.73)
Interest received	3.59
Net cash (used in) investing activities	**(999.69)**

Continued to next page

YOGIJI DIGI PRIVATE LIMITED

(Formerly known as Digi Drives Private Limited)

Consolidated Cash Flow Statement for the year ended March 31, 2024

(Amount in INR Millions, unless otherwise stated)

Continued form previous page

	Year ended March 31, 2024
Cash flow from financing activities	
Proceeds from issue of equity share capital	18.91
Security premium received	176.91
Share Application Money Pending for allotment	21.42
Long term Borrowings	236.11
Short term Borrowing	330.51
Finance cost	(37.67)
Net cash generated/(used in) from financing activities	746.19
Net increase/(decrease) in cash and cash equivalents	27.44
Cash and cash equivalents	
-Beginning of the year	
-End of the year (A)	27.44

Summary of significant accounting policies (refer note 2)

i. The notes referred above form an integral part of the financial statements.

ii. The cash flow statement has been prepared under the indirect method as set out in AS 3 Cash Flow Statements.

In terms of our report of even date
For D S R V B & Co LLP (Reg No AAJ-5358)
CHARTERED ACCOUNTANTS
FRN 006993N/N500073

DINESH KUMAR AGRAWAL
Partner
M.NO. 85714
Place: Faridabad
Dated: September 1, 2024
UDIN- 24085714BKFAEU8086

For and on behalf of the Board of Directors of
YOGIJI DIGI PRIVATE LIMITED

NAVNEET SINGH
Managing Director
DIN 00468898
ADD: H. No. 20,
Sector-21C, Sector-21D,
Faridabad Haryana
121012

SAMEER BANSAL
Director
DIN 00468786
ADD: H. No. 76,
Sector-10, DLF-10,
Faridabad Haryana
121006

YOGIJI DIGI PRIVATE LIMITED
(Formerly known as Digi Drives Private Limited)
Consolidated Notes to the Financial Statements for the year ended March 31, 2024
(Amount in INR Millions, unless otherwise stated)

1 Corporate Information

YOGIJI DIGI PVT LTD is a Private Company in India and incorporated under the provisions of the Companies Act, 1956. It was incorporated on 27.09.1993. At present the registered office of the Company is Plot No 148 Sector 58, Faridabad.

2 Significant Accounting Policies

i) *Basis of accounting and preparation of financial statements*

The financial statements of the company have been prepared in accordance with the Generally Accepted Accounting Principal in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standard) Rules 2006 (as amended) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on actual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

ii) *Use of Estimates*

The preparation of financial statements is in conformity with Indian GAAP requires the Management to make estimate and assumptions considered in the reported amount of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the difference between the actual results and the estimates are recognized in the periods in which the results are known/materialize.

ii) *Basis Of Consolidation*

The consolidated financial statements relate to **Yogiji Digi Private Limited** ("the Company") and its wholly owned subsidiary company **Yogiji Technoequip Private Limited**. The consolidated financial statements have been prepared on the following basis:

a. The financial statements of the Company and its subsidiary companies are combined on a lineby-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and intra-group transactions in accordance with Accounting Standard (AS) 21 - "Consolidated Financial Statements"

b. The difference between the cost of investment in the subsidiary, over the net assets at the time of acquisition of shares in the subsidiaries is recognised in the financial statements as Goodwill or Capital Reserve, as the case may be.

c. As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's separate financial statements

d. The results of subsidiaries acquired during the year are consolidated from the effective date of acquisition i.e. from 10th February, 2024

iii) *Inventories*

Raw materials & Finished Goods purchased are valued at cost excluding Taxes paid for which refund is claimed using FIFO method while work in progress has been valued at Cost. Inventories at the end of the year are as per physical verification conducted by the management.

iv) *Cash and cash equivalents*

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short term, highly liquid investment that are readily convertible into known amount of cash and which are subject to insignificant risk of changes in value.

v) *Depreciation and amortization*

Depreciation on fixed assets for the year has been provided on Straight Line Method at the rate and manner specified in schedule II of the Companies Act, 2013 on pro rata basis.

vi) *Revenue Recognition*

Revenue is recognized only when it can be reliably measured and it is reasonable to expect ultimate collection. Sales and purchases are accounted for exclusive of excise duty and Local sales tax. The sales and purchase value are net of discount and returns. Export sales have been accounted for on the basis of amount received in Indian rupees

vii) *Other Income*

Interest income is accounted on accrual basis.

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI PVT. LTD.
FARIDABAD

viii) *Tangible Fixed Assets*

Fixed Assets are carried at cost less accumulated depreciation and impairment loss, if any. The cost of fixed assets includes cost of purchase and other incidental cost of purchase and other incidental expenses incurred upto the date the asset is ready for its intended use. Subsequent expenditure relating to fixed assets is capitalized only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

Fixed Assets acquired in full or part exchange for another assets are recorded at the fair market value or the net market value of the assets given up, adjusted or any balancing cash consideration. Fair market value is determined either for the assets acquired or assets given up, whichever is more clearly evident. Fixed assets retired from active use and held for sale are stated at the lower of their net book value and net realizable value, and are disclosed separately in the Balance Sheet.

ix) *Intangible Assets*

Intangible assets are carried at cost less accumulated amortization and impairment losses, if any. The cost of an intangible asset comprises its purchase price, including any import assets and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. Subsequent expenditure on an intangible asset after its purchase / completion is recognized as an expense when incurred unless it is probable that such expenditure will enable the asset to generate future economic benefits in excess of its originally assessed standards of performance and such expenditure can be measured and attributed to the assets reliably, in which case such expenditure is added to the cost of the assets.

x) *Foreign currency transactions*

Foreign Exchange difference has been accounted for in the Profit & Loss Account for the year.

xi) *Investments*

Long-term investments are carried individually at cost less provision for diminution, other than temporary, in the value of such investment. Current investment is carried individually, at the lower of cost and fair value. Cost of investments includes acquisition charges such as brokerage, fees and duties.

xii) *Employee benefits*

The Company has calculated the liability of Gratuity on the basis of Actuarial Valuation as required by AS XV as on the date of Balance Sheet.

xiii) *Borrowing Costs*

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to profit & loss account.

xiv) *Segment reporting*

The Group identifies primary segment based on the dominant source, nature of risks and returns and the internal organization and management structure are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.

xv) *Leases*

The company has entered into Lease Transactions which are reported as liability due in one year and in next 5 years.

xvi) *Earning Per Share*

Basic Earnings per share is computed by dividing profit/ (loss) for the year by the weighted average number of equities share outstanding during the year.

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YOGIJI DIGI (P) LTD.
FARIDABAD

xvii) *Taxes on Income*

The current charge for income taxes is calculated in accordance with the relevant tax regulations. Deferred tax assets and liabilities are recognized for the future tax consequences arising due to timing difference between the profits calculated for income taxes and the profit as per the financial statements.

xviii) *Impairment of assets*

The carrying value of assets/ cash generating units at each balance Sheet date is reviewed for impairment. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognized, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flow to their present value based on an appropriate discount factor. When there is indication than impairment loss recognized for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognized in the Statement of Profit & Loss, expect in case of revaluated assets.

xix) *Provisions, Contingent Liabilities and Contingent Assets*

Provisions involving substantial degree of estimation in measurement are recognized when there is present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statements.

xx) During the F.Y. 2023-24, there were certain cases of delayed payment to the vendors registered under MSME Act. The company has neither paid nor provided interest on delayed payment in the books of accounts as vendors have waived their right of interest on delayed payment. They have also assured the company that in future also they will not demand any interest on these delayed payments. Further, as on 31.03.2024 there are certain vendors registered under MSME Act whose payments was due as on 31.03.2024 but could not be paid. When the company made payment after 31.03.2024 to them, they have also waived their right of claiming interest. hence, no provision of interest has been made as on 31.03.2024.

xxi) Previous year figures have been regrouped or rearranged wherever necessary to confirm to the current year Presentation. All figures have been shown in Millions.

OSRV AND CO LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI (P) LTD.
FARIDABAD

YOGIJI DIGI PRIVATE LIMITED
(Formerly known as Digi Drives Private Limited)
Consolidated Notes to the Financial Statements for the year ended March 31, 2024
(Amount in INR Millions, unless otherwise stated)

3 Equity share capital

a) The Company has two class of shares i.e. Equity Shares and 0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) having a par value of Rs. 100 per share

	March 31, 2024	
	Numbers	Amount
Authorised shares		
Equity shares of INR 100 each (Previous year INR 100)	5,00,000	50.00
0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of INR 100 each (Previous year INR 100)	25,000	2.50
Issued, subscribed and fully paid up shares		
Equity shares of INR 100 each (Previous year INR 100)	1,89,050	18.91
0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of INR 100 each (Previous year INR 100)		
	1,89,050	18.91

b) Reconciliation of shares outstanding as at the beginning and at the end of the reporting year

Equity Shares

Particulars	March 31, 2024	
	Numbers	Amount
At the beginning of the year	1,43,300	14.33
Issued during the year	45,750	4.58
Outstanding at the end of the year	1,89,050	18.91

NCCPS

Particulars	March 31, 2024	
	Numbers	Amount
At the beginning of the year	15,000	1.50
Issued during the year	-	
Shares converted during the year*	15,000	1.50
Outstanding at the end of the year	-	-

*During the current financial year, pursuant to the resolution passed by the Board of Directors of the Company at its meeting held on February 10, 2024, the 15,000 0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of Rs.100 each were converted into 378 equity shares of Rs.100 each at a premium of Rs.3,867 in accordance with terms specified in the Memorandum of issue of preference shares.

c) Terms/rights attached to equity share and NCCPS

Voting

Each holder of shares is entitled to one vote per share held.

Dividends

The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in ensuing Annual General Meeting except in the case where interim dividend is distributed. The Company has not distributed any dividend in the current year and previous year.

Liquidation

In the event of liquidation of the Company, the holders of equity shares shall be entitled to receive all of the remaining assets of the Company, after distribution of all preferential amounts, if any. Such distribution amounts will be in proportion to the number of equity shares held by the shareholders.

d) The Company does not have any holding Company..

DSRV AND CO LLP Chartered Accountants FARIDABAD

YOGIJI DIGI (P) LTD. FARIDABAD

(Amount in INR Millions, unless otherwise stated)

e) Details of shareholders holding more than 5% shares in the Company

Equity Shares

Name of share holder	March 31, 2024	
	Numbers	% held
Navneet Singh	64,661	34.20
Sameer Bansal	57,480	30.40
Ashok Kumar Rana	22,686	12.00
Satish Kumar Tripathi	22,686	12.00

NCCPS

Name of share holder	March 31, 2024	
	Numbers	% held
Navneet Singh		
Samir Bansal		

f) No class of shares have been issued as bonus shares and shares issued for consideration other than cash during the period of five years immediately preceding the reporting date except below:

During the financial year 2023-24, the Company alloted 45,372 (Forty five thousand three hundred seventy two Only) Equity Shares of INR 100 each to the shareholders of Yogi Ji Technoequip Private Limited pursuant to purchase the shares of Yogiji Technoequip Private Limited. The company has taken the requisite approval of the share holders for the said purchase of equity shares of Yogiji Technoequip Private Limited. The said allotment has been made on the fair market value.

Further, the Company alloted 378 (three hundred seventy eight Only) Equity Shares of INR 100 each pursuant to conversion of NCCPS. The said allotment has been made on the fair market value.

3.a As at 31 March 2024, the Company has received an amount of INR 21.42 millions towards share application money towards 2,700 equity shares of the Company at a premium of 7834.40. The share application money was received pursuant to an invitation to offer shares and in terms of such invitation, the Company completed the allotment formalities on April 23, 2024. The Company has sufficient authorised capital to cover the allotment of these shares. Pending allotment of shares, the amounts are maintained in a designated bank account and has not been used by the company before allotment of shares.

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI (P) LTD
FARIDABAD

YOGIJI DIGI PRIVATE LIMITED
(Formerly known as Digi Drives Private Limited)
Consolidated Notes to the Financial Statements for the year ended March 31, 2024
(Amount in INR Millions, unless otherwise stated)

4 Reserve and Surplus

	March 31, 2024
	Amount
a. Securities premium account	
Opening Balance	109.32
Add: Securities premium on conversion of preference shares into equity shares	1.46
Add: Securities premium on fresh issue of equity shares other than cash	175.45
Closing Balance (A)	286.23
b. Capital reserve	
Opening Balance	5.00
Closing Balance (B)	5.00
c. General reserve	
Opening Balance	335.91
Add: profit for the year	171.96
Closing Balance (C)	507.87
Total other equity (A+B+C)	799.10

5 Long-term Borrowings

	Non-current portion	Current maturities
	March 31, 2024	March 31, 2024
	Amount	Amount
Term loans (secured)		
-Car loan from banks (refer footnote 1)	79.20	28.47
-Other term loan from banks (refer footnote 2)	23.98	14.15
-from financial institutions (refer footnote 3)	128.73	36.50
Term loans (unsecured)		
-from related party	4.20	-
The above amount includes		
Amount disclosed under the head "Other current liabilities" (refer note 9)		(79.12)
	236.11	-

Footnote-1
The Company has availed car loan facility from Axis bank, HDFC Bank and ICICI Bank and the same is secured against first and exclusive charge by the way of hypothecation on vehicle and personal guarantee of directors.

Footnote-2
The Company has availed GECL loan term loan facility from State bank of India, Axis Bank and Punjab National Bank. The same are repayable in equal monthly instalments (inclusive of interest) and are secured by personal guarantee of the directors.

Footnote-3
The Company has availed term loan facility from Aditya Birla Finance Limited, Cholamandalam Investment & Finance Company Limited and SIDBI. The same are repayable in equal monthly instalment (inclusive of interest) and are secured by the assets financed by the lenders including personal guarantee of the directors.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI (P) LTD FARIDABAD

(Amount in INR Millions, unless otherwise stated)

6 Deferred Tax Liabilities (net)

In accordance with Accounting Standard 22 on 'Accounting for Taxes on Income' increase in the net Deferred Tax Liability of INR 13.60 millions for the current year has been charged in the Statement of Profit and Loss. The tax effect of significant timing differences as at March 31, 2024 that reverse in one or more subsequent years gave rise to the following net Deferred Tax Liabilities as at March 31, 2024.

	March 31, 2024	Charge/(benefit)	March 31, 2023
	Amount	Amount	Amount
Deferred Tax Liability			
On account of depreciation	25.27	16.62	10.81
	25.27	16.62	10.81
Deferred Tax Assets			
Disallowance under tax laws	1.17	0.37	0.80
Provision for Gratuity	3.26	2.65	0.57
	4.43	3.02	1.37
Net Deferred Tax Liability	20.84	13.60	9.44

7 Other Long Term Liabilities

	March 31, 2024
	Amount
Long term loans and advance from Parties	220.55
	220.55

8 Long term provision

	March 31, 2024
	Amount
Provision for gratuity	14.01
	14.01

9 Short-term borrowings

	March 31, 2024
	Amount
Secured, repayable on demand	
Cash credit from banks (refer footnote)	251.39
Current maturity of long term borrowings	79.12
	330.51

Footnote

The Company has availed cash credit facility from Axis bank and Punjab National Bank, which are Primarily secured against Stock and Book Debts of the Company and are Collaterally secured by the immovable properties of the company including personal guarantee of the directors.

DSRV AND CO LLP Chartered Accountants FARIDABAD

YOGIJI DIGI (P) LTD. FARIDABAD

YOGIJI DIGI PRIVATE LIMITED
(Formerly known as Digi Drives Private Limited)
Consolidated Notes to the Financial Statements for the year ended March 31, 2024
(Amount in INR Millions, unless otherwise stated)

10 Trade Payable

	March 31, 2024
	Amount
(i) total outstanding dues of micro enterprises and small enterprises	265.78
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	404.30
	670.08

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 year	Total
As at March 31, 2024					
a) Undisputed trade payable					
Micro enterprises and small enterprises	240.17	18.85	5.72	1.05	265.79
Others	401.81	2.49	-	-	404.30
	641.98	21.34	5.72	1.05	670.09
a) Disputed trade payable					
Micro enterprises and small enterprises	-	-	-		
Others	-	-	-	-	-
	-	-	-	-	-
Total	641.98	21.34	5.72	1.05	670.09

In terms of the clause 22 of chapter V micro, small and Medium enterprises development Act 2006 (MSMED act 2006), the disclosure of payments due to any supplier as at March 31, 2024 are as follows:

Particulars	March 31, 2024
The principal amount and the interest due thereon remaining unpaid to any MSME supplier as at the end of each accounting period included in	
Principal amount due to micro and small enterprises	265.79
Interest due on above	-
	265.79
The amount of interest paid by the buyer in terms of section 16 of the MSMED ACT 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting period	
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointment day during the period) but without adding the interest specified under the MSMED Act, 2006.	
The amount of interest accrued and remaining unpaid at the end of each accounting period	
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible under section 23 of the MSMED Act 2006.	

DSRV AND CO LLP Chartered Accountants FARIDABAD

YOGIJI DIGI FARIDABAD

YOGIJI DIGI PRIVATE LIMITED
(Formerly known as Digi Drives Private Limited)
Consolidated Notes to the Financial Statements for the year ended March 31, 2024
(Amount in INR Millions, unless otherwise stated)

11 Other current liability

	March 31, 2024
	Amount
Payable to Staff	21.41
Creditors for Expenses	12.70
Advance from Parties	912.43
Provision for Income Tax	62.84
Statutory Dues Payable	13.68
Other Current Liabilities	2.04
	1,025.10

12 Short term provision

	March 31, 2024
	Amount
Provision for gratuity	0.28
	0.28

14 Goodwill on Consolidation

	March 31, 2024
	Amount
Goodwill on Consolidation	84.57
	84.57

15 Other Non Current Assets

	March 31, 2024
	Amount
Bank Deposits with maturity more than 12 months	22.57
Security Deposits	3.73
Capital advances	9.25
	35.55

16 Inventories (Valued at cost or net realisable value, whichever is lower)

	March 31, 2024
	Amount
Raw Materials	421.03
Work in Progress	1,113.69
Scrap	0.47
Finished Goods	2.89
	1,538.08

17 Trade Receivable

	March 31, 2024
	Amount
Un-secured, considered good	
Outstanding for a period exceeding six months from the date they are due for payment	257.17
Other receivables	244.80
	501.97
Un-secured, considered doubtful	
Less: Provision for doubtful debts	
Total Trade Receivable	501.97

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YOGIJI DIGI (P) LTD FARIDABAD

(Amount in INR Millions, unless otherwise stated)

Particulars	Outstanding for following periods from due date of payment				
	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 year
As at March 31, 2024					
a) Undisputed trade receivable					
Considered good	244.80	16.38	220.04	2.72	18.03
Considered doubtful	-	-	-	-	-
	244.80	16.38	220.04	2.72	18.03
a) Disputed trade receivable					
Considered good					
Considered doubtful					
	-	-	-	-	-
Total	244.80	16.38	220.04	2.72	18.03

18 Cash and cash equivalents

	March 31, 2024
	Amount
Balances with banks	
On current accounts	26.60
Deposits with original maturity of less than 12 months	39.56
Cash on hand	0.84
	67.00

19 Short term loans and advance

	March 31, 2024
	Amount
- Advance recoverable in cash or kind for the value to be received from supplier	240.35
	240.35

20 Other current assets

	March 31, 2024
	Amount
Advance I Tax	12.53
Advance To Staff	3.25
Prepaid Expenses	11.56
Other Current Assets	53.95
	81.29

DSRV AND CO LLP Chartered Accountants FARIDABAD

YOGIJI DIGI (P) LTD FARIDABAD

YOGIJI DIGI PRIVATE LIMITED
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Consolidated Notes to the Financial Statements for the year ended March 31, 2024
(Amount in INR Millions, unless otherwise stated)

21 Revenue From Operations

	March 31, 2024
	Amount
Sale of products	
- Domestic	2,511.45
- Export	1,449.77
Sale of services	
- Domestic	3.09
- Export	0.11
	3,964.42

22 Other Income

	March 31, 2024
	Amount
Interest on bank deposits	3.59
Other interest	0.08
Rodtep income	9.75
Duty drawback	17.94
Profit on sale of license	-
Profit on sale of fixed assets	0.88
Foreign currency fluctuation	8.93
Rent	
Insurance claim received	1.10
Freight received	0.88
Balance written back	1.95
Misc. Income	0.41
	45.51

23 Cost of Material Consumed

		March 31, 2024
		Amount
Purchases		2,947.20
Add: Opening Balance Of Stock		178.96
(A)		3,121.16
Less: Closing Stock	(B)	309.82
Impact of cost of goods sold from Subsidiary Company	(C)	(87.92)
Material Consumed	(A-B+C)	2,723.42

24 Changes in Inventory of WIP & Scrap

		March 31, 2024
		Amount
Opening Stock Of WIP		886.03
Opening Stock Of Finished Goods (Trading)		9.63
Opening Stock Of Scrap		0.42
	(A)	896.08
Closing Stock Of WIP		847.06
Closing Stock Of Finished Goods (Trading)		2.89
Closing Stock Of Scrap		0.33
	(B)	850.28
Impact of changes in Inventory from Subsidiary Company	(C)	123.26
	(A-B+C)	169.06

25 Employee Benefit Expenses

	March 31, 2024
	Amount
Factory Salary And Wages	224.92
Provision For Gratuity	4.75
Director's Remunerations	84.84
Contribution To Provident And Other Funds	5.70
Staff Welfare	3.48
	323.69

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YOGIJI DIGI PRIVATE LIMITED
FARIDABAD

(Amount in INR Millions, unless otherwise stated)

26 Financial Costs

	March 31, 2024 Amount
Bank Interest	14.04
Interest On Term Loan	23.63
Bank Charges	10.68
	48.35

27 Depreciation & Amortisation Expenses

	March 31, 2024 Amount
Depreciation	49.36
	49.36

28 Other Expenses

		March 31, 2024 Amount
Manufacturing Expenses		
Stores And Spare Parts		33.75
Freight Inward		42.79
Power & Fuel		13.96
Other Expenses		145.16
	(A)	235.66
Administrative Expenses		
Advertisement Exp.		6.03
Auditor's Remuneration		
-Statutory Audit		0.75
-Tax Audit		0.21
-Others		0.16
Business Promotion		9.75
Charity & Donation		
Conveyance Exp.		11.83
Corporate Social Responsibility		1.20
Festival Celebration Expenses		1.58
Foreign currency fluctuation		
Insurance		14.23
Installation		0.64
Legal Professional Charges		20.08
Packing & Forwarding Expense		8.25
Freight & Cartage O/W		60.41
Postage & Telegram		0.80
Printing & Stationery		1.66
Rate & Taxes		2.08
Rent		4.95
Repair & Maintenance		
-Building		1.82
-Machinery		4.91
-Others		6.82
Security Service Charges		7.11
Telephone Exp.		0.89
Travelling Expenses		32.69
Fair & Exhibition		11.12
Misc. Exp.		2.22
	(B)	212.17
	(A+B)	447.83

29 Exceptional Items

	March 31, 2024 Amount
Loss on Disposal of Fixed Assets (Vehicle / Other Assets)	

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YOGIJI DIGI (P) LTD FARIDABAD

(Amount in INR Millions, unless otherwise stated)

30 Disclosure as per AS 20 on 'Earnings per Share'

	March 31, 2024
Basic earning per share ( ) (a)/(b)	1,148.85
Diluted earning per share (') (a)/(b)	1,148.85
Nominal value per share	100.00
Profit attributable to equity shareholders	
Profit / (Loss) for the period (a)	171.96
	171.96
Weighted average number of shares	**No of shares**
Weighted average number of equity shares for the year (b)	1,49,675

At present, the Company does not have any dilutive potential equity shares.

31 Contingent liabilities, contingent assets and commitments

A. Commitments:

	March 31, 2024
Capital commitments	
Estimated amount of contracts remaining to be executed on capital account and not provided for	268.58
Total capital commitments	**268.58**

B. Contingent liabilities:

	March 31, 2024
a. Securities/ Performance and other guarantee provided to various government authorities/others	118.48

The Company does not have any contingent assets as at March 31, 2024.

32 Employee benefits

The Company contributes to the following post-employment defined benefit plans in India.

(i) Defined Contribution Plans:

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund and EDLI, which are defined contribution plans. The Company has no obligations other than to make the specified contributions. The contributions are charged to the statement of profit and loss as they accrue.

	Year ended March 31, 2024
Contribution To Provident And Other Funds	5.70

(ii) Defined Benefit Plan:

Gratuity

The Company operates a post employment defined benefit plan for Gratuity. This plan entitles an employee to receive half month's salary for each year of completed service at the time of retirement/exit.

The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognize each period of service as giving rise to additional employee benefit entitlement and measures each unit separately to build up the final obligation.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at 31 March 2023. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

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YOGIJI DIGI (P) LTD FARIDABAD

(Amount in INR Millions, unless otherwise stated)

13.a Property, plant and equipment

Particulars	Land	Building	Plant & machinery	Furniture and fixtures	Vehicles*	Office equipment	Computer hardware	Total
Balance as at April 01, 2023	42.43	98.50	214.24	3.70	119.06	13.33	10.19	501.45
Additions of subsidiary assets as on date of acquition	62.83	8.55	51.09	2.36	29.53	1.67	7.70	163.73
Additions	10.31	-	105.28	0.28	59.66	5.10	2.99	183.62
Disposals	-	-	3.39	-	3.25	0.14	-	6.78
Balance as at March 31, 2024	**115.57**	**107.05**	**367.22**	**6.34**	**205.00**	**19.96**	**20.88**	**842.02**
Accumulated depreciation and impairment losses								
Balance at April 01, 2023	-	21.07	72.97	1.67	25.15	4.50	4.42	129.78
Additions of subsidiary acccumulated depreciation as on date of acquition	-	5.80	32.41	2.02	20.41	1.12	7.04	68.80
Depreciation for the year	-	3.20	16.66	0.33	18.40	2.69	3.18	44.46
Disposals	-	-	2.67	-	2.93	0.03	-	5.63
Balance as at March 31, 2024	**-**	**30.07**	**119.37**	**4.02**	**61.03**	**8.28**	**14.64**	**237.41**
Carrying amount (net)								
As at March 31, 2024	**115.57**	**76.98**	**247.85**	**2.32**	**143.97**	**11.68**	**6.24**	**604.61**

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YOGIJI DIGI (P) LTD FARIDABAD

(Amount in INR Millions, unless otherwise stated)

13.b Intangible assets

Particulars	Computer Software	Total
Cost or deemed cost (gross carrying amount)		
Balance as at April 01, 2023	13.58	13.58
Additions	5.43	5.43
Balance as at March 31, 2024	19.01	19.01
Accumulated amortisation and impairment losses		
Balance at April 01, 2023	6.35	6.35
Depreciation for the year	4.90	4.90
Balance as at March 31, 2024	11.25	11.25
Carrying amount (net)		
As at March 31, 2024	7.76	7.76

13.c Intangible assets under development/ Capital work in progress

Particulars	Units at Crown Business Park	Machinery for new Plant yet to be installed	Building Under Construction	SAP Development	Building under Construction-Nangla	Building under Construction-Mumbai	Total
Balance as at April 01, 2023	95.73	-	-	-	-	-	95.73
Additions of subsidiary assets as on date of acquition	-	10.24	41.40	-		-	51.64
Additions	2.71	-	-	11.33	20.23	14.09	48.36
Balance as at March 31, 2024	98.44	10.24	41.40	11.33	20.23	14.09	195.73

Intangible assets under development/ Capital work in progress ageing schedule

Particulars	Amount for capital work in progress for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Units at Crown Business Park	2.71	2.92	3.36	89.45	98.44
Machinery for new Plant yet to be installed	-	10.24	-	-	10.24
Building Under Construction	-	41.40	-	-	41.40
SAP Development	11.33	-	-	-	11.33
Building under Construction-Nangla	20.23	-	-	-	20.23
Building under Construction-Mumbai	14.09	-	-	-	14.09
As at March 31, 2024	48.36	54.56	3.36	89.45	195.73

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(Amount in INR Millions, unless otherwise stated)

A. The following table set out the status of the defined benefit obligation

Net defined benefit liability	March 31, 2024
(Assets)/Liability for Gratuity	14.29
Total employee benefit liabilities	14.29
Non-current	14.01
Current	0.28

33 Segment Reporting

The Company is engaged in the business of providing flat steel processing solutions for cold rolling mills, pickling lines, skin pass mills and galvanizing lines, which as per notified Accounting Standard 17 on Segment Reporting, is considered to constitute one single primary segment.

Segment Reporting Analysis

Particulars	March 31, 2024
Sale of product	
Export	2,511.45
Domestic	1,449.77
Sale of Services	
Export	3.09
Domestic	0.11
Total	3,964.42

34 Leases

Operating leases

The Company is a lessee under an operating leases. The lease terms of premise range from 1 to 5 years and accordingly are short term leases, with an option to renew the lease after that period. Lease payments are renegotiated every five years to reflect market rentals. Expected future minimum commitments for non-cancellable leases are as follows:

(i) Future minimum lease payments	March 31, 2024
Not later than one year	5.98
Later than one year but not later than five year	21.13
Total	27.11

(ii) Amounts recognised in profit and loss account	Year ended March 31, 2024
Lease expense- minimum lease payments	4.95

35 Corporate Social Responsibility

In accordance with the provisions of Section 135 of the Companies Act, 2013 read CSR Rules, 2014 (including any amendments, if any), and as per Schedule-VII, the Company is required to spend, in every financial year, at least two percent of the average net profits of the Company made during the three immediately preceding financial years in accordance with the CSR Policy of the Company.

In accordance with the provisions of Section 135 of the Companies Act, 2013, the Company was required to spend INR 1.25 millions (previous year INR 0.99 millions) on prescribed CSR activities. The Company has spent INR 0.70 millions (previous year INR 1.21 millions) on CSR activities. The shortfall of INR 0.33 millions for the FY 2023-24 has not been deposited in separate bank account till March 31, 2024 however the Company has stated that it will deposit the same in PM care fund before September 30, 2024. Further, the excess amount spent in the FY 2022-23 of Rs. 0.22 millions has been adjusted during the FY 2023-24.

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YOGIJI DIGI (P) LTD. FARIDABAD

(Amount in INR Millions, unless otherwise stated)

36 Unhedged foreign currency exposure

The amount of foreign currency exposure that has not been hedged by derivative instrument or otherwise as on March 31, 2024 and March 31, 2023 are as under:

Particulars	Amount in foreign currency	Amount in INR
	March 31, 2024	March 31, 2024*
Receivable in foreign Currency		
USD	1.37	114.23
Payable in foreign Currency		
USD	7.27	606.17

* Exchange rate for March 31, 2024, 1 USD- Rs. 83.38

37 Earning in foreign currency

	March 31, 2024
Sale of Goods	1,449.77
Sale of Services	0.11
	1,449.88

38 Expenditure in foreign currency

	March 31, 2024
Travelling Expenses	4.95
Fair & Exhibition	11.12
Business Promotion	0.05
	16.12

39 Value of import on CIF basis

	March 31, 2024
Purchase of raw material	431.20
	431.20

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YOGIJI DIGI (P) LTD FARIDABAD

(ix) Details of crypto currency or virtual currency
The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(x) Valuation of PP&E, intangible asset and investment property
The Company has not revalued its property, plant and equipment or intangible assets or both during the current or previous year.

(xi) Title deeds of immovable properties not held in name of the company
All immovable properties held by the Company are in the name of Company.

(xii) Registration of charges or satisfaction with Registrar of Companies
There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

(xiii) Utilisation of borrowings availed from banks and financial institutions
The Company have borrowings from banks and financial institutions and utilised for operating the business.

In terms of our report of even date

For D S R V & Co LLP (Reg No AAJ-5358)
CHARTERED ACCOUNTANTS
FRN 006993N/N500073

DSRV AND CO. LLP Chartered Accountants FARIDABAD

DINESH KUMAR AGRAWAL
Partner
M.NO. 85714
Place: Faridabad
Dated: September 1, 2024
UDIN- 24085714BKFAEU8086

For and on behalf of the Board of Directors of
YOGIJI DIGI PRIVATE LIMITED

NAVNEET SINGH
Managing Director
DIN 00468898
ADD: H. No. 20,
Sector-21C, Sector-21D,
Faridabad Haryana
121012

SAMEER BANSAL
Director
DIN 00468786
ADD: H. No. 26,
Sector-10, DLF-10,
Faridabad Haryana
121006

YOGIJI DIGI (P) LTD FARIDABAD

(Amount in INR Millions, unless otherwise stated)

40 Related party disclosures

In accordance with the requirements of AS 18 on Related Party Disclosures, the names of the related parties where control exists and/or with whom transactions have taken place during the year and description of relationships, as identified and certified by the management are:

(a) List of related parties

Relationship	Name
Key management personnel	
Managing Director	Navneet Singh
Director	Sameer Bansal
Shareholder	Ashok Kumar Rana (from February 10, 2024)
Shareholder	Satish Kumar Tripathi (from February 10, 2024)
Relative of Managing Director	Aseem Gill
Relative of Managing Director	R.S. Gill
Relative of Managing Director	Manisha Gill
Relative of Director	Neeru Bansal
Relative of Shareholder	Amod Triphati

(b) Details of related party transactions are as below:

Particulars	March 31, 2024
Director Remuneration	
Navneet Singh	42.13
Sameer Bansal	41.69
Salary to Relatives	
Aseem Gill	3.15
Manisha Gill	2.23
Neeru Bansal	2.23
Amod Triphati	0.44
Professional Charges	
R.S. Gill	1.30

(C) Balance outstanding with or from related parties as at:

	March 31, 2024
Other payables	
Navneet Singh	5.35
Sameer Bansal	2.05
Aseem Gill	0.59
R.S. Gill	
Neeru Bansal	0.02
Other receivable	
Amod Triphati	2.73
Manisha Gill	0.01

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(Amount in INR Millions, unless otherwise stated)

4 Reserve and Surplus

	March 31, 2024
	Amount
a. Securities premium account	
Opening Balance	109.32
Add: Securities premium on conversion of preference shares into equity shares	1.46
Add: Securities premium on fresh issue of equity shares other than cash	175.45
Closing Balance (A)	286.23
b. Capital reserve	
Opening Balance	5.00
Closing Balance (B)	5.00
c. General reserve	
Opening Balance	335.91
Add: profit for the year	171.96
Closing Balance (C)	507.87
Total other equity (A+B+C)	799.10

5 Long-term Borrowings

	Non-current portion	Current maturities
	March 31, 2024	March 31, 2024
	Amount	Amount
Term loans (secured)		
-Car loan from banks (refer footnote 1)	79.20	28.47
-Other term loan from banks (refer footnote 2)	23.98	14.15
-from financial institutions (refer footnote 3)	128.73	36.50
Term loans (unsecured)		
-from related party	4.20	-
The above amount includes		
Amount disclosed under the head "Other current liabilities" (refer note 9)	-	(79.12)
	236.11	-

Footnote-1

The Company has availed car loan facility from Axis bank, HDFC Bank and ICICI Bank and the same is secured against first and exclusive charge by the way of hypothecation on vehicle and personal guarantee of directors.

Footnote-2

The Company has availed GECL loan term loan facility from State bank of India, Axis Bank and Punjab National Bank. The same are repayable in equal monthly instalments (Inclusive of interest) and are secured by personal guarantee of the directors.

Footnote-3

The Company has availed term loan facility from Aditya Birla Finance Limited, Cholamandalam Investment & Finance Company Limited and SIDBI. The same are repayable in equal monthly instalment (inclusive of interest) and are secured by the assets financed by the lenders including personal guarantee of the directors.

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YOGIJI DIGI (P) LTD FARIDABAD

(Amount in INR Millions, unless otherwise stated)

41 Financial Ratios

Ratio	Measurement unit	As at 31 March 2024
		Ratio
Current ratio	Times	1.20 Times
Debt-equity ratio	Times	0.69 Times

Ratio	Measurement unit	As at 31 March 2024
		Ratio
Debt service coverage ratio	Times	1.05 Times
Return on equity ratio	Percentage	21.02%
Inventory turnover ratio	Times	2.58 Times
Trade receivables turnover ratio	Times	7.90 Times
Trade payables turnover ratio	Times	11.07 Times
Net capital turnover ratio	Times	9.84 Times
Net profit ratio	Percentage	4.34%
Return on capital employed	Percentage	21.54%
Return on investment	Percentage	9.07%

42 **Additional regulatory information required by Schedule III**

(i) Details of Benami Property held

No proceedings have been initiated on or are pending against the group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

(ii) Borrowing secured against current assets

The Company have borrowings from banks and financial institutions which are secured against current assets.

(iii) Wilful defaulter

The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(iv) Relationship with struck off companies

The Company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

(v) Compliance with number of layers of companies

The Company has made investment in any other companies and is not breaching the permitted layers of subsidiaries.

(vi) Compliance with approved scheme(s) of arrangements

The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(vii) Utilisation of borrowed funds and share premium

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

b. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

b. provide any guarantee, security or the like on behalf of the ultimate beneficiaries

(viii) Undisclosed Income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI (P) LTD FARIDABAD

SONAL JAIN & ASSOCIATES

COMPANY SECRETARIES

Email id: sonaljainandassociates@gmail.com
Registered Office: C-49, 4th Floor,
Mayfield Garden, Sector-50, Gurgaon-122018
Mob No: 9953080040

FORM NO. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **M/s YOGIJI DIGI PRIVATE LIMITED** (hereinafter referred as "**the Company**") as required to be maintained under the Companies Act, 2013 (hereinafter referred as "**the Act**") and the rules made there under for the financial year ended on **March 31, 2024**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. during the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1. its status under the Act;
2. maintenance of registers/records & making entries therein within the time prescribed therefore;
3. filing of forms and returns as stated in the *annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or* other authorities within/beyond the prescribed time; **(*Where ever applicable*) – Annexure -1**
4. calling/convening/holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5. closure of Register of Members/Security holders, as the case may be; ***(Not Mandatory)***
6. advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act; ***(Not Applicable as Company had not granted any Advances/loans to its directors and/or persons or firms or companies referred in section 185 during the Financial Year 2023-24)***
7. contracts/ arrangements with related parties as specified in section 188 of the Act;***(As informed by the management of company ,the transactions are on Arm Length Basis)***

8. issue or allotment or transfer or transmission or buy back of securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities and issue of security certificates in all instances;
    - **The Company has allotted 45,372 (Forty Five Thousand Three Hundred Seventy Two) Equity Shares of INR 100/- each at a premium of Rs. 3867/- per share to the shareholders of Yogi Ji Techno equip Private Limited pursuant to purchase the shares of Yogiji Techno equip Private Limited on 10th February, 2024.**

    - **The Company allotted 378 (Three Hundred Seventy Eight) Equity Shares of INR 100/- each of the company at a premium of Rs. 3867/- per share pursuant to conversion of NCCPS on 10th February, 2024. -**

    - **As at 31 March 2024, the Company has received an amount of INR 21.42 millions towards share application money towards 2,700 equity shares of the Company at a premium of 7834.40.**
9. keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10. declaration/payment of dividend; transfer of unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act; ***(Not Applicable to the Company during the Financial Year 2023-24)***
11. signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. constitution/appointment/re-appointments/retirement/filling up casual vacancies/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. appointment/reappointment/filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act; ***(Where ever required)***
15. acceptance/renewal/repayment of deposits; ***(Not Applicable, as there are no deposits)***
16. borrowings from its directors, members, public financial institutions, banks and others and creation/modification/satisfaction of charges in that respect,

DETAIL OF BORROWINGS AS ON 31.03.2024

Long-term Borrowings

	Non-current portion		Current maturities	
	March 31, 2024	**March 31, 2023**	**March 31, 2024**	**March 31, 2023**
	Amount	**Amount**	**Amount**	**Amount**
Term loans (secured)				

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-Car loan from banks (refer footnote 1)	72.85	55.60	24.50	10.71
-Other term loan from banks (refer footnote 2)	23.83	63.12	13.76	15.50
-from financial institutions (refer footnote 3)	127.19	86.33	30.43	13.87
Term loans (unsecured)				
-from related party	-	0.03	-	-
The above amount includes				
Amount disclosed under the head "Other current liabilities" (refer note 9 of Balance Sheet)	-	-	(68.69)	(40.08)
	223.87	**205.08**	**-**	**-**

Footnote-1

The Company has availed car loan facility from Axis bank, HDFC Bank and ICICI Bank and the same is secured against first and exclusive charge by the way of hypothecation on vehicle and personal guarantee of directors.

Footnote-2

The Company has availed GECL loan term loan facility from State bank of India, Axis Bank and Punjab National Bank. The same are repayable in equal monthly instalments (inclusive of interest) and are secured by personal guarantee of the directors.

Footnote-3

The Company has availed term loan facility from Aditya Birla Finance Limited, Chola Mandalam Investment & Finance Company Limited and SIDBI. The same are repayable in equal monthly instalment (inclusive of interest) and are secured by the assets financed by the lenders including personal guarantee of the directors.

<u>Short-term borrowings</u>

	March 31, 2024	March 31, 2023
	Amount	**Amount**
Secured, repayable on demand		
Cash credit from banks (refer footnote)	181.40	170.62
Current maturity of long term borrowings	68.69	40.08
	250.09	**210.70**

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Footnote

The Company has availed cash credit facility from Axis bank and Punjab National Bank. which are Primarily secured against Stock and Book Debts of the Company and are Collaterally secured by the immovable properties of the company including personal guarantee of the directors.

DETAILS OF CHARGES

S. No	Charge Id	Charge Holder Name	Date of Creation	Date of Modification	Date of Satisfaction	Amount
1	100817388	Punjab National Bank	01/11/2023	-	-	30,00,00,000
2	100800077	Axis Bank Limited	16/08/2023	-	-	1,90,00,000
3	100751210	SIDBI	13/07/2023	-	-	7,50,00,000
4	100756008	Axis Bank Limited	06/06/2023	-	-	3,00,00,000
5	100699543	Axis Bank Limited	21/03/2023	05/12/2023	-	1,34,00,000
6.	100699540	Axis Bank Limited	21/03/2023	05/12/2023	-	37,25,00,000
7	100699016	Axis Bank Limited	21/03/2023	05/12/2023	-	1,38,00,000
8	100437905	State Bank of India	30/01/2021	03/12/2021	28/04/2023	30,03,00,000

17. loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act;

- ***During the period under review, the Company did not grant any loans or guarantees. However, the Company made an investment in Yogi Ji Technoequip Private Limited, acquiring 9,47,127 equity shares of INR 10/- each, amounting to INR 179.99 million.***

Non-current investments

	March 31, 2024	March 31, 2023
	Amount	Amount

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Unquoted, trade investment, at cost		
Investment in wholly owned subsidiaries		
Yogi Ji Technoequip Private Limited		
947,127 (March 31, 2023: Nil) equity shares of INR 10 each	179.99	-
	179.99	**-**

The aggregate amount of unquoted non-current investment are as follows:

	March 31, 2024 Amount	March 31, 2023 Amount
Aggregate amount of unquoted non-current investment	179.99	-

18. alteration of the provisions of the Memorandum and/or Articles of Association of the Company. ***(There is no alterations made during the Financial year under review***)

For Sonal Jain & Associates
Company Secretaries

SONAL JAIN Digitally signed by SONAL JAIN Date: 2024.11.16 16:59:24 +05'30'

Sonal Jain
Proprietor
Membership No: 34393
COP No: 13242
UDIN: A034393F002245965
Peer Review Cert. No.:- 4422/2023

Place: New Delhi
Date: 16/11/2024

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ANNEXURE-1

S. No	SRN No.	Particulars	Date of Filling	Delay
1.	AA7036102	MGT-14	08.03.2024	No
2.	AA7041443	PAS-3	11.03.2024	Yes
3.	AA7640089	PAS-3	24.04.2024	No
4	AA7302261	MGT-14	04.04.2024	No
5.	AA7039651	PAS-3	08.03.2024	No
6.	AA6508100	CHG-1	02.01.2024	No
7.	AA6190889	CHG-1	20.11.2023	No
8.	AA4406539	CHG-1	22.09.2023	Yes
9.	AA3850976	DPT-3	30.07.2023	No
10	AA3541145	CHG-1	21.07.2023	No
11	AA3513521	CHG-1	14.07.2023	No
12	AA3475560	CHG-1	14.07.2023	No
13	AA3479666	CHG-1	14.07.2023	No
14	AA2936583	CHG-1	05.07.2023	Yes
15	AA3117146	CHG-1	26.06.2023	No
16	AA3121424	CHG-1	26.06.2023	No
17	AA3124734	CHG-1	26.06.2023	No
18	AA2248311	CHG-4	02.05.2023	No
19	AA1957431	CHG-1	15.04.2023	No
20	AA1812612	CHG-1	04.06.2023	No
21	AA1811979	CHG-1	05.04.2023	No
22	AA1812816	CHG-1	06.04.2023	No
23	2022-23	CSR-2	21.03.2024	No

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24	2021-22	CSR-2	27.08.2023	Yes
25	F76330497	AOC-4	31.10.2023	Yes
26	F81691255	MGT-7	27.11.2023	No