ZEDENGINES INDIA PRIVATE LIMITED

ANNUAL REPORT

2023-2024

Ref. No. .... **INDEPENDENT AUDITORS' REPORT**

TO THE MEMBERS OF
ZEDENGINES INDIA PRIVATE LIMITED

Report on the Audit of Financial Statements

Opinion
We have audited the financial statements of **ZEDENGINES INDIA PRIVATE LIMITED** ("the Company"), which comprise the balance sheet as at 31st March 2024, and the statement of Profit and Loss and the Statement of Cash Flows for the year ended on that date, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred toas "the Financial Statements").
In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2021, as amended, ("AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024 and its profit and its cash flows for the year ended on that date.

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

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

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

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

KAPINDRA TIWARI & CO. DELHI Chartered Accountant

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Corp. Branch: Office No.-1, 1st Floor, Chahat Complex, Sector-15, Noida, U.P.-201301
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In connection with our audit of the financial statements, our responsibility is to read the Board Report and in doing so, consider whether the Board Report is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance 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 statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.
In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
The Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

ii) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control systems.

iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management

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

v) Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation

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

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

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

Report on Other Legal and Regulatory Requirements

1. 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.

KAPINDRA TIWARI & CO. * DELHI * Chartered Accountant

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

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

d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2021.

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

f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, the company is exempt from getting an audit.

g) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:

   i. The Company does not have any pending litigations which would impact its financial position.

   ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.

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

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

   (b) The management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or

KAPINDRA TIWARI & CO. DELHI Chartered Accountant

entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
(c) Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused them to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided in (a) and (b) above, contain any material mis-statement.

v. Since the Company has not declared or paid any dividend during the year, the question of commenting on whether dividend declared or paid is in accordance with Section 123 of the Companies Act, 2013 does not arise.

vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of accounts for year ended 31st March, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software.

Further, during the course of our audit, we did not come across any instance of the audit trail feature being tempered with. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from 1st April, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ender 31st March, 2024.

h) With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act, in our opinion and according to the information and explanations given to us, the limit prescribed by section 197 for maximum permissible managerial remuneration is not applicable to a private limited company.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in **"Annexure A"** a statement on the matters specified in paragraphs 3 and 4 of the Order.

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

KmTiwari

PLACE: DELHI
DATED: 16th AUGUST, 2024

(KAPINDRA MANI TIWARI)
PARTNER
M. No. 521619
UDIN:- 24521619BKDFKS3327

KAPINDRA TIWARI & CO. * Chartered Accountant * DELHI

"ANNEXURE A"

To the Independent Auditors' Report
(Referred to in paragraph 2, under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date)

In the terms of information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

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 Company has program of verification of Property, Plant and Equipment so as to cover all the items once in every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain items of Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

c) With respect to immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the Financial Statements included in Property, Plant and Equipment, according to information and explanations given to us and based on verification of the registered sale deed/Transfer deed/Conveyance deed provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at Balance Sheet date.

d) The Company has not revalued any of its Property, Plant and Equipment and Intangible assets during the year.

e) No proceedings have been initiated during the year or are pending against the Company as at 31st March, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and Rules made thereunder.

(ii) a) The inventories except for goods in transit were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and the procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification when compared with books of account.

KAPINDRA TIWARI & CO. DELHI Chartered Accountant

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b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of ₹ 5 crore, in aggregate, at points of time during the year, from banks on the basis of security of current assets.

(iii) The Company has made investments in, provided guarantee or security and granted loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year, in respect of which:

a) The Company has provided loans and guarantee (in respect of loans) during the year and details of which are given below:

(₹ Hundreds)

Particulars	Loans	Guarantees
Aggregate amount granted/provided during the year - Company under Common Control	44,400.00	2,39,000.00
Balance outstanding as at Balance Sheet date - Company under Common Control	41,375.01	2,39,000.00

b) The investments made, guarantees provided and the terms and conditions of the grant of all the above-mentioned loans and guarantees provided during the year are, in our opinion, prime facie, not prejudicial to the Company's interest.

c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments or receipts are regular.

d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue of existing loans given to the same parties.

e) No loans granted by the Company which had fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdue or fresh loans granted to settle the overdue of existing loans given to the same parties.

f) According to information and explanations given to us and based on the audit procedures performed, the Company has granted loans repayable on demand or without specifying any terms or period of repayment during the year. Details of which are given below .

(in Hundred)

Particulars	Percentage of Loan	Amount of Loan
Aggregate amount granted/provided during the year - Company under Common Control	100%	44,400.00

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(iv) The Company has not granted loans or provided guarantees or securities to parties covered under Section 185 of the Companies Act, 2013 ("the Act"). The Company has complied with the provisions of section 186 of the Act in respect of loans granted, investments made and guarantees and securities provided, as applicable.

(v) The Company has neither accepted deposits from the public nor accepted any amount which are deemed to be deposits within the meaning of Sections 73 to 76 of the Act and the Rules made thereunder. Hence, reporting under clause 3(v) of the Order is not applicable.

(vi) The Central Government of India has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company. Accordingly, clause 3(vi) of the Order is not applicable to the Company

(vii) (a) In respect of statutory dues:

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 other material statutory dues applicable to the Company have generally been regularly deposited by it with the appropriate authority.

There were no undisputed amounts payable 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 other material statutory dues in arrears as at 31st March, 2024 for a period of more than six months from the date they became payable.

(b) No any statutory dues referred to in sub-clause (a) above which have not been deposited as on 31st March, 2024 on account of any dispute:

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

(c) To the best of our knowledge and belief, in our opinion, terms loans availed by the Company were applied by the Company during the year for the purposes for which the loans were obtained, other than temporary deployment pending application.

(d) On an overall examination of the Financial Statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

KAPINDRA TIWARI & CO. DELHI Chartered Accountant

(e) On an overall examination of the Financial Statements of the Company, the Company has not taken funds from any entity or person on account of or to meet the obligations of its subsidiaries, associate or joint ventures.

(f) 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 did not raise any money by way of an initial public offer or further public offer (including debt instruments) during the year. Thus, clause 3(x)(a) of the Order is not applicable to the Company.
(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

(xi) (a) Based upon the audit procedures performed for the purposes of reporting the true and fair view of the Financial Statements and according to the information and explanations given by the management, no fraud by the Company or no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of Section 143 of the Act has been filed by the Cost Auditor or Secretarial Auditor or us, in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company and provided to us during the year when performing our audit.

(xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.

(xiii) In our opinion, the Company is in compliance with Sections 177 and 188 of the Act, where applicable, for all transaction with related parties and details of related party transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.

(xiv) In our opinion, the Company is not required to have an adequate internal audit system commensurate with the size and nature of its business and hence clause 3(xiv)(a) to (b) of the Order is not applicable

(xv) In our opinion, during the year, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The provisions of Section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause 3(xvi)(a) of the Order is not applicable to the Company.

KAPINDRA TIWARI & CO. DELHI Chartered Accountant

(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities and is not required to obtain Certificate of Registration (CoR) for such activities from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) According to the information and explanations given to us and 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, we are of opinion that no material uncertainty exists as on the date of the audit report regarding whether the Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

(xx) The Company is not required to spend amount towards Corporate Social Responsibility (CSR) as per the requirements of Section 135 of the Act. Accordingly, reporting under clause 3(xx)(a) to (b) of the Order is not applicable.

For **Kapindra Tiwari & Co.**
(Chartered Accountants)
Firm Registration No. : 025899N

Kapindra Mani Tiwari
(Partner)
Membership No.: 521619
UDIN: 24521619BKDFKS3327

KAPINDRA TIWARI & CO. DELHI Chartered Accountant

Place: Delhi
Date: 16.08.2024

ZEDENGINES INDIA PRIVATE LIMITED
CIN:- U29309DL2020PTC364048
103 BLOCK - 16 EAST END APARTMENT, MAYUR VIHAR PHASE 1, EAST DELHI, EAST DELHI, DELHI, INDIA, 110096
BALANCE SHEET AS AT 31ST MARCH 2024

Particulars	Note No.	Figures as at 31.03.2024 (Rs. In Hundred)	Figures as at 31.03.2023 (Rs. In Hundred)
A EQUITY AND LIABILITIES			
I Shareholders' funds			
(a) Share Capital	2	111,000.00	1,000.00
(b) Reserves and Surplus	3	1,479,752.78	117,224.64
II Non-Current liabilities			
(a) Long Term Borrowings	4	65,128.67	12,284.99
(b) Deferred tax liabilities (net)		-	-
II Current liabilities			
(a) Short-Term Borrowings	5	123,344.29	1,505.53
(b) Trade payables	6		
(A) total outstanding dues of micro enterprises and small enterprises		-	
(B) total outstanding dues of Creditors other than micro enterprises and small enterprises		16,687.52	30,557.77
(c) Other Current Liabilities	7	837,538.08	137,176.07
(d) Short-Term Provisions	8	500,668.04	28,472.91
TOTAL		**3,134,119.38**	**328,221.92**
B ASSETS			
I Non-current assets			
(a) Fixed Assets	9		
(i) Property, Plant and Equipment		141,338.12	27,117.88
(ii) Intangible assets		167.90	-
(iii) Capital Work in progress		62,097.82	-
(iv) Intangible Assets under Development		-	-
(b) Deferred tax assets (net)	10	1,428.59	261.03
(c) Long term loans and Advances	11	4,330.00	-
(d) Other Non Current Assets	12	10,250.00	2,250.00
II Current assets			
(a) Inventories	13	-	23,228.78
(b) Trade receivables	14	2,755,288.09	223,448.48
(c) Cash and cash equivalents	15	29,175.99	7,008.04
(d) Short-term loans and advances	16	129,764.17	44,188.99
(e) Other Current Assets	17	278.69	718.71
TOTAL		**3,134,119.38**	**328,221.92**
Significant Accounting Policies	1		

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

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

Kapindra Mani Tiwari
(Partner)
Membership No. : 521619
Place: Delhi
Date: 16.08.2024
UDIN: 24521619BKDFKS3327

KAPINDRA TIWARI & CO. DELHI Chartered Accountant

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

Shishir Kumar Kudasbehar
(Director)
DIN: 07068294

Kamal Saxena
(Director)
DIN: 02027569

ZEDENGINES INDIA PRIVATE LIMITED
CIN:- U29309DL2020PTC364048
103 BLOCK - 16 EAST END APARTMENT, MAYUR VIHAR PHASE 1, EAST DELHI, EAST DELHI, DELHI, INDIA, 110096

STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED 31.03.2024

Particulars	Note No.	Figures for the year ended on 31.03.2024 (Rs. In Hundred)	Figures for the year ended on 31.03.2023 (Rs. In Hundred)
I Revenue from operations	18	4,013,825.48	778,059.38
II Other Income	19	47,573.00	9,283.01
III Total Income (I+II)		**4,061,398.47**	**787,342.39**
IV Expenses			
(a) Cost of Stock Traded	20	76,587.30	39,239.80
(b) Employee benefits expenses	21	1,301,609.81	289,661.24
(c) Finance costs	22	14,887.04	104.32
(d) Depreciation and amortisation expenses	9	9,573.77	4,703.99
(c) Other expenses	23	678,982.18	325,544.45
Total Expenses		**2,081,640.10**	**659,253.80**
V Profit before exceptional and extraordinary iteam and tax		**1,979,758.38**	**128,088.59**
VI Exceptional and Extraordinary Iteams		-	-
VII Profit before Tax		1,979,758.38	128,088.59
VIII Tax Expense:			
(a) Current tax expense		500,668.04	28,472.91
(b) Earlier Year tax expense		7,729.76	
(b) Deferred tax		(1,167.56)	(305.38)
IX Profit/(Loss) for the Period		**1,472,528.14**	**99,921.06**
X Earning per equity share:			
(1) Basic/Adjusted Basis		**1.33**	**9.99**
(2) Diluted/Adjusted Diluted		**1.33**	**9.99**

Significant Accounting Policies 1

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

Kapindra Mani Tiwari
(Partner)
Membership No. : 521619
Place: Delhi
Date: 16.08.2024
UDIN: 24521619BKDFKS3327

KAPINDRA TIWARI & CO. DELHI Chartered Accountant

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

Shishir Kumar Kudasbehar
(Director)
DIN: 07068294

Kamal Saxena
(Director)
DIN: 02027509

ZEDENGINES INDIA PRIVATE LIMITED
CIN:- U29309DL2020PTC364048
103 BLOCK - 16 EAST END APARTMENT, MAYUR VIHAR PHASE 1, EAST DELHI, EAST DELHI, DELHI, INDIA, 110096

STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2024

PARTICULARS	Figures for the year ended on 31.03.2024 (Rs. In Hundred)	Figures for the year ended on 31.03.2023 (Rs. In Hundred)
A) CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit Before Tax and Extraordinary items	1,979,758.38	128,088.59
Adjustments for:		
Add: Depreciation and Amortisation	9,573.77	4,703.99
Add: Interest Paid	10,801.39	104.32
Add: Finanace Charges	4,085.65	-
Add: Loss on Sale of Fixed Assets	-	-
Less: Gain on Sale of Fixed Assets	-	-
Operating Profit before Working Capital Changes	2,004,219.19	132,896.90
Changes in Working Capital:		
Decrease/(Increase) in Closing Stock	23,228.78	(23,228.78)
Decrease/(Increase) in Sundry Debtors	(2,531,839.61)	(199,346.96)
Decrease/(Increase) in Other Current Assets	440.02	(718.71)
Decrease/(Increase) in loans and Advance	(89,905.17)	(14,141.30)
Decrease/(Increase) in Non Current Asstes	(8,000.00)	(2,250.00)
(Decrease)/Increase in Sundry Creditors	(13,870.25)	30,401.05
(Decrease)/Increase in Other Current Liablies	700,362.00	89,119.66
Cash generated from Operation	84,634.95	12,731.86
Taxes Paid (Net)	(36,202.67)	(6,035.30)
Cash Flow before Extraordinary Items	48,432.28	6,696.56
Net Cash Flow from (Used in) Operating Activities	48,432.28	6,696.56
B) CASH FLOW FROM INVESTING ACTIVITIES		
Less: Purchase of Fixed Assets(net of CWIP changes)	(186,059.73)	(24,127.89)
Add: Sale of Fixed Assets	-	-
Less: Purchase of of Mutual Fund shares	-	
Net Cash Flow from (Used in) Investing Activities	(186,059.73)	(24,127.89)
C) CASH FLOW FROM FINANCING ACTIVITIES		
Add: Funds Raised From Short term Borrowings	121,838.76	1,505.53
Add: Funds Raised From Long term Borrowings	52,843.68	12,284.99
Less: Repayment of Long term borrowings	-	-
Less: Repayment of Short term borrowings	-	-
Less: Interest Paid	(10,801.39)	(104.32)
Add: Finanace Charges & Bill Discounting Charges	(4,085.65)	-
Less: Share Application Money Refunded		-
Net Cash Flow from (Used in) Financing Activities	159,795.40	13,686.20
D) Net Inc./(Dec.) in cash and cash equivalent: (A+B+C)	22,167.96	(3,745.13)
Add: Opening Balance of Cash and Cash Equivalents	7,008.04	10,753.18
Closing Balance of Cash and Cash Equivalents	29,176.00	7,008.05

Notes to Cash Flow Statement:

1. Previous year's figures have been regrouped wherever necessary, to confirm to this year's classification.
2. The Cash Flow Statement has been prepared under the 'Indirect Method' set out in Accounting Standard 3' Cash Flow
3. The Cash Flow Statements reflects the combined cash flows pertaining to continuing and discontinuing operations.

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

Kapindra Mani Tiwari
(Partner)
Membership No. : 521619
Place: Delhi
Date: 16.08.2024

KAPINDRA TIWARI & CO. DELHI Chartered Accountant

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

Shishir Kumar Kudasbehar
(Director)
DIN: 07068294

Kamal Saxena
(Director)
DIN: 02027569

Zedengines India Private Limited

Notes forming part of the Financial Statements

Note – 1 Corporate information & significant accounting policies

1.1 Corporate information

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

1.2 Summary of Significant Accounting Policies:

a) Basis of Accounting

The financial statements have been prepared under the historical cost convention in accordance with generally accepted accounting principles in India, the accounting standards notified under the Section 133 of Companies Act, 2013 ('the Act'), read with Rule 7 of the Companies Accounts (2014) (as amended from time to time), and presentation and disclosure requirements of Division I of schedule III to the companies act, 2013. The company follow indiarect method prescribed in AS 3- Statement of Cash Flows for presentation of its cash flow and the relevant provisions of the Act 2013, pronouncements of the Institute of Chartered Accountants of India, to the extent applicable.

The Company's Financial Statement are presented in Indian Rupee (₹), which is also its functional currency and all values are rounded to the nearest Hundred ('00).

b) Current and Non-Current classification

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

Assets

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

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

Liabilities

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

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

c) Operating Cycle

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

d) Use of Estimates

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

e) Property, Plant and Equipments

Tangible Fixed Assets

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

Depreciation on tangible fixed assets is provided using written down value method on depreciable amount. Depriciation is provided based on useful life of the assets as prescribed in Schedule II to the companies act, 2013

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

f) Intangible Assets

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

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

g) Revenue Recognition

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Revenue from contract with customers is recognised on transfer of control of promised goods or services to a customer at an amount that reflects the consideration to which the company is expected to be entitled to in exchnage for those goods or services. Revenue towards satisfaction of a performance obligation is measured at an amount of transaction price (net of returns and discount) allocated to that performance obligation. The discount is estimated based on the expected value of outflow.

Sale of goods : Revenue from sale of products is recognised when control of the goods have been transferred to the customer. The performance obligation in case of sale of products is satisfied at a point in time i.e. when the material is shipped to the customer or on delivery to the customer, as may be specified in the contract.

Sale of Services: Revenue from installation, maintenance services is recognised based on the contracts with customer and when the services are rendered by measuring progress towards satisfaction of performance obligation for such services.

- Interest Income: Interest income is recognised on a time proportion basis taking in to account the amount invested and the rate of interest.
- Other Income: Other income is recognised using effective interest method. Dividend income is accounted for in the year when the right to such dividend is established and the amount of dividend can be measured reliably.

h) Foreign Currency Transactions

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

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

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

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

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

i) Retirement & Other Employees Benefits

- **Short term employee benefits:**

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

- **Defined Contribution Plan and Defined benefits plans**

Provisions of the Payment of Gratuity Act is not applicable to the Company under the present circumstances. Employee's Provident Fund & Miscellaneous Provision Act and Employees State Insurance Act are applicable to the Company but employees whose basic pay at the time he is otherwise entitled to become member of the fund, exceeds fifteen thousands rupees per month in Case of Employee's Provident Fund & Miscellaneous Provision Act and overall pay exceeds Twenty one thousands rupees per month in case of Employees State Insurance Act.

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

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

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

- **Current tax**

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

- **Deferred tax**

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

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

- **Minimum alternative tax**

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

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

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

n) Provisions and contingencies

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

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

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

o) Cash & Cash Equivalents

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

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ZEDENGINES INDIA PRIVATE LIMITED

Notes are an integral part of the Financial Statements

Note -2. Share Capital

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

Particulars	Figures as at 31.03.2024		Figures as at 31.03.2023	
	Number of shares	(Rs. In Hundred)	Number of shares	(Rs. In Hundred)
(a) Authorised				
10000 Equity shares of Rs.10/- each with voting rights	10,000.00	1,000.00	10,000.00	1,000.00
Add: 10990000 Equity shares of Rs.10/- each with voting rights	10,990,000.00	1,099,000.00	-	-
Total Authorised Share Capital	**11,000,000.00**	**1,100,000.00**	**10,000.00**	**1,000.00**
(b) Issued, Subscribed and Paid up				
10000 Equity shares of Rs.10 each with voting rights	10,000.00	1,000.00	10,000.00	1,000.00
Add: 1100000 Equity shares issued as bonus shares as on 30.03.2024	1,100,000.00	110,000.00	-	-
Total	**1,110,000.00**	**111,000.00**	**10,000.00**	**1,000.00**

Note- 2B. Statements of changes in equity

Particulars	Figures as at 31.03.2024		Figures as at 31.03.2023	
	Number of shares	(Rs. In Hundred)	Number of shares	(Rs. In Hundred)
Balance as at the beginning of the year	10,000.00	1,000.00	10,000.00	1,000.00
Add: Equity shares issued during the year	1,100,000.00	110,000.00	-	-
Less: Equity shares buy back during the year	-	-	-	-
Balance as at the end of the year	1,110,000.00	111,000.00	10,000.00	1,000.00

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

Name of Shareholders	Figures as at 31.03.2024		Figures as at 31.03.2023	
	Number of shares	% holding in that class of Shares	Number of shares	% holding in that class of Shares
Anita Saxena	55,500.00	5.00	2,000.00	20.00
Shishir Kumar	1,054,500.00	95.00	8,000.00	80.00
		-		-
TOTAL	**1,110,000.00**	**100.00**	**10,000.00**	**100.00**

Note 2D. Shares held by promotors

Promotor's Name	Figures as at 31.03.2024		Figures as at 31.03.2023		% Change during the year
	Number of shares	% holding in that class of Shares	Number of shares	% holding in that class of Shares	
Anita Saxena	55,500.00	5.00	2,000.00	20.00	15.00
Shishir Kumar	1,054,500.00	95.00	8,000.00	80.00	(15.00)
		-		-	
TOTAL	**1,110,000.00**	**100.00**	**10,000.00**	**100.00**	

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

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

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Note 3 Reserves and Surplus

Particulars	Figures as at 31.03.2024 (Rs. In Hundred)	Figures as at 31.03.2023 (Rs. In Hundred)
Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	117224.64	17303.58
Add: Profit / (Loss) for the year	1472528.14	99921.06
Less:- Bonus Shares to Shareholders	110000.00	-
Closing balance	**1479752.78**	**117224.64**
Total	**1479752.78**	**117224.64**

Note 4 Long Term Borrowings

Particulars	Figures as at 31.03.2024 (Rs. In Hundred)	Figures as at 31.03.2023 (Rs. In Hundred)
From Bank		
Secured Loan		
Axis Bank (Rate of interest @ 17% Repayble in 36 Installments of Rs.71305)	9,450.01	-
Fed Bank Financial Services Limited (Rate of interest @ 17% Repayble in 31 Installments of Rs.61723)	5,717.57	-
HDFC Car Loan (Rate of interest @ 9.40% Repayble in 84 Installments of Rs.11376) (Hypothecated by Car Financed)	6,177.40	-
ICICI Bank Loan (Rate of interest @ 17% Repayble in 36 Installments of Rs.89340)	12,709.86	-
ICICI Vehicle Loan (Rate of interest @ 9% Repayble in 84 Installments of Rs.22380) (Hypothecated by Car financed	10,638.22	12,284.99
From Others		
Secured Loan		
Fullerton India (Rate of interest @ 17.50% Repayable in 37 installment of Rs. 72224)	10,240.20	-
Poonawalla Fincorp Limited (Rate of interest @ 17% Repayable in 36 installments of Rs. 71663)	10,195.41	-
Note: All the loans were secured by personal guarantee of Directors		
	65,128.67	**12,284.99**

Note 5 Short Term Borrowings

Particulars	Figures as at 31.03.2024 (Rs. In Hundred)	Figures as at 31.03.2023 (Rs. In Hundred)
Bank Overdraft		
Bajaj Finserv *(Rate of interest @ 17%)*	23,908.47	-
L & T Finance *(Rate of interest @ 18%)*	13,491.04	-
TATA *(Rate of interest @ 18.5%)*	14,758.79	-
IDFC First Bank *(Rate of interest @ 17%)*	19,700.00	-
HDFC Bank *(Rate of interest @ 18%) (Primarly Secured against Debtors & Stock in premises)*	16,503.26	-
Current Maturity of Long Term Borrowing	34,982.74	1,505.53
	123,344.29	**1,505.53**

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Note 6 TRADE PAYABLES

Figures For the Current Reporting Period

(Rs. In Hundred)

Particulars	Not Due	Outstanding for following periods from due date of				Total
		Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Undispute dues-MSME		-	-	-	-	-
Undispute dues-Others		16,687.52				16,687.52
Dispute dues-MSME		-	-	-	-	-
Dispute dues-MSME		-	-	-	-	-
Others		-	-	-	-	-
Total						16,687.52

Figures For Previous Reporting Period

(Rs. In Hundred)

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

Based on the information available with the Company, the amount payable to creditors who have been identified as "suppliers" within the meaning of "Micro, Small and Medium Enterprises Development (MSMED) Act, 2006" is as below:

Particulars	March 31, 2024	March 31, 2023
Principal amount and the interest due thereon remaining unpaid to each supplier at the end of	-	-
Principal amount due to micro and small enterprise	-	-
Interest due on above		
Interest paid by the Company in terms of Section 16 of the Micro, Small and Medium	-	-
Interest due and payable for the period of delay in making payment (which have been paid but	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
Interest remaining due and payable even in the succeeding years, until such date when the	-	-

*Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by

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Note 7 Other Current Liabilities

Particulars	Figures as at 31.03.2024 (Rs. In Hundred)	Figures as at 31.03.2023 (Rs. In Hundred)
Professional Services Payable	1,970.61	28,092.21
Audit Fees Payable	2,250.00	500.00
TDS Payable	77,449.10	2,909.87
Foreign Branch Expenses Payable	5,070.68	2,717.19
Advance From Customer	194,998.74	-
Commission Payable	264,423.86	17,403.32
Payable to Related Party	108,325.39	4,477.30
Salary Payable	183,049.70	81,076.18
Total	**837,538.08**	**137,176.07**

Note 8 Short-Term Provisions

Particulars	Figures as at 31.03.2024 (Rs. In Hundred)	Figures as at 31.03.2023 (Rs. In Hundred)
Provision for Income Tax	500,668.04	28,472.91
	-	-
Total	**500,668.04**	**28,472.91**

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Note-9

ZEDENGINES INDIA PRIVATE LIMITED

STATEMENT OF FIXED ASSETS, AS ON 31ST MARCH 2024

(Rs. In Hundred)

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	COST AS ON 01.04.23	DATE OF ADDITION	ADDITIONS	COST AS ON 31.03.2024	DEPRECIATION AS ON 01.04.23	DEPRECIATION FOR THE PERIOD	SALE/ ADJUSTMENTS	TOTAL DEPRECIATION upto 31.03.2024	AS ON 31.03.2024	AS ON 31.03.2023
Plant And Machinery			-	-		-		-	-	-
Office Equipments	2930.14		769.61	3699.75	1173.38	968.85		2142.23	1557.52	1756.76
COMPUTER	2354.90		4149.50	6504.40	1037.96	1632.13		2670.09	3834.31	1316.94
FURNITURE AND FIXTURE	6908.30		3789.50	10697.80	1804.88	1692.60		3497.48	7200.32	5103.42
LAND			107050.00	107050.00	0.00	0.00		0.00	107050.00	
Electrical Equipment & Fixtures	20140.29		7963.30	28103.59	1199.53	5208.09		6407.62	21695.97	18940.76
TOTAL	**32333.63**	**0.00**	**123721.91**	**156055.54**	**5215.75**	**9501.67**	**0.00**	**14717.42**	**141338.12**	**27117.88**
INTANGIBLE ASSETS										
SOFTWARE			240.00	240.00	0.00	72.10		72.10	167.90	0.00
TOTAL	**0.00**	**0.00**	**240.00**	**240.00**	**0.00**	**72.10**	**0.00**	**72.10**	**167.90**	
Capital WIP (Project in Process for Less than 1 Year)			62097.82	62097.82	0.00	0.00		0.00	62097.82	
GRAND TOTAL	**32333.63**	**0.00**	**186059.73**	**218393.36**	**5215.75**	**9573.77**	**0.00**	**14789.52**	**203603.84**	**27117.88**
PREVIOUS YEAR	8205.74		24127.89	32333.63	511.77	4703.99	0.00	5215.76	27117.87	7693.97

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Note 10 Deferred Tax Assets

Particulars	Figures as at 31.03.2024 (Rs. In Hundred)	Figures as at 31.03.2023 (Rs. In Hundred)
Opening Balance	261.03	(44.35)
Due to Difference in Depreciation	1,167.56	305.38
TOTAL	**1,428.59**	**261.03**

Note 11 Long term loans and Advances

Particulars	Figures as at 31.03.2024 (Rs. In Hundred)	Figures as at 31.03.2023 (Rs. In Hundred)
Unsecured considered good		
Advance to Employee	4,330.00	-
Total	**4,330.00**	-

Note 12 Other Non-Current Assests

Particulars	Figures as at 31.03.2024 Rs.	Figures as at 31.03.2023 Rs.
Security Deposite	10,250.00	2,250.00
Total	**10,250.00**	**2,250.00**

Note 13 Inventories

Particulars	Figures as at 31.03.2024 (Rs. In Hundred)	Figures as at 31.03.2023 (Rs. In Hundred)
Stock-in-Trade (Cost or market Value whichever is lower)	-	23,228.78
Total	-	**23,228.78**

Note 15 Cash and cash equivalents

Particulars	Figures as at 31.03.2024 (Rs. In Hundred)	Figures as at 31.03.2023 (Rs. In Hundred)
Cash In Hand	268.28	305.10
Bank Balance	26,907.71	6,702.94
Fixed Deposits	2,000.00	-
Total	**29,175.99**	**7,008.04**

Note 16 SHORT TERM LOANS AND ADVANCES

Particulars	Figures as at 31.03.2024 (Rs. In Hundred)	Figures as at 31.03.2023 (Rs. In Hundred)
Unsecured considered good		
GST Receivables	50,282.65	38,850.94
TCS & TDS Receivables	46.60	227.52
Advance to Vendors	667.82	2,413.00
Capital Advance	11,766.60	-
Inter-Corporate Loan	41,375.01	-
Advance to Related Party	-	2,697.53
Advance Tax	25,000.00	-
Advance to Employees	625.48	-
Total	**129,764.17**	**44,188.99**

Note 17 OTHER CURRENT ASSETS

Particulars	Figures as at 31.03.2024 (Rs. In Hundred)	Figures as at 31.03.2023 (Rs. In Hundred)
Prepaid Expenses	210.99	718.71
Interest Accure but not Due	67.70	-
Total	**278.69**	**718.71**

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Note 18 REVENUE FROM OPERATIONS

Particulars	Figures for the year ended on 31.03.2024 (Rs. In Hundred)	Figures for the year ended on 31.03.2023 (Rs. In Hundred)
Export of Goods	128,012.09	89,046.82
Export of Services	3,880,086.86	689,012.56
Merchant Trading Sale	5,726.54	-
Total	**4,013,825.48**	**778,059.38**

Note 19 OTHER INCOME

Particulars	Figures for the year ended on 31.03.2024 (Rs. In Hundred)	Figures for the year ended on 31.03.2023 (Rs. In Hundred)
Duty Drawback	1,333.64	544.22
Unrealised Gain Forex	45,221.65	8,121.86
Interest on Deposit	67.70	616.93
Interest on Inter-Corporate Loan	950.01	-
Total	**47,573.00**	**9,283.01**

Note 20 COST OF STOCK TRADED

Particulars	Figures for the year ended on 31.03.2024 (Rs. In Hundred)	Figures for the year ended on 31.03.2023 (Rs. In Hundred)
Opening stock	23,228.78	
Add: Purchases		
Import Purchases	-	
Domestic Purchases	48,359.78	62,468.58
Merchant Trading Purchase	4,998.74	
Less: Closing stock	-	23,228.78
Cost of Stock Traded	**76,587.30**	**39,239.80**

Note 21 EMPLOYEE BENEFIT EXPENSES

Particulars	Figures for the year ended on 31.03.2024 (Rs. In Hundred)	Figures for the year ended on 31.03.2023 (Rs. In Hundred)
Salaries and wages	991,019.59	277,798.70
Directors Remuneration	308,932.26	9,326.90
Staff Welfare	1,657.97	2,535.65
Total	**1,301,609.81**	**289,661.24**

Note 22 FINANCE COST

Particulars	Figures for the year ended on 31.03.2024 (Rs. In Hundred)	Figures for the year ended on 31.03.2023 (Rs. In Hundred)
Interest on Car Loan	1,234.76	104.32
Interest on Term Loan	7,832.86	-
Interest on Bank Overdraft	1,733.77	-
Loan Processing Fees & Service Charges	4,085.65	-
Total	**14,887.04**	**104.32**

KAPINDRA TIWARI & CO. DELHI Chartered Accountant

Note 23 OTHER EXPENSES

Particulars	Figures for the year ended on 31.03.2024 (Rs. In Hundred)	Figures for the year ended on 31.03.2023 (Rs. In Hundred)
(A) Direct Expenses		
Freight Expenses	14,382.11	14,942.25
Freight Expenses on Merchant Trading	765.35	-
Professional Charges	13,450.00	-
Man Power Services	49,992.48	49,860.55
Total (A)	**78,589.93**	**64,802.80**
(B) Indirect Expenses		
Audit Fees	2,500.00	500.00
Conveyance Expenses	1,173.83	2,078.61
Commission Expenses	253,510.60	-
Duties, Rates & Taxes	1,555.00	-
Libya Branch Expenses	109,365.34	-
Bank Charges	418.70	24.09
Travelling Expenses	145,385.95	1,028.21
Foreign Travelling Expenses	33,891.99	113,291.12
Currency Convertion Charges	99.73	38.17
Consultancy Fees	15,608.87	121,234.97
Electricity Expenses	184.00	778.60
Office Expenses	815.86	1,994.91
Foriegn Bank Charges	1,364.51	4,231.05
Clearing & Forwarding Charges	2,519.61	1,663.12
Telephone & Internet Expenses	375.42	107.25
Printing & Stationary	324.14	259.74
Insurance Expenses	41.76	-
Rent Expenses	3,000.00	2,690.00
Packing & Courier Expenses	239.33	483.89
Repair & Maintenance	189.55	-
Office Rennovation Expenses	-	4,652.49
Other Expenses	628.32	1,060.07
Legal & Professional Expenses	128.42	-
Interest on Income Tax	4,334.95	841.82
Business Promotion Expenses	2,528.86	272.96
Interest & Late fees on TDS	1,724.05	26.83
Interest & Late fees on GST	0.50	-
Foreign Exchange Loss	-	2,717.77
Festival Expenses	400.50	294.15
Vehicle Running & Maintenace Expenses	1,939.00	-
Membership Expenses	100.00	-
Document Verification Charges	360.83	471.82
ROC Compliance Fees	11,210.91	-
Uniform Expenses	4,432.80	-
Software Expenses	38.90	-
Total (B)	**600,392.24**	**260,741.65**
Total (A+B)	**678,982.18**	**325,544.45**

KAPINDRA TIWARI & CO.
DELHI
Chartered Accountant

Note 14 TRADE RECEIVABLES

Figures For the Current Reporting Period

(Rs. In Hundred)

Particulars	Not Due	Outstanding for following periods from due date of payment					Total
		Less than 6 Months	6 Months - 1Year	1-2 Years	2-3 Years	More than 3 Years	
Undisputed Trade Receivables- Considered Goods	222,984.92	2,532,303.17	-	-	-	-	2,755,288.09
Undisputed Trade Receivables- Considered Doubtful		-	-	-	-	-	-
Disputed Trade Receivables- Considered Goods		-	-	-	-	-	-
Disputed Trade Receivables- Considered Doubtful		-	-	-	-	-	-
Others							-
TOTAL							2,755,288.09

Figures For Previous Reporting Period

(Rs. In Hundred)

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

KAPINDRA TIWARI & CO. DELHI Chartered Accountant

Zedengines Private Limited

Note 24. List of Related Parties and Their transactions

Sr No.	Particulars	Name of the Person	Relation
I	Key Management Person	Shishir Kumar	Director
II	Key Management Person	Anita Saxena	Director
III	Key Management Person	Kamal Saxena	Director
IV	Enterprises owned or significantly influenced by the the Company or	Zed Bio Energia Private Limited	
V	group of individuals or their relatives who have control or significant influence over the	Indus Institute For Professional Studies Private Limited	
VI	the Company	Golden Sky LLP	

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

List of Transaction entred with related Parties

As per AS 18, the disclosures of transactions with the related parties are given below : (Rs. In Hundred)

Sr No.	Nature Of Transactions	Financial Year	
	Particular	Figures for the year ended on 31.03.2024	Figures for the year ended on 31.03.2023
	Shishir Kumar		
	Opening Balance	(2,697.54)	166.81
I	**Expenses bear on behlaf of company**	4,727.20	4,309.76
II	**Unsecured Loan:**		
	Receipt during the Period		
	Repayment made during the Period		
III	**Director Remuneration**		
	Accrue during the Period	180,000.00	7,464.00
	Payment during the Period	(86,550.26)	
	TDS deducted during the Period	(61,071.77)	
IV	**Rent**		
V	**Sale during the Year**		
VI	**Purchase/Service during the Year**		
VII	**Advance received during the year**		
VIII	**Payment during the Period**		(14,638.11)
	Closing Balance	**34,407.63**	**(2,697.54)**

	Anita Saxena		
	Opening Balance	3,727.30	6,580.00
I	**Expenses bear on behlaf of company**	264.30	
II	**Unsecured Loan:**		
	Receipt during the Period		
	Repayment made during the Period		
III	**Director Remuneration**		
	Accrue during the Period	120,000.00	
	Payment during the Period	(11,711.00)	
	TDS deducted during the Period	(39,468.00)	
IV	**Rent**		
V	**Sale during the Year**		
VI	**Purchase/Service during the Year**		
VII	**Advance received during the year**		
VIII	**Payment during the Period**		(2,852.70)
	Closing Balance	**72,812.60**	**3,727.30**

	Kamal Saxena		
	Opening Balance	750.00	
I	**Expenses bear on behlaf of company**		
II	**Unsecured Loan:**		
	Receipt during the Period		
	Repayment made during the Period		
III	**Director Remuneration**		1,862.90
	Accrue during the Period	9,232.26	
	Payment during the Period	(8,761.62)	
	TDS deducted during the Period	(431.60)	
IV	**Rent**		
V	**Sale during the Year**		
VI	**Purchase/Service during the Year**		
VII	**Advance received during the year**		(1,112.90)
VIII	**Payment during the Period**		
	Closing Balance	**789.03**	**750.00**

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	Zed Bio Energia Private Limited		
	Opening Balance		
I	**Expenses bear on behlaf of company**	6,025.00	
II	**Unsecured Loan:**		
	Receipt during the Period		
	Repayment made during the Period		
III	**Director Remuneration**		
	Accrue during the Period		
	Payment during the Period		
	TDS deducted during the Period		
IV	**Rent**		
V	**Sale during the Year**		
VI	**Purchase/Service during the Year**		
VII	**Loan provided during the year**	44,400.00	
VIII	**Interest on Loan Provided**	950.00	
IX	**Payment during the Period**	(10,000.00)	
	Closing Balance	**41,375.00**	-

	Indus Institute For Professional Studies Private Limited		
	Opening Balance		
I	**Expenses bear on behlaf of company**		
II	**Unsecured Loan:**		
	Receipt during the Period		
	Repayment made during the Period		
III	**Director Remuneration**		
	Accrue during the Period		
	Payment during the Period		
	TDS deducted during the Period		
IV	**Rent**		
V	**Sale during the Year**		
VI	**Consultancy Services during the Year**	8,856.00	
VII	**Advance received during the year**		
VIII	**Payment during the Period**	(8,856.00)	
	Closing Balance	-	-

	Golden Sky LLP		
	Opening Balance	11,973.49	
I	**Expenses bear on behlaf of company**	22,071.10	15,383.50
II	**Unsecured Loan:**		
	Receipt during the Period		
	Repayment made during the Period		
III	**Director Remuneration**		
	Accrue during the Period		
	Payment during the Period		
	TDS deducted during the Period		
IV	**Rent**		
V	**Sale during the Year**		
VI	**Purchase/Service during the Year**	48,441.99	60,724.85
VII	**Advance received during the year**	-	-
VIII	**Payment during the Period**	(82,170.45)	(64,134.86)
	Closing Balance	**316.13**	**11,973.49**

25 EARNING PER SHARE (EPS)

A reconciliation of profit for the year and equity shares used in the computation of basic and diluted earnings per equity share is set out below:

(Rs. In Hundred)

Particular	Figures as at the end of 31.03.2024	Figures as at the end of 31.03.2023
Net Profit/(loss)	1,472,528.14	99,921.06
Nominal value of equity shares (INR)	10.00	10.00
Weighted average number of equity shares outstanding for basic Earning per shares	1,110,000.00	1,110,000.00
Weighted average number of potential equity shares adjusted for the effect of dilution	-	-
Weighted average number of equity shares outstanding for diluted Earning per shares	1,110,000.00	1,110,000.00
Basic EPS	1.33	0.09
Diluted EPS	1.33	0.09

Since the bonus issue is an issue without consideration, the issue is treated as if it had occurred prior to the beginning of the year 2023, the earliest period reported.

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26 Foreign Currency Exposure

a) The company has not entered into any forward contracts during the year.

b) The year end foreign currency exposures that have not been hedged by derivative instruments or otherwise are given below:

(Rs. In Hundred)

Particulars	Amount In RS.		Amount In Foreign Currency	
	31.03.2024	31.03.2023	31.03.2024	31.03.2023
Trade Receivable	554,578.02	50,298.66	£6,165.81	£615.50
	2,175,329.12	252,301.64	$26,230.91	$2,825.01
	41,989.12	-	AED 506.32	-
	-	-	-	-
Advance From Customer	-	-	-	-
	16,608.16	23,083.45	£184.65	$282.47
	-	56,068.37	-	£627.80
	-	-	-	
Expenses Payble	1,150.64	20,120.51	$50.64	$246.21
	151,076.40	-	$1,821.73	-
	112,196.82	-	£1,247.41	-

27 Details of payments to auditors

(Rs. In Hundred)

Particular	Figures for the year ended on 31.03.2024	Figures for the year ended on 31.03.2023
As Auditor		
- Statutory Audit Fees	2000.00	500.00
- Tax Audit Fees	500.00	0.00
	0.00	0.00
In Other Capacity	0.00	0.00
- Certification Fees	118.00	0.00
- Reimbursement of expenses	0.50	0.00
Total Payments	2618.50	50000.00

28 **Commitments and contingencies**

a) Capital Commitments:

a) Estimated amount of contracts remaining to be executed on Capital Accounts: NIL.

b)Contingent liabilities:

(Rs. In Hundred)

Particulars	As on 31st March 2024	As on 31st March 2023
Claims against the Company not acknowledged as debt :		
Litigation matters with respect to direct taxes	-	-
Litigation matters with respect to indirect taxes	-	-
Litigation matters with respect to Others	-	-
Other money for which the Company is contingently liable	-	-
Total	-	-

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

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

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

32 Provisions of the Payment of Gratuity Act is not applicable to the Company under the present circumstances. Employee's Provident Fund & Miscellaneous Provision Act and Employees State Insurance Act are applicable to the Company but employees whose basic pay at the time he is otherwise entitled to become member of the fund, exceeds fifteen thousands rupees per month in Case of Employee's Provident Fund & Miscellaneous Provision Act and overall pay exceeds Twenty one thousands rupees per month in case of Employees State Insurance Act.

33 The Company maintains books of accounts in electronic form (viz. Tally, Accounting Software). The Company has implemented an audit trail with respect to accounting software (Tally) with effect 1st April 2023.

34 During the financial year ended March 31, 2024, The Company has Capitalised Borrowing cost amounting Rs. 2,91,962 related to construction of a factory building. These costs is capitalized as part of the cost of qualifying assets in accordance with AS 16-Borrowing Cost.

35 The financial statements are approved for issue by the Board of Directors at its meeting held on 16th August 2024

KAPINDRA TIWARI & CO. Chartered Accountant DELHI

Note

36 Additional Regulatory Info

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

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

III Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are:
repayable on demand or without specifying any terms or period of repayment

(Rs. In Hundred)

Type of Borrower	Amount of loan and Advance in the nature of Loan outstanding	Percentage to the total Loans and Advances in the nature of loans
Promotors	-	-
Directors	-	-
KMPs	-	-
Related Parties	-	-
Company under common control	41375	100%

IV Capital Wok-in-Progress under development includes:
i) 6209782.17 on account of Factory Development and includes Rs. 291962 as Borrowing Cost

(Rs. In Hundred)

Capital Work-in-Progress (CWIP)	Amount in CWIP for a Period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Factory Development	62097.82				62097.8217

V There is no any Intangible assets under development.

VI The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

VII The Company has a Bank Overdraft Facility with a limit of Rs. 2000000, which is fully utilised as of March 31, 2024. The overdraft is repayable on demand and carries an interest of 18% Per Annum. The Bank Overdraft is secured against the Company's Stock and Debtors And the Proper Compliance is made by Company.

VIII The Company has not been declared as a willful defaulter by any lender who has powers to declare a company as a willful defaulter at any time during the financial year or after the end of reporting period but before the date when the financial statements are approved.

IX The Company does not have any transactions with struck-off companies.

x The Company does not have any charges or satisfaction which is yet to be registered with the Registrar of Companies (ROC) beyond the statutory period.

XI The Company does not have any transactions in specified of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

XII **KEY FINANCIAL RATIOS**

Ratios	Numerator	Denominator	Figures for the year ended on 31.03.2024	Figures for the year ended on 31.03.2023	% of Change
Return on Equity Ratio	Profit for the year	Average Shareholder's Equity	1.72	1.46	17.73%
Current Ratio	Current Assets	Current Liabilities	1.97	1.51	30.55%
Inventory Turnover Ratio	COGS	Average Inventory	6.59	3.38	95.18%
Trade Receivables turnover ratio	Net Sales	Average trade receivables	2.69	6.29	-57.13%
Trade payables turnover ratio	Total Purchases	Average Trade Payables	2.26	4.07	-44.47%
Net capital turnover ratio	Sales	Average Working capital (CA-CL)	5.22	17.16	-69.57%
Net profit ratio	Net Profit	Sales	0.37	0.13	185.67%
Return on Capital employed	Earnings before interest and tax	Capital Employed	1.12	0.97	15.45%
Debt Equity Ratio	Debt Capital	Shareholder's Equity	0.12	0.12	1.57%
Debt Service coverage ratio	EBITDA	Debt Service (Int+Principal)	56.23	593.82	-90.53%

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Note: Reason for Cahnge More than 25% is as under

Current Ratio increased due to significant increase in Tade Recivable
Inventory Turnover Ratio increased due to significant increase in sales during the year
Trade Receivables Turnover Ratio Decreased due to increase in Average Trade Receivables
Trade Payables Turnover Ratio Decreased due to increase in Average Trade Payables but Decrease in Purchases during the year
Net Capital Turnover Ration Decreased due to Capital Expenditures
Net Profit Ratio Increased due to significant inrease in sales as compare to expenditures
Debt Service Coverage Ratio Decreased due to increase in Borrowings

XIII There is no any Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

XIV a) The company has not advanced or loaned or invested funds to any other person(s) or entity(is), including foreign entities(intermediaries), with the understanding that the intermediary shall;
i. Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries), or
ii. Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

b) The Company has not received any funds from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall;
i. Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate beneficiaries), or
ii. Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

XV The Company does not have any transactions which is not recorded in the books of accounts but has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

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

Sign to Notes From 1 to 36

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

Kapindra Mani Tiwari
(Partner)
Membership No. : 521619
Place: Delhi
Date: 16.08.2024
UDIN: 24521619BKDFKS3327

KAPINDRA TIWARI & CO. DELHI Chartered Accountant

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

Shishir Kumar Kudasbehar
(Director)
DIN: 07068294

Kamal Saxena
(Director)
DIN: 02027569

ANNUAL REPORT-2023-2024

DIRECTORS REPORT

To,
The Members,

Your Directors have pleasure in presenting the 4th Annual Report on business and operations of the company along with the Audited Financial Statements for the Financial Year ended on 31st March, 2024.

1. FINANCIAL PERFORMANCE

Company's financial performance for the financial year ended March 31, 2024:

(Amount in Hundred`)

Particulars	2023-2024	2022-2023
Net Revenue From Operations & Other Income	40,61,398.47	7,87,342.39
Profit/(Loss) before Income Tax	**19,79,758.38**	**1,28,088.59**
Tax Expense - Current	**5,00,668.03**	28472.91
-Earlier Year Tax Exp.	**7,729.76**	
- Deferred	(1167.56)	(305.38)
Income Tax Adjusted for earlier years	-	-
Profit/(Loss) After Tax	**14,72,528.14**	**99921.06**
Balance b/f from earlier year	117224.64	**17303.58**
Dividend and dividend tax	-	-
Bonus Shares to Shareholders	**(110000.00)**	-
Balance carried to Balance Sheet	**1479752.78**	**117224.64**

1. **COMPANY'S PERFORMANCE**

Our company has gained a profit after tax in for the FY 2023-24 of INR 14,72,52,814/-

[redacted]

For ZEDENGINES INDIA PVT. LTD.

Director

For ZEDENGINES INDIA PVT. LTD.

Director

Zedengines had been established in the year 2020 to cater to services in Power and Oil and Gas Industry. Currently Zedengines has completed repair of Large Generators of 100 MW and 350 MW in Libya and have recently commissioned 120 MW STG at Tripoli west Power Station Libya. A few more projects are in pipeline.

There has no change in the business of the company during the financial year ended with 31st March,2024

2. WEB LINK OF ANNUAL RETURN:

The Company is having website i.e. http://www.zedengines.in and annual return of Company has been published on such website. Link of the same is given below:

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

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

4. DIVIDEND

The Board of Directors have not recommended any dividend for the financial year 2023-2024.

5. CHANGES IN THE CAPITAL STRUCTURE

Authorized Share Capital:

During the financial year under review, the authorized share capital of the Company has increased from 1,00,000/- to 11,00,00,000/-

As on March 31,2024 the authorized share capital of the Company is INR 11,00,00,000/- comprising of 1,10,00,000/- Equity Shares of INR 10/- each.

Issued, Subscribed, Paid-up Share Capital:

During the year under review, the Company issued/allotted bonus shares (equity shares).

1. Mr. Shishir Kumar Kudasbehar- 10,45,000 (Number of Equity shares)
2. Anita Saxena- 55,000 (Number of Equity Shares)

(The Bonus Shares was Parri Passu with the Existing Equity Shares)

For ZEDENGINES INDIA PVT. LTD. | For ZEDENGINES INDIA PVT. LTD.

Director | Director

As on March 31,2024 the paid-up share capital of the Company is INR 111,00,000/- comprising of 11,10,000/- Equity Shares of INR 10/- each.

6. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

Company hasn't any subsidiaries , Joint Ventures & Associate Company .

7. SECRETARIAL STANDARDS

The Directors state that applicable Secretarial Standards, i.e., SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

8. STATEMENT ON DECLARATION BY INDEPENDENT DIRECTORS

There are no independent directors in the company.

9. NUMBER OF MEETINGS OF THE BOARD

There were Eight meetings of Board of Directors held during the financial year 2023-2024 as compliance with the provisions of Section 173.

S.No	Date of Board Meeting	Purpose of Board Meeting
1	10.04.2023	NOC for name Approval
2	26.06.2023	Purchase of Land
3	19.09.2023	Signing Financial Statement of FY 2022-23
4	11.12.2023	Loan term with Zed Bio Energia Private Limited & Sign Professional Term with Indus Institute For Professional Studies Private Limited
4	18.12.2023	Increase in Authorized Share Capital upto 2cr
5	06.03.2024	Increase in Authorized Share Capital upto 11cr
6	11.03.2024	Issue of Bonus Shares
7	30.03.2024	Allotment of Bonus Shares

10. DETAILS IN RESPECT OF FRAUD

The Auditor's Report doesn't contain any remark/ information in relation to fraud.

11. BOARD'S COMMENT ON THE AUDITORS' REPORT

For ZEDENGINES INDIA PVT. LTD.

Director

For ZEDENGINES INDIA PVT. LTD.

Director

The Auditor's Report does not contain any qualifications, reservations, adverse remarks, or disclaimers. Notes to accounts are self-explanatory and do not call for any further comments.

12. CHANGE IN DIRECTORSHIP

There has been no change in the constitution of the board during the financial year. The structure of the board remains the same.

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

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

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

There is no change during the year.

15. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFFERRED TO IN SUB SECTION 1 OF SECTION 188

Transactions with related parties entered into during the financial year were on arm's length basis and were in the ordinary course of the Company's business are detailed in Note no. 24 to the financial statements. However, none of these falls under the purview of the provisions of section 188 of the Companies Act, 2013.

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

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

17. STATUTORY AUDITORS

Pursuant to the provisions of the Section 139 of the Act and the rules framed there under, M/s Kapindra Tiwari & Co., Chartered Accountants, has been appointed as statutory auditors of the Company from the conclusion of 1st Annual General Meeting (AGM) of the Company held on 30th November 2021 till the conclusion of the 6th AGM to be held in the year 2026,

For ZEDENGINES INDIA PVT. LTD.

Director

For ZEDENGINES INDIA PVT. LTD.

Director

18. ANNUAL PERFORMANCE EVALUATION BY THE BOARD

The performance of the Board and of its Committees was evaluated after seeking inputs from all the Directors on the basis of criteria such as the Board composition and structure, effectiveness of Board processes, information and functioning, etc.

19. DIRECTORS' RESPONSIBILITY STATEMENT

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

I. In the preparation of the annual accounts for the financial year ended on 31st March, 2024, the applicable accounting standards have been followed and there are no material departures from the same.

II. The selected accounting policies were applied consistently and the directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31st March, 2024.

III. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

IV. The annual accounts have been prepared on going concern basis.

V. The internal financial controls have been laid down by the company and such financial controls are adequate and operating effectively

VI. Proper systems had been devised in compliance with the provision of all the applicable laws and such systems were adequate and operating effectively.

For ZEDENGINES INDIA PVT LTD. For ZEDENGINES INDIA PVT LTD

Director Director

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

Conservation of Energy:

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

Technology Absorption:

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

Foreign Exchange Earnings/ Outgo:

Foreign exchange Earnings	Current Year	Previous Year
Export of Sale (FOB)	1,28,01,208.51/-	89,04,682/-
Export of Service	38,80,08,685.60/-	6,89,01,256/-
Foreign exchange Outgo		
Salary Expenses	49,68,100/-	-
Libya Branch Expenses	1,09,36,533.84/-	-
TravellingExpenses	33,89,199.49/-	1,13,29,112/-
Foreign Bank Charges	1,36,451.17/-	4,23,105/-

21. RISK MANAGEMENT POLICY

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

22. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE ["POSH"]: AS PER PROVISIONS OF POSH ACT.

Our Company has always believed in providing a safe and harassment-free workplace for every individual working on its premises. The company always endeavours to create and provide an environment that is free from discrimination and harassment.

For ZEDENGINES INDIA PVT. LTD.

Director

For ZEDENGINES INDIA PVT. LTD.

Director

The policy on prevention of sexual harassment at the workplace aims to prevent harassment of employees, {whether permanent, temporary, ad hoc, consultants, interns, or contract workers, irrespective of gender, and lays down guidelines for identification, reporting, and prevention of undesired behaviour. The company has duly constituted an internal complaints committee as per the said Act.

During the financial year ended March 31, 2024, there will be no complaints recorded pertaining to sexual harassment.

23. CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY

The Company covered under CSR as per section 135 of the companies act 2013 from the financial year 2023-2024 .

Corporate Social Responsibility initiatives as the said provisions are applicable to the Company.

24. VIGIL MECHANISM

The Company has established a Vigil Mechanism for its Directors and employees to report their genuine concerns or grievances. The said mechanism encompasses the Whistle Blower Policy, the Fraud Risk Management Process, the Ethics mechanism under Tata Code of Conduct, etc. and provides for adequate safeguards against victimization of persons who use such mechanism.

25. REPORTING OF FRAUD

During the year under review, the Statutory Auditors have not reported any instances of frauds committed in the Company by its officers or employees, to the Board of Directors under Section 143(12) of the Act, details of which needs to be mentioned in this Report.

26. PROCEEDINGS PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE

There are no such proceedings or appeals pending and no application has been filed under Insolvency and Bankruptcy Code, 2016 during the year under review and from the end of the financial year upto the date of this report.

[redacted]

For ZEDENGINES INDIA PVT. LTD.

Director

For ZEDENGINES INDIA PVT. LTD.

Director

ACKNOWLEDGEMENTS

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

ON BEHALF OF THE BOARD OF DIRECTORS
For ZEDENGINES INDIA PRIVATE LIMITED

For ZEDENGINES INDIA PVT. LTD.	For ZEDENGINES INDIA PVT. LTD.
Director	Director
(SHISHIR KUMAR KUDASBEHAR)	**(KAMAL SAXENA)**
DIRECTOR	**DIRECTOR**
DIN: 07068294	**DIN: 02027569**

PLACE: DELHI
DATED: 16/08/24