SHORTER NOTICE IS HEREBY GIVEN THAT THE 32ND ANNUAL GENERAL MEETING OF THE MEMBERS OF M/S YOGIJI DIGI LIMITED *(FORMERLY KNOWN AS YOGIJI DIGI PRIVATE LIMITED)* TO BE HELD ON TUESDAY, 30TH SEPTEMBER 2025 AT 12:30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT, PLOT NO 148, SECTOR- 58, FARIDABAD, HARYANA, INDIA – 121004 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. **TO CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON MARCH 31ST 2025, TOGETHER WITH THE REPORTS OF THE AUDITORS AND BOARD OF DIRECTORS THEREON.**

   To consider, and if thought fit, to pass the following Resolution as an **Ordinary Resolution:**

   "RESOLVED THAT the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2025 together with the Reports of the Auditors and Board of Directors thereon as circulated to the Members, be and are hereby received, considered and adopted**."**

2. **TO CONSIDER AND ADOPT THE AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED ON MARCH 31ST 2025, TOGETHER WITH THE REPORTS OF THE AUDITORS AND BOARD OF DIRECTORS THEREON.**

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

   "RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2025, together with the reports of the Auditors and Board of Directors thereon, as circulated to the Members, be and are hereby received, considered and adopted**."**

3. **TO CONSIDER THE RE-APPOINTMENT OF DIRECTOR IN PLACE OF MR. SAMEER BANSAL (DIN: 00468786), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFER HIMSELF FOR RE-APPOINTMENT.**

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

   "RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Sameer Bansal (DIN: 00468786), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company**."**

SPECIAL BUSINESS:

4. RATIFICATION OF REMUNERATION TO COST AUDITORS

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

"**RESOLVED THAT** pursuant to the provisions of section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force], the remuneration payable to M/s Niraj Kumar Vishwakarma & Associates, Cost Accountants having (Firm Registration No.003450), appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2026 amounting to Rs. 90,000 (Rupees Ninety Thousand only (plus Goods and Services Tax and reimbursement of out-of-pocket expenses) be ratified.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to do to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard."

5. APPROVAL FOR REVISION IN REMUNERATION OF MR. NAVNEET SINGH (DIN:00468898), MANAGING DIRECTOR

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

"RESOLVED THAT in partial modification of the resolution passed by the members of the Company in its Extraordinary General Meeting held on September 16, 2025 and pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and as approved by Board of Directors of the Company, and subject to the approval of any other statutory authorities, as may be required in this regard, the consent of the Members of the Company, be and is hereby accorded to revise the remuneration payable to Mr. Navneet Singh, Managing Director of the Company from Rs.26.68 million to Rs.29.90 million w.e.f. 1st April, 2025 ,as set out in detail in the explanatory statement annexed to and forming part of this notice.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorised to vary, alter and modify the terms and conditions of appointment/remuneration and remuneration structure of Mr. Navneet Singh, Managing Director of the Company in accordance with the provisions of the applicable laws.

RESOLVED FURTHER THAT any action(s) already taken by the Board of Directors or by any Director(s) or officer(s) or any other authorised signatory(ies) of the Company in connection with the matter(s) referred to or contemplated in the foregoing resolutions, including the revised remuneration paid till date, be and are hereby also approved, ratified and confirmed, and approved in all respects.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds and things and execute all such documents, instruments and writings, as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or to any director or to any employee of the Company to give effect to the aforesaid resolution.**"**

6. APPROVAL FOR REVISION IN REMUNERATION OF MR. SAMEER BANSAL (DIN: 00468786), DIRECTOR

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

"RESOLVED THAT in partial modification of the resolution passed by the members of the Company in its Extraordinary General Meeting held on September 16, 2025 and pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and as approved by Board of Directors of the Company and subject to the approval of any other statutory authorities, as may be required in this regard, the consent of the Members of the Company, be and is hereby accorded to revise the remuneration payable to Mr. Sameer Bansal, Director of the Company from Rs. 22.80 million to Rs. 25.46 million w.e.f. 1st April, 2025 as set out in detail in the explanatory statement annexed to and forming part of this notice.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorised to vary, alter and modify the terms and conditions of appointment/remuneration and remuneration structure of Mr. Sameer Bansal, Director of the Company in accordance with the provisions of the applicable laws.

RESOLVED FURTHER THAT any action(s) already taken by the Board of Directors or , by any Director(s) or officer(s) or any other authorised signatory/ies of the Company in connection with the matter(s) referred to or contemplated in the foregoing resolutions, including the revised remuneration paid till date, be and are hereby also approved, ratified and confirmed and approved in all respects.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds and things and execute all such documents, instruments and writings, as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or to any director or to any employee of the Company to give effect to the aforesaid resolution.**"**

7. **APPROVAL FOR REVISION IN REMUNERATION OF MR. ASHOK KUMAR RANA (DIN: 01857796), DIRECTOR**

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

"RESOLVED THAT in partial modification of the resolution passed by the members of the Company in its Extraordinary General Meeting held on September 16, 2025 and pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and as approved by Board of Directors of the Company and subject to the approval of any other statutory authorities, as may be required in this regard, the consent of the Members of the Company, be and is hereby accorded to revise the remuneration payable to Mr. Ashok Kumar Rana, Director of the Company from Rs. 4.98 million to Rs. 5.20 million w.e.f. 1st April, 2025 and as set out in detail in the explanatory statement annexed to and forming part of this notice.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorised to vary, alter and modify the terms and conditions of appointment/remuneration and remuneration structure of Mr. Ashok Kumar Rana, Director of the Company in accordance with the provisions of the applicable laws.

RESOLVED FURTHER THAT any action(s) already taken by the Board of Directors or ,by any Director(s) or officer(s) or any other authorised signatory/ies of the Company in connection with the matter(s) referred to or contemplated in the foregoing resolutions, including the revised remuneration paid till date, be and are hereby also approved, ratified and confirmed and approved in all respects.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds and things and execute all such documents, instruments and writings, as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or to any director or to any employee of the Company to give effect to the aforesaid resolution."

8. **APPROVAL FOR REVISION IN REMUNERATION OF MR. SATISH KUMAR TRIPATHI (DIN: 01857947), DIRECTOR**

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

"RESOLVED THAT in partial modification of the resolution passed by the members of the Company in its Extraordinary General Meeting held on September 16, 2025 and pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V thereto and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and as approved by Board of Directors of the Company and subject to the approval of any other statutory authorities, as may be required in this regard, the consent of the Members of the Company, be and is hereby accorded to revise the remuneration payable to to Mr. Satish Kumar Tripathi, Director of the Company from Rs. 6.23 million to Rs. 13.00 million w.e.f. 1st April, 2025 and as set out in detail in the explanatory statement annexed to and forming part of this notice.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorised to vary, alter and modify the terms and conditions of appointment/remuneration and remuneration structure of Mr. Satish Kumar Tripathi, Director of the Company in accordance with the provisions of the applicable laws.

RESOLVED FURTHER THAT any action(s) already taken by the Board of Directors or by any Director(s) or officer(s) or any other authorised signatory/ies of the Company in connection with any matter(s) referred to or contemplated in the foregoing resolutions, including the revised remuneration paid till date, be and are hereby also approved, ratified and confirmed and approved in all respects.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts, deeds and things and execute all such documents, instruments and writings, as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or to any director or to any employee of the Company to give effect to the aforesaid resolution.**"**

9. **APPROVAL FOR RELATED PARTY TRANSACTIONS OF THE COMPANY**

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

"RESOLVED THAT pursuant to the provision of Section 188 of the Companies Act, 2013 and other applicable provisions, if any, 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) the consent of the members of the Company be and are hereby accorded to the Board of Directors to enter into transaction between the Company and the related parties for the F.Y.2025-26, for the purposes and on such terms and conditions as detailed in the Explanatory Statement annexed to the Notice, up to the maximum amounts as specified therein.

RESOLVED FURTHER THAT any Director of the company be and is hereby severally authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and to execute deeds, application documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds matters and things action as may be necessary for giving effect to the above said resolution."

10. APPOINTMENT OF MR. MAHESH CHAND AGRAWAL AS AN INDEPENDENT DIRECTOR (NON- EXECUTIVE)

To consider and, if thought fit, to pass, with or without modification the following Resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and in accordance with the Articles of Association of the Company, and based on the recommendation of the Board of Directors in its meeting held on September 23, 2025, Mr. Mahesh Chand Agrawal (DIN: 08808558) be and is hereby appointed as an Independent Director (Non-Executive)of the Company, not liable to retire by rotation, to hold office for a term of five (5) consecutive years commencing from **September 30, 2025**.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to take all steps for giving effect to the aforesaid resolutions, including making the necessary applications, filing forms and doing all such acts, deeds, and things as may be required or deemed necessary to implement such resolution**."**

11. APPOINTMENT OF MR. CHOKHA RAM GARG AS AN INDEPENDENT DIRECTOR (NON- EXECUTIVE)

To consider and, if thought fit, to pass, with or without modification the following Resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 , read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and in accordance with the Articles of Association of the Company, and based on the recommendation of the Board of Directors in its meeting held on September 23, 2025, Mr. Chokha Ram Garg (DIN: 07240455) be and is hereby appointed as an Independent Director (Non-Executive)of the Company, not liable to retire by rotation, to hold office for a term of five (5) consecutive years commencing from **September 30, 2025**.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to take all steps for giving effect to the aforesaid resolutions, including making the necessary applications, filing forms and doing all such acts, deeds, and things as may be required or deemed necessary to implement such resolutions**."**

12. APPOINTMENT OF MS. REEMA JAIN AS WOMAN INDEPENDENT DIRECTOR (NON- EXECUTIVE)

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and in accordance with the Articles of Association of the Company, and based on the recommendation of the Board of Directors in its meeting held on September 23, 2025, Ms. Reema Jain (DIN: 07234917) be and is hereby appointed as an Woman Independent Director (Non- Executive) of the Company, not liable to retire by rotation, to hold office for a term of five (5) consecutive years commencing from **September 30, 2025**.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to take all steps for giving effect to the aforesaid resolutions, including making the necessary applications, filing forms and doing all such acts, deeds, and things as may be required or deemed necessary to implement such resolutions**."**

13. APPROVAL OF EMPLOYEE STOCK OPTION SCHEME 2025

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

"RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 ("the Rules") made thereunder (including any amendment(s), modification(s), variation or re-enactment thereof), and any other applicable laws, rules, regulations, guidelines or circulars as may be in force from time to time , the consent of the Shareholders of the Company be and is hereby accorded for the adoption and implementation of the Employee Stock Option Scheme ("Scheme") and Board of Directors of the company be and is hereby authorized to create, grant, offer, issue and allot under the Scheme, in one or more tranches, not exceeding 3% percent of the paid-up Equity Capital of the Company (on a fully diluted basis) as on the date of approval of this Scheme by the Board or such other number of shares as may be approved by the Board and the Shareholders of the Company from time to time to or for the benefit of Employees and Directors of the Company and to such other persons as may, from time to time, be allowed to be eligible for the benefits of the Scheme (as permitted under the applicable laws from time to time), exercisable into not more than 8,353 (Eight Thousand Three Hundred Fifty Three) Equity Shares of face value of INR. 100/- each (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) on such terms and in such manner as the Board of Directors may decide in accordance with the provisions of the applicable laws and the provisions of the Scheme.

YOGIJI DIGI
Perpetual Innovation

RESOLVED FURTHER THAT subject to the terms stated herein, the equity shares allotted pursuant to the Scheme shall rank pari passu inter se with the then existing equity shares of the Company, in all respects

RESOLVED FURTHER THAT the Board of Directors, subject to applicable laws, rules and regulations, be and are hereby authorized, in its absolute discretion, to take all necessary actions for the effective implementation, administration, modification, alteration, amendment, suspension, or termination of the Scheme, including settling any issues, questions, difficulties or doubts that may arise in this regard, and to execute all such documents, writings, directions and/or instructions, and to do all other acts, deeds, matters and things as may be necessary, expedient, incidental or ancillary to give full effect to this resolution and the Scheme.

RESOLVED FURTHER THAT the Board of Directors be and are hereby also authorized to nominate and appoint one or more persons for carrying out any or all of the activities that the Board of Directors are authorized to do for the purpose of giving effect to this resolution.

RESOLVED FURTHER THAT a certified copy of the aforesaid resolution duly signed by any Director of the Company be furnished to the concerned authorities for necessary action."

For and on behalf of the Board
YOGIJI DIGI LIMITED

SONAM GOSAIN
Company Secretary
M. No. A[illegible]

Date: 27/09/2025
Place: Faridabad

Notes:

1. A member entitled to attend and vote at this ANNUAL GENERAL MEETING (AGM) is entitled to appoint a proxy to attend and such proxy need not be a member of the Company.

   Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member.

2. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Notice.

3. The route map showing directions to reach the venue of the meeting is annexed.

4. Members/proxies/authorized representatives are requested to produce duly filled attendance slip at the entrance of the venue. Members holding shares in Demat form shall write their DP ID No. and Client ID and those holding in Physical form shall write their Folio No. in the attendance slip for attending the meeting.

5. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a Company's Registered Office a certified copy of the Board resolution to the Company, authorizing inspection their representative to attend and vote on their behalf at the meeting.

6. Relevant documents referred to in the accompanying Notice of the Company will be available for inspection by the members at the Registered Office of the Company on all working days, (except Saturdays and Sundays) between 11:00 A.M. and 1:00 P.M. before the date of the Meeting.

7. The Statutory registers of the Company will be available for inspection by the members at the AGM.

8. Members are requested to notify promptly of any change in their registered addresses.

9. The Voting at the meeting shall be conducted by hand unless a poll in accordance with section 109 of the Companies Act, 2013 is demanded by any member.

10. The Notice will also be displayed on the website of the Company at https://www.ydgroup.com.

11. None of the Directors, Key Managerial Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in any resolutions except as set out in explanatory statement of this Notice.

12. Draft Shorter Notice consent is annexed herewith.

ADDITIONAL INFORMATION WITH RESPECT TO ITEM NO. 3

ITEM NO:3

The relevant details as required, Secretarial Standards- 2 issued by Institute of Company Secretaries of India and as per provisions of Companies Act, 2013, of **Mr. Sameer Bansal** seeking re-appointment upon retirement by rotation, as Director as under:

Particulars	
Name of Director	Mr. Sameer Bansal
Date of Birth	30-08-1971
Date of first Appointment on Board	21.01.1995
Age	54 years
Brief Profile/ Experience /Expertise in specific functional area	Bachelor of Engineering, having around 32 years relevant experience in the industry.
Shareholding in the company as on 31.03.2025	17.21%
Name of other companies in which the person holds the directorship as at March 31, 2025	No
Membership/ Chairmanship of committees of other companies	Member of CSR Committee of YogiJi Digi Limited
Terms and conditions of appointment/re-appointment	Terms and conditions of appointment are as per the policy of the Company
Remuneration last drawn, if any	Terms and Conditions of appointment are as per the Policy of the Company
Number of Board meetings attended during the year ended 31.03.2025	24
Inter se relationship with other Directors or KMP(as defined under the Companies Act and Rules made thereunder)	N.A

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

ITEM NO.4

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 made by the Board of Directors in its meeting dated 27 August 2025 on such remuneration subject to be ratified by the Shareholders. Under the Companies (Audit and Auditors) Rules, 2014, the Board, while appointing the Cost Auditor, is required to be approved 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, 2026 at a remuneration of ₹ 90,000(Rupees Ninety Thousand only (plus Goods and Services Tax and reimbursement of out-of-pocket expenses).

The approval of the shareholders is sought by passing an **ordinary resolution** as set out at **Item No. 4 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.

ITEM NO. 5

The Board at its meeting held on 30th April 2025, approved the remuneration paid to Mr. Navneet Singh, Managing Director of the Company for the F.Y.2024-25. Thereafter, the shareholders of the Company ratified such remuneration at its Extra Ordinary General Meeting held on 16th September, 2025.

Pursuant to the provisions of Sections 197, 198 and read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) the Board of Directors at its meeting held on 23rd September, 2025 considered and decided to further revise the remuneration paid/payable to Mr. Navneet Singh, Managing Director of the Company from Rs. 26.68 million to Rs.29.90 million on a fixed remuneration per annum w.e.f 1st April,2025 for the F.Y. 2025-26 subject to the approval of the shareholders of the Company.

Provided that as on March 31st 2025, the Company earned net profit of Rs. 392.87 million. In terms of Section 197(1) of the Companies Act, 2013, the maximum permissible remuneration to a Managing Director, where there is only one Managing Director/Whole-time Director/Manager, is 5% of the net profits, i.e. Rs. 19.64 million.

However, the remuneration actually paid/ and proposed to be payable to Mr. Navneet Singh for the F.Y 2025-26 amounted to Rs. 29.90 million which exceeds the percentage limits prescribed under Section 197(1) of the Act. Accordingly, in terms of the second proviso to Section 197(1), the approval of shareholders by way of a Special Resolution is required.

The Board believes that the remuneration is commensurate with the industry standards, the size and nature of the Company's operations, and the significant contribution made by the Director toward the performance of the Company.

The Board propose the resolutions set out in **Item No. 5** for confirmation of the upward revision in the remuneration paid/payable to Mr. Navneet Singh.

None of the Directors/Key Managerial Personnel of the Company except the Mr. Navneet Singh, himself and their relatives are, in any way, concerned or interested, financially or otherwise in the resolution as set out at **Item No. 5** of the Notice.

The Board of Directors recommend the **Special Resolutions** set forth in **Item No. 5** of the Notice for approval of the Members.

ITEM NO. 6

The Board at its meeting held on 30th April, 2025, approved the remuneration paid to Mr. Sameer Bansal, Director of the Company for the F.Y.2024-25. Thereafter, the shareholders of the Company ratified such remuneration at its Extra Ordinary General Meeting held on 16th September, 2025.

Pursuant to the provisions of Sections 197, 198 and read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) the Board of Directors at its meeting held on 23rd September, 2025 considered and decided to further revise the remuneration paid/payable to Mr. Sameer Bansal, director of the Company from Rs. 22.80 million to Rs.25.48 million on a fixed remuneration per annum w.e.f 1st April,2025 for the F.Y. 2025-26 subject to the approval of the shareholders of the Company.

Provided that as on March 31st 2025, the Company earned net profit of Rs. 392.87 million. In terms of Section 197(1) of the Companies Act, 2013, the maximum permissible remuneration to a Director, where there is only one Managing Director/Whole-time Director/Manager, is 1% of the net profits, i.e. Rs.3.93 million.

However, the remuneration actually paid/ and proposed to be payable to Mr. Sameer Bansal for the F.Y 2025-26 is amounted to Rs.25.48 million which exceeds the percentage limits prescribed under Section 197(1) of the Act. Accordingly, in terms of the second proviso to Section 197(1), the approval of shareholders by way of a Special Resolution is required.

The Board believes that the remuneration is commensurate with the industry standards, the size and nature of the Company's operations, and the significant contribution made by the Director toward the performance of the Company.

The Board proposes the resolutions set out in **Item No. 6** for confirmation of the upward revision in the remuneration paid/payable to Mr. Sameer Bansal

None of the Directors/Key Managerial Personnel of the Company except Mr. Sameer Bansal, himself their relatives are, in any way, concerned or interested, financially or otherwise in the resolution as set out at **Item No.6** of the Notice.

The Board of Directors recommend the **Special Resolutions** set forth in **Item No. 6** of the Notice for approval of the Members.

ITEM NO. 7

The Board at its meeting held on 30th April 2025, approved the remuneration paid to Mr. Ashok Kumar Rana, Director of the Company for the F.Y.2024-25. Thereafter, the shareholders of the Company ratified such remuneration at its Extra Ordinary General Meeting held on 16th September 2025.

Pursuant to the provisions of Sections 197, 198 and read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) the Board of Directors at its meeting held on 23rd September, 2025 considered and decided to further revise the remuneration paid/payable to Mr. Ashok Kumar Rana, director of the Company from Rs. 4.98 million to Rs.5.20 million on a fixed remuneration per annum w.e.f 1st April,2025 for the F.Y. 2025-26 subject to the approval of the shareholders of the Company.

Provided that as on March 31st, 2025, the Company earned net profit of Rs. 392.87 million. In terms of Section 197(1) of the Companies Act, 2013, the maximum permissible remuneration to a Director, where there is only one Managing Director/Whole-time Director/Manager, is 1% of the net profits, i.e. Rs. 3.93 million.

However, the remuneration actually paid/ and proposed to be payable to Mr. Ashok Kumar Rana for the F.Y 2025-26 is amounted to Rs. 5.20 which exceeds the percentage limits prescribed under Section 197(1) of the Act. Accordingly, in terms of the second proviso to Section 197(1), the approval of shareholders by way of a Special Resolution is required.

The Board believes that the remuneration is commensurate with the industry standards, the size and nature of the Company's operations, and the significant contribution made by the Director toward the performance of the Company.

The Board proposes the resolutions set out in **Item No. 7** for confirmation of the upward revision in the remuneration paid/payable to Mr. Ashok Kumar Rana

None of the Directors/Key Managerial Personnel of the Company except Mr. Ashok Kumar Rana, himself their relatives are, in any way, concerned or interested, financially or otherwise in the resolution as set out at **Item No.7** of the Notice.

The Board of Directors recommend the **Special Resolutions** set forth in **Item No. 7** of the Notice for approval of the Members.

ITEM NO. 8

The Board at its meeting held on 30th April, 2025, approved the remuneration paid to Mr. Satish Kumar Tripathi, Director of the Company for the F.Y.2024-25. Thereafter, the shareholders of the Company ratified such remuneration at its Extra Ordinary General Meeting held on 16th September, 2025.

Pursuant to the provisions of Sections 197, 198 and read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) the Board of Directors at its meeting held on 23rd September, 2025 considered and decided to further revise the remuneration paid/payable to Mr. Satish Kumar Tripathi , director of the Company from Rs. 6.23 million to Rs.13.00 million on a fixed remuneration per annum w.e.f 1st April,2025 for the F.Y. 2025-26 subject to the approval of the shareholders of the Company.

Provided that as on March 31st 2025, the Company earned net profit of Rs. 392.87 million. In terms of Section 197(1) of the Companies Act, 2013, the maximum permissible remuneration to a Director, where there is only one Managing Director/Whole-time Director/Manager, is 1% of the net profits, i.e. Rs. 3.93 million.

However, the remuneration actually paid/ and proposed to be payable to Mr. Satish Kumar Tripathi for the F.Y 2025-26 is amounted to Rs. 13.00 which exceeds the percentage limits prescribed under Section 197(1) of the Act. Accordingly, in terms of the second proviso to Section 197(1), the approval of shareholders by way of a Special Resolution is required.

The Board believes that the remuneration is commensurate with the industry standards, the size and nature of the Company's operations, and the significant contribution made by the Director toward the performance of the Company.

The Board proposes the resolutions set out in **Item No. 8** for confirmation of the upward revision in the remuneration paid/payable to Mr. Satish Kumar Tripathi.

None of the Directors/Key Managerial Personnel of the Company except Mr. Satish Kumar Tripathi, himself their relatives are, in any way, concerned or interested, financially or otherwise in the resolution as set out at **Item No.8** of the Notice.

The Board of Directors recommend the **Special Resolutions** set forth in **Item No. 8** of the Notice for approval of the Members.

ITEM NO. 9

The following statement sets out all material facts relating to the business mentioned under Item No. 9 of the accompanying Notice:

In order to comply with the provisions of Section 188 read with Rule 15 of the said Rules and for good governance, the following transaction as mentioned in the Table below is now being placed before the shareholders for approval by way of an ordinary resolution.

The transactions were undertaken in the ordinary course of business and on an arm's length basis. However, since the aggregate value of such transactions exceeded the monetary prescribed thresholds under Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, approval of the members is being sought as a matter of good governance and to ensure compliance with the applicable provisions of the act upto the maximum amount specified in the table.

The particulars of the transaction, pursuant to Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, are as follows:

YOGIJI DIGI LIMITED
Ratification of Related Party Transactions **(Amount in Million)**

Sr. No.	Related Party	Relations	Nature of Activity	Maximum amount of transactions to be approve for the F.Y. 2025-26
1.	Aseem Gill	Relative of Managing Director	Salary to relative	3.90
2.	Manish Gill	Relative of Managing Director	Salary to relative	2.51
3.	Navit Gill	Relative of Managing Director	Salary to relative	2.60
4.	Neeru Bansal	Relative of Director	Salary to relative	2.51
5..	Amod Tripathi	Relative of Director	Salary to relative	1.95
6.	Varun Rana	Relative of Director	Salary to relative	6.50
7.	Shanuj Bansal	Relative of Director	Salary to relative	1.95
8.	Nirat Sadh Rana	Relative of Director	Salary to relative	0.91

9.	R.S. Gill	Relative of Managing Director	Professional Charges	1.32
10	Convertaid Engineers Private Limited	A private company in which a director or manager or his relative is member of director	Lease Rent Paid	0.22
11.	Vee Kay Engineers	A firm, in which a director, manager or h is relative is a partner	Purchase of Raw Material	21.45
12	Yogi Ji Technoequip Private Limited	Wholly Own ed Subsidiary Company	Purchase of Raw Material	300.00

Except to the extent of their respective interests as related parties in the transactions set out above, none of the Directors, Key Managerial Personnel or their relatives, are concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommend the **Ordinary Resolutions** set forth in **Item No. 9** of the Notice for approval of the Members.

ITEM NO. 10

The Board of Directors of the Company has recommended the appointment of **Mr. Mahesh Chand Agrawal** as an **Independent Director** of the Company for a term of **five (5) consecutive years** commencing from **September 30, 2025**. In terms of Section 149(10) of the Companies Act, 2013, an Independent Director can be appointed for a term of up to five consecutive years and shall not be liable to retire by rotation.

He has confirmed that he is not disqualified from being appointed as a Director under Section 164 of the Act and the Company has received declaration from him stating that he meets the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013.The proposed Independent Director has significant professional expertise and rich experience across a wide spectrum of functional areas and hence the Board considers that his association with the Company would be of immense benefit to the Company.

In compliance with the provisions of Section 149 read with Schedule IV of the Act and other applicable regulations, the proposals for appointment of Mr. Mahesh Chand Agrawal as an Independent Director is now being placed before the Members for their approval.

The Board of Directors recommend the Ordinary Resolutions set forth in **Item No. 10** of the Notice for approval of the Members.

Except Mr. Mahesh Chand Agrawal none of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at **Item No.10** of the Notice.

ITEM NO. 11

The Board of Directors of the Company has recommended the appointment Mr. Chokha Ram Garg as an Independent Director of the Company for a term of five (5) **consecutive years** commencing from **September 30, 2025**. In terms of Section 149(10) of the Companies Act, 2013, an Independent Director can be appointed for a term of up to five consecutive years and shall not be liable to retire by rotation.

He has confirmed that he is not disqualified from being appointed as a Director under Section 164 of the Act and the Company has received declaration from him stating that he meets the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013. The proposed Independent Director has significant professional expertise and rich experience across a wide spectrum of functional areas and hence the Board considers that his association with the Company would be of immense benefit to the Company.

The Board of Directors recommend the Ordinary Resolutions set forth in Item No. 11 of the Notice for approval of the Members.

Except Mr. Mahesh Chand Agrawal none of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at **Item No.11** of the Notice.

ITEM NO. 12

The Board of Directors of the Company, at its meeting held on September 23, 2025, has recommended the appointment of **Ms. Reema Jain (DIN: 07234917**) as a Woman Independent Director (Non-Executive) of the Company for a term of five (5) consecutive years commencing from **September 30, 2025**. In terms of Section 149(10) of the Companies Act, 2013, an Independent Director can be appointed for a term of up to five consecutive years and shall not be liable to retire by rotation

She has confirmed that he is not disqualified from being appointed as a Director under Section 164 of the Act and the Company has received declaration from him stating that he meets the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013.

Her appointment is expected to strengthen the Board with her valuable experience, knowledge, and perspective, especially in view of the Company's commitment to diversity and governance standards. She is not related to any Director or Key Managerial Personnel of the Company.

The Board of Directors recommend the Ordinary Resolutions set forth in **Item No. 12** of the Notice for approval of the Members

Except Ms. Reema Jain none of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at **Item No.12** of the Notice.

ITEM NO. 13

Equity-based remuneration is intended to align employees' personal goals with the Company's long-term objectives by enabling them to participate in the ownership of the Company. The Board of Directors recognizes the importance of enhancing employee engagement, rewarding performance and tenure, and motivating employees to contribute meaningfully to the Company's growth and profitability.

In order to reward and retain the key employees and to create a sense of ownership and participation amongst them, the Board of Directors in its meeting held on 23rd September 2025 approved Employee Stock Option Scheme 2025 ("Scheme") to or for the benefit of such Employees as defined in the Scheme. The said Scheme is not detrimental to the interest of the shareholders of the Company.

In terms of Section 62 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the issue of Equity Shares under an Employee Stock Options Scheme requires approval of the shareholders by way of a **Special Resolution.** The Special Resolution set out at **Item No. 13** is to seek your approval for the said purpose.

The salient features and other details of the Scheme are as under:

1. Brief Description of the Scheme:
The Scheme shall be called Employee Stock Option Scheme 2025
The Purpose of the Scheme includes the following:
   (a) To align the interests of employees with the long-term objectives of the Company and its shareholders.
   (b) To foster a culture of ownership, accountability, and commitment by enabling employees to participate in the value creation of the Company.
   (c) To motivate and retain its key talent pool, enhance employee engagement, and attract high-caliber professionals from the industry.
   (d) To recognize the contribution of employees, incentivize performance, and make them active partners in the growth and success of the Company.

2. The total number of Stock Options to be granted under the Scheme:
The maximum number of Options that may be granted pursuant to this Scheme shall not exceed 3% percent of the paid-up Equity Capital (on a fully diluted basis) of the Company as on the date of approval of this Scheme by the Board or such other number of shares as may be approved by the Board and the Shareholders of the Company from time to time, exercisable into not more than 8,353 (Eight Thousand Three Hundred Fifty Three) Equity Shares of face value of INR. 100/- each

(or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time).

If any Option granted under the Scheme lapses or surrendered under any provision of the Scheme, such Option shall be available for further grant under the Scheme unless otherwise determined by the Board of Directors.

3. Identification of classes of Employees entitled to participate in the Scheme:

a. a permanent employee of the Company working in India or out of India; or
b. a director of the Company, whether a whole-time director or not but excluding an Independent Director; or
c. an employee as defined in sub clauses (a) or (b) of a subsidiary, in India or outside India or of a holding company of the Company.

but does not include-

i. An employee who is a promoter or a person belonging to the promoter group.
ii. A director who either himself or through his relative or through anybody corporate directly or indirectly, holds more than ten per cent of the outstanding equity shares of the Company on the date of the grant.

Provided, however, that the exclusions in (i) or (ii) shall not apply if permitted under the applicable regulations.

4. Appraisal process for determining the eligibility of Employees for the Scheme:

The appraisal process for determining the eligibility of Employees for the Scheme shall be carried out at the discretion of the Board of Directors.

5. Requirement of Vesting and period of Vesting:

There shall be categories of vesting under this Scheme, namely Time-Based Vesting and Performance-Based Vesting or a combination of both. Options granted to Eligible Employees and accepted by them shall vest in accordance with the vesting methodology specified in the Letter of Grant.

a. Time based Vesting - Options Granted and identified under vesting format shall vest with the passage of time. The Options shall vest over a period of such number of years of continuous completed service or such other period as may be determined by the Board of Directors from the date of Grant of Options
b. Performance Based Vesting - Options Granted and identified under this vesting format shall vest immediately upon attainment of specific targeted milestones which are detailed in the respective Grant Letter to be issued to respective employees.
c. There shall be a minimum period of 1 (one) year between the grant of options and vesting of option or such other period as may be prescribed by the applicable laws.

6. Maximum period within which the Options shall be vested:

The Options shall be vested over a maximum period of 3 years of continuous employment or such other period as may be determined by the Board of Directors from the date of Grant of Options.

7. Exercise Price or Pricing Formula:

Under this Scheme, the Exercise Price of the Shares will be decided by the Board of Directors.

8. Exercise period and process of Exercise:

After vesting, Options can be exercised within such period as the Board of Directors may determine, after submitting the Exercise application along with payment of the Exercise Price, applicable taxes and other charges, if any.

The mode and manner of the exercise shall be communicated to the Grantees individually.

9. **Period of lock-in:**

There is no lock-in on the Shares issued pursuant to exercise of the Options and the same will be subject to the terms of the Articles of Association and the terms and restrictions as stated in the Scheme.

10. **The Maximum number of Options to be granted per Employee and in aggregate:**

The maximum number of Options that may be granted pursuant to this Scheme per employee shall be determined by the Board and in aggregate shall not exceed 3% percent of the paid-up Equity Capital (on a fully diluted basis) of the Company as on the date of approval of this Scheme by the Board or such other number of shares as may be approved by the Board and the Shareholders of the Company from time to time, exercisable into not more than 8,353 (Eight Thousand Three Hundred Fifty Three) Equity Shares of face value of INR. 100/- each (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time).

11. **The maximum quantum of benefits to be provided per Employee under the scheme:**

The maximum quantum of benefits that will be provided to every eligible Employee under the Scheme will be the difference between the market price of Company's Share as on the date of Exercise of Options and the Exercise Price paid by the Employee.

12. **The method the Company shall use to value its options**

The Company shall use the fair value method for valuation of the options granted.

13. **The conditions under which the option vested in employees may lapse**

The vested options shall lapse in case of resignation/termination of employment and such other conditions as stated in the Scheme. Further, in case vested options are not exercised within the prescribed exercise period, then such vested options shall lapse.

14. **The specified time period within which the employee shall exercise the vested option in the event of a proposed termination of employment or resignation of employee**

All the vested options as on the date of submission of resignation or termination (other than for reasons as specified in the Scheme, eg. misconduct, etc.) of the employment by the Company shall be exercisable before the last working day with the Company or within such other additional period as the Board may determine.

15. **Whether the Scheme(s) is to be implemented and administered directly by the Company or through a Trust**

The Scheme shall be implemented directly by the Company.

YOGIJI DIGI
Perpetual Innovation

16. Disclosure and accounting policies:

The Company shall comply with the disclosure requirements and the accounting policies as may be prescribed by regulatory authorities from time to time.

None of the Directors, Key Managerial Personnel of the Company, and any relatives of such Director, Key Managerial Personnel is in any way concerned or interested, financially or otherwise, in this resolution except to the extent of Equity Shares held by them in the Company or the Options that may be granted under the said Scheme.

For and on behalf of the Board
YOGIJI DIGI LIMITED

YOGIJI DIGI LTD. FARIDABAD

SONA[illegible]
Company Secretary
Membership No. A31290

Date: 27/09/2025
Place: Faridabad

YOGIJI DIGI LIMITED (formerly known as Yogiji Digi Pvt. Ltd.)
CIN – U74899HR1993PLC032121
Regd. & Corp. Office: Plot No. 148, Sector – 58, Faridabad, Haryana, India –121004, Tel. No.:+91-129-4295200, Email: info@yvdgroup.com
Works: Plant-1: Khasra No. 34/18/1/1, Nangla Bhiku Road, Village Dudhola, Palwal-121102, Haryana, India Tel. No.+91-1275-298021
Plant-2: Khasra No. 43/9/2/1/1, Nangla Bhiku Road, Village Nangla Bhiku, Palwal-121102, Haryana, India Tel. No.+91-1275-249100
Plant-3: Khasra No. 40/3/2, 5/1, Nangla Bhiku Road, Village Nangla Bhiku, Palwal-121102, Haryana, India

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 **32nd Annual General Meeting** of the **Yogiji Digi Limited** (Formerly known as Yogiji Digi Private Limited) held on **Tuesday, 30th September, 2025 at 12:30 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.

– – – – – – – – –

Form No. MGT-11
Proxy form

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

Name of the Company: YOGIJI DIGI LIMITED (Formerly known as 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 **32nd Annual General Meeting** of members of the Company, to be held on **Tuesday, 30th September, 2025 at 12:30 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.	To consider and adopt the Audited Standalone Financial Statements of the company for the financial year ended on march 31st 2025, together with the reports of the auditors and board of directors thereon.		
2.	To consider and adopt the Audited Consolidated Finan cial Statements of the Company for the period ended March 31, 2025. together with with the reports of the auditors and board of directors thereon.		

3.	To consider the re-appointment of director in place of mr. Sameer Bansal (DIN: 00468786), who retires by rotation and being eligible, offer himself for re-appointment.		
Special Business			
4	Ratification of remuneration to cost auditors		
5.	Approval for revision in remuneration of Mr. Navneet Singh (Din:00468898), Managing director		
6.	Approval for revision in remuneration of Mr. Sameer Bansal (DIN: 00468786), Director		
7.	Approval for revision in remuneration of Mr. Ashok Kumar Rana (DIN: 01857796), director		
8.	Approval for revision in remuneration of Mr. Satish Kumar Tripathi (DIN: 01857947), Director		
9.	Approval for related party transactions of the company		
10.	Appointment of Mr. Mahesh Chand Agrawal as an independe director		
11.	Appointment of Mr. Chokha Ram Garg as an independent director		
12.	Appointment of Ms. Reema Jain as woman independent direct (non- executive)		
13.	Approval of Employee Stock Option Scheme , 2025		

Signed this ….... day of……….2025

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.

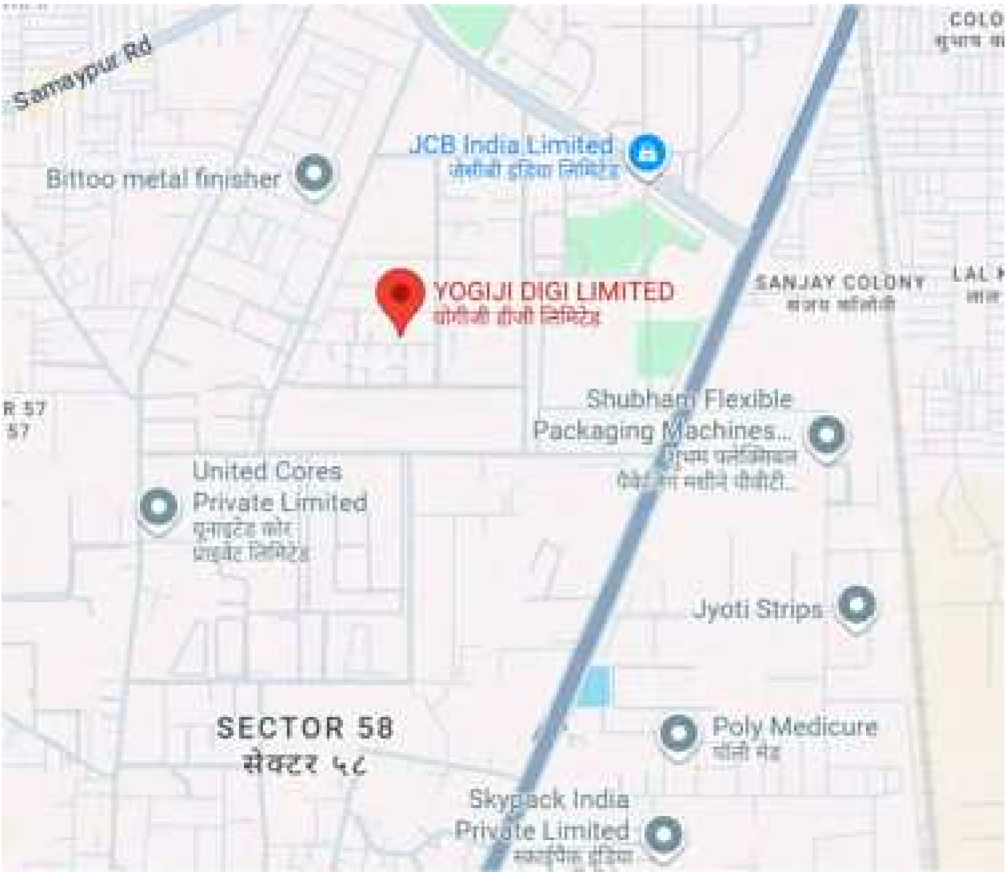
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single 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 he/she thinks appropriate.

5. Appointing a proxy does not prevent a member from attending the meeting in person if he 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 LIMITED (**formerly known as Yogiji Digi Pvt. Ltd.**)
CIN – U74899HR1993PLC032121
Regd. & Corp. Office: Plot No. 148, Sector – 58, Faridabad, Haryana, India –121004, Tel. No.:+91-129-4295200, Email: info@ydgroup.com
Works: Plant-1: Khasra No. 34/18/1/1, Nangla Bhiku Road, Village Dudhola, Palwal-121102, Haryana, India Tel. No.+91-1275-298021
Plant-2: Khasra No. 43/9/2/1/1, Nangla Bhiku Road, Village Nangla Bhiku, Palwal-121102, Haryana, India Tel. No.+91-1275-249100
Plant-3: Khasra No. 40/3/2, 5/1, Nangla Bhiku Road, Village Nangla Bhiku, Palwal-121102, Haryana, India

YOGIJI DIGI
अनंत आविष्कार | Perpetual Innovation

BOARD'S REPORT

To,
The Members
YOGIJI DIGI LIMITED
(formerly known as Yogiji Digi Private Limited)

The Board of Directors of the Company are pleased to present their 32nd (Thirty Second) Board Report ("Report") on the business and operations of YOGIJI DIGI LIMITED (formerly known as Yogiji Digi Private Limited) ("the Company") together with the Audited Financial Statements for the financial year ended 31st March, 2025.

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	**Consolidated**		**Standalone**	
	Financial Year ended 2025	**Financial Year ended 2024**	**Financial Year ended2025**	**Financial Year ended2024**
Revenue from Operations	4796.84	3965.30	4502.36	3,887.68
Other Income	39.87	45.27	37.77	42.64
Total Revenue	**4836.71**	**4010.58**	**4540.13**	**3,930.33**
Total Expenditure (excluding Depreciation and Finance Cost)	(4291.55)	(3660.58)	(4015.87)	(3,572.38)
Profit before interest, depreciation, taxes and exceptional Items	**545.16**	**350.00**	**524.26**	**357.94**
Less: Finance Cost	76.86	49.52	68.84	47.46
Less: Depreciation	71.56	51.44	62.55	50.78
Less: Exceptional Items	-	-	-	-
Profit Before Tax	**396.74**	**249.04**	**392.87**	**259.30**
Less: Current Tax	86.55	60.80	86.55	62.84
Less: Earlier Years tax	15.13	1.87	13.14	1.87
Less: Deferred Tax	14.73	(12.93)	13.70	(10.49)
Profit for the Year	**280.32**	**199.30**	**279.48**	**205.08**
Add/Less: Other Comprehensive Income	(4.86)	(0.86)	(4.86)	(1.09)
Total Comprehensive Income for the Year	**275.47**	**198.44**	**274.62**	**203.99**

These financial statements, for the year ended 31st March 2025 are the first Financial Statements prepared in accordance with Ind AS. For periods up to and including the year ended 31st March 2024, the Company prepared its Financial Statements in accordance with Indian GAAP. Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for the year ended 31 March 2025, together with the comparative year data as at and for the year ended 31 March 2024 and 31 March 2023, as described in the material accounting policies.

In preparing these financial statements, the Company's opening balance sheet was prepared as at 01 April 2022, being the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP financial statements, including the balance sheet as at 01 April 2022 and the financial statements as at and for the year ended 31 March 2024 and March 31, 2023.(Refer Note 43 of Financial Statement for IND AS adoption effect).

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 ₹ 279.48 (INR in Millions).

3. CHANGE IN NATURE OF BUSINESS

There is no change, affecting the nature of business of the Company between the end of the financial year to which the Financial Statements relate and the date of the report.

4. 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 THE REPORT:

There are no material changes, affecting the financial position of the Company between the end of the financial year to which the Balance Sheet relates and the date of the report except introduction **of Employee Stock Option Scheme 2025.**

4.1 EMPLOYEE STOCK OPTION SCHEME 2025

In order to reward and retain key employees and to foster a sense of ownership and participation among them, after closure of financial Year but before signing this Board Report the Board of Directors, at its meeting held on **23rd September 2025**, approved the introduction of the **Employee Stock Option Scheme 2025** ("Scheme"), subject to the approval of the shareholders at the forthcoming Annual General Meeting. The Scheme is intended for the benefit of eligible employees, as defined under the Scheme.

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

The Members of the Company, at the Extra-Ordinary General Meeting held on 07th January, 2025, passed a Special Resolution approving the alteration of the Name Clause of the Memorandum of Association to change the Company's name from "Yogiji Digi Private Limited" to "Yogiji Digi Limited". Consequent to the said change, the Articles of Association were also amended to reflect the conversion of the Company from a Private Limited Company into a Public Limited Company, in accordance with the applicable provisions of the Companies Act, 2013 and rule made thereunder.

Pursuant to the provision of Companies Act, 2013 the Registrar of Companies has issued a fresh Certificate of Incorporation consequent upon conversion to a Public Company on March 13, 2025.

6. DIVIDEND

During the period under review, after due consideration of the financial statements and in view of the company's current financial position, future capital requirements, and strategic plans, your Board of Directors does not recommend any dividend for the F.Y. 2024-25.

7. CAPITAL STRUCTURE

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

Authorised Share Capital:-
Subscribed Share Capital:-

Particulars	Amount (INR/-)
Authorised Capital: 5,00,000 Equity Shares of INR 100/- each 25,000 0.1% Non-cumulative Compulsorily Convertible Preference Shares ('CCPS') of INR 100/- each	5,25,00,000/-
Total	**5,25,00,000/-**
Issued, Subscribed and Paid-up Capital: *2,70,071 Equity Shares of INR 100/- each	2,70,07,100/-
Total	**2,70,07,100/-**

1. *During the year Company has received an amount of Rs. INR_64.29 millions towards share application money towards 81,021.00 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, Pursuant to the Special Resolution passed at the Extra-Ordinary General Meeting held on 07th March, 2024, the Company approved the issuance of 81,021 Equity Shares of ₹100/- each at a price of ₹7,934.40/- per share (inclusive of a premium of ₹7,834.40/- per share) in compliance with the provisions of Sections 42 and 62(1)(c) of the Companies Act, 2013 and the rules made thereunder. Subsequently, the Board of Directors, at its meeting held on 23rd April, 2025, allotted the aforesaid shares to the identified allottees Therefore post allotment the issued, Subscribed and paid-up equity share capital of the Company was increased 2,70,07,100/- (Two crore seventy lakh seven thousand one hundred) divided into 2,70,071 (Two lakh seventy thousand seventy-one) Equity shares having a face value of Rs. 100/- (Rupees Hundred Only) each.

8. RETAINED EARNINGS/ OTHER EQUITY

During the financial year 2024-25 the Company has transferred the net profit of Rs. 279.48 Million to retained earnings. Further, the details of amount transferred to other reserves, if any, form part of the Standalone and Consolidated Financial Statements provided as part of this Annual Report.

9. 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.

10. DECLARATION BY AN INDEPENDENT DIRECTOR(S)

The Company was incorporated as a private company and continued as such until its conversion into a public company on March 13, 2025. Upon such conversion, the provisions of Section 197 and Schedule V of the Companies Act, 2013, became applicable to Company. The Board of Director's has recommended the appointment of independent Directors at its meeting held on September 23, 2025 subject to the approval of shareholders at the forthcoming Annual General Meeting of the Company.

11. BOARD'S COMMENT ON THE AUDITORS' REPORT

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

12. DIRECTORS AND KEY MANAGERIAL PERSON

Mr. Ashok Kumar Rana and Mr. Satish Kumar Tripathi were appointed as Additional Directors of the Company, effective from May 1, 2024 and were regularized at the 31st Annual General Meeting of the Company held on 26.09.2024.

Mr. Sameer Bansal (DIN: 00468786), Director of the Company is required to be retired by rotation at the Forthcoming Annual General Meeting and being eligible offers himself for re-appointment. The Board recommends his re-appointment for the approval of the Members of the Company at the ensuing Annual General Meeting.

The Board of Directors of the Company at their meeting held on 23rd September, 2025 has recommended the appointment of Mr. Mahesh Chand Agrawal (DIN: 08808558) as Independent Director (Non-Executive)of the Company, not liable to retire by rotation and to hold office for a term of five (5) consecutive years commencing from September 29, 2025 to September 28, 2030 for the approval of the Members of the Company at the ensuing Annual General Meeting.

The Board of Directors of the Company at their meeting held on 23rd September, 2025 has recommended the appointment of Mr. Chokha Ram Garg (DIN: 07240455) as Independent Director (Non-Executive)of the Company, not liable to retire by rotation and to hold office for a term of five (5) consecutive years commencing from September 29, 2025 to September 28, 2030 for the approval of the Members of the Company at the ensuing Annual General Meeting.

The Board of Directors of the Company at their meeting held on 23rd September, 2025 has recommended the appointment of Ms. Reema Jain (DIN: 07234917) be and is hereby appointed as an Woman Independent Director (Non- Executive) of the Company, not liable to retire by rotation and to hold office for a term of five (5) consecutive years commencing from September 29, 2025 to September 28, 2030 for the consideration of the Members of the Company at the ensuing Annual General Meeting.

The Composition of Board during the year under review as follows:

S. No.	Name	DIN	Father's/ Husband Name	Address	Designation

1.	Mr. Navneet Singh	00468898	Sh. Ranjodh Singh Gill	House No 20, Sector-21C, Faridabad, Haryana, 121012	Managing Director
2.	Mr. Sameer Bansal	00468786	Mr. Dharam Parkash Bansal	House No. 240, Sector-10, Faridabad, Haryana, 121006	Director
3.	Mr. Ashok Kumar Rana	01857796	Gian Chand Rana	ZP-38, Maurya Enclave, Pitampura, Saraswati Vihar, Delhi-110034	Director
4.	Mr. Satish Kumar Tripathi	01857947	Deo Raj Tripathi	House No. D12, 4th Floor, Block-D, Parkland, Sector-85, Faridabad, Haryana,121002	Director

Key Managerial Personal:
After the closure of Financial Year but before signing this Board Report the Company has appointed a Key Managerial Personal w.e.f July 09, 2025, the detail as mentioned below:

S. No.	Name	PAN	Father's/ Husband Name	Address	Designation
1.	Ms. Sonam Gosain	DHVPS7325M	Sh. Bhagwan Dass Gosain	C-19, Nanhey Park, Near Shukra Bazar, Om Vihar, Uttam West Delhi-110059	Company Secretary & Compliance Officer

13. 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 Company is in the process of implementing the scheme of Fast Track Merger between Yogi Ji Technoequip Private Limited and Yogiji Digi Limited subject to the approval of shareholder which was duly obtained at the Extra-Ordinary General Meeting held on September 16, 2025.

The statement containing the salient features of the financial statement of the above subsidiary in Form AOC 1 is enclosed as **"Annexure A"** which forms part of this report.

14. MEETING OF BOARD OF DIRECTORS

The Board of Directors duly met Twenty Four (24) 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	Attended by Mr. Ashok Kumar Rana	Attended by Mr. Satish Kumar Tripathi
1.	23.04.2024	Yes	Yes	N.A	N.A
2.	01.05.2024	Yes	Yes	N.A	N.A
3.	27.05.2024	Yes	Yes	Yes	Yes
4.	20.06.2024	Yes	Yes	Yes	Yes
5.	24.06.2024	Yes	Yes	Yes	Yes
6.	29.06.2024	Yes	Yes	Yes	Yes
7.	01.07.2024	Yes	Yes	Yes	Yes
8.	05.07.2024	Yes	Yes	Yes	Yes
9.	02.08.2024	Yes	Yes	Yes	Yes
10	24.08.2024	Yes	Yes	Yes	Yes
11.	27.08.2024	Yes	Yes	Yes	Yes
12.	28.08.2024	Yes	Yes	Yes	Yes
13.	29.08.2024	Yes	Yes	Yes	Yes
14.	01.09.2024	Yes	Yes	Yes	Yes
15.	27.09.2024	Yes	Yes	Yes	Yes
16.	03.12.2024	Yes	Yes	Yes	Yes
17.	10.12.2024	Yes	Yes	Yes	Yes
18.	12.12.2024	Yes	Yes	Yes	Yes
19.	30.12.2024	Yes	Yes	Yes	Yes
20.	07.01.2025	Yes	Yes	Yes	Yes
21.	30.01.2025	Yes	Yes	Yes	Yes
22.	01.02.2025	Yes	Yes	Yes	Yes
23.	12.03.2025	Yes	Yes	Yes	Yes
24	28.03.2025	Yes	Yes	Yes	Yes

15. 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	**2024-25** (₹Million)	**2023-24** (₹Million)
Foreign exchange earnings	1870.88	1,437.22
Foreign exchange Outgo	339.10	447.32

16. 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 2025 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.

17. PARTICULARS OF REMUNERATION OF DIRECTORS/ KMP/EMPLOYEES

Th Company has Three 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. STATUTORY AUDITORS

M/s. DSRV & Co. LLP, Chartered Accountants has been appointed as the Statutory Auditor of the Company at the 31st Annual General Meeting (AGM) on 26th September 2024 for a term of five consecutive years Commencing from 01st April, 2024 to 31st March, 2029 and hold the office till the conclusion of 36th Annual General Meeting to be held in the Year 2029.

The Statutory Auditors have given a confirmation to the effect that they are eligible to continue with their re-appointment and that they have not been disqualified in any manner from continuing as Statutory Auditors

18.1 STATUTORY AUDITOR REPORT

The Statutory Auditors of the Company, M/s DSRV & Co. LLP, Chartered Accountants (Firm Registration Number: 006993N/N500073), have conducted the statutory audit of the financial statements of the Company for the financial year ended March 31, 2025.

The Audit Report does not contain any qualification, reservation, adverse remark, or disclaimer. The observations made in the Auditor's Report are self-explanatory and do not call for any further comments under Section 134(3)(f) of the Companies Act, 2013.

19. CORPORATE SOCIAL RESPONSIBILITY

The Company has constituted a Corporate Social Responsibility Committee to discharge the duties stipulated under Section 135 of the Companies Act, 2013 which includes formulation and recommendation to the Board, a Corporate Social Responsibility (CSR) Policy indicating the amount to be undertaken by the Company as per Schedule VII of the Companies Act, 2013, recommendations of the amount of expenditure to be incurred and monitoring CSR Policy of the Company.

The Composition of Corporate Social Responsibility Committee is as under:

Mr. Navneet Singh	Chairman
Mr. Samee Bansal	Member

The member of CSR committee has duly met one (1) time during the financial year.

The brief outline of the Corporate Social Responsibility (CSR) policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in **"Annexure D"** of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014.

20. 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, M/s LAL GHAI & ASSOCIATES., Company Secretaries (CP No. 12814 and Membership No. F10253) were appointed as Secretarial Auditor for F.Y. 2024-25.

20.1 SECRETARIAL AUDIT REPORT

M/s LAL GHAI & ASSOCIATES., Company Secretaries (CP No. 12814 and Membership No. F10253) duly conducted the secretarial audit for the year ended March 31, 2025. The Secretarial Audit Report in Form **MR-3** is annexed herewith as **"Annexure -E"** to this Report.

The Secretarial Audit Report does not contain any qualification, reservation, or adverse remark.

21. COMMITTEES OF THE BOARD

A. Audit Committee

The Company was incorporated as a private company and continued as such until its conversion into a public company on March 13, 2025Upon such conversion the provision of section 177 the Companies Act, 2013 and Rule 6 of companies (Meetings of Board and its Powers) Rules, 2014 became applicable. The Company is in the process of constituting the Audit Committee of the Board.

B. Nomination & Remuneration Committee and Stakeholders Relationship Committee

The Company was incorporated as a private company and continued as such until its conversion into a public company on March 13, 2025.Upon such conversion 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 became applicable. The Company is in the process of constituting the 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 2024-25 there were no complaints received by the said officer.

22. 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.

23. DEPOSITS

The Company has not accepted any deposit during the year ended on 31st March, 2025.

24. LOAN FROM DIRECTOR

The Company did not accept any amount from the Directors during the financial year 2024-25.

25. 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.

26. 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.

27. EXTRACT OF ANNUAL RETURN

Pursuant to the provisions of Sections 92(3) and 134(3)(a) of the Companies Act 2013, the Annual Return of the Company for the financial year 2024-25 in Form MGT-7 is being made available on the website of the Company at https://www.ydgroup.com/

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

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, 2025

Number of complaints received: NIL
Number of complaints disposed of: N.A.

29. OBLIGATION OF COMPANY UNDER MATERNITY BENEFIT ACT, 1961

Your Company has complied with the applicable provisions of the **Maternity Benefit Act, 1961** and the subsequent amendments thereto.

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

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

31. 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 undertaken any one-time settlements with banks or financial institutions during the year under review hence no disclosure is required in this regard.

32. 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.

33. 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.

34. 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 01/04/2024 and ending on 31/03/2025 at a remuneration of Rs. 75000/- duly ratified by the shareholders in the 31st Annual General Meeting of the Company.

34.1 COST AUDITOR REPORT

M/s Niraj Kumar Vishwakarma & Associates, Cost Accountants duly conducted the cost audit for the year ended March 31, 2025 and duly provided the cost audit report for the year ended 31/03/2025 in Form No. CRA-3.

35. APPOINTMENT OF INTERNAL AUDITOR

M/s S S V A and Co, Chartered Accountant, Firm Registration No. 022884N was appointed as the Internal Auditor of the company to conduct audit of records maintained by the company for financial year commencing on 01/04/2024 and ending on 31/03/2025.

36. 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 has complied with applicable Secretarial Standards.

37. NUMBER OF EMPLOYEES AS ON CLOSURE OF THE FINANCIAL YEAR

As on the closure of the financial year, the company has total no. of 236 employee, details are mentioned below:

Gender	Number of Employees
Male	230
Female	06
Transgender	00

38. 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 LIMITED
(Formerly Known as 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: 23/09/2025

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. Millions)

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 31/03/2025
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	9.47
6.	Reserves & surplus	98.83
7.	Total assets	467.98
8.	Total Liabilities	467.98
9.	Investments	-
10.	Turnover	329.74
11.	Profit before taxation	26.06
12.	Provision for taxation/Deferred Tax	6.00
13.	Profit after taxation	18.00
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 LIMITED

(Formerly Known as 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: 23/09/2025

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
	Name (s) of the related party & nature of relationship	N.A.
	Nature of contracts/arrangements/transaction	N.A.
	Duration of the contracts/arrangements/transaction	N.A.
	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A.
	Justification for entering into such contracts or arrangements or transactions'	N.A.
	Date of approval by the Board	N.A.
	Amount paid as advances, if any	N.A.
	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 (Relative Managing Director)	Salary	2024-25	3.20	23/04/2024	-
2.	Manisha Gill (Relative Managing Director)	Salary	2024-25	2.30	23/04/2024	-
3.	Neeru Bansal (Relative of Director)	Salary	2024-25	2.30	23/04/2024	-
4.	Amod Triphati (Relative of	Salary	2024-25	0.87	23/04/2024	-
5.	R.S. Gill (Relative Managing Director)	Professional Charges	2024-25	1.20	23/04/2024	-

6.	Nirat Sadh Rana (Relative of Director)	Salary	2024-25	0.60	23/04/2024	-
7.	Navit Gill (Relative Managing of Director)	Salary	2024-25	0.95	23/04/2024	-
8.	Varun Rana (Relative Managing of Director)	Salary	2024-25	4.97	23/04/2024	-
9.	Convertaid Engineers Private Limited (A private company In which a director or manager or his relative is a member or director)	Lease Rent Paid	2024-25	0.18	23/04/2024	
10.	Vee Kay Engineers (A firm, in which a director, manager or his relative is a partner)	Purchase of Raw Material	2024-25	19.50	23/04/2024	

For and on behalf of the Board
YOGIJI DIGI LIMITED
(Formerly Known as Yogiji Digi Private Limited)

For YOGIJI DIGI LIMITED

NAVNEET SINGH
Managing Director
DIN: 00468898

Director

For YOGIJI DIGI LIMITED

SAMEER BANSAL
Director
DIN: 00468786

Place: Faridabad
Date: 23/09/2025

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, 2025.

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)	26.68	Managing Director	Graduate	27/09/1993	52	19.89%
Mr. Sameer Bansal	22.80	Director	Graduate	21/01/1995	53	17.21%
Mr. Sanjay Kamalakar Navare	1.20	CTO Design	B E (Bechler of Engineering)	08/12/2021	58	----

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**

Annexure- (D)
to Board's Report
Annual Report on CSR Activities for FY 2024-25

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 : NA**

6. **Average net profit of the Company as per section 135(5):** Rs. 143.29 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)	2.87
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	-
d)	**Total CSR obligation for the financial year (a+b-c)**	**2.87**

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
2.90	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 2.87 million towards CSR activities for the financial year 2024-25, in addition to an unspent amount of INR 0.33 million pertaining to FY 2023-24.

During FY 2024-25, the Company has spent a total amount of INR 2.90 million on prescribed CSR activities, as outlined in its CSR Policy, thereby exceeding its current year obligation by INR 0.03 million. The unspent amount of INR 0.33 million from FY 2023-24 has also been duly deposited into the PM CARES Fund on September 29, 2024.

Accordingly, there is no unspent CSR amount pending for FY 2024-25, and the Company has fully complied with its CSR obligations for the year. The excess expenditure of INR 0.03 million incurred during FY 2024-25 shall be available for set-off against future CSR obligations, in accordance with the applicable provisions of the Companies Act, 2013 and relevant rules thereunder.

(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.	ROTARY BLOOD BANK CHARITABLE TRUST	Promoting health care including preventive health care	Yes	Haryana	Faridabad	0.24	No	ROTARY BLOOD BANK CHARITABLE TRUST	CSR00018561
2.	ROTARY FOUNDATION (IND)CSR	Happy School Project at Govt. Sr. Secondary School Dhudhola, Palwal	Yes	Haryana	Faridabad	1.86	No	ROTARY FOUNDATION (IND)	CSR00008486
3.	BHARAT VIKAS PARISHAD SOCIAL WELFAIR TRUST	Promoting health care including preventive health care	Yes	Haryana	Faridabad	0.5	No	Dr. Suraj Prakash Arogya Kendra	CSR00001000
4.	SARASWATI VEDIC SANSTHA	Expenditures for the welfare of orphanage girls	Yes	Haryana	Faridabad	0.2	No	SARASWATI VEDIC SANSTHA	CSR00027120
5.	GLOBALLY INTEGRATED FOUNDATION FOR THALASSAEMIA	Promoting health care including preventive health care	Yes	Haryana	Faridabad	0.1	No	GLOBALLY INTEGRATED FOUNDATION FOR THALASSAEMIA	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. 2.90 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)	2.87
(ii)	Amount available for set off	0.00
(ii)	Total amount spent for the Financial Year	2.90
(iii)	Excess amount spent for the financial year [(iii)+(ii)-(i)]	0.03
(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.)
1	2023-24	-	0.70	Name of the Fund	Amount (in Rs.)	Date of transfer	
				PM Care Fund	0.33	29-09-2024	N.A

(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 of the average net profit as per section 135(5): The Company has duly complied with the provisions of Section 135 of the Companies Act, 2013, and has spent two percent of the average net profits, as prescribed under Section 135(5), for the financial year 2024-25.

For and on behalf of the Board
YOGIJI DIGI LIMITED
(Formerly Known as Yogiji Digi Private Limited)

For YOGIJI DIGI LIMITED	For YOGIJI DIGI LIMITED
Director	Director
NAVNEET SINGH	**SAMEER BANSAL**
Managing Director	**Director**
DIN: 00468898	**DIN: 00468786**

Place: Faridabad
Date: 23/09/2025

Annexure(E)

LAL GHAI & ASSOCIATES
Company Secretaries

Form No. MR-3

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025
[Pursuant to Section 204(1) of the Companies Act, 2013, and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members
Yogiji Digi Limited
Plot No-148, Sector -58,
Faridabad, Haryana- 121004

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Yogiji Digi Limited **(CIN U74899HR1993PLC032121)** (hereinafter referred as the Company). The Secretarial Audit was conducted in a manner that provided us with a reasonable basis for evaluating corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms, and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents, and authorized representatives during the conduct of the secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March 2025, complied with the statutory provisions listed hereunder and also that the Company has Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed, registers and other records maintained by the Company for the financial year ended on 31st March 2025 (period under review) according to the applicable provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Depositories Act, 1996, and the Regulations and Bye-laws framed thereunder;

(iii) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, ~~Overseas Direct Investment and External Commercial Borrowings~~; (To the extent Applicable)

(iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-**(Not applicable as the Company is unlisted public company)**

a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

b) The Securities and Exchange Board of India (Prohibition Of Insider Trading) Regulations, 2015;

Lal Ghai & Associates Company Secretaries Ludhiana

c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

d) The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021;

e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

i) The Securities And Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

(v) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; **(Not applicable, as the Company is unlisted Public company)**

(vi) The Other laws, as per the documents provided by the Company and verified by us which are specifically applicable to the company based on the sectors Industry are:

a) Employees Provident Fund and Miscellaneous Provisions Act 1952

b) The Employees State Insurance Act, 1948

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

(i) Secretarial Standards issued by the Institute of Company Secretaries of India on meetings of the Board of Directors and General Meetings.

(ii) The Listing Agreements/Regulations entered into by the Company with BSE Limited and National Stock Exchange of India Limited; **(Not applicable)**

During the year under review the Company has complied with provision of the Act, Rules, Regulations, Guidelines, Standard, etc. mentioned above. However, we have not examined compliance by the Company with applicable financial laws, like direct and indirect tax laws, since the same have been subject to review by statutory financial audit and other designated professionals.

We further report that

The Board of Directors of the Company is duly constituted as on 31.03.2025. Adequate notice is given to all the directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance except in cases where meetings were convened at shorter notice. A system exists for seeking and obtaining further information clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

As per the minutes of the meetings duly recorded and signed by the Chairman of the meeting, the decisions of the Board were unanimous, and no dissenting views have been recorded.

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

We further report that during the audit period, several significant events transpired:

a. The Members of the Company, at the Extra-Ordinary General Meeting held on 07th January, 2025, passed a Special Resolution approving the alteration of the *Name Clause* of the Memorandum of Association to change the Company's name from *"Yogiji Digi Private Limited"* to *"Yogiji Digi Limited"*. Consequent to the said change, the Articles of Association were also amended to reflect the conversion of the Company from a Private Limited Company into a Public Limited Company, in accordance with the applicable provisions of the Companies Act, 2013.

b. Pursuant to the Special Resolution passed at the Extra-Ordinary General Meeting held on 07th March, 2024, the Company approved the issuance of 81,021 Equity Shares of ₹100/- each at a price of ₹7,934.40/- per share (inclusive of a premium of ₹7,834.40/- per share) in compliance with the provisions of Sections 42 and 62(1)(c) of the Companies Act, 2013 and the rules made thereunder. Subsequently, the Board of Directors, at its meeting held on 23rd April, 2025, allotted the aforesaid shares to the identified allottees.

Note: This Report is to be read with our letter of even date which is annexed as "Annexure A" and forms an integral part of this Report.

For Lal Ghai & Associates
Company Secretaries

Sumit Ghai
Managing Partner
M. No.: 10253
CP No.: 12814
UDIN: F010253G001253506

Date: 16/09/2025
Place: Ludhiana

Annexure A

To,

The Members,
Yogiji Digi Limited

Our report of even date is to be read along with this letter. We, as the secretarial auditors of Yogiji Digi Limited, have conducted the secretarial audit for the relevant financial year and hereby present our findings and opinions:

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company. Further, we have not examined compliance by the Company with applicable financial laws, like direct and indirect tax laws, since the same have been subject to review by statutory financial audit and other designated professionals.

4. Wherever required, we have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of the procedures on test basis

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

For Lal Ghai & Associates
Company Secretaries

Ludhiana

Sumit Ghai
Managing Partner
M. No.: 10253
CP No.: 12814
UDIN: F010253G001253506

Date: 16/09/2025
Place: Ludhiana

INDEPENDENT AUDITOR'S REPORT

To the Members of **YOGIJI DIGI LIMITED**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of **YOGIJI DIGI LIMITED ("the Company")**, which comprise the Standalone Balance Sheet as of 31 March 2025, and the Standalone Statement of Profit and Loss, the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2025, and its profit and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Information Other than the Financial Statements and Auditor's 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 board report, but does not include the financial statements and auditor's report(s) thereon. The Company's board report is expected to be made available to us after the date of this auditor's report.

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

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

DSRV AND CO. LLP Chartered Accountants FARIDABAD

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

Managements' and Board of Directors' Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Statements, the Management and Board of Directors are 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 is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

a) Identify and assess the risks of material misstatement of the standalone 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.

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 Act, we are also responsible for expressing our opinion on whether the company has internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

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 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.

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

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone 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.

Other Matter

The comparative financial information of the Company for the year ended 31 March 2024 and 31 March 2023 and the transition date opening balance sheet as at 1 April 2022 included in these financial statements, are based on the previously issued statutory financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 audited by us whose report for the year ended 31 March 2022, 31 March 2023 and 31 March 2024 dated 5 August 2022, 1 September 2023 and 1 September 2024 respectively expressed an unmodified audit opinion on those financial statements, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have been audited by us.

Our opinion is not modified in respect of above matter.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

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

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

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

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

d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act;

e) On the basis of the written representations received from the directors as on 31 March 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2025 from being appointed as a director in terms of Section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

   i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements. Refer note 33 to the standalone financial statements.

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

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

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

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

DSRV AND CO. LLP Chartered Accountants FARIDABAD

in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on 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. The Company has not declared or paid any dividend during the year. Accordingly, the provisions of Section 123 of the Companies Act, 2013, are currently not applicable to Company.

h) Based on our examination of Tally Prime Gold which is the accounting software being used by the Company used for maintaining its books of account during the year ended March 31, 2025, which included test checks, the Company has used accounting software systems for maintaining its books of account for the year ended 31 March 2025 which have 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 systems. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with.

Furthermore, the audit trail has been preserved by the Company as per the statutory requirements for record retention where the audit trail feature was enabled.

i) As required by Section 197(16) of the Act, we report that the remuneration paid by the Company to its directors during the year is in excess of the limits laid down under Section 197 of the Act. However, the Company has obtained the requisite approval of its shareholders in accordance with the provisions of Section 197 read with Schedule V to the Act. Accordingly, the remuneration paid is in compliance with the provisions of the Act.

For **D S R V & CO LLP**
Chartered Accountant
Firm Registration No.: 006993N/N500073

DINESH KUMAR AGRAWAL
Partner
Membership No.: 85714
UDIN: 25085714BMLIFV2132

DSRV AND CO LLP Chartered Accountants FARIDABAD

Place: Faridabad
Date: 23 September 2025

ANNEXURE A TO INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF YOGIJI DIGI LIMITED FOR THE YEAR ENDED 31 MARCH 2025

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's Report]

i.

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

The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No fixed assets were physical verified during the year.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued any of its Property, Plant and Equipment (including right-of-use assets) or intangible assets or both during the year.

(e) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

ii.

(a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable, and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks and financial institution on the basis of security of current assets. Quarterly returns or statements originally filed with such bank were in agreement in books of accounts of the Company.

iii. According to the information and explanations given to us and on the basis of our examination of the records, the Company has not granted any loans, secured or unsecured to Companies, Firms,

DSRV AND CO. LLP Chartered Accountants FARIDABAD

Limited Liability Partnerships (LLP) or other parties covered in the register maintained under Section 189 of the Companies Act, 2013 ('the Act'). Accordingly, provisions stated in Paragraphs 3 (iii) (a) to (f) of the Order are not applicable.

iv. According to the information and explanations given to us and on the basis of our examination of the records, the Company has not either directly or indirectly, granted any loans, made any investment, provided any guarantee and given any security to which Section 185 or Section 186 would apply. Accordingly, provisions stated in Paragraph 3(iv) of the Order are not applicable.

v. According to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits from the public during the year. Accordingly, provisions stated in Paragraph 3(v) of the Order are not applicable.

vi. The maintenance of cost records has been specified by the Central Government under section 148(1) of the Act. We have broadly reviewed the cost records maintained during the year by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended and prescribed by the Central Government under sub-section (1) of Section 148 of the Act, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

vii.

(a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing with appropriate authorities undisputed statutory dues including employees' state insurance, goods and services tax, provident fund, tax deducted at source, tax collected at source, Income tax, duty of customs, cess and other statutory dues as applicable to it.

According to the information and explanations given to us and the records of the Company examined by us, no undisputed amounts are payable in respect of provident fund, Income-tax, duty of customs, cess, employees' state insurance, service tax, sales-tax, duty of custom, duty of excise, value added tax, goods and service tax, cess and other statutory dues were in arrears as at 31 March 2025 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and the records of the Company examined by us, no amounts are payable in respect of provident fund, employees' state insurance, service tax, sales-tax, duty of custom, duty of excise, value added tax, goods and service tax, income tax, duty of customs, cess and other statutory dues, at the year end, on account of dispute except for the demand of Rs.11.68 million from Goods and Service Tax related to FY 2019-20 and FY 2021-22 against which the company has filed an appeal.

viii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

ix.

(a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of inter-corporate

OSRV AND CO. LLP Chartered Accountants FARIDABAD deposits / loans and borrowing or in the payment of interest thereon to any lender. The Company has not defaulted on payment of interest on loans repayable on demand.

(b) According to the information and explanation given to us and examination of records of the Company, the Company has not been declared as a willful defaulter by any financial institution or other lender.

(c) According to the information and explanation given to us and examination of records of the Company term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanation given to us and examination of records of the Company, short term loan obtained has not been utilized for long-term purpose.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the company, we report that the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, joint ventures or associates.

(f) According to the information and explanations given to us and procedures performed by us, we report that the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associates.

x.

(a) According to the information and explanations given to us and based on our examination of the records of the Company, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the provisions stated in Paragraph 3 (x)(a) of the Order are not applicable.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment of convertible debentures (fully or partly or optionally) or private placement of shares or convertible debentures (fully or partly or optionally). Accordingly, provisions of Section 42 and Section 62 of the Companies Act, 2013 are not applicable for the year.

Further, according to the information and explanations given to us and based on our examination of the records of the Company, the Company has made preferential allotment of shares. Further, in our opinion in respect of preferential allotment of shares of Rs. 642.85 millions (Including premium) during the year, the requirements of Section 62 of the Companies Act, 2013 have been complied with.

Nature of Securities	Purpose for which funds were raised	Total Amount Raised (in millions)	Amount utilized for the other purpose	Unutilized balance as at 31 March 2025 (in millions)	Remarks, if any
Equity Share capital	Expansion, operational activities and working	642.85	Nil	Nil	Nil

DSRV AND CO. LLP Chartered Accountants FARIDABAD

	capital requirements				

xi.

(a) During the course of our audit, examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

xii. According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, the provisions stated in paragraph 3(xii) of the Order are not applicable.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, in our opinion, the company is in compliance with Section 177 and 188 of the Act, where applicable, for all transactions with the related parties undertaken during the year and details of such related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv. In respect of internal audit in our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business. We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

xv. In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

xvi.

(a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, Paragraph 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, Paragraph 3(xvi)(b) of the Order is not applicable.

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

(d) According to the information and explanations given to us, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under Paragraph 3(xvi)(d) of the Order is not applicable.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

xvii. The Company has not incurred any cash losses during the financial year and in the immediately preceding financial year.

xviii. There has been no resignation of statutory auditor of the Company during the year accordingly reporting under Paragraph 3(xvii) of the Order is not applicable.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, 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 that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

Also refer to the Other Information paragraph of our main audit report which explains that the other information comprising the information included in Company's Director report is expected to be made available to us after the date of this auditor's report.

xx. The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

xxi. The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of Standalone Financial Statements. Accordingly, no comment in respect of the said clause has been included in this report.

For **D S R V & CO LLP**
Chartered Accountant
Firm Registration No.: 006993N/N500073

DSRV AND CO LLP
Chartered Accountants
FARIDABAD

DINESH KUMAR AGRAWAL
Partner
Membership No.: 85714
UDIN: 25085714BMLIFV2132

Place: Faridabad
Date: 23 September 2025

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF YOGIJI DIGI LIMITED

[Referred to in Paragraph 2(g) under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's 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 with reference to financial statements of **YOGIJI DIGI LIMITED** ("the Company") as of 31 March 2025 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements 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) (the "Guidance Note"). 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 Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 internal financial controls with reference to financial statements 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 internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, 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.

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

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 with reference to Standalone Financial Statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A Company's internal financial control with reference to financial statements 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 with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements 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 to financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2025.

For **D S R V & CO LLP**
Chartered Accountant
Firm Registration No.: 006993N/N500073

DSRV AND CO LLP Chartered Accountants FARIDABAD

DINESH KUMAR AGRAWAL
Partner
Membership No.: 85714
UDIN: 25085714BMLIFV2132

Place: Faridabad
Date: 23 September 2025

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Standalone Balance Sheet as at March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

Particulars	Note No.	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
ASSETS					
Non-current assets					
Property, plant and equipment	3	627.74	510.51	171.68	234.93
Capital work in progress	4	261.21	132.76	95.73	126.97
Right of use assets	7	15.52	20.49	-	-
Intangible Asset	5	16.05	7.76	7.23	4.31
Intangible assets under development	6	28.29	11.33	-	-
Financial assets					
Investment	8	179.99	179.99	-	-
Other	9	35.67	25.44	4.47	1.76
Other non-current assets	14	37.55	0.14	4.23	-
Deferred tax assets (net)		-	2.99	-	-
		1,202.02	891.42	483.34	367.97
Current assets					
Inventories	10	871.47	1,160.10	1,075.05	955.10
Financial assets					
Trade receivables	11	1,222.18	423.52	314.00	257.72
Cash and cash equivalents	12	51.22	25.74	3.84	82.06
Other bank balance	13	46.90	31.74	35.66	17.41
Others	9	559.83	331.37	213.03	79.51
Other current assets	14	568.05	417.47	467.58	261.44
Income tax assets, net	44	-	-	-	0.09
		3,319.66	2,389.92	2,109.16	1,653.33
Total Assets		4,521.68	3,281.35	2,592.50	2,021.30
EQUITY AND LIABILITIES					
Equity					
Equity share capital	15	27.01	18.91	14.33	14.33
Other equity	16	1,742.03	854.07	451.75	372.70
Total Equity		1,769.05	872.98	466.08	387.03
Liabilities					
Non-current liabilities					
Financial liabilities					
Borrowings	17	258.82	223.88	205.08	145.65
Lease Liability	18	12.13	16.61	-	-
Other non-current liabilities	21	226.12	220.55	319.50	210.98
Provision	22	25.94	12.17	8.33	6.53
Deferred Tax Liabilities (Net)	44	9.07	-	7.87	6.17
Other non-current liabilities	21				
		532.08	473.20	540.78	369.33
Current liabilities					
Financial liabilities					
Borrowings	17	617.69	250.10	210.78	149.14
Lease Liability	18	4.48	3.80	-	-
Trade payables					
- total outstanding dues of micro enterprises and small enterprises	19	244.42	209.48	59.54	33.57
- total outstanding dues of creditors other than micro enterprises and small enterprises	19	533.10	378.27	231.22	172.35
Others	20	55.38	36.35	3.94	4.50
Other current liabilities	21	714.33	1,006.58	1,066.94	905.37
Provision	22	3.14	0.28	0.20	-
Current tax liabilities (net)	44	48.02	50.31	13.04	-
		2,220.56	1,935.17	1,585.66	1,264.93
Total Liabilities		2,752.63	2,408.37	2,126.43	1,634.26
Total Equity and Liabilities		4,521.68	3,281.35	2,592.50	2,021.29

Summary of significant accounting policies 2

The accompanying notes form an integral part of these standalone financial statements.

In terms of our report of even date

For D S R V & Co LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 006993N/N500073

DINESH KUMAR AGRAWAL
Partner
Membership No. 85714

Place: Faridabad
Dated: 23 September 2025

For and on behalf of the Board of Directors of
YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
CIN: U74899HR1993PLC032121

NAVNEET SINGH
Managing Director
DIN 00468898

Place: Faridabad
Dated: 23 September 2025

SAMEER BANSAL
Director
DIN 00468786

Place: Faridabad
Dated: 23 September

SONAM GOSAIN
Company Secretary
A31290

Place: Faridabad
Dated: 23 September 2025

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Standalone Statement of Profit and Loss for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

Particulars	Note No.	For the year March 31, 2025	For the year March 31, 2024	For the year March 31, 2023
Revenue from operations	23	4,502.36	3,887.68	2,313.34
Other income	24	37.77	42.64	96.94
Total Income		4,540.13	3,930.33	2,410.28
Expenses				
Cost of material consumed	25	2,932.03	2,838.22	1,856.25
Changes in inventories of finished goods, stock-in-trade and work-in-progress	26	150.60	45.80	(170.69
Employee benefit expenses	27	394.95	304.47	243.57
Finance costs	28	68.84	47.86	35.01
Depreciation and amortisation expense	3 & 4	62.55	50.78	30.91
Other expenses	30	538.28	383.90	308.33
Total expenses		4,147.26	3,671.02	2,303.38
Profit before tax		392.87	259.30	106.90
Tax expenses	44			
Current tax		86.55	62.84	24.90
- Tax adjusted for earlier years		13.14	1.87	0.05
Deferred tax		13.70	(10.49)	2.00
Profit for the year		279.48	205.08	79.95
Other Comprehensive Income				
Items that will not be reclassified subsequently to profit or loss				
Remeasurement Loss on defined benefit obligation		6.49	1.46	1.20
Tax effect		(1.63)	(0.37)	(0.30
Total Other Comprehensive Loss		4.86	1.09	0.90
Total Comprehensive Profit		274.62	203.99	79.05
Earnings per equity share	31			
[Face value per equity share Rs. 100 each]				
Basic earning per share (in Rs.)		1,053.89	1,370.17	557.92
Diluted profit per share (in Rs.)		1,053.89	1,370.17	557.92
Summary of significant accounting policies	2			

The accompanying notes form an integral part of these standalone financial statements.

In terms of our report of even date

For D S R V & Co LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 006993N/N500073

DINESH KUMAR AGRAWAL
Partner
Membership No. 85714

Place: Faridabad
Dated: 23 September 2025

For and on behalf of the Board of Directors of
YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
CIN: U74899HR1993PLC032121

NAVNEET SINGH
Managing Director
DIN 00468898

Place: Faridabad
Dated: 23 September 2025

SAMEER BANSAL
Director
DIN 00468786

Place: Faridabad
Dated: 23 September 2025

SONAM GOSAIN
Company Secretary
A31290

Place: Faridabad
Dated: 23 September 2025

D S R V AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Standalone Statement of Changes in Equity for the year ended 31 March 2025
(All amounts are in Rupees millions, unless otherwise stated)

A. Equity Share Capital

Equity shares of INR 10 each issued, subscribed and fully paid

	No of shares (Absolute)	Share capital (Amount)
As at 1 April 2022	1,43,300	14.33
Addition during the year	-	-
At 31 March 2023	1,43,300	14.33
Addition during the year	45,750	4.58
At 31 March 2024	1,89,050	18.91
Addition during the year	81,021	8.10
At 31 March 2025	2,70,071	27.01

B. Other Equity

	Reserves and surplus					Total
	Securities premium	Retained earnings	Capital reserve	Share application money	Others comprehensive income	
As at 1 April 2022	109.32	258.38	5.00	-	-	372.70
Remeasurement gain on defined benefit obligation	-	-	-	-	(0.90)	(0.90)
Profit for the year	-	79.95	-	-	-	79.95
As at 31 March 2023	109.32	338.33	5.00	-	(0.90)	451.75
As at 1 April 2023	109.32	338.33	5.00	-	(0.90)	451.75
Addition during the year	176.91	-	-	-	-	176.91
Share application money received	-	-	-	21.42	-	21.42
Remeasurement gain on defined benefit obligation (Net of tax)	-	-	-	-	(1.09)	(1.09)
Profit for the year	-	205.08	-	-	-	205.08
As at 31 March 2024	286.23	543.41	5.00	21.42	(1.99)	854.07
As at 1 April 2024	286.23	543.41	5.00	21.42	(1.99)	854.07
Share issues	-	-	-	(21.42)	-	(21.42)
Addition during the year	634.75	-	-	-	-	634.75
Remeasurement gain on defined benefit obligation (Net of tax)	-	-	-	-	(4.86)	(4.86)
Profit for the year	-	279.48	-	-	-	279.48
As at 31 March 2025	920.98	822.88	5.00	-	(6.85)	1,742.02

The accompanying notes form an integral part of these standalone financial statements.

In terms of our report of even date

For D S R V & Co LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 006993N/N500097

DINESH KUMAR AGARWAL
Partner
Membership No. 85714

Place: Faridabad
Dated: 23 September 2025

For and on behalf of the Board of Directors of
YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
CIN: U74899HR1993PLC032121

NAVNEET SINGH
Managing Director
DIN 00466898

Place: Faridabad
Dated: 23 September 2025

SAMEER BANSAL
Director
DIN 00468786

Place: Faridabad
Dated: 23 September 2025

SONAM DOSANI
Company Secretary
A31290

Place: Faridabad
Dated: 23 September 2025

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Standalone Statement of Cash Flows for the year ended 31 March 2025
(All amounts are in Rupees millions, unless otherwise stated)

	Particulars	For the year 31 March 2025	For the year 31 March 2024	For the year 31 March 2023
A	**Cash flows from operating activities**			
	Net profit before tax	392.87	259.30	106.90
	Adjustments for:			
	Finance cost	68.84	47.86	35.01
	Rent expenses	(5.56)	(3.15)	-
	Interest income	(4.05)	(3.37)	(3.17)
	Liabilities written back	0.10	-	70.03
	Loss/ (profit) on sale of fixed assets	0.88	(0.88)	4.16
	Depreciation and amortisation expenses	62.55	50.78	30.91
	Operating profit/ (loss) before working capital changes	515.64	350.53	243.84
	Working capital adjustments:			
	Movement in trade and other payables	189.67	296.99	14.81
	Movement in inventories	288.63	(85.05)	(119.96)
	Movement in trade receivables	(798.67)	(109.52)	(56.28)
	Increase in other current assets	(379.44)	(66.77)	(342.38)
	Increase in other current liabilities and provisions	(251.18)	(109.93)	270.33
	Cash (used in)/ generated from operations	(435.35)	276.26	10.35
	Taxes paid (including tax deducted as source, net of refund)	(101.98)	(27.44)	(11.81)
	Net cash (used in)/ generated from operating activities	(537.33)	248.81	(1.46)
B	**Cash flows from investing activities:**			
	Purchase of property plant and equipment other intangible assets (including movement for capital advances and payable for fixed assets)	(372.74)	(244.35)	(147.73)
	Interest income	3.85	3.22	3.17
	Bank balances other than cash and cash equivalents	(25.19)	(18.65)	(18.25)
	Net cash used in investing activities	(394.08)	(259.78)	(162.81)
C	**Cash flows from financing activities:**			
	Proceeds from Long term borrowings from banks	119.89	125.54	92.45
	Repayment of long term borrowings from bank	(88.10)	(78.13)	(39.98)
	Proceeds from Short term borrowings (net)	370.75	10.71	68.59
	Issue of equity share capital (including security premium)	621.43	-	-
	Share Application Money Pending for allotment	-	21.42	-
	Interest paid	(67.09)	(46.68)	(35.01)
	Net cash generated from financing activities	956.88	32.86	86.05
	Net increase/ (decrease) in cash and cash equivalents	25.48	21.90	(78.22)
	Cash and cash equivalents at beginning of the year	25.74	3.84	82.06
	Cash and cash equivalents at end of the year	51.22	25.74	3.84
	Cash and cash equivalents at end of the year (Refer note 12)	51.22	25.74	3.84

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

Notes :

1. The above Cash flow statement has been prepared under the indirect method set out in Ind AS-7, "Statement of Cash Flows".
2. Notes to the financial statements are an integral part of the Cash Flow Statement.
3. Refer note 32 for reconciliation of change in financial activities.

The accompanying notes form an integral part of these standalone financial statements.

In terms of our report of even date

For D S R V & Co LLP
CHARTERED ACCOUNTANTS

Firm Registration Number: 006993N/N500073

DINESH KUMAR AGRAWAL
Partner
Membership No. 85714

Place: Faridabad

Dated: 23 September 2025

For and on behalf of the Board of Directors of
YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
CIN: U74899HR1993PLC032131

NAVNEET SINGH	**SAMEER BANSAL**	**SONAM GOSAIN**
Managing Director	Director	Company Secretary
DIN 00468898	DIN 00468786	A31290
Place: Faridabad	Place: Faridabad	Place: Faridabad
Dated: 23 September 2025	Dated: 23 September 2025	Dated: September 23, 2025

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

1. Corporate information

Yogiji Digi Limited (formerly known as Yogiji Digi Private Limited) was originally incorporated on 27 September 1993 as a Private Limited Company in the name of "Digi Drives Private Limited" under the provisions of the Companies Act, 1956. Pursuant to the applicable provisions of the Companies Act, the Company, converted into a Public Limited Company with effect from 13 March 2025. The Company is presently functioning as a Public Limited Company in accordance with the provisions of the Companies Act, 2013. At present the registered office of the Company is Plot No 148 Sector 58, Faridabad Harayana-121004. The Company is engaged in the business of Manufacturing of Cold Rolling Mills, Recoiler/Uncoiler, Coaters, rolling mill equipment, tension reels, etc

The board of directors approved the standalone financial statements for the year ended 31 March 2025 and authorised for issue on 23 September 2025.

2. Material accounting policies:

Material accounting policies adopted by the Company are as under:

2.1 Basis of preparation

(a) Statement of compliance of Ind AS

These standalone financial statements (also will be termed as "financial statements") have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 (the "Act") read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other relevant provisions of the Act and presentation requirements of Division II of Schedule III to the Act (Ind AS compliant Schedule III), as applicable to the financial statements.

The standalone financial statements up to year ended 31 March 2024 were prepared in accordance with the accounting standards notified under the Section 133 of the Act, read together with paragraph 7 of the Companies (Accounts) Rules, 2021 (hereinafter referred as 'Indian GAAP' or 'Previous GAAP'). These standalone financial statements for the year ended 31 March 2025 are the first financial statements prepared by the Company in accordance with Ind AS. The date of transition to Ind AS is 01 April 2022. Refer to note 43 for information on first time adoption of Ind AS by the Company.

(b) Basis of measurement

The Standalone Financial Statements have been prepared on an accrual basis and under the historical cost convention, except for certain financial assets and liabilities which are measured at fair value (refer para 2.3 (n) of material accounting policies).

The functional and presentation currency of the Company is Indian Rupee ("Rs"), which is the currency of the primary economic environment in which the Company operates.

The Financial Statements have been prepared on an accrual and going concern basis. Accounting policies have been consistently applied, except where a newly issued Indian Accounting Standard is initially adopted or a revision to an existing Indian Accounting Standard requires a change in the accounting policy hitherto in use.

All amounts reported in the Financial Statements and notes have been rounded off to the nearest "millions", unless otherwise stated. Transactions and balances with values below the rounding-off norm adopted by the Company have been reflected as "0.00" in the relevant notes to these Financial Statements.

(c) Use of estimates and judgements

The preparation of financial statements in conformity with Ind AS requires the Management to make estimates and assumptions that affect the reported amount of assets and liabilities as at the Balance Sheet date, the reported amount of revenue and expenses for the year, and disclosures of contingent liabilities as at the Balance Sheet date.

OSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

The estimates and assumptions used in the financial statements are based upon the Management's evaluation of the relevant facts and circumstances as at the date of the financial statements. Actual results could differ from these estimates.

Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates, if any, are recognized in the year in which the estimates are revised and in any future years affected (Refer para 2.4 of material accounting policies).

(d) Classification between Current and Non-current

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when:

- Expected to be realised or intended to be sold or consumed in normal operating cycle,
- Held primarily for the purpose of trading,
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when it is:

- Expected to be settled in normal operating cycle,
- Held primarily for the purpose of trading,
- Due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Based on the nature of business 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 as twelve months for the purpose of current and non- current classification of assets and liabilities.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.2 Recent accounting pronouncements

Standards issued but not yet effective

The Ministry of Corporate Affairs (MCA) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On 31 March 2025, the ministry of corporate affairs (MCA) did not issue any amendment to Ind AS which is effective from 01 April 2025.

2.3 Summary of material accounting policies

a) Property, plant and equipment

<u>Recognition and measurement</u>

Property plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price, borrowing costs, if capitalisation criteria are met and any cost attributable to bringing the assets to its working condition for its intended use which includes taxes, freight, and installation and allocated incidental expenditure during construction/ acquisition and exclusive input tax credit (IGST/CGST and SGST) or other tax credit available to the Company.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives or remaining life of the respective asset. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the statement of profit and loss as incurred.

Subsequent expenditure relating to property, plant and equipment is capitalized only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.
An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with carrying value of all of its property, plant and equipment recognised as at 01 April 2022 measured as per the previous GAAP and use that carrying value as deemed cost of the property, plant and equipment.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual value, over their estimated useful lives. The Company has used the following useful lives to provide depreciation on its property, plant and equipment which are similar as compared to those prescribed under the Schedule II to the Act:

Category of assets	Useful Life
Buildings	30 Years
Plant & machinery	10-15 Years
Furniture and fixtures	10 Years
Vehicles	8-10 Years
Office equipment	5 Years
Computer hardware	3 years

Leasehold improvements are depreciated over their estimated useful life, or the remaining period of lease from the date of capitalisation, whichever is shorter.

The Company, based on technical assessment made by technical expert and management estimate, depreciates certain items of plant and machineries which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Depreciation on addition to property, plant and equipment is provided on pro-rata basis from the date the assets are ready for intended use. Depreciation on sale/deduction from property, plant and equipment is provided for upto the date of sale, deduction or discard of property, plant and equipment as the case may be.

Salvage value is the estimated resale value of an asset at the end of its useful life. It is adjusted from the cost of property, plant and equipment to determine the amount of the asset cost that will be depreciated. Thus, salvage value is used as a component for the calculation of depreciation. The Company has taken 5% of value of assets as its salvage value.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

Depreciation methods, useful lives and residual values (if any) are reviewed periodically, including at each financial year end and adjusted prospectively, if appropriate.

b) Intangible asset

Intangible assets including those acquired by the Company are initially measured at acquisition cost. Such intangible assets are subsequently stated at acquisition cost, net of accumulated amortisation and accumulated impairment loss, if any.

Subsequent expenditure is capitalised only when it increases the future economic benefits from the specific asset to which it relates. An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognized as income or expense in the statement of profit and loss.

The Company amortises software and other intangible assets with a finite useful life using the straight-line method over period of 3 years.

Amortisation on addition to intangible assets is provided on pro-rata basis from the date the assets are ready for intended use. Amortisation on sale/discard from intangible assets is provided for upto the date of sale, deduction or discard of intangible assets as the case may be.

Intangible assets with finite lives are assessed for impairment whenever there is an indication that the intangible asset may be impaired.

The amortisation period and the amortisation method are reviewed at least at each year-end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly.

c) Capital work-in-progress

Capital work-in-progress comprises cost of acquired or self-generated property, plant and equipment that are not yet ready for their intended use at the balance sheet date.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets and the cost of assets not put to use before such date are disclosed under capital work-in progress ("CWIP"). CWIP is stated at cost, net of accumulated impairment loss, if any.

d) Leases

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

For arrangements entered into prior to 01 April 2023, the Company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

<u>Company as a lessee</u>

Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

DSRV AND CO. LLP Chartered Accountants * FARIDABAD *

YOGIJI DIGI LIMITED * FARIDABAD *

Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the year in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date since the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

Short-term leases

The Company applies the short-term lease recognition exemption to its short-term leases of building (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments of short-term leases are recognised as expense on a straight-line basis over the lease term in the statement of profit and loss.

e) Inventories

Inventories are valued at the lower of cost and net realisable value, as follows:

Raw materials and packing materials: cost includes cost of purchase (excluding those subsequently recoverable by the enterprise from the concerned revenue authorities) and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on First in First Out (FIFO). The carrying cost of raw materials, packaging materials and stores and spare parts are appropriately written down to replacement cost when the finished products in which these will be incorporated are expected to sell below cost.

Work-in-progress, manufactured finished goods and traded goods: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs. Cost of work in progress and manufactured finished goods is determined on the FIFO and comprises direct material, cost of conversion and other costs incurred in bringing these inventories to their present location and condition. Cost of traded goods is determined on a FIFO. The comparison of cost and net realisable value is made on an item-by-item basis.

Stores and spare parts are valued at cost. cost includes cost of purchase (excluding those subsequently recoverable by the enterprise from the concerned revenue authorities) and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on FIFO basis.

Goods-in-transit are valued at actual cost price only.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. Assessment of net realisable value is made at each reporting period end and when the circumstances that previously caused inventories to be written-down below cost no longer exist or when there is clear evidence of an increase in net realisable value because of changed economic circumstances, the write-down, if any, in the past period is reversed to the extent of the original amount written-down so that the resultant carrying amount is the lower of the cost and the revised net realisable value.

Provision of obsolescence on inventories is considered on the basis of management's estimate based on demand and market of the inventories.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

f) Revenue recognition

Sales of goods

Revenue from contracts with customers is recognised when a performance obligation is satisfied by transfer of promised goods or services to a customer.

For performance obligation satisfied over time, the revenue recognition is done using output method by measuring the progress towards complete satisfaction of performance obligation. The progress is measured in terms of a proportion of actual goods or services delivered which co-inside with terms of the agreement and payment terms attributable to the performance obligation as it best depicts the transfer of control that occurs as good or services are delivered.

The Company transfers control of a good or service over time and therefore satisfies a performance obligation and recognises revenue over a period of time if one of the following criteria is met: (a) the customer simultaneously consumes the benefit of the company's performance or (b) the customer controls the asset as it is being created/enhanced by the company's performance or (c) there is no alternative use of the asset and the company has either explicit or implicit right of payment considering legal precedents. In all other cases, performance obligation is considered as satisfied at a point in time.

The revenue is recognised to the extent of transaction price allocated to the performance obligation satisfied. Transaction price is the amount of consideration to which the Company expects it to be entitled in exchange for transferring goods or services to a customer excluding amounts collected on behalf of a third party. The Company includes variable consideration as part of transaction price when there is a basis to reasonably estimate the amount of the variable consideration and when it is probable that a significant reversal of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is resolved.

Variable consideration is estimated using the expected value method or most likely amount as appropriate in a given circumstance. Payment terms agreed with a customer are as per business practice and the financing component, if significant, is separated from the transaction price and accounted as interest income.

Costs to obtain a contract which are incurred regardless of whether the contract was obtained are charged off in profit & loss immediately in the period in which such costs are incurred. Incremental costs of obtaining a contract, if any, and costs incurred to fulfil a contract are amortised over the period of execution of the contract in proportion to the progress measured in terms of a proportion to the revenue recognised to date.

For contracts where the aggregate of contract cost incurred to date plus recognised profits (or minus recognised losses as the case may be) exceeds the progress billing, the surplus is shown as contract asset and termed as "Unbilled revenue". For contracts where progress billing exceeds the aggregate of contract costs incurred to date plus recognised profits (or minus recognised losses, as the case may be), the surplus is shown as contract liability and termed as "Excess of billing over revenue". Amounts received before the related work is performed are disclosed in the Balance Sheet as contract liability and termed as "Advances from customer". The amounts billed on customer for work performed and are unconditionally due for payment i.e. only passage of time is required before payment falls due, are disclosed in the Balance Sheet as trade receivables. The amount of retention money held by the customers pending completion of performance milestone is disclosed under other financial assets and is reclassified as trade receivable as and when it becomes due for payment. The Company recognises impairment loss (termed as provision for expected credit loss in the consolidated financial statements) on account of credit risk in respect of a contract asset using expected credit loss model on similar basis as applicable to trade receivables.

Up to the year ended 31 March 2024, the Company's financial statements (prepared under Indian GAAP) presented trade receivables, retention amounts, and customer advances on a net basis for each customer. Accordingly prior year's figures has been reclassified to match the Company's current presentation policy, as described above.

Warranty and other related obligation The Group accounts for provision of warranty, return, refund and other similar obligations in accordance with Ind AS 37 "Provisions, Contingent Liabilities and Contingent Assets". Refer below for policy on provisions, contingent liabilities and contingent assets.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

Interest income

Interest income from financial assets is recognized when it is probable that economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on time basis, by reference to the principal outstanding and the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of financial assets to that asset's net carrying amount on initial recognition.

g) Taxes

Tax expense for the year, comprising current tax and deferred tax, is included in the determination of the net profit or loss for the year. Current and deferred tax is recognized in the Statement of Profit and Loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In such cases, the tax is also recognized in other comprehensive income or directly in equity, respectively.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

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

Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

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

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off tax assets against tax liabilities.

h) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM).

The board of directors of the Company assesses the financial performance and position of the Company and makes strategic decisions. The board of directors, which has been identified as being the chief operating decision maker, consists of managing director and other directors.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

i) Finance costs

Borrowing cost includes interest, amortisation of ancillary costs incurred in connection with the arrangement of borrowings.

General and Specific borrowing costs that are attributable to the acquisition, construction or production of an asset that necessarily takes a substantial year of time to get ready for its intended use or sale are capitalised as part of the cost of the respective asset. All the other borrowing costs are expensed in the year they occur.

Any exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs has been reclassified to finance cost from foreign exchange gain/ loss.

j) Foreign currency transactions and balances

Items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Indian rupees (Rs.), which is the Company's functional and presentation currency.

Transactions and balances

Transactions in foreign currencies are initially recorded at functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in the statement of profit and loss.

k) Provisions, contingent liabilities and contingent assets

Provision are recognised when there is a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is not either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

With respect to delayed payment of MSME (Micro and Small) parties as defined under the MSME Act, the company do not provided for interest on delayed payment in the books of accounts as vendors generally waive their right of interest on delayed payment and assured the company that in future also they will not demand any interest on these delayed payments. Hence, no provision of interest has been accounted for in the books.

A contingent asset is not recognised unless it becomes virtually certain that an inflow of economic benefits will arise. When an inflow of economic benefits is probable, contingent assets are disclosed in the financial statements.

DSRV AND CO. LLP * Chartered Accountants * FARIDABAD

YOGIJI DIGI LIMITED * FARIDABAD

l) Retirement and other employee benefits

(i) Short term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the year in which the employees render the related service, are recognised in respect of employees' services up to the end of the year and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

(ii) Defined contribution plan

Provident Fund:

Contribution towards provident fund is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis which are charged to the statement of profit and loss.

Employee's State Insurance Scheme:

Contribution towards employees' state insurance scheme is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis which are charged to the statement of profit

(iii) Defined benefit plans

Gratuity:

The Company operates a defined benefit gratuity plan in India, which is unfunded. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method. Remeasurements, comprising of actuarial gains and losses are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods. Past service costs are recognised in the statement of profit and loss on the earlier of the date of the plan amendment or curtailment and the date that the Company recognises related restructuring costs. Net interest is calculated by applying the discount rate to the net defined benefit liability. The Company recognises service costs comprising current service costs, past-service costs, gains and losses on curtailments and non- routine settlements; and net interest expense or income in the net defined benefit obligation as an expense in the statement of profit and loss.

m) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(a) Financial assets

(i) Initial recognition and measurement

All financial assets are recognised initially at fair value. However, in the case of financial assets designated as FVTPL transactions costs are not added. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

(ii) Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if the asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if the objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and the asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the Other Comprehensive Income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to the statement of profit and loss.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorisation as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

(iii) Derecognition

A financial asset is derecognized only when

a) the rights to receive cash flows from the financial asset is transferred or

b) retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset, nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial assets.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(iv) Impairment of financial assets

In accordance with Ind AS 109, Financial Instruments, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on financial assets that are measured at amortised cost, FVTPL and FVTOCI and for the measurement and recognition of credit risk exposure.

The Company follows a 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises the impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If in subsequent year, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12 months ECL.

Life time ECLs are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12 months ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the year end.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward- looking estimate. At every reporting date, the historical observed default rates are updated and changes in the forward- looking estimates are analysed. On that basis, the Company estimates impairment loss allowance on portfolio of its trade receivables.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all shortfalls), discounted at the original effective interest rate (EIR). When estimating the cash flows, an entity is required to consider all contractual terms of the financial instrument (including prepayment, extension etc.) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity uses the remaining contractual term of the financial instrument.

ECL impairment loss allowance (or reversal) recognised during the year is recognised as income/ expense in the statement of profit and loss. In balance sheet ECL for financial assets measured at amortised cost is presented as an allowance, i.e. as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

(b) Financial liabilities

(i) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives not designated as hedging instruments, as appropriate.

All financial liabilities are recognised initially at fair value and in the case of loans and borrowings and payables, net of directly attributable transaction costs. Fair valuation gains/ losses, on initial recognition of financial liabilities are recognised in Statement of Profit and Loss except in cases of such gains/ losses being occurred on account of transactions with holding/ subsidiary company in which case such gains/ losses are accounted as capital contribution (securities premium) in equity.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(ii) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities classified as held for trading includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Gains or losses on liabilities held for trading are recognised in the Statement of Profit or Loss.

(iii) Loans and borrowings

After initial recognition, interest-bearing borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

(iv) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit or Loss.

(c) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Derivative financial instruments, Initial recognition and subsequent measurement

Derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to statement of profit and loss.

n) Fair value measurement

The Company measures financial instruments, wherever applicable at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

OSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

o) Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGU's to which the individual assets are allocated. Impairment losses are recognised in the statement of profit and loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

p) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the Statement of Cash Flows, Cash and Cash Equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

q) Statement of cash flows

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

r) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average numbers of equity shares outstanding during the period are adjusted for events of bonus issue, share split or consolidation of shares.
For calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the after income tax effects of all dilutive potential equity shares. The dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date.

2.4 Events after the reporting period

If the Company receives information after the reporting period but prior to the date when the financial statements are approved for issue, about conditions that existed at the end of the reporting period, it assesses whether the information affects the amounts recognised in its financial statements. The Company adjusts the amounts recognised in its financial statements to reflect any adjusting events after the reporting period and updates the disclosures that relate to those conditions in light of the new information.

For non-adjusting events after the reporting period, the Company does not change the amounts recognised in its financial statements but discloses the nature of the non-adjusting event and, if possible, an estimate of its financial effect, or a statement that such an estimate cannot be made.

2.5 Standards (including amendments) issued but not yet effective

There are no such standards which are notified but not yet effective.

(This space has been left blank intentionally)

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

3 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	39.14	115.02	1.73	49.13	5.06	3.87	234.93
Additions	21.45	41.01	38.32	0.60	68.75	5.51	3.88	179.52
Disposals	-	-	0.36	-	14.91	-	-	15.27
Balance as at March 31, 2023	42.43	80.15	152.98	2.33	102.97	10.57	7.75	399.18
Balance as at April 01, 2023	42.43	80.15	152.98	2.33	102.97	10.57	7.75	399.18
Additions	9.75	-	105.28	0.28	59.66	5.00	2.99	182.96
Disposals	-	-	1.09	-	0.51	0.14	-	1.74
Balance as at March 31, 2024	52.18	80.15	257.16	2.61	162.12	15.43	10.74	580.40
Balance as at April 01, 2024	52.18	80.15	257.16	2.61	162.12	15.43	10.74	580.40
Additions	-	58.83	77.68	7.27	17.87	7.53	2.33	171.52
Disposals	-	-	0.14	-	4.78	-	-	4.93
Balance as at March 31, 2025	52.18	138.98	334.71	9.88	175.21	22.96	13.07	746.99
Accumulated depreciation and impairment losses								
Balance at April 01, 2022	-	-	-	-	-	-	-	-
Depreciation for the year	-	2.72	11.78	0.30	9.78	1.74	1.98	28.30
Disposals	-	-	0.08	-	0.72	-	-	0.80
Balance as at March 31, 2023	-	2.72	11.70	0.30	9.06	1.74	1.98	27.50
Balance at April 01, 2023	-	2.72	11.70	0.30	9.06	1.74	1.98	27.50
Depreciation for the year	-	3.13	16.12	0.32	17.74	2.56	3.11	42.98
Disposals	-	-	0.37	-	0.19	0.03	-	0.60
Balance as at March 31, 2024	-	5.85	27.45	0.62	26.61	4.27	5.09	69.88
Balance at April 01, 2024	-	5.85	27.45	0.62	26.61	4.27	5.09	69.88
Depreciation for the year	-	3.39	20.41	0.44	20.86	3.63	3.20	51.93
Disposals	-	-	0.09	-	2.48	-	-	2.57
Balance as at March 31, 2025	-	9.24	47.77	1.06	44.98	7.89	8.29	119.24
Carrying amount (net)								
As at April 1, 2022	20.98	39.14	115.02	1.73	49.13	5.06	3.87	234.93
As at March 31, 2023	42.43	77.43	141.27	2.03	93.91	8.83	5.77	371.68
As at March 31, 2024	52.18	74.30	229.72	1.99	135.51	11.16	5.65	510.51
As at March 31, 2025	52.18	129.74	286.94	8.82	130.23	15.06	4.77	627.74

1. The Company has elected to continue with the carrying value of its Property, Plant and Equipment recognised as of 01 April 2022 (transition date) measured as per the Previous GAAP and used that carrying value as its deemed cost as on the transition date as per Para D7AA of Ind AS 101 "First-time Adoption of Indian Accounting Standards".
2. The Company has not revalued its property, plant and equipment during the year ended 31 March 2025 (31 March 2024, 31 March 2023 and 1 April 2022 : Nil).
3. The Company has pledged its property, plant and equipment as security.
4. Refer note 33 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

4 Capital Work in progress

Particulars	Units at Crown Business Park	Plant & Machinery (Hangla II)	Power Line	Building under Construction-Hangla	Crane	Building under Construction-Hangla	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/ Capitalised	-	-	-	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	-	-	-	-	20.23	14.09	37.03
Balance as at March 31, 2024	**98.44**	-	-	-	-	**20.23**	**14.09**	**132.76**
Balance as at April 01, 2024	98.44	-	-	-	-	20.23	14.09	132.76
Additions	2.81	58.33	5.24	96.40		38.61	5.65	207.04
Disposals/ Capitalised	-	-	-	-		58.84	19.74	78.59
Balance as at March 31, 2025	**101.25**	**58.33**	**5.24**	**96.40**	-	-	-	**261.21**

DSRV AND CO LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

5 Intangible assets

Particulars	Computer Software	License Fee	Total
Cost or deemed cost (gross carrying amount)			
Balance as at April 01, 2022	4.31	-	4.31
Additions	5.53	-	5.53
Balance as at March 31, 2023	**9.84**	-	**9.84**
Balance as at April 01, 2023	9.84	-	9.84
Additions	5.43	-	5.43
Balance as at March 31, 2024	**15.27**	-	**15.27**
Balance as at April 01, 2024	15.26	-	15.26
Additions	10.95	3.00	13.95
Balance as at March 31, 2025	**26.21**	**3.00**	**29.21**
Accumulated amortisation and impairment losses			
Balance at April 01, 2022	-	-	-
Depreciation for the year	2.61	-	2.61
Balance as at March 31, 2023	**2.61**		**2.61**
Balance at April 01, 2023	2.61		2.61
Depreciation for the year	4.90		4.90
Balance as at March 31, 2024	**7.51**		**7.51**
Balance at April 01, 2024	7.51		7.51
Depreciation for the year	4.96	0.69	5.65
Disposals	-	-	-
Balance as at March 31, 2025	12.47	0.69	13.16
Carrying amount (net)			
As at April 1, 2022	4.31	-	4.31
As at March 31, 2023	7.23	-	7.23
As at March 31, 2024	7.76	-	7.76
As at March 31, 2025	13.74	2.31	16.05

6 Intangible Assets under development

Particulars	SAP Development
Balance as at April 01, 2022	-
Additions	-
Disposals	-
Balance as at March 31, 2023	-
Balance as at April 01, 2023	-
Additions	11.33
Disposals	-
Balance as at March 31, 2024	**11.33**
Balance as at April 01, 2024	11.33
Additions	16.96
Disposals	-
Balance as at March 31, 2025	**28.29**

DSRV AND CO LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Standalone Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

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	37.25	2.97	4.47	82.28	126.97
As at April 1, 2022	**37.25**	**2.97**	**4.47**	**82.28**	**126.97**
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
Building under Construction-Nangla	20.23	-	-	-	20.23
Building under Construction-Mumbai	14.09	-	-	-	14.09
As at March 31, 2024	**37.03**	**2.92**	**3.36**	**89.45**	**132.76**
Units at Crown Business Park	2.82	2.71	2.92	92.81	101.27
Plant & Machinery (Nangla II)	58.33	-	-	-	58.33
Power Line	5.24	-	-	-	5.24
Building under Construction-Nangla II	96.40	-	-	-	96.40
As at March 31, 2025	**162.79**	**2.71**	**2.92**	**92.81**	**261.23**

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
SAP Development	11.33	-	-	-	11.33
As at March 31, 2024	**11.33**	**-**	**-**	**-**	**11.33**
SAP Development	16.96	11.33			28.29
As at March 31, 2025	**16.96**	**11.33**	**-**	**-**	**28.29**

Note:
There are no projects as on the reporting date which have materially exceeded cost as compared to its original plan or where completion in overdue.

OSRV AND CO LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

7 Right-of-Use (ROU) assets and lease liabilities

The Company has various lease agreements for its building and equipment's. The Company has determined that the risks and benefits related to the leased properties are retained by the lessors. Accordingly, these are accounted for as operating leases.

These lease agreements are for terms ranging upto five years and, in most cases, provide for rental escalations of 5%. Most of these agreements are renewable at the mutual consent of the parties to the contract.

The Company recognizes an operating lease liability and right-of-use asset in compliance with current lease accounting standard IND AS 116. The amount of right-of-use asset is equal to the present value of the remaining lease payments discounted using the incremental borrowing rate of each respective country. Modifications, if any are recalculated and corresponding adjustments are made to the carrying values of both the lease liability and right-of-use assets.

A right-of-use asset is measured as the amount of the lease liability adjusted for the amount of deferred straight-line rent, prepaid rent and lease incentive allowances previously recognized.

(i) Changes in the carrying value of Right-of-use (ROU) assets

Particulars	Leasehold Land and Building
Cost or valuation	
As at 01 April 2022	-
Additions	-
Disposals/ adjustments	-
As at 31 March 2023	-
Additions	23.39
Disposals/ adjustments	-
As at 31 March 2024	23.39
Additions	-
Disposals/ adjustments	-
As at 31 March 2025	23.39
Accumulated amortisation	
Up to 01 April 2022	
For the year	-
Disposals/ adjustments	-
Up to 31 March 2023	-
For the year	2.90
Disposals/ adjustments	-
As at 31 March 2024	2.90
For the year	4.97
Disposals/ adjustments	-
As at 31 March 2025	7.87
Net block	
As at 31 March 2022	-
As at 31 March 2023	-
As at 31 March 2024	20.49
As at 31 March 2025	15.52

DSRV AND CO LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

(ii) The following is the movement in lease liabilities during the year:

Particulars	Leasehold Land and Building
Balance as at 01 April 2022	-
Additions	-
Interest on lease liabilities	-
Deletions	-
Payment of lease liabilities	-
Balance as at 31 March 2023	-
Additions	22.38
Interest on lease liabilities	1.18
Deletions	-
Payment of lease liabilities	(3.15)
Balance as at 31 March 2024	20.41
Additions	-
Interest on lease liabilities	1.76
Deletions	-
Payment of lease liabilities	(5.56)
Balance as at 31 March 2025	16.61

Note:

The right-of-use assets have been recognised at an amount based on the lease liability, adjusted for accrued lease payments, prepaid portions of refundable security deposits, and other directly attributable costs such as stamp duty and registration charges, in accordance with Para C8(b)(ii) of Ind AS 116, 'Leases'.

The Company has also elected to apply a single discount rate to a portfolio of leases with reasonably similar characteristics (e.g., similar remaining lease term, class of underlying asset, and economic environment) as permitted by the standard.

The Company has not revalued its Right-of-use assets during the current year or any of the years presented.

(iii) **Amounts recognised by the Company in statement of profit and loss :**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest on lease liabilities (refer note 28)	1.76	1.18	-
Amortisation on right-of-use assets (refer note 29)	4.97	2.90	-
Rent expense for short term operating leases (refer note 30)	0.18	2.28	2.10

(iv) **Amounts recognised by the Company in cash flows :**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Total cash outflow for leases (excluding short term and low value lease)	5.56	3.15	-

(v) The following table presents the maturity profile of the Company's lease liabilities based on the contractual undiscounted payments with a

Particulars	March 31, 2025	March 31, 2024	March 31, 2023
Less than one year	5.83	5.58	-
One to five years	13.38	19.22	-
More than five years	-	-	-
Total Lease payment	19.21	24.80	-
Less: Impact of discounting	2.60	4.39	-
Net present value of lease liabilities	16.61	20.41	-

(All amounts are in Rupees millions, unless otherwise stated)

(vi) **Break-up of current and non-current lease liabilities**

Particulars	March 31, 2025	March 31, 2024	March 31, 2023
Non-current lease liabilities	12.13	16.61	-
Current lease liabilities	4.48	3.80	-
	16.61	20.41	-

(vii) The weighted average remaining lease terms and discount rates for all of our operating leases as follows:

Particulars	March 31, 2025	March 31, 2024	March 31, 2023
Weighted average lease term remaining (Years)	3.17	4.17	-
Weighted average discount rate	10%	10%	-

(viii) **Movement of Lease Liabilities during the year**

Particulars	March 31, 2025	March 31, 2024	March 31, 2023
Opening lease liability	20.41	-	-
New lease recognised	-	22.38	-
Interest expense on Lease Liabilities	1.76	1.18	-
Payment of Lease Liabilities (including interest)	5.56	3.15	-
Closing lease liability	16.61	20.41	-

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

8 Non-current investments

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
	Amount	Amount	Amount	Amount
Unquoted, trade investment, at cost				
Investment in wholly owned subsidiaries				
Yogiji Technoequip Private Limited 947,127 (March 31, 2024 - 947,127, March 31, 2023 and April 1, 2022: Nil) equity shares of INR 10 each)	179.99	179.99	-	-
	179.99	**179.99**	-	-

9 Financial Assets- Others non current asset

(Unsecured, considered good, unless otherwise stated)

	Non-Current				Current			
	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Financial assets valued at amortised cost								
Security deposits	3.07	2.87	4.47	1.76	-	-	-	-
Other current assets	-	-	-	-	5.56	1.38	0.90	1.26
Retention receivable from customer	-	-	-	-	554.27	329.98	212.13	78.25
Bank Deposits with maturity more than 12 months	32.61	22.57	-	-	-	-	-	-
	35.67	25.44	4.47	1.76	559.83	331.37	213.03	79.51

10 Inventories

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Raw materials	171.79	309.82	170.99	229.72
Work in progress in stock	696.83	847.06	896.01	709.75
Finished goods	1.62	2.09	8.61	15.14
Scrap	1.23	0.33	0.42	0.51
	871.47	1,160.10	1,075.04	955.11
Less: Provision for slow moving inventory	-	-	-	-
	871.47	1,160.10	1,075.05	755.10

11 Financial Asset - Trade receivable

(Unsecured, considered good, unless otherwise stated)

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Trade receivables	1,222.18	423.52	314.00	257.72
Less: Allowance for expected credit losses	-	-	-	-
	1,222.18	423.52	314.00	257.72
	1,222.18	423.52	314.00	257.72
Further classified as:				
Receivable from related parties	-	-	-	-
Receivable from others	1,222.18	423.52	314.00	257.72

Trade receivables ageing schedule:

As at 31 March 2025

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables - unsecured, considered good	-	1,165.83	3.74	11.25	27.48	13.88	1,222.18
(ii) Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed trade receivables - unsecured, considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables - credit impaired	-	-	-	-	-	-	-
	-	1,165.83	3.74	11.26	27.48	13.88	1,222.18

DSRV AND CO LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Standalone Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

As at 31 March 2024

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables - unsecured, considered good	-	228.99	12.33	172.66	2.72	6.82	423.52
(ii) Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed trade receivables - unsecured, considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables - credit impaired	-	-	-	-	-	-	-
	-	228.99	12.33	172.66	2.72	6.82	423.52

As at 31 March 2023

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables - unsecured, considered good	-	188.54	71.76	43.21	3.86	6.63	314.00
(ii) Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed trade receivables - unsecured, considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables - credit impaired	-	-	-	-	-	-	-
	-	188.54	71.76	43.21	3.86	6.63	314.00

As at 01 April 2022

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables - unsecured, considered good	-	189.38	18.00	4.93	3.64	41.77	257.72
(ii) Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed trade receivables - unsecured, considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables - credit impaired	-	-	-	-	-	-	-
	-	189.38	18.00	4.93	3.64	41.77	257.72

12 Financial Asset - Cash and cash equivalents

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Balances with banks				
- In current accounts	51.03	25.38	3.62	80.59
Cash on hand	0.05	0.36	0.04	0.18
Foreign Currency in Hand	0.15	0.00	0.18	1.29
	51.23	25.74	3.84	82.06

Footnote: For the purpose of statement of cash flows, cash and cash equivalents comprise same as above.

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

(All amounts are in Rupees million, unless otherwise stated)

13 Financial Asset - Other bank balance

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Deposits with original maturity of less than 12 months	46.90	21.74	25.66	17.41
	46.90	21.74	25.66	17.41

Footnote: For the purpose of statement of cash flows, cash and cash equivalents comprise same as above.

14 Other Assets
(Unsecured, considered good, unless otherwise stated)

	Non-Current				Current			
	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Balances with Government Authorities	-	-	-	-	110.92	31.20	89.14	59.20
Prepaid expenses	-	-	-	-	8.56	11.35	12.48	3.04
Advance to supplier	-	-	-	-	443.06	371.87	365.84	199.12
Capital Advance for Fixed assets	37.55	0.14	4.23	-	-	-	-	-
Advance to employees	-	-	-	-	5.51	3.04	0.12	0.07
	37.55	0.14	4.23	-	568.05	417.47	467.58	261.44

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Standalone Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

15 Share capital

	As at 31 March 2025		As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Number (absolute figure)	Amount	Number (absolute figure)	Amount	Number (absolute figure)	Amount	Number (absolute figure)	Amount
Authorised								
Equity shares of INR 100/- each	5,00,000	50.00	5,00,000	50.00	5,00,000	50.00	5,00,000	50.00
0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of INR 100 each	25,000	2.50	25,000	2.50	25,000	2.50	25,000	2.50
Issued, subscribed and fully paid-up								
Equity shares of INR 100 each	2,70,071	27.01	1,89,050	18.91	1,43,300	14.33	1,43,300	14.33
0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of INR 100 each (Classified as Financial liability, refer note 20)	-	-	-	-	15,000	1.50	15,000	1.50

a. Reconciliation of the shares outstanding at the beginning and at the end of the year:

Equity shares of INR 100/- each	For the year 31 March 2025		For the year 31 March 2024		For the year 31 March 2023	
	Number (absolute figure)	Amount	Number (absolute figure)	Amount	Number (absolute figure)	Amount
Outstanding at the beginning of the year	1,89,050	18.91	1,43,300	14.33	1,43,300	14.3
Add: Issued during the year	81,021	8.10	45,750	4.58	-	-
Outstanding at the end of the year	2,70,071	27.01	1,89,050	18.91	1,43,300	14.3

0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of INR 100 each	For the year 31 March 2025		For the year 31 March 2024		For the year 31 March 2023	
	Number (absolute figure)	Amount	Number (absolute figure)	Amount	Number (absolute figure)	Amount
Outstanding at the beginning and end of the year	-	-	-	-	15,000	1.50

During the financial year 2023-24, 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 329 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.

b. Rights, preferences and restrictions attached to shares:
Equity shares of INR 100/- each
The Company has only one class of equity shares having a par value of INR 100/- per share. Each shareholder is entitled to one vote per share held and carries a right to dividend. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in the case of an interim dividend. During the current and previous financial years Company has not declared any dividend.
In the event of liquidation of the Company, the holders of equity shares shall be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts, if any. Such distribution shall be made in proportion to the number of equity shares held by each shareholder.

0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of INR 100 each
The Preference Shares are convertible into Equity Shares of the Company at the option of the investor before the expiry of the period of 10 years from the date of issue of preference shares.

The preference shares shall be converted into equity shares on the basis of valuation arrived at on the date of receiving the request for conversion on the basis of the valuation certificate issued by the Registered Valuer. Accordingly, the conversion ratio shall be decided on the date of conversion in view of valuation certificate.

The preference shares shall be converted into equity shares on the basis of valuation arrived at on the date of receiving the request for conversion on the basis of the valuation certificate issued by the Registered Valuer.

The Preference Shares will carry a non cumulative dividend of 0.1% per annum, payable annually, subject to the availability of distributable profits. The dividends on the Preference Shares will not accumulate if they are not declared or paid in any particular year.

The allottee shall have the right to exercise the conversion option in writing at any time, in one or more tranches but compulsorily in 10 years from the date of issue.

In the event of redemption of Preference Shares at or after the end of the Redemption Period, the investor shall be entitled to a premium of (Redemption Premium) % over the Face Value of each Preference Share.

The Preference Shares shall not carry voting rights at any general meeting of the Company except otherwise provided in Section 47 of the Companies Act, 2013 read with Articles of Association of the Company.

In the event of liquidation of the Company, the holders of the Preference Shares shall have a preference over common shareholders with respect to the return of capital, up to the Face Value of the Preference Shares.

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

c. Detail of shareholders holding more than 5% of equity share in the Company:

Equity shares of Rs. 100 each, fully paid	As at 31 March 2025		As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares
Navneet Singh	53,729	19.89%	64,661	34.20%	64,461	44.98%	64,461.00	44.98%
Samir Bansal	46,490	17.21%	57,480	30.40%	57,302	39.99%	57,302.00	39.99%
Ashok Kumar Rana	18,149	6.72%	22,686	12.00%	-	-	-	-
Satish Kumar Tripathi	18,149	6.72%	22,686	12.00%	-	-	-	-
S Gupta Family Investment Pvt. Ltd.	81,315	30.11%	-	-	-	-	-	-
KITARA PIIN 1103	17,722	6.56%	-	-	-	-	-	-

0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of INR 100 each	As at 31 March 2025		As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares
Navneet Singh	-	-	-	-	7,950	53.00%	7,950	53.00%
Samir Bansal	-	-	-	-	7,050	47.00%	7,050	47.00%

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

d. Shareholding of Promoters
Equity shares of Rs. 100 each, fully paid

Name	As at 31 March 2025		As at 31 March 2024		As at 31 March 2023		% Change during the year	
	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares
Navneet Singh	53,729	19.89%	64,661	34.20%	64,461	44.98%	64,461	44.98%
Samir Bansal	46,490	17.21%	57,480	30.40%	57,302	39.99%	57,302	39.99%
Ashok Kumar Rana	18,149	6.72%	22,686	12.00%	-	-	-	-
Satish Kumar Tripathi	18,149	6.72%	22,686	12.00%	-	-	-	-

0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of INR 100 each	As at 31 March 2025		As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares
Navneet Singh	-	-	-	-	7,950	53.00%	7,950	53.00%
Samir Bansal	-	-	-	-	7,050	47.00%	7,050	47.00%

e. 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 allotted 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 had taken the requisite approval of the share holders for the said purchase of equity shares of Yogiji Technoequip Private Limited. The said allotment had been made on the fair market value.

Further, during the financial year 2023-24, the Company alloted 378 (three hundred seventy eight Only) Equity Shares of INR 100 each pursuant to conversion of NCCPS. The said allotment had been made on the fair market value.

DSRV AND CO LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

16 Other Equity

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Security premium (Footnote i)	930.98	296.23	109.22	109.22
Retained earnings (Footnote ii)	813.89	543.41	336.33	[illegible]
Other comprehensive income (Footnote iii)	(6.05)	(1.99)	(0.99)	-
Capital Reserve (Footnote iv)	5.00	5.00	5.00	5.00
Share Application Money Pending for allotment	-	21.40	-	-
	1,743.82	864.05	[illegible]	373.70

i) Security premium

	March 31, 2025	March 31, 2024	March 31, 2023
Opening balance	296.23	109.22	109.22
Add: Securities premium on conversion of preference shares into equity shares	-	7.46	-
Add: Securities premium on fresh issue of equity shares	634.75	-	-
Add: Securities premium on fresh issue of equity shares other than cash	-	179.55	-
	930.98	296.23	109.22

ii) Retained earnings

	For the year ended	For the year ended 31 March 2024	For the year ended 31 March 2023
As at beginning of the year	543.41	336.33	[illegible]
Add: Profit for the year	270.48	207.08	[illegible]
	813.89	543.41	336.33

iii) Other comprehensive income

	For the year ended	For the year ended 31 March 2024	For the year ended 31 March 2023
As at beginning of the year	(1.99)	(0.99)	-
Add: Profit for the year	(4.06)	(1.00)	(0.99)
	(6.05)	(1.99)	(0.99)

iv) Capital Reserve

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
As at beginning of the year	5.00	5.00	5.00
Add: Changes during the year	-	-	-
	5.00	5.00	5.00

Nature and Purpose of reserves:

(i) Security premium:
Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(ii) Retained earnings:
Retained earnings are the profit/(loss) that the Company has earned/incurred till date.

(iii) Other comprehensive income:
Other comprehensive income include remeasurement gain/loss on defined benefits (net of taxes) that will not be reclassified to the Statement of Profit and loss.

(iv) Capital reserve:
The Capital reserve represents the amount out of share forfeit in the earlier years.

(v) Share application money pending allotment:
As at 31 March 2024, the Company has received an amount of Rs. 21.41 millions towards share application money towards [illegible] equity shares of the Company at a premium of INR [illegible]. 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 is not available for use by the Company.

17 Financial Liabilities - Borrowings

	Non current				Current			
	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Term loans (secured)								
-Vehicle loan from banks (refer footnote i)	51.29	73.83	55.39	16.11	23.49	24.50	10.71	8.64
-Other term loan from banks (refer footnote ii)	75.08	24.63	33.12	44.95	8.61	11.76	35.50	12.71
- Vehicle loan from Financial institutions (refer footnote iii)	7.21	-	-	-	2.51	-	-	-
-from financial institutions (refer footnote iv)	123.59	127.19	36.23	34.57	28.81	25.42	53.07	25.40
Secured, repayable on demand								
Cash credit from banks (refer footnote v)	-	-	-	-	305.11	181.48	175.25	101.39
Buyer's Credit from banks (refer footnote vi)	-	-	-	-	43.52	-	-	-
Line of credit from financial institution (refer footnote vii)	-	-	-	-	19.35	-	-	-
Unsecured, repayable on demand								
Line of credit from financial institution (refer footnote viii)	-	-	-	-	59.89	-		
From Shareholders (refer footnote ix)		-	0.02	8.63	-	-	-	-
Long term loan from Banks/ Financial institution	-	-	-	-	-	-	-	5.81

Jo-R

Yogiji

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

258.82	223.88	205.08	145.63	417.69	290.30	210.78	149.14

Footnotes:

Terms of condition of borrowings

Particulars	Repayment terms	Rate of Interest	Security	Outstanding Amount			
				March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
i. Vehicle loan from banks							
From Axis Bank	48 - 84 Months	7.25% - 9.46%	Against specific Vehicle	47.16	74.42	36.10	33.68
From HDFC Bank	48 - 60 Months	7.90% - 8.61%	Against specific Vehicle	75.17	21.02	27.57	1.07
From ICICI Bank	47 Months	7.81%	Against specific Vehicle	3.50	1.11	7.23	3.20
				79.33	97.32	66.90	34.95
ii. Other term loan from banks							
From State Bank of India	24-36 months	8.50%	Equitable mortgage except specifically mentioned. • Industrial Property Plot 147, Sector-58, Urban Estate, Faridabad. • Industrial Property Plot 148, Sector-58, Urban Estate, Faridabad. • Industrial Property in Khasra No. 79/20, Mustatil No. 41, Killa No. 15/2, 16, 25, Village Hangla Bhiku, Palwal, Rohtas, Haryana. • Industrial Property in Khasra No. 34 / 16 / 1/1, Revenue estate of village dudhola Palwal, Haryana. • Residential building situated at 350 of House No.292 Sector 8 Faridabad. - SBI • Plot No 1, SMIE, Sanjay Memorial Industrial Complex Phase - II, Sector 5 - SBI • Land and Building Situated at EM of Land and Building at Village Dhudhola, Hangla Bhiku Road, Palwal - SBI • Residential Building Situated at EM of House at H-35, Block H, Sector 16, Faridabad. - SBI	-	-	26.49	39.08
From Axis Bank	96 months	9.15%		68.48	16.12		-
From Punjab National Bank	69-72 months	9.25%		-	21.48	39.22 25.99	18.36
From DBS BANK	1-3 months	8.75%	• Khewat No. 91, Khasra NO. 43, Killa No. 9/2/1 Area 7 Kanal 3 Marla, Situated in Mauza Hangla Bhiku Tehsil and District Palwal, Haryana. • FD of INR 29.38 million to be lien marked in favor of DBS Bank India Limited including margin on NFB facilities • Personal guarantee of Mr. Navneet Singh and Mr. Sameer Bansal, Mr. Ashok Kumar Rana and Satish Kumar Tripathi.	15.32	-	-	-
				83.69	37.60	78.62	57.66
iii. Vehicle loan from financial institutions							
Mercedes Benz Financial services	48 Months	8.45%	Against specific Vehicle	9.83	-	-	-
iv. Other term loan from financial institutions							
ADITYA BIRLA FINANCE LTD	120-136 Months	10.18%	Property at Faridabad Crown realtech	35.32	39.83	41.23	45.35
CHOLAMANDALAM INVESTMENT & FINANCE COMPANY LIMITED	60 Months	11.50%	Machine loan	19.33	13.04	15.47	-
SIDBI	54-72 Months	6.97% - 8.88%	FD as security	199.66	104.75	42.54	45.08
SIEMENS FINANCIAL SERVICES PVT LTD	48 Months	13.95%	Machine loan	-	-	-	1.76
THE NATIONAL SMALL INDUSTRIES CORPORATION LTD (NSIC)	6 months	9.50%	Bank guarantee of 25 million	-	-	-	17.06
				254.51	157.62	100.30	110.89
v. Cash credit from banks*							
State Bank of India	On Demand	9.0 - 9.10%		-	-	(16.49)	105.74
Punjab National Bank	On Demand	9.10 - 9.25%		-	51.61	81.34	(4.31)
Axis Bank	On Demand	9.15 (Repo rate +2.85%)	Refer above (ii) as mentioned in other term loan	188.21	110.10	86.57	-
DBS Bank	On Demand	8.00%		53.63	-	-	-
Union Bank of India	On Demand	-		-	-	-	(8.12)
ICICI BANK	On Demand	8.80%	• Exclusive charge on property located at Village Hangla, Bhiku, Palwal	45.08	-	-	-
YES BANK	On Demand	8.00%	• Exclusive charge by way of equitable mortgage on property located at Kh. 98, Village Bhiku Palwal. • Personal guarantee of Mr. Navneet Singh and Mr. Sameer Bansal, Mr. Ashok Kumar Rana and Satish Kumar Tripathi.	147.67	-	-	-
				294.11	161.71	151.42	101.30

*Negative represent debit balance in account.

OSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

vi. Buyer's Credit from banks (refer footnote 3)							
AXIS BANK BUYER CREDIT	On Demand	1Y + SOFR (1%)	Refer above (ii) as mentioned in "other term loan"	41.83	-	-	-
vii. Line of credit from financial institution (refer footnote 1)							
THE NATIONAL SMALL INDUSTRIES CORPORATION LTD (NSIC)	On Demand	10.75%	Bank guarantee of 22 million	19.28	19.69	19.28	-
Unsecured, repayable on demand							
viii Line of credit from financial institution							
SG FINSERVE LIMITED	On Demand	13.50%	NA	95.84	-	-	-
Yes Bank	On Demand	8.91%	NA	-	-	-	0.91
ix From Shareholder	On Demand	Interest free	NA	-	-	0.03	0.03
Total				876.50	471.96	415.85	294.80

v. Sensitivity analysis - For variable rate loan

Basis for sensitivity working - 0.25%*	March 31, 2025	March 31, 2024	March 31, 2023
Increase by 0.25 %	(0.21)	(0.09)	(0.28)
Decrease by 0.25 %	0.21	0.09	0.28

Fixed rate loan has been ignored for purpose of this disclosure as these are not sensitive to the change in rate.

18 Financial Liabilities - Lease Liability

	Non current				Current			
	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Lease Liability	13.13	14.61	-	-	4.48	3.80	-	-
	13.13	14.61	-	-	4.48	3.80	-	-

19 Financial Liabilities - Trade payable

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Trade Payable - Total outstanding dues of micro enterprises and small enterprises	244.42	209.48	59.54	33.57
Trade payable - Total outstanding dues of trade payables other than micro enterprises and small enterprises	533.10	378.27	221.22	172.34
	777.53	587.75	280.76	205.91

Ageing schedule of Trade Payables:

As at 31 March 2025

Particulars	Not Due*	Outstanding for following periods from due date of payment: Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	242.94	1.49	-	-	244.42
(ii) Others	-	520.09	13.03	-	-	533.11
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
	-	763.03	14.52	-	-	777.53

As at 31 March 2024

Particulars	Not Due*	Outstanding for following periods from due date of payment: Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	209.48	-	-	-	209.48
(ii) Others	-	378.17	0.10	-	-	378.27
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
	-	587.65	0.10	-	-	587.75

As at 31 March 2023

Particulars	Not Due*	Outstanding for following periods from due date of payment: Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	59.54	-	-	-	59.54
(ii) Others	-	227.20	4.22	-	-	221.22
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
	-	286.54	4.22	-	-	280.76

As at 01 April 2022

Particulars	Not Due*	Outstanding for following periods from due date of payment: Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	22	3.67	1.26	1.03	33.57
(ii) Others	-	163.83	5.56	0.72	0.89	172.34
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

* Not due (others) include unbilled dues.	-	988.30	13.63	1.97	3.01	205.91

20 Financial Liabilities - Others

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Liabilities designated at fair value				
0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) (Refer note 15)	-	-	1.50	1.50
Liabilities designated at amortised cost				
Payable for fixed assets	19.67	15.75	-	-
Employee related payable	34.61	21.49	0.37	0.76
Other Current Liabilities	1.10	1.11	2.07	2.24
	55.38	38.35	3.94	4.50

Footnote i: Total outstanding dues of micro enterprises and small enterprises:

Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006) ("MSMED Act, 2006"):

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
(a) Amount remaining unpaid to suppliers registered under the MSMED Act at the end of each accounting year:				
the principal amount	244.45	199.40	38.34	21.13
the interest due thereon	-	-	-	-
(b) the amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year:				
- Interest paid	-	-	-	-
- Principal repaid	-	-	-	-
(c) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act;	-	-	-	-
(d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-	-	-
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act	-	-	-	-

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number (now Udyam Registration Number) as allocated after filing of the Memorandum. Based on the information available with the management, there are no over dues outstanding to micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006. Further, the Company has not received any claim for interest from any supplier under the said Act.

Breakup of financial liabilities carried at amortised cost:

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Borrowings (including current maturities of long term borrowings) (refer note 17)	836.37	473.87	415.85	154.05
Lease liability (refer note 18)	36.47	28.47	-	-
Trade payable (refer note 19)	777.53	587.75	290.76	235.02
Other payables (includes interest on borrowings)	55.38	38.35	3.94	4.50
	1,706.03	1,128.44	710.55	393.57

Terms and conditions of the above financial liabilities:
Borrowings: Refer note 17 for detailed terms and conditions.
Trade payable: These are non interest bearing and are normally settled in 0-90 days depending upon terms with respective vendors.
Trade payable: These are non interest bearing and are normally settled in 0-90 days depending upon terms with respective vendors.

21 Other Liabilities

	Non-Current				Current			
	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Advances from customer	226.13	220.55	219.50	210.98	704.69	992.94	1,046.32	890.73
Payable to government authorities	-	-	-	-	9.63	13.64	20.62	14.65
	226.13	220.55	219.50	210.98	714.32	1,006.58	1,066.94	905.38

22 Provisions

	Non-current				Current			
	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Provision for gratuity	25.94	15.17	8.33	6.55	3.14	0.28	0.20	-
	25.94	15.17	8.33	6.55	3.14	0.28	0.20	-

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Standalone Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

23 Revenue from operations

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue from contracts with customers*			
Sale of goods	4,469.84	3,880.48	2,315.64
Sale of services	18.74	1.28	5.36
Other operating income			
Freight recovered	13.78	6.00	2.86
Total	4,502.36	3,887.68	2,313.34

*Above revenue has been earned in respect of single business of the Company i.e. providing flat steel processing solutions for cold rolling mills, pickling lines, slitting lines and galvanizing lines.

24 Other income

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest income on:			
- Fixed deposits designated at amortised cost			
- Other security deposits	2.84	3.11	3.11
- Security deposits designated at amortised cost	0.31	0.08	0.02
Duty drawback	3.19	0.15	-
Rodtep income	20.84	17.94	15.20
Profit on sale of licence	11.88	9.76	4.38
Profit on sale of fixed assets	-	-	3.94
Foreign exchange fluctuation gain, (net)	-	8.80	-
Rent income	-	0.96	-
Insurance claim received	-	0.24	0.24
Liabilities written back	0.14	1.10	-
Miscellaneous other income	0.48	-	70.65
Total	5.00	0.40	0.05
	57.77	42.64	96.84

25 Cost of material consumed

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Raw materials and packing material consumed			
Inventory at the beginning of the year	309.82	170.96	270.71
Add: Purchases	2,794.00	2,368.80	1,685.50
Less: Inventory at the end of the year	(171.79)	(309.82)	(170.96)
Total	2,932.03	2,229.94	1,784.75

26 Changes in inventories of finished goods and work-in-progress

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Inventories at the beginning of the year			
- Finished goods	3.09	9.65	15.14
- Work-in-progress	847.86	886.03	709.75
- Scrap	0.33	0.40	0.51
	850.28	896.08	725.39
Less: Inventories at the end of the year			
- Finished goods	7.61	3.09	9.65
- Work-in-progress	690.32	847.86	886.03
- Scrap	1.73	0.33	0.40
	699.68	850.28	896.08
Total	150.60	45.80	(170.69)

27 Employee benefit expenses

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Salary, wages, bonus, exgratia and other benefits	377.66	291.96	224.65
Contribution to provident and other funds (refer note 33)	6.50	5.55	4.89
Gratuity expense (refer note 33)	4.00	2.76	1.54
Workmen and staff welfare expenses	5.91	4.10	2.89
Total	394.55	304.47	233.97

28 Finance costs

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest expenses			
Borrowings measured at amortised cost			
- Interest on borrowings	48.36	36.91	27.33
- Lease liabilities	1.76	1.10	-
Bank charges	18.72	9.55	7.66
Total	68.84	47.56	35.99

29 Depreciation and amortisation expense

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Depreciation of property, plant and equipment (refer note 3)	51.92	40.90	28.39
Amortisation of intangible assets (refer note 5)	5.65	4.86	2.62
Depreciation on right-of-use assets (refer note 7)	4.87	1.98	-
Total	62.55	50.76	30.91

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

30 Other expenses

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Power and fuel expenses	33.74	10.83	8.36
Job work charges	185.54	120.46	65.69
Freight and forwarding charges	113.16	84.67	14.74
Repairs and maintenance		-	
-Machinery	5.60	1.60	1.60
-Building	1.81		
-Other	11.17	7.01	6.57
Insurance expenses	23.06	13.67	6.56
Rates, taxes and fees	13.96	9.02	5.64
Security services charges	9.01	7.06	4.69
Printing & Stationery	1.35	1.45	0.90
Rent expense	0.16	2.20	2.10
Legal and professional expenses	16.03	24.18	27.71
Travelling expenses	45.42	40.47	41.12
Telephone & Internet expenses	1.50	8.86	8.84
Packing material & Packing expenses	16.93	8.28	1.36
Business promotion expenses	47.33	14.84	15.73
Auditors remuneration	0.72	0.72	0.72
Miscellaneous expenses	22.16	6.77	26.59
Charity & Donation	1.76	-	0.11
Corporate Social Responsibility	3.53	1.20	1.21
Fair & Exhibition	4.30	11.10	4.37
Foreign exchange fluctuation loss, (net)	9.48	-	37.28
Balance written off	16.24	-	-
Loss on Disposal of Fixed Assets	0.00	-	4.76
	576.85	383.90	308.21

Note: Auditor's Remuneration (excluding Goods and services tax)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
As Auditors for:			
Statutory audit fees	0.45	0.45	0.45
Tax audit fees	0.15	0.15	0.15
Other services	0.12	0.12	0.12
Total	0.72	0.72	0.72

31 Earnings per share (EPS)

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

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders (after adjusting effect of dilutive shares) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

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

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit after tax attributable to the equity shareholders (in Rs. millions)	279.40	205.09	78.46
Basic average equity shares (in numbers)	2,65,100	1,49,675	1,49,300
Diluted average equity shares (in numbers)	2,65,150	1,49,675	1,49,300
Nominal value of equity shares (in Rs.)	10.00	10.00	10.00
Basic earnings per share (in Rs.)	1,053.88	1,370.17	557.92
Diluted earnings per share (in Rs.)	1,053.89	1,370.17	557.92

32 Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements

There are no significant judgements involved in preparation of these financial statement.

Estimates and assumption:

Useful life, method and residual value of property plant and equipment

Plant and machineries and factory buildings constitute significant portion of the Company's Property, plant and equipment. The Company capitalises its plant and machineries and factory buildings in accordance with the accounting policy disclosed under note 3 above. The Company estimates the useful life and residual value of assets as mentioned in note 2. However the actual useful life and residual value may be shorter/ less or longer/ more depending on technical innovations and competitive actions. Further, Company is depreciating its plant and machineries and factory buildings by using straight line method based on the management estimate that repairs/ wear and tear to plant and machineries and factory buildings are consistent over useful life of assets.

Income taxes

In assessing the realizability of deferred income tax assets, the Management considers whether some portion or all of the deferred income tax assets will not be realized. The ultimate realization of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. The Management considers the scheduled reversals of deferred income tax liabilities, projected future taxable income and tax planning strategies in making this assessment. Based on the level of historical taxable income and projections for future taxable income over the periods in which the deferred income tax assets are deductible, the Management believes that the Company may not realize the benefits of these deductible differences.

Measurement of defined benefit obligation

The cost of the defined benefit plans and the present value of the obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameters subject to change is the discount rate, escalation rate, expected rate of return and mortality rate. Future salary increases are based on expected future inflation rates.

Measurement of right to use and lease liability

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to the Company's operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

Provisions

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

Other estimates and assumptions

Revenue assessment - Refer note 2.2 (i)
Provision of obsolescence on inventories - Refer note 2.2 (e)
Allowance for expected credit loss - Refer note 2.2 (f)

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

33 Commitments and contingencies

a. Commitments

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Estimated amount of contracts remaining to be executed on capital account and not provided for:	125.85	169.36	18.13	15.56
	125.85	169.36	18.13	15.56
b. Contingent liabilities				
Securities/ Performance and other guarantees provided to various government authorities/others	136.99	118.49	85.50	33.11

The Company does not have any contingent assets as at March 31, 2025 or earlier year presented.

34 In accordance with the requirement of Ind AS- 24 on "Related Party Disclosures" the names of the related parties where control exists along with the aggregate transactions/ year end balances with them as identified and certified by the management are given below.

A) Name of related parties and description of relationship

1. Key Management Personnel and their relatives

Relationship	Name
Wholly owned Subsidiary Company	Yogi Ji Technoequip Private Limited (from February 15, 2024)
Managing Director	Hunvant Singh
Director	Sameer Bansal
Director	Ashok Kumar Rana (Appointed on June 25, 2024)
Director	Satish Kumar Tripathi (Appointed on June 25, 2024)
Shareholder	Ashok Kumar Rana (from February 10, 2024)
Shareholder	Satish Kumar Tripathi (from February 10, 2024)
Relative of Managing Director	Aman Gill
Relative of Managing Director	R.S. Gill
Relative of Managing Director	Manisha Gill
Relative of Managing Director	Harit Gill
Relative of Director	Nirut Sadh Rana
Relative of Director	Heera Bansal
Relative of Director	Varun Rana
Relative of Director	Amod Tripathi
A private company in which a director or manager or his relative is a member or director	Gomerland Engineers Private Limited
A firm, in which a Director, manager or his relative is a partner	Yee Kay Engineers

B) Transactions with related parties (excluding GST, as applicable)

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Yogi Ji Technoequip Private Limited			
Purchase of shares	-	179.99	-
Sale of Goods	35.17	-	-
Director Remuneration			
Hunvant Singh	26.40	45.12	46.38
Sameer Bansal	12.00	41.69	41.22
Ashok Kumar Rana	4.98	-	-
Satish Kumar Tripathi	6.13	-	-
Salary to Relatives			
Aman Gill	3.39	3.15	18.37
Manisha Gill	3.39	2.73	1.61
Harit Gill	0.95	-	-
Heera Bansal	3.20	2.21	1.63
Amod Tripathi	0.67	0.46	-
Varun Rana	4.67		
Nirut Sadh Rana	5.60	-	
Professional Charges			
R.S. Gill	1.20	1.20	1.20
Lease Rent Paid			
Gomerland Engineers Private Limited	0.18	0.18	
Purchase of Raw Material			
Yee Kay Engineers	59.88	-	-

C) Balance outstanding as at year end

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Other Current Assets				
Yogi Ji Technoequip Private Limited	295.54	171.20	-	-
Other payables				
Hunvant Singh	0.89	5.31	2.60	1.14
Sameer Bansal	2.46	2.81	1.41	1.09
Aman Gill	0.57	2.59	0.81	-
Heera Bansal	0.02	0.02	-	-
Satish Kumar Tripathi	0.62	-	-	-
Ashok Kumar Rana	0.54	-	-	-
Varun Jai Rana	0.18	-	-	
Yee Kay Engineers	3.47	-	-	-
R.S. Gill			0.09	0.09
Manisha Gill				0.04
Other receivable				
Amod Tripathi	5.04	1.31	-	-
Manisha Gill	-	0.01	0.01	-
Provision for post employment benefits				
Key Managerial personnel	11.20	3.78	2.71	1.83

35 Defined contribution plan

The Company has recognised the following amounts in the statement of profit and loss:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Included in contribution to provident and other funds (refer note 27)			
Contribution To Provident And Other Funds	6.90	5.59	4.89
	6.90	5.59	4.89

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Standalone Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

34 Defined employment benefits (Gratuity)

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of more than 5 years are eligible for gratuity. The amount of gratuity on retirement/ termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is an unfunded plan.

i. Changes in the present value of the defined benefit obligation are as follows:

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Present value of defined benefit obligation as at the beginning of the year	12.44	8.33	6.33
Liability transfer from subsidiary company	5.56	-	-
Interest cost	0.90	0.63	-
Current service cost	3.67	2.15	1.07
Benefits paid	-	(0.23)	(0.27)
Actuarial loss on obligations	6.48	1.46	1.20
Present value obligation as at the end of the year	29.06	12.44	8.33

ii. Reconciliation of present value of defined benefit obligation and fair value of assets

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Present value of defined benefit obligation as at the end of the year	(29.06)	(12.44)	(8.33)
Fair value of plan assets as at the end of the year	-	-	-
Net funded surplus	(29.06)	(12.44)	(8.33)

iii. Expenses recognised in the statement of profit and loss

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Current service cost	3.67	2.15	1.07
Interest cost	0.90	0.63	-
Expected return on plan assets	-	-	-
Total recognised in profit and loss	4.57	2.78	1.07
Analysis of amounts recognised in other comprehensive (loss) at the end of the year			
Remeasurements			
-(Gain)/ loss from change in financial assumptions	3.41	0.11	
-Experience loss/ (gain) adjustments	3.07	1.35	1.20
Total remeasurement recognised in other comprehensive income	6.48	1.46	1.20

iv. The Company's defined benefit plan is unfunded and hence disclosure relating to Employers best estimate of contribution to defined benefit plan (gratuity) for next reporting period is not applicable.

v. The weighted average duration of defined benefit obligation is 16.76 years (31 March 2024: 16.00 years, 31 March 2023: 16.77 Years).

vi. The expected maturity analysis of defined benefit obligation (gratuity) is as follows:

As at 31 March 2025

	Less than 1 year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
Defined benefit obligation (gratuity)	3.14	1.31	2.02	22.59	29.06

As at 31 March 2024

	Less than 1 year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
Defined benefit obligation (gratuity)	0.20	0.32	1.26	10.66	12.44

As at 31 March 2023

	Less than 1 year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
Defined benefit obligation (gratuity)	0.20	0.17	0.62	7.32	8.33

vii. Actuarial assumptions

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Discount rate (per annum)	7.04%	7.22%	7.39%
Expected rate of increase in compensation levels	7.25%	7.25%	7.25%
Mortality rate	IALM (2012-14)	IALM (2012-14)	IALM (2012-14)
Withdrawal rate			
- upto 30 Years	7.00%	7.00%	7.00%
- From 31 to 44 Years	3.00%	3.00%	3.00%
- Above 44 Years	2.00%	2.00%	2.00%

The discount rate assumed is determined by reference to market yield at the Balance Sheet date on government bonds. 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.

viii. A quantitative sensitivity analysis for significant assumptions are as follows:

For the year 31 March 2025

	Increase by %	Impact on PBO	Decrease by %	Impact on PBO
Discount rate	0.50	(1.49)	0.50	1.62
Future salary increase	0.50	1.52	0.50	(1.07)

For the year 31 March 2024

	Increase by %	Impact on PBO	Decrease by %	Impact on PBO
Discount rate	0.50	(0.76)	0.50	0.82
Future salary increase	0.50	0.64	0.50	(0.61)

For the year 31 March 2023

	Increase by %	Impact on PBO	Decrease by %	Impact on PBO
Discount rate	0.50	(0.40)	0.50	0.44
Future salary increase	0.50	0.43	0.50	(0.39)

The sensitivity analyses above have been determined based on a method that extrapolates the impact of defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. Sensitivity in respect of withdrawal rate and mortality is insignificant.

ix. Expected contribution for next annual reporting period

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Service cost	4.50	2.54	1.47
Net interest cost	2.05	0.90	0.63
	6.55	3.44	2.10

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

37 Fair values

The management assessed that carrying value of cash and cash equivalents, trade receivables, borrowings, trade payable, other current financial liabilities and other current financial assets approximates their fair value amounts largely due to short term maturities of these instruments except for long term borrowings. In case of long term borrowing, there has been no significant movement in interest rates applicable on those borrowings and interest rates prevailing as at reporting dates and accordingly carrying value and fair value of these long term values as at balance sheet dates are similar. Security deposits classified as non current financial assets are for perpetuity and shall be refundable on surrendering of electricity connection only, which is highly unlikely and hence fair value of the same cannot be determined in absence of definite period of such deposits. Comparison of the carrying value and fair value of the Company's financial instruments are as follows:

	Carrying values				Fair values			
	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Financial assets at amortised cost (Level 3)								
Cash and cash equivalents	51.22	25.74	3.84	82.06	51.22	25.74	3.84	82.06
Investment	179.99	179.99	-	-	179.99	179.99	-	-
Trade receivables	1,222.18	423.52	314.00	257.72	1,222.18	423.52	314.00	257.72
Others bank balances	46.90	31.74	35.66	17.41	46.90	31.74	35.66	17.41
Others	595.51	356.81	217.51	81.27	595.51	356.81	217.51	81.27
	2,095.80	1,017.80	571.02	438.46	2,095.80	1,017.80	571.02	438.46

	Carrying values				Fair values			
	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Financial Liabilities at amortised cost (Level 3)								
Borrowings	876.51	473.97	415.85	294.80	876.51	473.97	415.85	294.80
Lease liability	16.61	20.41	-	-	16.61	20.41	-	-
Trade payables	777.53	587.75	290.76	205.92	777.53	587.75	290.76	205.92
Others	55.38	36.35	2.44	3.00	55.38	36.35	2.44	3.00
Financial Liabilities at fair value (Level 3)								
Others	-	-	1.50	1.50	-	-	1.50	1.50
	1,726.03	1,118.49	710.55	505.22	1,726.03	1,118.49	710.55	505.22

The fair value of the financial assets above is included in the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in distress sale or liquidation sale. The following methods and assumptions were used to estimate the fair value:

-Bank deposits, borrowing, loans and other financial liabilities and assets are evaluated by the Company based on interest rates prevailing with scheduled banks for similar denomination and remaining duration of deposits/ borrowings (as applicable to assets and liabilities, respectively). As there has been no significant movement in interest rates, fair valued amount is also likely to be similar to carrying value. Hence, carrying amounts of these deposits have been determined as fair valued amounts.

38 Financial risk management objectives and policies

The Company's principal financial liabilities comprise borrowings, operating lease liabilities, trade payables and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and term deposits that derive directly from its operations and contributions.

The Company's activities expose it to market risk, liquidity risk and credit risk. The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

I. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans, borrowings and term deposits.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

a. Foreign currency risk

The Company has international transactions and is exposed to foreign exchange risk arising from its operating activities (revenue and purchases denominated in foreign currency is low). Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the company's functional currency. To mitigate the Company's exposure to foreign currency risk, non-INR cash flows are monitored in accordance with the Company's risk management policies.

Foreign currency risk exposure:

Particular	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Financial assets				
Trade receivable				
- USD (In Millions)	6.79	1.37	1.61	0.94
Financial liabilities				
Trade Payable				
- USD (In Millions)	4.29	7.27	7.56	7.46

Foreign currency sensitivity analysis

Particular	Increase/decrease in %	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
		(INR)	(INR)	(INR)	(INR)
Financial assets					
Trade receivable					
- USD	2%	11.62	2.29	2.64	1.43
	2%	(11.62)	(2.29)	(2.64)	(1.43)
Financial liabilities					
Trade Payable					
- USD	2%	7.33	12.13	12.42	11.32
	2%	(7.33)	(12.13)	(12.42)	(11.32)

b. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company in accordance with its policy, take borrowing at fixed rate hence there will be no future impact due to change in interest rate on the income of the Company

The Company have a combination of fixed rate borrowing and variable rate borrowing. For sensitivity of interest rate analysis of variable rate borrowings, refer note 17(x).

ii. Credit risk

Credit risk is the risk that a counterparty fails to discharge its obligation to the Company. The Company's exposure to credit risk is influenced mainly by cash and cash equivalents, trade receivables and financial assets measured at amortised cost. The Company continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

DSRV AND CO. LLP Chartered Accountants * FARIDABAD *

YOGIJI DIGI LIMITED * FARIDABAD *

(All amounts are in Rupees millions, unless otherwise stated)

Trade receivables:

Customer credit risk is managed by the Company subject to the Company's established receivable management policy. The policy details how credit will be managed, past due balances collected, allowances and reserves recorded and bad debt written off. Credit terms are the established timeframe in which customers pay for purchased product. Outstanding customer receivables are regularly monitored by the Management.
An impairment analysis is performed at each reporting date on an individual basis for customers. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets.
The Company evaluates the concentration of risk with respect to trade receivables as high, as its customers are located in common jurisdictions and operate in common markets.

Movement in expected credit loss on trade receivables during the year:

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening balance	-	-	-
Add: Provision created during the year	-	-	-
Less: Provision reversed during the year	-	-	-
Closing	-	-	-

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Director of the Company. Investments of surplus funds are made only in bank deposits. The management continuously assess credit ratings in banks as risk assessment tool.
The Company's maximum exposure to credit risk for the components of the balance sheet at 31 March 2025, 31 March 2024 and 31 March 2023 is the carrying amounts.

III. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:

31 March 2025

	0 - 12 months	1 - 5 years	More than 5 years	Total
Borrowings	417.69	111.15	147.67	676.51
Lease Liability	4.48	12.13	-	16.61
Trade payables	777.53	-	-	777.53
Others	55.38	-	-	55.38
	1,455.08	123.27	147.67	1,726.03

31 March 2024

	0 - 12 months	1 - 5 years	More than 5 years	Total
Borrowings	250.10	122.50	101.38	473.97
Lease Liability	3.80	16.61	-	20.41
Trade payables	587.75	-	-	587.75
Others	36.35	-	-	36.35
	878.00	139.10	101.38	1,118.49

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

31 March 2023

	0 - 12 months	1 - 5 years	More than 5 years	Total
Borrowings	210.78	162.85	42.23	415.85
Lease Liability	-	-	-	-
Trade payables	290.76	-	-	290.76
Others	3.94	-	-	3.94
	505.47	162.85	42.23	710.55

1 April 2022

	0 - 12 months	1 - 5 years	More than 5 years	Total
Borrowings	149.14	100.30	45.35	294.80
Lease Liability	-	-	-	-
Trade payables	205.92	-	-	205.92
Others	4.50	-	-	4.50
	359.57	100.30	45.35	505.22

39 Segment reporting

The Company primarily operates in providing flat steel processing solutions for cold rolling mills, pickling lines, skin pass mills and galvanizing lines. The board of directors of the Company, which has been identified as being the Chief Operating Decision Maker (CODM), evaluates the Company's performance, allocate resources based on the analysis of the various performance indicators of the Company as a single unit. Therefore, there is no separate reportable segments for the Company as per the requirement of Ind AS 108 "Operating Segments".

Geographical locations (secondary segment): The Company's sales comprises of both domestic as well as export, the proportion of export sales is comparatively low in terms of total sales.

The following table shows the distribution of the Company's sales by geographical markets, regardless of where the goods were produced:

a. Revenue by geographical market

Particular	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
India	2,631.48	2,450.47	1,180.76
Outside India	1,870.88	1,437.22	1,132.58
	4,502.36	3,887.68	2,313.34

b. Total assets by geographical market

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
India	3,940.85	3,166.96	2,460.30	1,949.60
Outside India	580.83	114.39	132.20	71.50
	4,521.68	3,281.35	2,592.50	2,021.10

c. There is no geographical market other than India market for capital expenditure.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

40 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep the gearing ratio between 50% and 75%. The Company includes within net debt, interest bearing loans and borrowings, lease liability, trade and other payables, less cash and cash equivalents.

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Borrowings	876.51	473.97	415.85	294.80
Lease Liability	16.61	20.41	-	-
Trade payables	777.53	587.75	290.76	205.92
Others	55.38	36.35	3.94	4.50
Less: cash and cash equivalents	(51.22)	(25.74)	(3.84)	(82.06)
Net debt	1,674.81	1,092.74	706.71	423.16
Total equity	1,769.05	872.98	466.08	387.03
Total capital	1,769.05	872.98	466.08	387.03
Total capital and net debt	3,443.86	1,965.72	1,172.79	810.19
Gearing ratio	48.63%	55.59%	60.26%	52.23%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2025, 31 March 2024, 31 March 2023 and 1 April 2022.

41 Derivative instruments and unhedged foreign currency exposure

a) Derivatives outstanding as at the reporting date

a) Pursuant to the announcement on 'Disclosure regarding Derivatives Instruments' issued by the Institute of Chartered Accountants of India, the Company has the following unhedged foreign currency exposure:

Particulars	March 31, 2025 Amount in foreign currency millions	March 31, 2025 Equivalent amount in Rs. millions	March 31, 2024 Amount in foreign currency millions	March 31, 2024 Equivalent amount in Rs. millions	March 31, 2023 Amount in foreign currency millions	March 31, 2023 Equivalent amount in Rs. millions	April 1, 2022 Amount in foreign currency millions	April 1, 2022 Equivalent amount in Rs. millions
<u>Unhedged payables</u>								
Trade payables								
USD	4.29	366.55	7.27	606.31	7.56	620.75	7.46	566.07
		366.55		606.31		620.75		566.07
<u>Unhedged receivables</u>								
Trade receivables								
USD	6.79	580.83	1.37	114.39	1.61	132.20	0.94	71.69
		580.83		114.39		132.20		71.69

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

42 As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. A CSR committee has been formed by the company as per the Act. The funds are utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
A. Gross Amount required to be spent as per Section 135 of the Act	2.87	1.25	0.99
Add: Amount unspent from previous years	0.33		-
Less: Amount excess spent in previous years	-	(0.22)	-
Total Gross amount required to be spent during the year	3.20	1.03	0.99
B. Amount approved by the Board to be spent during the year	3.20	1.03	0.99
C. Amount spent during the year on			
(i) Construction/acquisition of an asset	-	-	-
(ii) On purposes other than (i) above	3.23	0.70	1.21
D. Shortfall during the year	-	0.33	-
E. Amount excess spent carried forward to future years	0.03	-	0.22
F. Details related to amount spent/ unspent			
Contribution to multiple trust and foundation working for charitable activity	2.90	0.70	1.21
Contribution to PM Care Fund	0.33	-	-
G. Accrual towards unspent obligations in relation to:			
Ongoing projects	-	-	-
Other than Ongoing projects	-	-	-
Total	-	-	-

No contribution was made to any trust controlled by the Company or any related parties in relation to CSR expenditure.

(All amounts are in Rupees millions, unless otherwise stated)

43 First time adoption of Ind AS

These financial statements, for the year ended 31 March 2025 are the first financial statements prepared in accordance with Ind AS. For periods up to and including the year ended 31 March 2024, the Company prepared its financial statements in accordance with Indian GAAP. Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for the year ended 31 March 2025, together with the comparative year data as at and for the year ended 31 March 2024 and 31 March 2023, as described in the material accounting policies.

In preparing these financial statements, the Company's opening balance sheet was prepared as at 01 April 2022, being the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP financial statements, including the balance sheet as at 01 April 2022 and the financial statements as at and for the year ended 31 March 2024 and March 31, 2023.

Exemptions applied

Ind AS 101 allows first time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:
-The Company has elected to measure items of property, plant and equipment and intangible assets at its carrying value at the transition date as deemed cost.

43.1 Effect of Ind AS adoption on the balance sheet as at 31 March 2024, 31 March 2023 and 1 April 2022

Particulars	Reference	As at 31 March 2024			As at 31 March 2023			As at 01 April 2022		
		Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet	Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet	Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet
ASSETS										
Non-current assets										
Property, plant and equipment		510.51	-	510.51	371.68	-	371.68	234.93	-	234.93
Capital work in progress		132.76	-	132.76	95.73	-	95.73	126.97	-	126.97
Right of use assets	(a)	-	26.49	26.49	-	-	-	-	-	-
Intangible Asset		7.76	-	7.76	7.23	-	7.23	4.31	-	4.31
Intangible assets under development		11.33	-	11.33	-	-	-	-	-	-
Financial assets		-	-	-	-	-	-	-	-	-
Investment		179.99	-	179.99	-	-	-	-	-	-
Other	(a)	18.30	(0.86)	17.44	4.47	-	4.47	1.76	-	1.76
Other non-current assets		8.14	-	8.14	4.23	-	4.23	-	-	-
Deferred tax assets (net)		(23.45)	20.44	(3.01)	-	-	-	-	-	-
		845.34	46.07	891.42	483.34	-	483.34	367.97	-	367.97
Current assets										
Inventories		1,160.10	-	1,160.10	1,075.05	-	1,075.05	955.10	-	955.10
Financial assets		-	-	-	-	-	-	-	-	-
Trade receivables		423.52	-	423.52	314.00	-	314.00	257.72	-	257.72
Cash and cash equivalents		25.74	-	25.74	5.64	-	5.64	93.06	-	93.06
Other bank balance		31.74	-	31.74	35.65	-	35.65	17.41	-	17.41
Others		331.37	-	331.37	213.03	-	213.03	79.51	-	79.51
Other current assets		417.47	-	417.47	467.58	-	467.58	261.44	-	261.44
Income tax assets, net		-	-	-	-	-	-	0.09	-	0.09
		2,389.94	-	2,389.94	2,109.18	-	2,109.18	1,653.34	-	1,653.34
Total Assets		3,235.28	46.07	3,281.35	2,592.52	-	2,592.52	2,021.31	-	2,021.31
EQUITY AND LIABILITIES										
Equity										
Equity share capital		18.91	-	18.91	14.33	-	14.33	14.33	-	14.33
Other equity		828.41	25.66	854.07	450.17	1.58	451.75	371.24	1.46	372.70
Total Equity		847.32	25.66	872.98	464.50	1.58	466.08	385.57	1.46	387.03
Liabilities										
Non-current liabilities										
Financial liabilities										
Borrowings		223.88	-	223.88	205.08	-	205.08	145.65	-	145.65
Lease Liability	(a)	-	16.61	16.61	-	-	-	-	-	-
Other non-current liabilities		220.55	-	220.55	319.50	-	319.50	210.98	-	210.98
Provision		12.17	-	12.17	8.33	-	8.33	6.53	-	6.53
Deferred Tax Liabilities (Net)	(f)	-	-	-	9.45	(1.58)	7.87	7.63	(1.46)	6.17
		456.59	16.61	473.20	542.36	(1.58)	540.78	370.79	(1.46)	369.33

(All amounts are in Rupees millions, unless otherwise stated)

Current liabilities										
Financial liabilities										
Borrowings		250.10	-	250.10	210.76	-	210.76	149.14	-	149.14
Lease Liability	(B)	-	3.80	3.80	-	-	-	-	-	-
Trade payables		-	-	-	-	-	-	-	-	-
- total outstanding dues of micro enterprises and small enterprises		209.40	-	209.40	59.54	-	59.54	33.57	-	33.57
- total outstanding dues of creditors other than micro enterprises and small enterprises		376.27	-	376.27	231.22	-	231.22	172.35	-	172.35
Others		36.35	-	36.35	3.94	-	3.94	4.50	-	4.50
Other current liabilities		1,005.58	-	1,005.58	1,066.94	-	1,066.94	905.37	-	905.37
Provision		0.28	-	0.28	0.20	-	0.20	-	-	-
Current tax liabilities (net)		56.31	-	56.31	13.04	-	13.04	-	-	-
		1,931.37	3.80	1,935.17	1,585.66	-	1,585.66	1,264.94	-	1,264.94
Total Liabilities		2,387.96	20.41	2,408.37	2,128.01	(1.58)	2,126.43	1,635.73	(1.46)	1,634.27
Total Equity and Liabilities		3,235.28	46.07	3,281.35	2,593.52	-	2,593.52	2,021.33	-	2,021.33

41.3 Reconciliation of Profit and Other Equity between Ind AS and Previous GAAP

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023	For the year ended 01 April 2022
Equity as reported under Previous GAAP	535.41	450.17	371.34
Effect of transition to Ind AS:			
Less: Recognition of right-of-use and lease liability			
Less: Fair valuation of security deposit	9.00	-	-
Less: Impact of deferred tax liability on above adjustments	(0.46)	-	-
	25.44	1.58	1.46
Equity under Ind AS	854.07	451.75	372.80

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

43.3 Effect of Ind AS adoption on the Statement of Profit and Loss for the year ended 31 March 2024 and 31 March 2023:

Particulars	Footnote	For the year 31 March 2024			For the year 31 March 2023		
		Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet	Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet
Income :							
Revenue from operations		3,887.68	-	3,887.68	2,313.34	-	2,313.34
Other income	(a)	42.49	0.15	42.64	96.94	-	96.94
Total income		3,930.17	0.15	3,930.32	2,410.28	-	2,410.28
Expenses :							
Cost of materials consumed		2,838.22	-	2,838.22	1,856.25	-	1,856.25
Changes in inventories of finished goods, stock-in-trade and work-in-progress		45.80	-	45.80	(170.69)	-	(170.69)
Employee benefits expense	(b)	305.93	(1.46)	304.47	264.77	(1.20)	263.57
Finance costs	(d)	46.68	1.18	47.86	35.01	-	35.01
Depreciation and amortisation expense	(e)	47.88	2.90	50.78	30.91	-	30.91
Other expenses	(e)	387.65	(3.75)	383.90	305.33	-	305.33
Total expenses		3,671.55	(0.53)	3,671.02	2,304.58	(1.20)	2,303.38
Profit before tax		258.62	0.68	259.30	105.70	1.20	106.90
Tax expenses							
Current tax		(62.84)	-	(62.84)	(24.93)	-	(24.93)
- Adjustment for earlier years		(1.87)	-	(1.87)	(0.05)	-	(0.05)
Deferred tax	(f)	(13.99)	24.49	10.49	(1.62)	(0.18)	(2.00)
Profit for the year		179.92	25.17	205.08	78.93	1.02	79.95
Other comprehensive income							
Items that will not be reclassified subsequently to profit or loss							
Remeasurement (loss)/gain on defined benefit obligation	(b)	-	1.46	1.46	-	1.20	1.20
Income tax effect	(f)	-	(0.37)	(0.37)	-	(0.30)	(0.30)
Other comprehensive income for the year, net of tax	(c)	-	1.09	1.09	-	0.90	0.90
Total comprehensive income for the year		179.92	26.08	203.94	78.93	0.12	79.05

43.4 Effect of Ind AS adoption on the Statement of Cash Flows for the year ended 31 March 2024 and 31 March 2023:

	For the year ended 31 March 2024			For the year ended 31 March 2023		
	Previous GAAP	Changes	As per Ind AS balance sheet	Previous GAAP	Changes	As per Ind AS balance sheet
Cash flows from operating activities	248.87	-	248.87	(1.46)	-	(1.46)
Cash flows from investing activities	(259.78)	-	(259.78)	(162.81)	-	(162.81)
Cash flows from financing activities	32.86	-	32.86	86.05	-	86.05
Total decrease in cash flows	21.90	-	21.90	(78.22)	-	(78.22)
Opening cash and cash equivalents	3.84	-	3.84	82.06	-	82.06
Closing cash and cash equivalents	25.74	-	25.74	3.84	-	3.84

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Standalone Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

43.3 Notes on Transition to Ind AS and Notes to reconciliation:

(a) Security deposits:
Under Previous GAAP, security deposits were carried at the actual deposit amount. However, under Ind AS, these are classified as financial assets and are measured at amortised cost. The difference between the actual deposit amount and its discounted value has been capitalised to the Right-of-Use (ROU) asset, which is also recognised at amortised cost as at 31 March 2024. Additionally, interest income is accrued on the discounted security deposit over the lease term using the effective interest rate method.

(b) Re-measurement (gains)/losses of defined benefit plans:
Re-measurement (gains)/losses of defined benefit plans have been classified in other comprehensive income in Ind AS.

(c) Other comprehensive income:
Under Ind AS, all items of income and expense recognised during a period are included in the profit or loss for the period, unless a specific standard requires or permits otherwise. Items that are not recognised in profit or loss but are instead presented under "Other Comprehensive Income" (OCI) in the Statement of Profit and Loss include, includes, remeasurements of defined benefit plans. The concept of Other Comprehensive Income did not exist under Previous GAAP.

(d) Lease liabilities:
Under Previous GAAP, lease payments were recognised as rent expense on a straight-line basis over the lease term, with no separate recognition of interest. However, under Ind AS, lease arrangements (other than short-term or low-value leases) are recognised as lease liabilities at the present value of future lease payments.

As a result, interest expense is recognised separately in the statement of profit and loss as part of finance costs, calculated using the effective interest rate method on the outstanding lease liability. This has led to an increase in reported finance costs under Ind AS compared to Previous GAAP.

(e) Right-of-use asset
The differences represent the impact of the change in accounting for leases (other than short-term and low-value leases) under Ind AS as compared to Previous GAAP. Under Previous GAAP, up to the year ended 31 March 2024, lease payments were recognised as rent expense on a straight-line basis over the lease term.

Under Ind AS, such leases are recognised on the balance sheet as Right-of-Use (ROU) assets and corresponding lease liabilities, measured at the present value of future lease payments. The ROU assets as at 01 April 2023 (transition date) and 31 March 2024 include capitalised amounts such as the discounted value of lease liabilities, the discounted value of security deposits at the lease commencement date, and other directly attributable costs. The ROU assets are amortised over the lease term.

(f) Deferred tax
The impact in deferred tax represents the net impact of transition related transactions.

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

44 Tax

Major components of income tax expense for the year ended 31 March 2025, 31 March 2024 and 31 March 2023 are:

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
44.1 Profit and loss section			
Current income tax:			
Current income tax charge	86.55	62.84	24.90
Adjustment in respect of current income tax of previous year	13.14	1.87	0.05
Deferred tax:			
Relating to origination and reversal of temporary differences	13.70	(10.49)	2.00
Income tax expense reported in profit and loss section	113.39	54.22	26.95
44.2 OCI section			
Deferred tax related to items recognised in OCI during the year:	1.63	0.37	0.30
	1.63	0.37	0.30

44.3 Reconciliation of tax expense with the accounting tax based on India's domestic tax rate for 31 March 2025, 31 March 2024 and 31 March 2023:

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Accounting profit before income tax	392.87	259.30	106.90
Accounting profit taxable at India's domestic tax rates	392.87	259.30	106.90
Tax calculated at India's standard statutory tax rates 25.17%	98.88	65.27	26.91
Difference in tax as per books and tax as per table above	12.87	(11.41)	(0.26)
Reason for differences:			
Adjustment in respect of current income tax of previous year	13.14	1.87	0.05
Adjustment in respect of current income tax recognised in subsequent year	-	(13.14)	-
Corporate social responsibility expense disallowed	1.25	0.30	0.33
Interest disallowed on statutory dues	(1.53)	-	-
Others miscellaneous difference	0.00	(0.45)	(0.64)

44.4 Deferred tax

	March 31, 2025	Recognised in statement of profit and loss	Recognised in other comprehensive income	March 31, 2024
Deferred Tax Liability				
On account of depreciation	19.27	4.65	-	14.62
Deferred Tax Assets				
Provision for employee benefit obligations	9.43	3.49	1.63	4.30
Impact of right of use recognised	0.44	0.24	-	0.20
MSME Disallowance	0.33	(12.78)	-	13.11
Total	10.19	(9.05)	1.63	17.61
Net Deferred Tax Assets/ (Liability)	(9.07)	(13.70)	1.63	2.99

	March 31, 2024	Recognised in statement of profit and loss	Recognised in other comprehensive income	March 31, 2023
Deferred Tax Liability				
On account of depreciation	14.62	3.80	-	10.82
Deferred Tax Assets				
Provision for employee benefit obligations	4.30	0.99	0.37	2.95
Impact of right of use recognised	0.20	0.20	-	-
MSME Disallowance	13.11	13.11	-	-
Total	17.61	14.29	0.37	2.95
Net Deferred Tax Asset/ (Liability)	2.99	10.49	0.37	(7.87)

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

	March 31, 2023	Recognised in statement of profit and loss	Recognised in other comprehensive income	April 1, 2022
Deferred Tax Liability				
On account of depreciation	10.82	2.32	-	8.50
Deferred Tax Assets				
Provision for employee benefit obligations	2.95	0.32	0.30	2.33
Total	2.95	0.32	0.30	2.33
Net Deferred Tax Liability	(7.87)	(2.00)	0.30	(6.17)

44.5 **Current tax Assets/ liabilities (net)**

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Income tax receivable/ (payable)	(48.02)	(50.31)	(13.04)	0.09
Net tax Assets/ (liabilities)	(48.02)	(50.31)	(13.04)	0.09

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

YOGIJI DIGI LIMITED (Formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Standalone Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

45. Analytical ratios

S.No.	Ratio	Particulars		31 March 2025		31 March 2024		31 March 2023		Ratio as on			% Change	Reason (If variation is more than 25%)
		Numerator	Denominator	Numerator	Denominator	Numerator	Denominator	Numerator	Denominator	31 March 2025	31 March 2024	31-Mar-23		
(a)	Current Ratio	Total current assets	Total current liabilities	2,771.86	1,228.36	2,299.72	1,835.37	2,301.16	1,385.66	1.49	1.25	1.53	22%	Not applicable
(b)	Debt-Equity Ratio	Total debt	Shareholders' equity	926.37	1,269.85	472.07	872.93	485.85	464.93	0.57	0.34	0.87	(8%)	Not applicable
(c)	Debt Service Coverage Ratio	Earnings attributable for debt service = Net profit after tax + Non-cash operating expenses + Finance cost	Debt Service = Interest & lease payments + principal repayments	389.85	117.79	258.22	156.36	145.07	75.09	3.31	2.71	1.94	22%	Not applicable
(d)	Return on Equity Ratio	Net profit after taxes	Total equity	275.48	1,269.85	205.28	872.93	75.95	464.93	16%	23%	11%	(33%)	Due to increase in equity share capital
(e)	Inventory Turnover Ratio	Cost of materials consumed	Average inventory	2,932.03	1,276.79	3,838.12	1,117.58	3,066.25	1,613.08	2.80	2.24	1.82	14%	Not applicable
(f)	Trade Receivables Turnover Ratio	Total sales	Average accounts receivables	4,503.36	822.85	3,857.68	256.74	3,311.34	395.86	5.47	15.54	8.61	(48%)	Increase in Receivables
(g)	Trade Payables Turnover Ratio	Total purchases	Average accounts payable	2,902.14	603.64	3,877.36	429.26	1,871.77	398.24	4.75	7.41	7.52	(39%)	Increase in Payables
(h)	Net Capital Turnover Ratio	Total sales including other operating revenue	Average working capital	4,503.36	2,771.18	3,857.68	3,076.77	3,311.34	1,735.83	1.64	1.87	1.34	(11%)	Not applicable
(i)	Net Profit Ratio	Net profit after taxes	Total sales including other operating revenue	275.48	4,503.36	205.28	3,857.68	75.95	3,313.34	0.06	0.05	0.03	18%	Not applicable
(j)	Return on Capital Employed	Earnings before interest and taxes	Capital employed	461.77	2,602.17	307.16	1,367.26	141.91	883.93	0.17	0.22	0.16	(23%)	Not applicable
(k)	Return on Investment	Net income from investments	Average investments	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

(All amounts are in Rupees millions, unless otherwise stated)

46 Statement of reconciliation between opening and closing balances of balance sheet liabilities arising from financing activities due to cash flow and non-cash changes:

Particulars	Borrowings not considered as cash and cash equivalents and working capital loans (including interest)
Balance as at 01 April 2022	294.80
Cash movements (including repayment of interest)	93.71
Non cash movements	
Interest expense for the year	27.35
Balance as at 31 March 2023	415.86
Cash movements (including repayment of interest)	21.20
Non cash movements	
Interest expense for the year	36.91
Closing as at 31 March 2024	473.97
Cash movements (including repayment of interest)	354.18
Non cash movements	
Interest expense for the year	48.36
Closing as at 31 March 2025	876.51

For lease liability refer note 7

47 The Ministry of Corporate Affairs (MCA) has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules 2021 requiring companies, which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

48 Utilisation of Borrowed funds and share premium:
(i) 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.

(ii) 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.

49 There are no material foreseeable losses, if any, on long-term contracts including derivative contracts on which the Company is required to recognise provision as required under the applicable law or accounting standards.

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

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

52 The Company did not have any material transactions with struck off companies under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956 during the year.

53 The Company has not entered into any arrangement in terms of Section 230 to 237 of the Companies Act, 2013.

54 The Company has neither traded nor invested in crypto currency or virtual currency during the financial year.

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

55 The Company does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the year (previous 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.

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

57 The Code on Social Security 2020 ("the Code") relating to employee benefits, during the employment and post-employment, has received Presidential assent on September 28, 2020. The Code has been published in the Gazette of India. Further, the Ministry of Labour and Employment has released draft rules for the Code on November 13, 2020. However, the effective date from which the changes are applicable is yet to be notified and rules for quantifying the financial impact are also not yet issued.

The Company will assess the impact of the Code and will give appropriate impact in the financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

58 Previous year figures have been regrouped/ reclassified, where necessary, to conform to this year's classification.

As per our report of even date

For D S R V & Co LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 006993N/N500097

DINESH KUMAR AGRAWAL
Partner
Membership No: 85714

Place: Faridabad
Dated: 23 September 2025

For and on behalf of the Board of Directors of
YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
CIN: U74899HR1993PLC032121

NAVNEET SINGH	SAMEER BANSAL	SONAM GOSAIN
Managing Director	Director	Company Secretary
DIN 00468898	DIN 00468786	A31290
Place: Faridabad	Place: Faridabad	Place: Faridabad
Dated: 23 September 2025	Dated: 23 September 2025	Dated: 23 September 2025

D S R V AND CO LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

Independent Auditor's Report

To the Members of YOGIJI DIGI LIMITED

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

OPINION

We have audited the consolidated financial statements of **YOGIJI DIGI LIMITED** (hereinafter referred to as the 'Holding Company' or the 'Company') and its subsidiary, which comprise the consolidated balance sheet as at March 31, 2025, and the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of 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, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 ("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 Company and its subsidiary as at March 31, 2025, of its consolidated profit and other comprehensive loss, consolidated changes in equity and consolidated cash flows for the year then ended.

BASIS FOR OPINION

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs 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 Company and its subsidiary in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in paragraph (a) of the "Other Matters" section below, is sufficient and appropriate to provide a basis for our opinion on the consolidated financial statements.

MANAGEMENT'S AND BOARD OF DIRECTORS' RESPONSIBILITIES FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Holding Company's Management and Board of Directors are responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, financial performance including other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Company including its subsidiary in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. The respective Management and Board of Directors of the Company and of its subsidiary are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of each company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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, which have been used for the purpose of preparation of the consolidated financial statements by the Management and Board of Directors of the Holding Company, as aforesaid.

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

In preparing the consolidated financial statements, the respective Management and Board of Directors of the Company and of its subsidiary are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the Company and of its subsidiary are responsible for overseeing the financial reporting process of each company.

AUDITOR'S RESPONSIBILITIES 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 consolidated 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 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 for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

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

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

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of consolidated financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. 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 consolidated 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 and its subsidiary to cease to continue as a going concern.

- 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.

- Obtain sufficient appropriate audit evidence regarding the financial statements/financial information of such entities or business activities within the Company and its subsidiary to express an opinion on the consolidated financial statements. We are responsible for the direction,

DSRV AND CO LLP Chartered Accountants FARIDABAD supervision and performance of the audit of the financial statements/financial information of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in paragraph (a) of the section titled "Other Matters" in this audit report.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors 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.

OTHER MATTERS

a) The comparative financial information of the Company for the year ended 31 March 2024 and 31 March 2023 and the transition date opening balance sheet as at 1 April 2022 included in these financial statements, are based on the previously issued statutory financial statements prepared in accordance with the Companies (Accounting Standards) Rules, 2006 audited by us whose report for the year ended 31 March 2024 dated 1 September 2024 respectively expressed an unmodified audit opinion on those financial statements, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have been audited by us. Further, as the subsidiary was acquired during the financial year ended March 31, 2024, hence consolidated financial statement for year ended March 31, 2023 and the transition date balance sheet as at 1 April 2022 has been considered same as standalone financials statement of the Company.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the management.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

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

B. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable, 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.

b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.

c) The consolidated balance sheet, the consolidated statement of profit and loss (including other comprehensive income), the consolidated statement of changes in equity and the consolidated statement of cash flows dealt with by this Report are in agreement with the

DSRV AND CO. LLP Chartered Accountants FARIDABAD

relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under section 133 of the Act.

e) On the basis of the written representations received from the directors of the Holding Company as on 31 March 2025 taken on record by the Board of Directors of the Holding Company, none of the directors of the Holding Company is disqualified as on 31 March 2025 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 Holding Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us, as noted in the 'Other Matters' paragraph:

1. The consolidated financial statements disclose the impact of pending litigations as at March 31, 2025 on the consolidated financial position of the Company and its Subsidiary.

2. The Company has made provision in the consolidated Ind AS financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

3. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and subsidiary Company incorporated in India.

4. (i) The management has represented that, to the best of its knowledge and belief, 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 Holding Company or subsidiary company incorporated in India to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Holding Company or its subsidiary companies incorporated in India or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

   (ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Holding Company or subsidiary company incorporated in India from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company or subsidiary company incorporated in India shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.

   (iii) Based on such audit procedures as 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 4 (i) and 4 (ii) contain any material mis-statement.

5. In our opinion the Company or its subsidiary has not declared or paid any dividend during the year. Accordingly, the provisions of Section 123 of the Companies Act, 2013, are currently not applicable to Company.

DSRV AND CO LLP Chartered Accountants FARIDABAD

h) Based on our examination of Tally Prime Gold which is the accounting software being used by the Company used for maintaining its books of account during the year ended March 31, 2025, which included test checks, the Company has used accounting software systems for maintaining its books of account for the year ended 31 March 2025 which have 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 systems. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with.

Furthermore, the audit trail has been preserved by the Company as per the statutory requirements for record retention where the audit trail feature was enabled.

i) As required by Section 197(16) of the Act, we report that the remuneration paid by the Company to its directors during the year is in excess of the limits laid down under Section 197 of the Act. However, the Company has obtained the requisite approval of its shareholders in accordance with the provisions of Section 197 read with Schedule V to the Act. Accordingly, the remuneration paid is in compliance with the provisions of the Act.

For D S R V & CO LLP
Chartered Accountant
Firm Registration No.: 006993N/N500073

DINESH KUMAR AGRAWAL
Partner
Membership No.: 85714
UDIN: 25085714BMLIFW1944

Place: Faridabad
Date: 23 September 2025

Annexure A referred to in the Independent Auditors' Report to the Members of YOGIJI DIGI LIMITED on the consolidated financial statements for the year ended March 31, 2025 (Referred to in our report of even date)

With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO"/ "the Order") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us included in the consolidated financial statements to which reporting under CARO is applicable, we report that in respect of subsidiary where audits have been completed under section 143 of the Act, there are no qualifications or adverse remarks by the respective auditors in the CARO reports of the said companies included in the consolidated financial statements

For **D S R V & CO LLP**
Chartered Accountant
Firm Registration No.: 006993N/N500073

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

DINESH KUMAR AGRAWAL
Partner
Membership No.: 85714
UDIN: 25085714BMLIFW1944

Place: Faridabad
Date: 23 September 2025

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED IND AS FINANCIAL STATEMENTS OF YOGIJI DIGI LIMITED FOR THE YEAR ENDED MARCH 31, 2025

[Referred to in paragraph under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report of even date to the Members of **YOGIJI DIGI LIMITED** (the "Holding Company") on the consolidated Ind AS Financial Statements of the Holding Company and its Subsidiary Company (together referred to as the "Group") for the year ended March 31, 2025]

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

In conjunction with our audit of the consolidated Ind AS financial statements of the Group as of and for the year ended March 31, 2025, we have audited the internal financial controls with reference to consolidated Ind AS financial statements of Holding Company, which is a Company incorporated in India, as of that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Board of Directors of the Holding Company and its Subsidiary Company which are Companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control with reference to consolidated Ind AS financial statements 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 ("the 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 the respective 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 Act.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated Ind AS financial statements of the Holding Company and its Subsidiary Company, which are Companies incorporated in India, 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") issued by the ICAI and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 internal financial controls with reference to consolidated Ind AS financial statements 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 internal financial controls with reference to consolidated Ind AS financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated Ind AS financial statements included obtaining an understanding of internal financial controls with reference to consolidated Ind AS financial statements, 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 consolidated Ind AS financial statements, whether due to fraud or error.
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated Ind AS financial statements of the Holding company and its Subsidiary Company, which are Companies incorporated in India.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

A Company's internal financial control with reference to consolidated Ind AS financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of consolidated Ind AS financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to consolidated Ind AS financial statements 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 consolidated Ind AS financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of Management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the consolidated Ind AS financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED IND AS FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls with reference to consolidated Ind AS financial statements, 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 with reference to consolidated Ind AS financial statements to future periods are subject to the risk that the internal financial control with reference to consolidated Ind AS financial statements 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 to financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2025.

For **D S R V & CO LLP**
Chartered Accountant
Firm Registration No.: 006993N/N500073

DINESH KUMAR AGRAWAL
Partner
Membership No.: 85714
UDIN: 25085714BMLIFW1944

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

Place: Faridabad
Date: 23 September 2025

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Consolidated Balance Sheet as at March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

Particulars	Note No.	As at March 31, 2025	As at March 31, 2024	As at March 31, 2023	As at April 1, 2022
ASSETS					
Non-current assets					
Property, plant and equipment	3	818.11	658.25	371.65	234.92
Capital work in progress	4	317.78	240.37	95.71	126.97
Right of use assets	7	15.52	20.49	-	-
Intangible asset	5	16.06	7.76	7.23	4.31
Intangible assets under development	6	28.29	11.33	-	-
Financial assets				-	-
Other	8	35.69	25.44	4.47	1.76
Other non-current assets	11	46.80	9.29	4.23	-
Deferred tax assets (net)		-	4.16	-	-
		1,278.25	977.19	483.31	367.95
Current assets					
Inventories	9	1,154.27	1,538.07	1,075.04	955.12
Financial assets					
Trade receivables	10	1,226.20	469.22	314.00	257.72
Cash and cash equivalents	11	52.60	27.44	3.84	82.07
Other bank balance	12	48.60	39.56	35.66	17.41
Others	8	554.27	331.60	213.03	79.51
Other current assets	13	232.15	306.45	467.57	261.43
Current tax assets	44	-	-	-	0.09
		3,268.10	2,712.35	2,109.15	1,653.36
Total Assets		4,546.35	3,689.55	2,592.46	2,021.31
EQUITY AND LIABILITIES					
Equity					
Equity share capital	14	27.01	18.91	14.33	14.33
Other equity	15	1,754.06	865.30	451.71	372.70
Total Equity		1,781.07	884.21	466.04	387.03
Liabilities					
Non-current liabilities					
Financial liabilities					
Borrowings	16	266.12	235.96	205.07	145.66
Lease Liability	17	12.13	16.61	-	-
Other non-current liabilities	20	226.12	220.55	319.50	210.98
Provision	21	25.94	16.93	8.33	6.53
Deferred tax liabilities (Net)	44	8.94	-	7.86	6.17
Other non-current liabilities	20				
		539.25	490.05	540.76	369.34
Current liabilities					
Financial liabilities					
Borrowings	16	622.40	330.66	210.78	149.14
Lease Liability	17	4.48	3.80	-	-
Trade payables					
- total outstanding dues of micro enterprises and small enterprises	18	344.43	264.06	59.54	33.57
- total outstanding dues of creditors other than micro enterprises and small enterprises	18	534.44	405.00	231.22	172.35
Others	19	55.38	36.25	3.94	4.30
Other current liabilities	20	714.40	1,224.17	1,066.94	905.37
Provision	21	3.14	2.31	0.20	-
Current tax liabilities (net)	44	47.36	48.95	11.04	
		2,226.03	2,315.29	1,585.66	1,264.94
Total Liabilities		2,765.28	2,805.34	2,126.42	1,634.28
Total Equity and Liabilities		4,546.35	3,689.55	2,592.46	2,021.31

Summary of significant accounting policies 2
The accompanying notes form an integral part of these consolidated financial statements.

In terms of our report of even data

For D S R A V & Co LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 006993N

DINESH KUMAR AGRAWAL
Partner
Membership No. 85714

Place: Faridabad
Dated: 23 September 2025

For and on behalf of the Board of Directors of
YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
CIN: U74899HR1993PLC032121

HAVNEET SINGH
Managing Director
DIN 00468898

Place: Faridabad
Dated: 23 September 2025

SAMEER BANSAL
Director
DIN 00468786

Place: Faridabad
Dated: 23 September 2025

SONAM GOSAIN
Company Secretary
A31290

Place: Faridabad
Dated: 23 September 2025

Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Consolidated Statement of Profit and Loss for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

Particulars	Note No.	For the year March 31, 2025	For the year March 31, 2024	For the year March 31, 2023
Revenue from operations	22	4,796.84	3,965.30	2,313.34
Other income	23	39.87	45.27	96.93
Total income		4,836.71	4,010.58	2,410.27
Expenses				
Cost of material consumed	24	3,182.31	2,783.12	1,856.26
Changes in inventories of finished goods, stock-in-trade and work-in-progress	25	134.57	169.07	(170.68)
Employee benefit expenses	26	401.21	311.43	243.57
Finance costs	27	76.86	49.52	35.01
Depreciation and amortisation expense	3 & 4	71.56	51.44	30.91
Other expenses	29	573.47	396.95	308.34
Total expenses		4,439.97	3,761.54	2,303.41
Profit before tax		396.74	249.04	106.86
Tax expenses	44			
Current tax		(86.55)	(60.80)	(24.90)
- Tax adjusted for earlier years		(15.13)	(1.87)	(0.05)
Deferred tax		(14.73)	12.93	(2.00)
Profit for the year		280.32	199.30	79.91
Other Comprehensive Income				
Items that will not be reclassified subsequently to profit or loss				
Remeasurement Loss on defined benefit obligation		6.49	1.15	1.20
Tax effect		(1.63)	(0.29)	(0.30)
Total Other Comprehensive Loss		4.86	0.86	0.90
Total Comprehensive Profit		275.46	198.44	79.01
Earnings per equity share	30			
[Face value per equity share Rs. 100 each]				
Basic earning per share (in Rs.)		1,057.07	1,331.56	557.67
Diluted profit per share (in Rs.)		1,057.07	1,331.56	557.67

Summary of significant accounting policies 2

The accompanying notes form an integral part of these consolidated financial statements.

In terms of our report of even date

For D S R V & Co LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: 006993N/N500073

DINESH KUMAR AGRAWAL
Partner
Membership No. 85714

Place: Faridabad
Dated: 23 September 2025

For and on behalf of the Board of Directors of
YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
CIN: U74899HR1993PLC032121

NAVNEET SINGH	SAMEER BANSAL	SONAM GOSAIN
Managing Director	Director	Company Secretary
DIN 00468898	DIN 00468786	A31290
Place: Faridabad	Place: Faridabad	Place: Faridabad
Dated: 23 September 2025	Dated: 23 September 2025	Dated: 23 September 2025

D S R V AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Consolidated Statement of Changes in Equity for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

A. Equity Share Capital

Equity shares of INR 10 each issued, subscribed and fully paid

	No of shares (Absolute)	Share capital (Amount)
As at 1 April 2022	1,43,300	14.33
Addition during the year	-	-
At 31 March 2023	1,43,300	14.33
Addition during the year	45,750	4.58
At 31 March 2024	1,89,050	18.91
Addition during the year	81,021	8.10
At 31 March 2025	2,70,071	27.01

B. Other Equity

	Reserves and surplus					
	Securities premium	Retained earnings	Capital reserve	Share application pending allotment	Others comprehensive income	Total
As at 1 April 2022	109.32	258.38	5.00	-	-	372.70
Remeasurement gain on defined benefit obligation	-	-	-	-	(0.90)	(0.90)
Profit for the year	-	79.91	-	-	-	79.91
As at 31 March 2023	109.32	338.29	5.00	-	(0.90)	451.71
As at 1 April 2023	109.32	338.29	5.00	-	(0.90)	451.71
Addition during the year	176.91	-	-	21.42	-	198.33
Business combination (Bargain purchase)	-	-	16.80	-	-	16.80
Remeasurement gain on defined benefit obligation (Net of tax)	-	-	-	-	(0.86)	(0.86)
Profit for the year	-	199.33	-	-	-	199.33
As at 31 March 2024	286.23	537.62	21.80	21.42	(1.76)	865.31
As at 1 April 2023	286.23	537.62	21.80	21.42	(1.76)	865.31
Addition during the year	634.75	-	-	-	-	634.75
Share issued during the year	-	-	-	(21.42)		(21.42)
Remeasurement gain on defined benefit obligation (Net of tax)	-	-	-	-	(4.86)	(4.86)
Profit for the year	-	280.29	-	-	-	280.29
As at 31 March 2025	920.98	817.91	21.80	-	(6.62)	1,754.07

The accompanying notes form an integral part of these consolidated financial statements.

In terms of our report of even date

For D S R V B & Co LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: [illegible]

DINESH KUMAR AGRAWAL
Partner
Membership No. 85714

Place: Faridabad
Dated: 23 September 2025

For and on behalf of the Board of Directors of
YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
CIN: U74899HR1993PLC032121

NAVNEET SINGH
Managing Director
DIN 00468898

Place: Faridabad
Dated: 23 September 2025

SAMEER BANSAL
Director
DIN 00468786

Place: Faridabad
Dated: 23 September 2025

SONAM GOSAIN
Company Secretary
A31290

Place: Faridabad
Dated: 23 September 2025

YOGIJI DIGI LIMITED FARIDABAD

DSRVB AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Consolidated Statement of Cash Flows for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

Particulars	For the year 31 March 2025	For the year 31 March 2024	For the year 31 March 2023
A Cash flows from operating activities			
Net profit before tax	396.74	249.04	106.86
Adjustments for:			
Finance cost	75.10	48.33	35.01
Interest income	(4.26)	(3.68)	(3.17)
Rent expenses	(5.56)	(3.15)	-
Liabilities written back	(1.33)	(1.95)	(70.07)
Balance written off	27.63	-	-
Loss on sale of fixed assets	0.88	(0.88)	4.16
Depreciation and amortisation expenses	71.56	51.44	30.91
Operating profit before working capital changes	**560.75**	**339.15**	**103.70**
Working capital adjustments:			
Movement in trade and other payables	82.19	139.95	84.84
Movement in inventories	383.80	(65.80)	(119.92)
Movement in trade receivables	(756.98)	(99.30)	(56.28)
Increase in other current assets	(158.62)	85.99	(342.34)
Increase in other current liabilities and provisions	(486.44)	(160.46)	340.40
Cash (used in)/ generated from operations	**(375.30)**	**239.53**	**10.40**
Taxes paid (including tax deducted at source, net of refund)	(103.27)	(29.25)	(11.91)
Net cash (used in)/ generated from operating activities	**(478.57)**	**210.28**	**(1.51)**
B Cash flows from investing activities:			
Purchase of property plant and equipment other intangible assets (including movement for capital advances and payable for fixed assets)	(359.69)	(226.44)	(147.68)
Interest income	4.26	3.68	3.17
Bank balances other than cash and cash equivalents	(9.04)	(3.90)	(18.25)
Net cash used in investing activities	**(364.47)**	**(226.67)**	**(162.76)**
C Cash flows from financing activities:			
Proceeds from long term borrowings from bank	120.01	126.03	117.45
Repayment of long term borrowings from bank	(128.49)	(119.37)	(65.00)
Proceeds from short term borrowings (net)	330.38	51.08	68.59
Issue of equity share capital (including security premium)	621.40	-	-
Share Application Money pending for allotment	-	21.42	-
Interest paid	(75.10)	(48.30)	(35.00)
Net cash generated from financing activities	**868.20**	**30.86**	**86.04**
Net increase/ (decrease) in cash and cash equivalents	25.16	14.47	(78.23)
Cash and cash equivalents out of business combination on acquisition date	-	9.14	-
Cash and cash equivalents at beginning of the year	27.44	3.84	82.07
Cash and cash equivalents at end of the year (Refer footnote 1 to note 9	**52.60**	**27.44**	**3.84**
Cash and cash equivalents at end of the year (Refer note 9)	**52.60**	**27.44**	**3.84**

Notes :

1. The above Cash flow statement has been prepared under the indirect method set out in Ind AS-7, 'Statement of Cash Flows'.
2. Notes to the financial statements are an integral part of the Cash Flow Statement.
3. Refer note 32 for reconciliation of change in financial activities.

The accompanying notes form an integral part of these consolidated financial statements.

In terms of our report of even date

For D S R V & Co LLP
CHARTERED ACCOUNTANTS

Firm Registration Number: 006993N/N500073

DINESH KUMAR AGRAWAL
Partner
Membership No. 85794

Place: Faridabad
Dated: 23 September 2025

For and on behalf of the Board of Directors of
YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
CIN: U74899HR1993PLC052121

NAVNEET SINGH	SAMEER BANSAL	SONAM GOSAIN
Managing Director	Director	Company Secretary
DIN 00468898	DIN 00468786	A31290
Place: Faridabad	Place: Faridabad	Place: Faridabad
Dated: 23 September 2025	Dated: 23 September 2025	Dated: 23 September 2025

D S R V AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Consolidated Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

1. Corporate information

The consolidated financial statements (or financial statement) comprise financial statements of Yogiji Digi Limited ("Holding Company" or "Parent Company") and its subsidiary "the Group". The Parent Company is a Public Limited Company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India and having its registered office at Plot No 148 Sector 58, Faridabad Harayana-121004. Pursuant to the applicable provisions of the Companies Act, the Parent Company, during the financial year 2024-25, converted into a Public Limited Company with effect from 13 March 2025. The Parent Company is presently functioning as a Public Limited Company in accordance with the provisions of the Companies Act, 2013. The Group is engaged in the business of Manufacturing of Cold Rolling Mills, Recoiler/Uncoiler, Coaters, rolling mill equipment, tension reels, etc. The board of directors approved the consolidated financial statements for the year ended 31 March 2025 and authorised for issue on 23 September 2025.

2. Material accounting policies:

Material accounting policies adopted by the Company are as under:

2.1 Basis of Consolidation and material accounting policies

(a) Statement of compliance of Ind AS

These Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 (the "Act") read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other relevant provisions of the Act and presentation requirements of Division II of Schedule III to the Act (Ind AS compliant Schedule III), as applicable to the financial statements.

The Financial Statements up to year ended 31 March 2024 were prepared in accordance with the accounting standards notified under the Section 133 of the Act, read together with paragraph 7 of the Companies (Accounts) Rules, 2021 (hereinafter referred as 'Indian GAAP' or 'Previous GAAP'). These financial statements for the year ended 31 March 2025 are the first financial statements prepared by the Company in accordance with Ind AS. The date of transition to Ind AS is 01 April 2022. Refer to note 42 for information on first time adoption of Ind AS by the Company.

(b) Basis of measurement

The Financial Statements have been prepared on an accrual basis and under the historical cost convention, except for certain financial assets and liabilities which are measured at fair value (refer para 2.3 (n) of material accounting policies).

The functional and presentation currency of the Company is Indian Rupee ("Rs"), which is the currency of the primary economic environment in which the Company operates.

The Financial Statements have been prepared on an accrual and going concern basis. Accounting policies have been consistently applied, except where a newly issued Indian Accounting Standard is initially adopted or a revision to an existing Indian Accounting Standard requires a change in the accounting policy hitherto in use.

All amounts reported in the Financial Statements and notes have been rounded off to the nearest "millions", unless otherwise stated. Transactions and balances with values below the rounding-off norm adopted by the Company have been reflected as "0.00" in the relevant notes to these Financial Statements.

DSRV AND CO LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(c) Basis of consolidation

The consolidated financial statement includes the financial statements of the Company and its subsidiary controlled by the Group as at March 31, 2025. Control is achieved when the Group:

- has power over the investee;
- has the ability to use its power to affect its return; and
- is exposed, or has rights, to variable returns from its involvement with the investee.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit and loss from the date the Group gains control until the date when the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.

The Company have only one subsidiary "YOGI JI TECHNOEQUIP PRIVATE Limited". The subsidiary is the wholly owned subsidiary of the company effective from February 10, 2024.

The financials statements of the Group and its subsidiaries have been combined on line by line basis by adding together the book value of like items of assets, liabilities, income and expenses after fully eliminating the intra group transactions and unrealised profits.

Consolidation procedure:

(a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.

(b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion o equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.

(c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions."

(d) Use of estimates and judgements

The preparation of financial statements in conformity with Ind AS requires the Management to make estimates and assumptions that affect the reported amount of assets and liabilities as at the Balance Sheet date, the reported amount of revenue and expenses for the year, and disclosures of contingent liabilities as at the Balance Sheet date.

The estimates and assumptions used in the financial statements are based upon the Management's evaluation of the relevant facts and circumstances as at the date of the financial statements. Actual results could differ from these estimates.

Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates, if any, are recognized in the year in which the estimates are revised and in any future years affected (Refer para 2.4 of material accounting policies).

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(e) Classification between Current and Non-current

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.
An asset is treated as current when:
- Expected to be realised or intended to be sold or consumed in normal operating cycle,
- Held primarily for the purpose of trading,
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when it is:
- Expected to be settled in normal operating cycle,
- Held primarily for the purpose of trading,
- Due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Based on the nature of business 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 as twelve months for the purpose of current and non- current classification of assets and liabilities.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.2 Recent accounting pronouncements

Standards issued but not yet effective

The Ministry of Corporate Affairs (MCA) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On 31 March 2025, the Ministry of Corporate Affairs (MCA) did not issue any amendment to Ind AS which is effective from 01 April 2025.

2.3 Summary of material accounting policies

a) Property, plant and equipment

Recognition and measurement

Property plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price, borrowing costs, if capitalisation criteria are met and any cost attributable to bringing the assets to its working condition for its intended use which includes taxes, freight, and installation and allocated incidental expenditure during construction/ acquisition and exclusive input tax credit (IGST/CGST and SGST) or other tax credit available to the Company.

When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives or remaining life of the respective asset. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the statement of profit and loss as incurred.

DSRV AND CO LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

Subsequent expenditure relating to property, plant and equipment is capitalized only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognised.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with carrying value of all of its property, plant and equipment recognised as at 01 April 2022 measured as per the previous GAAP and use that carrying value as deemed cost of the property, plant and equipment.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual value, over their estimated useful lives. The Company has used the following useful lives to provide depreciation on its property, plant and equipment which are similar as compared to those prescribed under the Schedule II to the Act:

Category of assets	Useful Life
Buildings	30 Years
Plant & machinery	10-15 Years
Furniture and fixtures	10 Years
Vehicles	8-10 Years
Office equipment	5 Years
Computer hardware	3 years

Leasehold improvements are depreciated over their estimated useful life, or the remaining period of lease from the date of capitalisation, whichever is shorter.

The Company, based on technical assessment made by technical expert and management estimate, depreciates certain items of plant and machineries which are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Depreciation on addition to property, plant and equipment is provided on pro-rata basis from the date the assets are ready for intended use. Depreciation on sale/deduction from property, plant and equipment is provided for upto the date of sale, deduction or discard of property, plant and equipment as the case may be.

Salvage value is the estimated resale value of an asset at the end of its useful life. It is adjusted from the cost of property, plant and equipment to determine the amount of the asset cost that will be depreciated. Thus, salvage value is used as a component for the calculation of depreciation. The Company has taken 5% of value of assets as its salvage value.

Depreciation methods, useful lives and residual values (if any) are reviewed periodically, including at each financial year end and adjusted prospectively, if appropriate.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

b) Intangible asset

Intangible assets including those acquired by the Company are initially measured at acquisition cost. Such intangible assets are subsequently stated at acquisition cost, net of accumulated amortisation and accumulated impairment loss, if any.

Subsequent expenditure is capitalised only when it increases the future economic benefits from the specific asset to which it relates. An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognized as income or expense in the statement of profit and loss.

The Company amortises software and other intangible assets with a finite useful life using the straight-line method over period of 3 years.

Amortisation on addition to intangible assets is provided on pro-rata basis from the date the assets are ready for intended use. Amortisation on sale/discard from intangible assets is provided for upto the date of sale, deduction or discard of intangible assets as the case may be.

Intangible assets with finite lives are assessed for impairment whenever there is an indication that the intangible asset may be impaired.

The amortisation period and the amortisation method are reviewed at least at each year-end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly.

c) Capital work-in-progress

Capital work-in-progress comprises cost of acquired or self-generated property, plant and equipment that are not yet ready for their intended use at the balance sheet date.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets and the cost of assets not put to use before such date are disclosed under capital work-in-progress ("CWIP"). CWIP is stated at cost, net of accumulated impairment loss, if any.

d) Leases

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

For arrangements entered into prior to 01 April 2023, the Company has determined whether the arrangement contain lease on the basis of facts and circumstances existing on the date of transition.

<u>Company as a lessee</u>

Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the year in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date since the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

Short-term leases

The Company applies the short-term lease recognition exemption to its short-term leases of building (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments of short-term leases are recognised as expense on a straight-line basis over the lease term in the statement of profit and loss.

e) Inventories

Inventories are valued at the lower of cost and net realisable value, as follows:

Raw materials and packing materials: cost includes cost of purchase (excluding those subsequently recoverable by the enterprise from the concerned revenue authorities) and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on First in First Out (FIFO). The carrying cost of raw materials, packaging materials and stores and spare parts are appropriately written down to replacement cost when the finished products in which these will be incorporated are expected to sell below cost.

Work-in-progress, manufactured finished goods and traded goods: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs. Cost of work in progress and manufactured finished goods is determined on the FIFO and comprises direct material, cost of conversion and other costs incurred in bringing these inventories to their present location and condition. Cost of traded goods is determined on a FIFO. The comparison of cost and net realisable value is made on an item-by-item basis.

Stores and spare parts are valued at cost. cost includes cost of purchase (excluding those subsequently recoverable by the enterprise from the concerned revenue authorities) and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on FIFO basis.

Goods-in-transit are valued at actual cost price only.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Provision of obsolescence on inventories is considered on the basis of management's estimate based on demand and market of the inventories.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

f) Revenue recognition

Sales of goods

Revenue from contracts with customers is recognised when a performance obligation is satisfied by transfer of promised goods or services to a customer.

For performance obligation satisfied over time, the revenue recognition is done using output method by measuring the progress towards complete satisfaction of performance obligation. The progress is measured in terms of a proportion of actual goods or services delivered which co-incide with terms of the agreement and payment terms attributable to the performance obligation as it best depicts the transfer of control that occurs as good or services are delivered.

The Company transfers control of a good or service over time and therefore satisfies a performance obligation and recognises revenue over a period of time if one of the following criteria is met: (a) the customer simultaneously consumes the benefit of the company's performance or (b) the customer controls the asset as it is being created/enhanced by the company's performance or (c) there is no alternative use of the asset and the company has either explicit or implicit right of payment considering legal precedents. In all other cases, performance obligation is considered as satisfied at a point in time.

The revenue is recognised to the extent of transaction price allocated to the performance obligation satisfied. Transaction price is the amount of consideration to which the Company expects it to be entitled in exchange for transferring goods or services to a customer excluding amounts collected on behalf of a third party. The Company includes variable consideration as part of transaction price when there is a basis to reasonably estimate the amount of the variable consideration and when it is probable that a significant reversal of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is resolved.

Variable consideration is estimated using the expected value method or most likely amount as appropriate in a given circumstance. Payment terms agreed with a customer are as per business practice and the financing component, if significant, is separated from the transaction price and accounted as interest income.

Costs to obtain a contract which are incurred regardless of whether the contract was obtained are charged off in profit & loss immediately in the period in which such costs are incurred. Incremental costs of obtaining a contract, if any, and costs incurred to fulfill a contract are amortised over the period of execution of the contract in proportion to the progress measured in terms of a proportion to the revenue recognised to date.

For contracts where the aggregate of contract cost incurred to date plus recognised profits (or minus recognised losses as the case may be) exceeds the progress billing, the surplus is shown as contract asset and termed as "Unbilled revenue". For contracts where progress billing exceeds the aggregate of contract costs incurred to date plus recognised profits (or minus recognised losses, as the case may be), the surplus is shown as contract liability and termed as "Excess of billing over revenue". Amounts received before the related work is performed are disclosed in the Balance Sheet as contract liability and termed as "Advances from customer". The amounts billed on customer for work performed and are unconditionally due for payment i.e. only passage of time is required before payment falls due, are disclosed in the Balance Sheet as trade receivables. The amount of retention money held by the customers pending completion of performance milestone is disclosed under other financial assets and is reclassified as trade receivable as and when it becomes due for payment. The Company recognises impairment loss (termed as provision for expected credit loss in the consolidated financial statements) on account of credit risk in respect of a contract asset using expected credit loss model on similar basis as applicable to trade receivables.

Up to the year ended 31 March 2024, the Company's financial statements (prepared under Indian GAAP) presented trade receivables, retention amounts, and customer advances on a net basis for each customer. Accordingly prior year's figures has been reclassified to match the Company's current presentation policy, as described above.

Warranty and other related obligation The Group accounts for provision of warranty, return, refund and other similar obligations in accordance with Ind AS 37 "Provisions, Contingent Liabilities and Contingent Assets". Refer below for policy on provisions, contingent liabilities and contingent assets.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

Interest income

Interest income from financial assets is recognized when it is probable that economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on time basis, by reference to the principal outstanding and the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of financial assets to that asset's net carrying amount on initial recognition.

g) Taxes

Tax expense for the year, comprising current tax and deferred tax, is included in the determination of the net profit or loss for the year. Current and deferred tax is recognized in the Statement of Profit and Loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In such cases, the tax is also recognized in other comprehensive income or directly in equity, respectively.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

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

Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

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

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off tax assets against tax liabilities.

h) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM).

The board of directors of the Company assesses the financial performance and position of the Company and makes strategic decisions. The board of directors, which has been identified as being the chief operating decision maker, consists of managing director and other directors.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Consolidated Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

i) Finance costs

Borrowing cost includes interest, amortisation of ancillary costs incurred in connection with the arrangement of borrowings.

General and Specific borrowing costs that are attributable to the acquisition, construction or production of an asset that necessarily takes a substantial year of time to get ready for its intended use or sale are capitalised as part of the cost of the respective asset. All the other borrowing costs are expensed in the year they occur.

Any exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs has been reclassified to finance cost from foreign exchange gain/ loss.

j) Foreign currency transactions and balances

Items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Indian rupees (Rs.), which is the Company's functional and presentation currency.

Transactions and balances

Transactions in foreign currencies are initially recorded at functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in the statement of profit and loss.

k) Provisions, contingent liabilities and contingent assets

Provision are recognised when there is a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is not either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

With respect to delayed payment of MSME (Micro and Small) parties as defined under the MSME Act, the company do not provided for interest on delayed payment in the books of accounts as vendors generally waive their right of interest on delayed payment and assured the company that in future also they will not demand any interest on these delayed payments. Hence, no provision of interest has been accounted for in the books.

A contingent asset is not recognised unless it becomes virtually certain that an inflow of economic benefits will arise. When an inflow of economic benefits is probable, contingent assets are disclosed in the financial statements.

l) Retirement and other employee benefits

(i) Short term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the year in which the employees render the related service, are recognised in respect of employees' services up to the end of the year and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(ii) Defined contribution plan

Provident Fund:

Contribution towards provident fund is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis which are charged to the statement of profit and loss.

Employee's State Insurance Scheme:

Contribution towards employees' state insurance scheme is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis which are charged to the statement of profit

(iii) Defined benefit plans

Gratuity:

The Company operates a defined benefit gratuity plan in India, which is unfunded. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method. Remeasurements, comprising of actuarial gains and losses are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods. Past service costs are recognised in the statement of profit and loss on the earlier of the date of the plan amendment or curtailment and the date that the Company recognises related restructuring costs. Net interest is calculated by applying the discount rate to the net defined benefit liability. The Company recognises service costs comprising current service costs, past-service costs, gains and losses on curtailments and non- routine settlements; and net interest expense or income in the net defined benefit obligation as an expense in the statement of profit and loss.

n) Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(a) Financial assets

(i) Initial recognition and measurement

All financial assets are recognised initially at fair value. However, in the case of financial assets designated as FVTPL transactions costs are not added. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

(ii) Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:
- Debt instruments at amortised cost
- Debt instruments at fair value through other comprehensive income (FVTOCI)
- Debt instruments, derivatives and equity instruments at fair value through profit or loss (FVTPL)
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if the asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the statement of profit and loss. The losses arising from impairment are recognised in the statement of profit and loss.

Debt instrument at FVTOCI

A 'debt instrument' is classified as at the FVTOCI if the objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and the asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the Other Comprehensive Income (OCI). However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to the statement of profit and loss.

Debt instrument at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorisation as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss.

(iii) Derecognition

A financial asset is derecognized only when

a) the rights to receive cash flows from the financial asset is transferred or

b) retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset, nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial assets.

(iv) Impairment of financial assets

In accordance with Ind AS 109, Financial Instruments, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on financial assets that are measured at amortised cost, FVTPL and FVTOCI and for the measurement and recognition of credit risk exposure.

The Company follows a 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises the impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If in subsequent year, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12 months ECL.
Life time ECLs are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12 months ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the year end.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward- looking estimate. At every reporting date, the historical observed default rates are updated and changes in the forward- looking estimates are analysed. On that basis, the Company estimates impairment loss allowance on portfolio of its trade receivables.
ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all shortfalls), discounted at the original effective interest rate (EIR). When estimating the cash flows, an entity is required to consider all contractual terms of the financial instrument (including prepayment, extension etc.) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity uses the remaining contractual term of the financial instrument.

ECL impairment loss allowance (or reversal) recognised during the year is recognised as income/ expense in the statement of profit and loss. In balance sheet ECL for financial assets measured at amortised cost is presented as an allowance, i.e. as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

(b) Financial liabilities

(i) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives not designated as hedging instruments, as appropriate.
All financial liabilities are recognised initially at fair value and in the case of loans and borrowings and payables, net of directly attributable transaction costs. Fair valuation gains/ losses, on initial recognition of financial liabilities are recognised in Statement of Profit and Loss except in cases of such gains/ losses being occurred on account of transactions with holding/ subsidiary company in which case such gains/ losses are accounted as capital contribution (securities premium) in equity.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts.

(ii) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities classified as held for trading includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Gains or losses on liabilities held for trading are recognised in the Statement of Profit or Loss.

OSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(iii) Loans and borrowings

After initial recognition, interest-bearing borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in statement of profit and loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

(iv) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit or Loss.

(c) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

Derivative financial instruments, Initial recognition and subsequent measurement

Derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to statement of profit and loss.

o) Fair value measurement

The Company measures financial instruments, wherever applicable at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

p) Impairment of non-financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGU's to which the individual assets are allocated. Impairment losses are recognised in the statement of profit and loss.

For assets, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss.

q) Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the Statement of Cash Flows, Cash and Cash Equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

r) Statement of cash flows

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

s) Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average numbers of equity shares outstanding during the period are adjusted for events of bonus issue, share split or consolidation of shares.

For calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the after income tax effects of all dilutive potential equity shares. The dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date.

DSRV AND CO LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

2.4 Events after the reporting period

If the Company receives information after the reporting period but prior to the date when the financial statements are approved for issue, about conditions that existed at the end of the reporting period, it assesses whether the information affects the amounts recognised in its financial statements. The Company adjusts the amounts recognised in its financial statements to reflect any adjusting events after the reporting period and updates the disclosures that relate to those conditions in light of the new information.

For non-adjusting events after the reporting period, the Company does not change the amounts recognised in its financial statements but discloses the nature of the non-adjusting event and, if possible, an estimate of its financial effect, or a statement that such an estimate cannot be made.

2.6 Standards (including amendments) issued but not yet effective

There are no such standards which are notified but not yet effective.

(This space has been left blank intentionally)

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

3 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	39.14	115.01	1.73	49.13	5.06	3.87	234.92
Additions	21.45	41.01	38.31	0.60	68.75	5.51	3.88	179.51
Disposals	-	-	0.29	-	14.19	-	-	14.48
Balance as at March 31, 2023	42.43	80.15	153.03	2.33	103.69	10.57	7.75	399.95
Balance as at April 01, 2023	42.43	80.15	153.03	2.33	103.69	10.57	7.75	399.95
Business combination	92.15	9.17	35.88	0.59	21.04	1.26	1.76	161.85
Additions	9.75	-	105.28	0.28	59.66	3.09	2.99	183.05
Disposals	-	-	0.72	-	0.32	0.11	-	1.15
Balance as at March 31, 2024	144.33	89.32	293.46	3.20	184.07	14.81	12.50	743.69
Balance as at April 01, 2024	144.33	89.32	293.46	3.20	184.07	14.81	12.50	743.69
Additions	-	100.21	87.92	7.27	17.87	7.53	2.33	223.13
Disposals	-	-	0.05	-	2.30	-	-	2.35
Balance as at March 31, 2025	144.33	189.53	381.33	10.47	199.64	24.34	14.83	964.48
Accumulated depreciation and impairment losses								
Balance at April 01, 2022	-	-	-	-	-	-	-	-
Depreciation for the year	-	2.72	11.78	0.30	9.78	1.74	1.98	28.30
Disposals	-	-	-	-	-	-	-	-
Balance as at March 31, 2023	-	2.72	11.78	0.30	9.78	1.74	1.98	28.30
Balance at April 01, 2023	-	2.72	11.78	0.30	9.78	1.74	1.98	28.30
Business combination	-	0.42	5.49	0.14	6.33	0.37	0.75	13.50
Depreciation for the year	-	3.23	16.44	0.33	17.72	2.68	3.25	43.64
Disposals	-	-	-	-	-	-	-	-
Balance as at March 31, 2024	-	6.37	33.71	0.77	33.83	4.79	5.98	85.44
Balance at April 01, 2024	-	6.37	33.71	0.77	33.83	4.79	5.98	85.44
Depreciation for the year	-	5.06	24.17	0.50	23.76	3.86	3.58	60.94
Disposals	-	-	-	-	-	-	-	-
Balance as at March 31, 2025	-	11.43	57.88	1.27	57.59	8.65	9.56	146.38
Carrying amount (net)								
As at April 1, 2022	20.98	39.14	115.01	1.73	49.13	5.06	3.87	234.92
As at March 31, 2023	42.43	77.43	141.25	2.03	93.91	8.83	5.77	371.65
As at March 31, 2024	144.33	82.95	259.75	2.43	150.24	10.03	6.52	658.25
As at March 31, 2025	144.33	178.10	323.46	9.20	142.05	15.69	5.27	818.11

1. The Company has elected to continue with the carrying value of its Property, Plant and Equipment recognised as of 01 April 2022 (transition date) measured as per the Frevious GAAP and used that carrying value as its deemed cost as on the transition date as per Para D7AA of Ind AS 101 'First-time Adoption of Indian Accounting Standards'.
2. The Company has not revalued its property, plant and equipment during the year ended 31 March 2025 (31 March 2024, 31 March 2023 and 1 April 2022 : Nil).
3. The Company has pledged its property, plant and equipment as security.
4. Refer note 32 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Consolidated Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

4 Capital Work in progress

Particulars	Units at Crown Business Park	Plant & Machinery	Power Line	Building under Construction	Crane	Total
Balance as at April 01, 2022	92.81	-	-	29.15	5.01	126.97
Additions	2.92	-	-	-	-	2.92
Disposals/ Capitalised	-	-	-	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
Business combination	55.79	10.24	-	41.40	-	107.43
Additions	2.88	-	-	34.32	-	37.20
Balance as at March 31, 2024	154.40	10.24	-	75.72	-	240.37
Balance as at April 01, 2024	154.40	10.24	-	75.72	-	240.37
Additions	3.41	58.33	5.24	140.65	-	207.63
Disposals/ Capitalised	-	10.24	-	119.98	-	130.22
Balance as at March 31, 2025	157.81	58.33	5.24	96.40	-	317.78

5 Intangible assets

Particulars	Computer Software	License Fee	Total
Cost or deemed cost (gross carrying amount)			
Balance as at April 01, 2022	4.31	-	4.31
Additions	5.53	-	5.53
Balance as at March 31, 2023	9.84	-	9.84
Balance as at April 01, 2023	9.84	-	9.84
Additions	5.43	-	5.43
Balance as at March 31, 2024	15.27	-	15.27
Balance as at April 01, 2024	15.27	-	15.27
Additions	10.95	3.00	13.95
Balance as at March 31, 2025	26.22	3.00	29.22
Accumulated amortisation and impairment losses			
Balance at April 01, 2022	-	-	-
Depreciation for the year	2.61	-	2.61
Balance as at March 31, 2023	2.61		2.61
Balance at April 01, 2023	2.61		2.61
Depreciation for the year	4.90		4.90
Balance as at March 31, 2024	7.51		7.51
Balance at April 01, 2024	7.51		7.51
Depreciation for the year	4.96	0.69	5.65
Disposals	-	-	-
Balance as at March 31, 2025	12.47	0.69	13.16
Carrying amount (net)			
As at April 1, 2022	4.31	-	4.31
As at March 31, 2023	7.23	-	7.23
As at March 31, 2024	7.76	-	7.76
As at March 31, 2025	13.75	2.31	16.06

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

5 **Intangible Assets under development**

Particulars	SAP Development
Balance as at April 01, 2022	-
Additions	-
Disposals	-
Balance as at March 31, 2023	-
Balance as at April 01, 2023	-
Additions	11.33
Disposals	-
Balance as at March 31, 2024	11.33
Balance as at April 01, 2024	11.33
Additions	16.96
Disposals	-
Balance as at March 31, 2025	28.29

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
As at April 1, 2022	37.25	2.97	4.47	82.28	126.97
	37.25	2.97	4.47	82.28	126.97
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	3.97	5.88	3.36	141.19	154.41
Machinery for new Plant yet to be installed	20.23	0.24	-	10.00	30.47
Building under Construction	14.26	10.11	-	31.12	55.49
As at March 31, 2024	38.46	16.23	3.36	182.32	240.37
Units at Crown Business Park	3.39	3.97	5.88	144.55	157.79
Building under Construction	58.33	-	-	-	58.35
Plant & Machinery (Hangla II)	5.24	-	-	-	5.24
Power Line	96.40	-	-	-	96.40
As at March 31, 2025	163.36	3.97	5.88	144.55	317.78

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
SAP Development	11.33	-	-	-	11.33
As at March 31, 2024	11.33	-	-	-	11.33
SAP Development	16.96	11.33			28.29
As at March 31, 2025	16.96	11.33	-	-	28.29

Note:
There are no projects as on the reporting date which have materially exceeded cost as compared to its original plan or where completion is overdue.

DSRV AND CO. LLP ★ Chartered Accountants ★ FARIDABAD

YOGIJI DIGI LIMITED ★ FARIDABAD ★

(All amounts are in Rupees millions, unless otherwise stated)

7 **Right-of-Use (ROU) assets and lease liabilities**

The Company has various lease agreements for its building and equipments. The Company has determined that the risks and benefits related to the leased properties are retained by the lessors. Accordingly, these are accounted for as operating leases.

These lease agreements are for terms ranging upto five years and, in most cases, provide for rental escalations of 5%. Most of these agreements are renewable at the mutual consent of the parties to the contract.

The Company recognizes an operating lease liability and right-of-use asset in compliance with current lease accounting standard IND AS 116. The amount of right-of-use asset is equal to the present value of the remaining lease payments discounted using the incremental borrowing rate of each respective country. Modifications, if any are recalculated and corresponding adjustments are made to the carrying values of both the lease liability and right-of-use assets.

A right-of-use asset is measured as the amount of the lease liability adjusted for the amount of deferred straight-line rent, prepaid rent and lease incentive allowances previously recognized.

(i) **Changes in the carrying value of Right-of-use (ROU) assets**

Particulars	Leasehold Land and Building
Cost or valuation	
As at 01 April 2022	-
Additions	-
Disposals/ adjustments	-
As at 31 March 2023	-
Additions	23.39
Disposals/ adjustments	-
As at 31 March 2024	23.39
Additions	-
Disposals/ adjustments	-
As at 31 March 2025	23.39
Accumulated amortisation	
Up to 01 April 2022	-
For the year	-
Disposals/ adjustments	-
Up to 31 March 2023	-
For the year	2.90
Disposals/ adjustments	-
As at 31 March 2024	2.90
For the year	4.97
Disposals/ adjustments	-
As at 31 March 2025	7.87
Net block	
As at 31 March 2025	15.52
As at 31 March 2024	20.49
As at 31 March 2023	-
As at 31 March 2022	-

OSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

(ii) The following is the movement in lease liabilities during the year:

Particulars	Leasehold Land and Building
Balance as at 01 April 2022	-
Additions	-
Interest on lease liabilities	-
Deletions	-
Payment of lease liabilities	-
Balance as at 31 March 2023	-
Additions	22.38
Interest on lease liabilities	1.18
Deletions	-
Payment of lease liabilities	(3.15)
Balance as at 31 March 2024	20.41
Additions	-
Interest on lease liabilities	1.76
Deletions	-
Payment of lease liabilities	(5.56)
Balance as at 31 March 2025	16.61

Note:

The right-of-use assets have been recognised at an amount based on the lease liability, adjusted for accrued lease payments, prepaid portions of refundable security deposits, and other directly attributable costs such as stamp duty and registration charges, in accordance with Para C8(b)(ii) of Ind AS 116, 'Leases'.

The Company has also elected to apply a single discount rate to a portfolio of leases with reasonably similar characteristics (e.g., similar remaining lease term, class of underlying asset, and economic environment) as permitted by the standard.

The Company has not revalued its Right-of-use assets during the current year or any of the years presented.

(iii) **Amounts recognised by the Company in statement of profit and loss :**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest on lease liabilities (refer note 27)	1.76	1.18	-
Amortisation on right-of-use assets (refer note 26)	4.97	2.90	-
Rent expense for short term operating leases (refer note 28)	0.18	2.52	2.10

(iv) **Amounts recognised by the Company in cash flows :**

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Total cash outflow for leases (excluding short term and low value leas	5.56	3.15	-

(v) The following table presents the maturity profile of the Company's lease liabilities based on the contractual undiscounted payments with a

Particulars	March 31, 2025	March 31, 2024	March 31, 2023
Less than one year	5.83	5.58	-
One to five years	13.38	19.22	-
More than five years	-	-	-
Total Lease payment	19.21	24.80	-
Less: Impact of discounting	2.60	4.39	-
Net present value of lease liabilities	16.61	20.41	-

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Consolidated Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

(vi) **Break-up of current and non-current lease liabilities**

Particulars	March 31, 2025	March 31, 2024	March 31, 2023
Non-current lease liabilities	12.13	16.61	-
Current lease liabilities	4.48	3.80	-
	16.61	**20.41**	-

(vii) The weighted average remaining lease terms and discount rates for all of our operating leases as follows:

Particulars	March 31, 2025	March 31, 2024	March 31, 2023
Weighted average lease term remaining (Years)	3.17	4.17	-
Weighted average discount rate	10%	10%	-

(viii) **Movement of Lease Liabilities during the year**

Particulars	March 31, 2025	March 31, 2024	March 31, 2023
Opening lease liability	20.41	-	-
New lease recognised	-	22.38	-
Interest expense on Lease Liabilities	1.76	1.18	-
Payment of Lease Liabilities (including interest)	5.56	3.15	-
Closing lease liability	**16.61**	**20.41**	-

(All amounts are in Rupees millions, unless otherwise stated)

8 **Financial Assets- Others non current asset**
(Unsecured, considered good, unless otherwise stated)

	Non-Current				Current			
	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Financial assets valued at amortised cost								
Security deposits	3.08	2.87	4.47	1.76	-	-	-	-
Other current assets	-	-	-	-	-	1.62	0.90	1.26
Retention receivable from customer	-	-	-	-	554.27	329.98	212.13	78.25
Bank Deposits with maturity more than 12 months	32.61	22.57	-	-	-	-	-	-
	35.69	25.44	4.47	1.76	554.27	331.60	213.03	79.51

9 **Inventories**

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Raw materials	171.79	421.02	178.96	229.72
Work in progress in stock	979.63	1,113.69	886.03	709.75
Finished goods	1.62	2.89	9.63	15.14
Scrap	1.23	0.47	0.42	0.51
	1,154.27	1,538.07	1,075.04	955.12
Less: Provision for slow moving inventory	-	-	-	-
	1,154.27	1,538.07	1,075.04	955.12

10 **Financial Asset - Trade receivable**
(Unsecured, considered good, unless otherwise stated)

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Trade receivables	1,226.20	469.22	314.00	257.72
Less: Allowance for expected credit losses	-	-	-	-
	1,226.20	469.22	314.00	257.72
	1,226.20	469.22	314.00	257.72
Further classified as:				
Receivable from related parties	-	-	-	-
Receivable from others	1,226.20	469.22	314.00	257.72

Trade receivables ageing schedule:
As at 31 March 2025

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables - unsecured, considered good	-	1,169.84	3.74	11.25	27.48	13.89	1,226.20
(ii) Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed trade receivables - unsecured, considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables - credit impaired	-	-	-	-	-	-	-
	-	1,169.84	3.74	11.25	27.48	13.89	1,226.20

As at 31 March 2024

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables - unsecured, considered good	-	229.31	16.42	202.79	2.72	17.98	469.22
(ii) Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed trade receivables - unsecured, considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables - credit impaired	-	-	-	-	-	-	-
	-	229.31	16.42	202.79	2.72	17.98	469.22

As at 31 March 2023

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

Particulars	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables - unsecured, considered good	-	188.54	71.76	43.21	3.86	6.63	314.00
(ii) Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed trade receivables - unsecured, considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables - credit impaired	-	-	-	-	-	-	-
	-	188.54	71.76	43.21	3.86	6.63	314.00

As at 01 April 2022

Particulars	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
	Outstanding for following periods from due date of payment						
(i) Undisputed trade receivables - unsecured, considered good	-	189.38	18.00	4.93	3.64	41.77	257.72
(ii) Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed trade receivables - credit impaired	-	-	-	-	-	-	-
(iv) Disputed trade receivables - unsecured, considered good	-	-	-	-	-	-	-
(v) Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed trade receivables - credit impaired	-	-	-	-	-	-	-
	-	189.38	18.00	4.93	3.64	41.77	257.72

11 Financial Asset - Cash and cash equivalents

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Balances with banks				
- In current accounts	51.88	26.60	3.62	80.59
Cash on hand	0.57	0.84	0.04	0.19
Foreign Currency in Hand	0.15	0.00	0.18	1.29
	52.60	27.44	3.84	82.07

Footnote: For the purpose of statement of cash flows, cash and cash equivalents comprise same as above.

12 Financial Asset - Other bank balance

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Deposits with original maturity of less than 12 months	48.60	39.56	35.66	17.41
	48.60	39.56	35.66	17.41

Footnote: For the purpose of statement of cash flows, cash and cash equivalents comprise same as above.

13 Other Assets
(Unsecured, considered good, unless otherwise stated)

	Non-Current				Current			
	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Balances with Government Authorities	-	-	-	-				
Prepaid expenses	-	-	-	-	111.03	51.43	89.13	59.30
Advance to supplier	-	-	-	-	8.66	11.56	12.48	3.04
Capital Advance for Fixed assets	46.80	9.39	4.23	-	106.94	240.21	365.84	199.12
Advance to employees	-	-	-	-	5.51	3.25	0.12	0.07
	46.80	9.39	4.23	-	232.15	306.45	467.57	261.43

DSRV AND CO. LLP Chartered Accountants ★ FARIDABAD ★

YOGIJI DIGI LIMITED ★ FARIDABAD ★

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Consolidated Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

14 Share capital

	As at 31 March 2025		As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
Authorised	Number (absolute figure)	Amount	Number (absolute figure)	Amount	Number (absolute figure)	Amount	Number (absolute figure)	Amount
Equity shares of INR 100/- each	5,00,000	50.00	5,00,000	50.00	5,00,000	50.00	5,00,000	50.00
0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of INR 100 each	25,000	2.50	25,000	2.50	25,000	2.50	25,000	2.50
Issued, subscribed and fully paid up								
Equity shares of INR 100 each	2,78,071	27.81	1,89,050	18.91	1,43,300	14.33	1,43,300	14.33
0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of INR 100 each (Classified as financial liability, refer note 20)	-	-	-	-	15,000	1.50	15,000	1.50

a. Reconciliation of the shares outstanding at the beginning and at the end of the year:

Equity shares of INR 100/- each	For the year 31 March 2025		For the year 31 March 2024		For the year 31 March 2023	
	Number (absolute figure)	Amount	Number (absolute figure)	Amount	Number (absolute figure)	Amount
Outstanding at the beginning of the year	1,89,050	18.91	1,43,300	14.33	1,43,300	14.33
Add: Issued during the year	89,021	8.90	45,750	4.58	-	-
Outstanding at the end of the year	2,78,071	27.81	1,89,050	18.91	1,43,300	14.33

0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of INR 100 each	For the year 31 March 2025		For the year 31 March 2024		For the year 31 March 2023	
	Number (absolute figure)	Amount	Number (absolute figure)	Amount	Number (absolute figure)	Amount
Outstanding at the beginning and end of the year	-	-	-	-	15,000	1.50

*During the financial year 2023-24, pursuant to the resolution passed by the Board of Directors of the Company at its meeting held on February 15, 2024, the 15,000 0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of Rs.100 each were converted into 275 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.

b. Rights, preferences and restrictions attached to shares:

Equity shares of INR 100/- each

The Company has only one class of equity shares having a par value of INR 100/- per share. Each shareholder is entitled to one vote per share held and carries a right to dividend. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in the case of an interim dividend. During the current and previous financial years Company has not declared any dividend.
In the event of liquidation of the Company, the holders of equity shares shall be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts, if any. Such distribution shall be made in proportion to the number of equity shares held by each shareholder.

0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of INR 100 each

The Preference Shares are convertible into Equity Shares of the Company at the option of the Investor before the expiry of the period of 10 years from the date of issue of preference shares.

The preference shares shall be converted into equity shares on the basis of valuation arrived at on the date of receiving the request for conversion on the basis of the valuation certificate issued by the Registered Valuer. Accordingly, the conversion ratio shall be decided on the date of conversion in view of valuation certificate.

The preference shares shall be converted into equity shares on the basis of valuation arrived at on the date of receiving the request for conversion on the basis of the valuation certificate issued by the Registered Valuer.

The Preference Shares will carry a non-cumulative dividend of 0.1% per annum, payable annually, subject to the availability of distributable profits. The dividends on the Preference Shares will not accumulate if they are not declared or paid in any particular year.

The allottee shall have the right to exercise the conversion option in writing at any time, in one or more tranches but compulsorily in 10 years from the date of issue.

In the event of redemption of Preference Shares at or after the end of the Redemption Period, the Investor shall be entitled to a premium of (Redemption Premium) over the Face Value of each Preference Share.

The Preference Shares shall not carry voting rights at any general meeting of the Company except otherwise provided in Section 47 of the Companies Act, 2013 read with Articles of Association of the Company.

In the event of liquidation of the Company, the holders of the Preference Shares shall have a preference over common shareholders with respect to the return of capital, up to the Face Value of the Preference Shares.

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

c. Detail of shareholders holding more than 5% of equity share in the Company:

Equity shares of Rs. 100 each, fully paid	As at 31 March 2025		As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares
Navneet Singh	53,729	19.89%	64,651	34.32%	64,461	44.91%	64,461.00	44.91%
Samir Bansal	46,490	17.21%	57,400	30.48%	57,303	39.99%	57,303.00	39.99%
Ashok Kumar Rana	18,149	6.72%	22,686	12.00%	-	-	-	-
Sachin Kumar Tripathi	18,149	6.72%	22,686	12.00%	-	-	-	-
S Gupta Family Investment Pvt. Ltd.	91,315	33.81%	-	-	-	-	-	-
VITARA PXX 1103	17,733	6.56%	-	-	-	-	-	-

0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of INR 100 each	As at 31 March 2025		As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares
Navneet Singh	-	-	-	-	7,950	53.00%	7,950	53.00%
Samir Bansal	-	-	-	-	7,050	47.00%	7,050	47.00%

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

d. Shareholding of Promoters
Equity shares of Rs. 100 each, fully paid

Name	As at 31 March 2025		As at 31 March 2024		As at 31 March 2023		% Change during the year	
	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares
Navneet Singh	53,729	19.89%	64,651	34.32%	64,461	44.91%	64,461	44.91%
Samir Bansal	46,490	17.21%	57,400	30.48%	57,303	39.99%	57,303	39.99%
Ashok Kumar Rana	18,149	6.72%	22,686	12.00%	-	0.00%	-	0.00%
Sachin Kumar Tripathi	18,149	6.72%	22,686	12.00%	-	0.00%	-	0.00%

0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) of INR 100 each	As at 31 March 2025		As at 31 March 2024		As at 31 March 2023		As at 01 April 2022	
	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares	Holding in numbers	% of total equity shares
Navneet Singh	-	-	-	-	7,950	53.00%	7,950	53.00%
Samir Bansal	-	-	-	-	7,050	47.00%	7,050	47.00%

e. 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 allotted 45,370 (Forty Five thousand three hundred seventy only) Equity Shares of INR 100 each to the shareholders of Yogi Ji Technosoft Private Limited pursuant to purchase the shares of Yogiji Technosoft Private Limited. The company had taken the requisite approval of the share holders for the said purchase of equity shares of Yogiji Technosoft Private Limited. The said allotment had been made on the fair market value.

Further, during the financial year 2023-24, the Company alloted 378 (three hundred seventy eight Only) Equity Shares of INR 100 each pursuant to conversion of NCCPS. The said allotment had been made on the fair market value.

DSRV AND CO LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Consolidated Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

15 Other Equity

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Security premium (Footnote i)	920.96	286.23	105.32	105.32
Retained earnings (Footnote ii)	817.91	537.62	338.29	258.38
Other comprehensive income (Footnote iii)	(6.62)	(1.76)	(0.95)	-
Capital Reserve (Footnote iv)	21.86	21.86	5.00	5.00
Share Application Money Pending for allotment	-	21.40	-	-
	1,754.11	865.35	451.71	372.70

i) Security premium

	March 31, 2025	March 31, 2024	March 31, 2023
Opening balance	286.23	105.31	105.32
Add: Securities premium on conversion of preference shares into equity shares	-	1.46	-
Add: Securities premium on fresh issue of equity shares	634.73	-	-
Add: Securities premium on fresh issue of equity shares other than cash	-	179.46	-
	920.96	286.23	105.32

ii) Retained earnings

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
As at beginning of the year	537.62	338.29	258.38
Add: Profit for the year	280.29	199.33	79.91
	817.91	537.62	338.29

iii) Other comprehensive income

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
As at beginning of the year	(1.76)	(0.95)	-
Add: Profit for the year	(4.86)	(0.81)	(0.95)
	(6.62)	(1.76)	(0.95)

iv) Capital Reserve

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
As at beginning of the year	21.86	5.00	5.00
Add: Bargain purchase	-	16.86	-
Add: Changes during the year	-	-	-
	21.86	21.86	5.00

Nature and Purpose of reserves:

(i) Security premium:
Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

(ii) Retained earnings:
Retained earnings are the profit/(loss) that the Company has earned/incurred till date.

(iii) Other comprehensive income:
Other comprehensive income include remeasurement gain/loss on defined benefit (net of taxes) that will not be reclassified to the Statement of Profit and Loss.

(iv) Capital reserve:
The Capital reserve represents the amount out of share forfeit in the earlier years.

(v) Share application money pending allotment:
As at 31 March 2024, the Company has received an amount of Rs. 21,402,000 towards share application money towards 2,700 equity shares of the Company at a premium of [illegible]. 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 13, 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 is not available for use by the Company.

16 Financial Liabilities - Borrowings

	Non-current				Current			
	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Term loans (secured)								
-Vehicle loan from banks (refer footnote 1)	36.01	79.20	55.38	18.11	36.07	35.47	15.71	8.64
-Other term loan from banks (refer footnote 1)	79.60	35.37	64.12	44.55	8.81	14.15	15.58	12.71
- Vehicle loan from financial institutions (refer footnote 1)	7.21	-	-	-	3.51	-	-	-
-From financial institutions	123.59	117.19	86.33	64.57	33.46	56.27	13.87	25.48
Secured, repayable on demand								
Cash credit from banks	-	-	-	-	392.11	231.63	173.73	125.23
Buyer's Credit from banks (refer footnote 2)	-	-	-	-	43.82	-	-	-
Line of credit from financial institution (refer footnote 3)	-	-	-	-	99.38	-	-	-
Unsecured, repayable on demand								
Line of credit from financial institution (refer footnote 4)	-	-	-	-	99.84	-	-	-
From Shareholders	-	-	0.01	8.03	-	-	-	-
From Director	4.13	4.20	-	-	-	-	-	-
Long term loan from Banks/ Financial Institution	-	-	-	-	-	5.14	-	3.31
	260.52	235.96	205.37	135.26	722.49	339.66	218.79	175.38

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Consolidated Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

Footnotes:
Terms and conditions of borrowings

Particulars	Repayment terms	Rate of Interest	Security	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
i. Vehicle loan							
from Axis Bank	48 - 84 Months	7.25% - 9.45%	Against specific	51.53	79.65	36.15	20.69
from HDFC Bank	48 - 60 Months	7.00% - 8.61%	Against specific	25.16	30.92	27.93	1.27
from ICICI Bank	47 Months	7.01%	Against specific	6.00	1.17	2.22	3.00
				83.69	107.65	66.30	24.93
ii. Other term loan from banks							
from State Bank of India			Equitable mortgage except specifically mentioned: - Industrial Property Plot 143, Sector-58, Urban Estate, Faridabad. - Industrial Property Plot 140, Sector-58, Urban Estate, Faridabad. - Industrial Property :- Khasra No. 79/[illegible], Mustatil No. 41, Killa No. 17/2, 18, 23, Village Hangla Bhnu, Palwal, Palwal, Haryana. - Industrial Property :- Khasra No. 24 / 18 / 1/1, Revenue estate of village dudhola Palwal, Haryana. - Residential building situated at [illegible] of House No.202 Sector 8 Faridabad. - SBI	-	-	35.41	39.38
from Axis Bank	24-96 months	8.30%		65.49	56.12		-
from Punjab National Bank	96 months	9.10%	- Plot No. 1, [illegible], Sanjay Memorial Industrial Complex Phase - II, Sector 5 - SBI - Land and Building Situated at [illegible] of Land and Building at Village Dhudhla, Hangla Bihu Road, Palwal - SBI - Residential Building Situated at [illegible] of House at H-26, Block H, Sector 10, Faridabad. - SBI	-	21.40	26.22 15.99	18.58
from DBS BANK	60- 92 months	9.35%	- Khewat No. 51, Khasra NO. 45, Killa No. 9/2/1 Area 7 Kanal 3 Marla, Situated in Mauza Hangla Bhnu Tehsil and District Palwal, Haryana. - FD of INR 29.38 million to be lien marked in favor of DBS Bank India Limited including margin on NFB facilities - Personal guarantee of Mr. [illegible] Singh and Mr. Sameer Bansal, Mr. Ashok Kumar Rana and Satish Kumar Tripathi.	15.25	-	-	-
ICICI Bank	1-2 months	8.75%	- Unconditional guarantee of Mr. Ashok kumar rana, Mr. Satish Kumar Tripathi, Mr. Yuvraj [illegible] - Exclusive charge by way of equitable mortgage [illegible] of [illegible] No. [illegible], Village dadhola, palwal. - PLOT NO. 304 [illegible] TOWER [illegible] Sec-[illegible] FARIDABAD - PLOT NO. [illegible] 8TH FLOOR TOWER-[illegible] [illegible] Sec 33 [illegible] - [illegible] NO. [illegible] VILLAGE HANGLA BHNU, PALWAL	-	0.30	-	-
	24 months	10.30%					
				81.49	77.58	78.62	57.56
iii. Vehicle loan from Financial Institutions							
Mercedes benz financial services	48 Months	8.65%	Against specific Vehicle	9.83	-	-	-
iv. Other term loan from financial institutions							
ADITYA BIRLA FINANCE LTD	48-156 Months	12.80 - 14.15	Property at Faridabad Crown residence	37.86	46.49	40.23	45.25
CHOLAMANDALAM INVESTMENT & FINANCE COMPANY LIMITED	60 Months	12.50%	Machine loan	18.33	13.04	15.40	-
SIDBI	54-72 Months	6.97% - 8.80%	FD as security	108.85	105.75	42.54	49.08
SIEMENS FINANCIAL SERVICES PVT LTD	48 Months	13.99%	Machine loan	-	-	-	1.26
THE NATIONAL SMALL INDUSTRIES CORPORATION LTD (NSIC)	6 months	9.35 - 10.75%	Bank guarantee of 33 million	-	28.76	-	17.96
				156.03	194.99	109.18	148.83
v. Cash credits from banks*							
State Bank of India	On Demand	9.8 - 9.15%		-	-	(16.49)	103.74
Punjab National Bank	On Demand	9.15 - 9.25%		-	37.67	85.34	(4.33)

DSRV AND CO LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

Axis Bank	On Demand	9.15 (Repo rate +3.25%)	Refer above (i) as mentioned in below term loan*	105.21	118.10	95.17	-
IDFC BANK	On Demand	8.75%		93.65	-	-	-
Union Bank of India	On Demand	-		-	-	-	(0.12)
ICICI BANK	On Demand	9.20% - 10.50%	- Exclusive charge on property located at Village Nangla, Bhiru, Palwal	43.50	65.22	-	-
YES BANK	On Demand	8.95%	- Exclusive charge by way of equitable mortgage on property located at Kh. 30, Village Bhiru, Palwal. - Personal guarantee of Mr. Narmeet Singh and Mr. Sameer Bansal, Mr. Ashok Kumar Rana and Satish Kumar Tripathi.	147.62	-	-	-
*Negative represent debit balance in account.				393.11	287.54	193.42	101.28
vi. Buyer's Credit from banks (refer footnote 2) AXIS BANK BUYER CREDIT	On Demand	13 + SOF (TBD)	Refer above (iii) as mentioned in below term loan*	45.82	-	-	-
vii. Line of credit from Financial Institution (refer footnote 3) THE NATIONAL SMALL INDUSTRIES CORPORATION LTD (NSIC)	On Demand	16.75%	Bank guarantee of 20 million	19.28	19.49	19.28	-
Unsecured, repayable on demand							
viii. Line of credit from financial institution DI FINSERVE LIMITED	On Demand	12.50%	NA	59.84	-	-	-
Standard Chartered Bank	36 - 26 months	9.75% - 16.25%	NA	-	5.34	-	-
Yes Bank	On Demand	8.95%	NA	-	-	-	(9.81)
ix. From Shareholder	On Demand	Interest free	NA	-	-	0.03	0.03
x. From Director	On Demand	Interest free	NA	4.13	4.20	-	-
Total				888.51	556.44	415.83	294.80

x. Sensitivity analysis - For variable rate loan

Basis for sensitivity working - 0.25%*	March 31, 2025	March 31, 2024	March 31, 2023
Increase by 0.25 %	(0.21)	(0.09)	(0.31)
Decrease by 0.25 %	0.21	0.09	0.31

*Fixed rate loan has been ignored for purpose of this disclosure as these are not sensitive to the change in rate.

17 Financial Liabilities - Lease Liability

	Non current				Current			
	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Lease Liability	12.12	16.61	-	-	4.50	3.82	-	-
	12.12	16.6	-	-	4.5	3.8	-	-

18 Financial Liabilities - Trade payable

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Trade Payable - Total outstanding dues of micro enterprises and small enterprises	244.43	264.86	19.54	23.27
Trade payable - Total outstanding dues of trade payables other than micro enterprises and small enterprises	534.44	405.02	271.22	177.76
	778.87	669.06	290.76	201.03

Ageing schedule of Trade Payables:

As at 31 March 2025

Particulars	Outstanding for following periods from due date of payment					
	Not Due*	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	243.94	1.49	-	-	244.43
(ii) Others	0.97	520.46	13.02	-	-	534.44
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
	0.97	763.40	14.50	-	-	778.86

As at 31 March 2024

Particulars	Outstanding for following periods from due date of payment					
	Not Due*	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	236.45	18.85	5.72	1.05	264.06
(ii) Others	-	402.51	2.49	-	-	405.02
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
	-	640.26	21.34	5.72	1.05	669.06

As at 31 March 2023

Particulars	Outstanding for following periods from due date of payment					
	Not Due*	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME		19.54		-		19.54

DSRV AND CO LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

(ii) Others	-	227.00	4.22	-	-	231.21
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
	-	286.54	4.22	-	-	290.76

As at 01 April 2022

Particulars	Outstanding for following periods from due date of payment					
	Not Due*	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	27.32	3.07	1.28	1.83	33.37
(ii) Others	-	160.68	8.96	0.73	0.99	172.34
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
	-	188.00	11.63	1.96	2.81	205.97

*Not due (others) include unbilled dues.

19 Financial Liabilities - Others

Liabilities designated at amortised cost	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
0.1% Non Cumulative Compulsorily Convertible Preference Shares (NCCPS) (Refer note 14)	-	-	1.19	1.33
Payable for fixed assets	19.67	13.72	-	-
Employee related payable	34.61	21.41	0.37	0.76
Other Current Liabilities	1.10	1.12	2.07	2.29
	55.38	36.25	3.94	4.38

Footnote i: Total outstanding dues of micro enterprises and small enterprises:

Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006) ("MSMED Act, 2006"):

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
(a) Amount remaining unpaid to suppliers registered under the MSMED Act at the end of each accounting year:				
-the principal amount	244.45	384.06	57.54	33.37
-the interest due thereon	-	-	-	-
(b) the amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year:				
- Interest paid	-	-	-	-
- Principal repaid	-	-	-	-
(c) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act;	-	-	-	-
(d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-	-	-
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act.	-	-	-	-

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number (now Udyam Registration Number) as allocated after filing of the Memorandum. Based on the information available with the management, there are no over dues outstanding to micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006. Further, the Company has not received any claim for interest from any supplier under the said Act.

Breakup of financial liabilities carried at amortised cost

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Borrowings (including current maturities of long term borrowings) (refer note 17)	868.21	766.63	473.09	294.20
Lease liability (refer note 18)	18.01	20.41	-	-
Trade payables (refer note 19)	778.88	469.06	290.76	205.97
Other payables (includes interest on borrowings)	55.38	36.25	3.94	4.38
	1,719.38	1,292.44	770.34	505.22

Terms and conditions of the above financial liabilities:
Borrowings: Refer note 16 for detailed terms and conditions.
Trade payables: These are non interest bearing and are normally settled in 0-90 days depending upon terms with respective vendors.

20 Other Liabilities

	Non-Current				Current			
	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Advances from customer	226.12	220.55	219.30	210.98	704.69	1,209.67	1,040.32	890.73
Payable to government authorities	-	-	-	-	9.71	14.53	20.42	14.65
	226.12	220.55	219.30	210.98	714.40	1,224.17	1,060.74	905.38

21 Provisions

	Non-current				Current			
	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Provision for gratuity	25.94	16.03	8.32	6.51	3.14	2.21	0.20	-
	25.94	16.03	8.32	6.51	3.14	2.21	0.20	-

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Consolidated Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

22 Revenue from operations

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Revenue from contracts with customers			
Sale of goods	4,764.31	3,883.60	2,310.04
Sale of services	18.74	80.82	0.36
Other operating income			
Freight recovered	13.78	0.88	2.94
Total	4,796.84	3,965.30	2,313.34

*Above revenue has been earned in respect of single business of the Company i.e. providing flat steel processing solutions for cold rolling mills, pickling lines, skin pass mills and galvanizing lines.

23 Other income

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest income on			
- Fixed deposits designated at amortized cost	4.25	3.59	3.14
- Other security deposits	0.01	0.08	0.02
- Security deposits designated at amortized cost	0.19	0.15	-
Duty draw back	20.71	17.94	15.20
Rodtep income	12.98	9.75	4.28
Profit on sale of license	-	-	3.94
Profit on sale of fixed assets	-	0.88	-
Foreign exchange fluctuation gain, (net)	-	8.94	-
Rent income	0.24	0.48	0.24
Insurance claim received	0.14	1.10	-
Liabilities written back	1.33	1.95	70.03
Miscellaneous other income	0.00	0.41	0.08
Total	39.87	45.27	96.93

24 Cost of material consumed

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Raw materials and packing material consumed			
Inventory at the beginning of the year	421.02	186.20	229.72
Add: Purchases	2,933.08	3,017.94	1,805.50
Less: Inventory at the end of the year	(171.79)	(421.02)	(178.96)
Total	3,182.31	2,783.12	1,856.26

25 Changes in inventories of finished goods and work-in-progress

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Inventories at the beginning of the year			
- Finished goods	2.89	10.58	15.14
- Work-in-progress	1,113.69	1,274.95	709.75
- Scrap	0.47	0.59	0.51
	1,117.05	1,286.12	725.40
Less: Inventories at the end of the year			
- Finished goods	1.62	2.89	9.63
- Work-in-progress	979.63	1,113.69	886.03
- Scrap	1.23	0.47	0.42
	982.48	1,117.05	896.08
Total	134.57	169.07	(170.68)

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

26 Employee benefit expenses

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Salary, wages, bonus, ex-gratia and other benefits	382.96	297.50	234.65
Contribution to provident and other funds (refer note 33)	7.16	5.70	4.89
Gratuity expenses (refer note 33)	4.58	4.03	1.14
Workmen and staff welfare expenses	6.51	4.20	2.89
Total	401.21	311.43	243.57

27 Finance costs

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Interest expenses			
Borrowings measured at amortised cost			
- Interest on borrowings	55.29	37.68	27.35
- Lease liabilities	1.76	1.18	-
Interest and penalty	0.19		
Bank charges	19.62	10.66	7.66
Total	76.86	49.52	35.01

28 Depreciation and amortisation expense

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Depreciation of property, plant and equipment (refer note 3)	60.94	43.64	28.30
Amortisation of intangible assets (refer note 5)	5.65	4.90	2.61
Depreciation on right-of-use assets (refer note 7)	4.97	2.90	-
Total	71.56	51.44	30.91

29 Other expenses

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Power and fuel expense	16.33	10.68	8.36
Job work charges	110.46	108.17	65.69
Freight and forwarding charges	119.13	101.43	44.94
Repairs and maintenance			
- Machinery	-		
-Building	15.40	8.72	1.60
- Other	1.01	-	-
Insurance expenses	11.32	8.01	6.57
Rates, taxes and fees	24.11	14.23	6.56
Security services charges	13.96	10.40	3.65
Printing & Stationery	9.93	7.06	4.69
Rent expense	1.55	1.66	0.80
Legal and professional expenses	0.18	2.52	2.10
Travelling expenses	50.65	34.67	27.71
Telephone & Internet expenses	67.50	64.33	41.12
Packing material & Packing expenses	2.05	0.89	3.84
Business promotion expenses	10.93	8.14	1.36
Auditor's remuneration	47.78	15.78	15.72
Miscellaneous expenses	1.19	1.12	0.72
Charity & Donation	22.78	6.82	28.58
Corporate Social Responsibility	1.79	-	0.11
Fair & Exhibition	3.23	1.20	7.21
Foreign exchange fluctuation loss, (net)	4.30	11.12	4.57
Balances written off	9.44	-	37.28
Loss on Disposal of Fixed Assets	27.63	-	-
	0.88	-	4.16
	573.47	396.95	308.34

Note: Auditor's Remuneration (excluding Goods and services tax)

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
As auditors for:			
Statutory audit fees	0.80	0.75	0.45
Tax audit fees	0.22	0.21	0.15
Other services	0.17	0.16	0.12
Total	1.19	1.12	0.72

30 Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.
Diluted EPS amounts are calculated by dividing the profit attributable to equity holders (after adjusting effect of dilutive shares) by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.
The following reflects the income and share data used in the basic and diluted EPS computations:

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit after tax attributable to the equity shareholders (in Rs. millions)	280.32	199.30	79.91
Basic average equity shares (in numbers)	2,65,188	1,49,675	1,43,300
Diluted average equity shares (in numbers)	2,65,188	1,49,675	1,43,300
Nominal value of equity shares (in Rs.)	10.00	10.00	10.00
Basic earnings per shares (in Rs.)	1,057.07	1,331.56	557.67
Diluted earnings per shares (in Rs.)	1,057.07	1,331.56	557.67

31 Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgements

There are no significant judgements involved in preparation of these financial statement.

Estimates and assumptions

Useful life, method and residual value of property plant and equipment

Plant and machineries and factory buildings contribute significant portion of the Company's Property, plant and equipment. The Company capitalises its plant and machineries and factory buildings in accordance with the accounting policy disclosed under note 2 above. The Company estimates the useful life and residual value of assets as mentioned in note 2. However the actual useful life and residual value may be shorter/ less or longer/ more depending on technical innovations and competitive actions. Further, Company is depreciating its plant and machineries and factory buildings by using straight line method based on the management estimate that repairs/ wear and tear to plant and machineries and factory buildings are consistent over useful life of assets.

Income taxes

In assessing the realizability of deferred income tax assets, the Management considers whether some portion or all of the deferred income tax assets will not be realized. The ultimate realization of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. The Management considers the scheduled reversals of deferred income tax liabilities, projected future taxable income and tax-planning strategies in making this assessment. Based on the level of historical taxable income and projections for future taxable income over the periods in which the deferred income tax assets are deductible, the Management believes that the Company may not realise the benefits of those deductible differences.

Measurement of defined benefit obligation

The cost of the defined benefit plans and the present value of the obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. The parameters subject to change is the discount rate, escalation rate, expected rate of return and mortality rate. Future salary increases are based on expected future inflation rates.

Measurement of right to use and lease liability

DSRV AND CO LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to the Company's operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

Provisions

Provisions and liabilities are recognised in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change. The carrying amounts of provisions and liabilities are reviewed regularly and revised to take account of changing facts and circumstances.

<u>Other estimates and assumptions</u>

Revenue assessment - Refer note 2.3 (f)
Provision of obsolescence on inventories - Refer note 2.3 (e)
Allowance for expected credit loss - Refer note 2.3 (f)

32 Commitments and contingencies

a. Commitments

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Estimated amount of contracts remaining to be executed on capital account and not provided for:	125.85	268.58	10.13	15.56
	125.85	268.58	10.13	15.56

b. Contingent liabilities

Securities/ Performance and other guarantee provided to various government authorities/others	156.90	118.48	85.59	22.11

The Company does not have any contingent assets as at March 31, 2025 or earlier year presented.

33 Related Party Disclosures

In accordance with the requirement of Ind AS- 24 on "Related Party Disclosures" the names of the related parties where control exists along with the aggregate transactions/ year end balances with them as identified and certified by the management are given below:

A) Name of related parties and description of relationship

i. Key Management Personnel and their relatives:

Relationship	Name
Wholly owned Subsidiary Company	Yogi ji technoequip Private Limited(from February 10, 2024)
Managing Director	Navneet Singh
Director	Sameer Bansal
Director	Ashok Kumar Rana (Appointed on June 25, 2024)
Director	Satish Kumar Tripathi (Appointed on June 25, 2024)
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 Managing Director	Novit Gill
Relative of Director	Nirat Sadh Rana
Relative of Director	Meera Bansal
Relative of Director	Varun Rana
Relative of Director	Arnod Tripathi
A private company in which a director or manager or his relative is a member or director	Convertaid Engineers Private Limited
A firm, in which a director, manager or his relative is a partner;	Vee Kay Engineers

B) Transactions with related parties (excluding GST, as applicable):

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Consolidated Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Director Remuneration			
Navneet Singh	26.68	42.13	46.38
Sameer Bansal	22.80	41.69	41.32
Ashok Kumar Rana	4.98	-	-
Satish Kumar Tripathi	6.23	-	-
Salary to Relatives			
Aseem Gill	3.30	3.15	18.37
Manisha Gill	2.30	2.23	1.63
Navit Gill	0.99	-	-
Neeru Bansal	2.30	2.23	1.63
Amod Tripathi	0.87	0.44	-
Varun Rana	4.97	-	-
Hirat Sadh Rana	0.60	-	-
Professional Charges			
R.S. Gill	1.20	1.30	1.30
Lease Rent Paid			
Convertaid Engineers Private Limited	0.18	0.18	-
Purchase of Raw Material	-	-	-
Vee Kay Engineers	19.50	-	

C) Balance outstanding as at year end

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Other Current Assets				
Yogi Ji Technoequip Private Limited	345.54	171.20	-	-
Other payables				
Navneet Singh	8.09	5.35	2.68	1.14
Sameer Bansal	2.46	2.05	1.91	1.65
Aseem Gill	0.57	0.59	0.01	-
Neeru Bansal	0.02	0.02	-	-
Satish Kumar Tripathi	0.62	-	-	-
Ashok Kumar Rana	0.54	-	-	-
Varun Jay Rana	0.18	-	-	-
Vee Kay Engineers	3.47	-	-	-
R.S. Gill			0.09	0.09
Manisha Gill				0.04
Other receivable				
Amod Tripathi	5.04	2.73	-	-
Manisha Gill	-	0.01	0.01	-
Provision for post employment benefits				
Key Managerial personnel	11.20	3.29	2.71	1.90

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

34 Defined contribution plan

The Company has recognised the following amounts in the statement of profit and loss:

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Included in contribution to provident and other funds (refer note 26)			
Contribution To Provident And Other Funds	7.16	5.70	4.89
	7.15	5.69	4.89

35 Defined employment benefits (Gratuity)

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employee who are in continuous service for a period of more than 5 years are eligible for gratuity. The amount of gratuity on retirement/ termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is an unfunded plan.

i. Changes in the present value of the defined benefit obligation are as follows:

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Present value of defined benefit obligation as at the beginning of the year	19.24	8.53	6.53
Business combination	-	5.55	-
Interest cost	0.90	1.04	-
Current service cost	3.67	2.68	1.07
Benefits paid	-	(0.33)	(0.27)
Liability written back	(1.23)	-	-
Actuarial loss on obligations	6.49	1.77	1.20
Present value obligation as at the end of the year	29.07	19.24	8.53

ii. Reconciliation of present value of defined benefit obligation and fair value of assets

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Present value of defined benefit obligation as at the end of the year	(29.07)	(19.24)	(8.53)
Fair value of plan assets as at the end of the year	-	-	-
Net funded surplus	(29.07)	(19.24)	(8.53)

iii. Expenses recognized in the statement of profit and loss

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Current service cost	3.67	2.68	1.07
Interest cost	0.90	1.04	-
Expected return on plan assets	-	-	-
Total recognised in profit and loss	4.57	3.72	1.07
Analysis of amounts recognised in other comprehensive (loss) at the end of the year			
Remeasurements			
-(Gain)/ loss from change in financial assumptions	0.59	0.21	-
-Experience loss/ (gain) adjustments	5.90	1.56	1.20
Total remeasurement recognised in other comprehensive income	6.49	1.77	1.20

iv. The Company's defined benefit plan is unfunded and hence disclosure relating to 'Employers best estimate of contribution to defined benefit plan (gratuity) for next reporting period' is not applicable.

v: The weighted average duration of defined benefit obligation is 16.76 years (31 March 2024: 16.80 years, 31 March 2023: 16.77 Years).

vi: The expected maturity analysis of defined benefit obligation (gratuity) is as follows:

As at 31 March 2025

	Less than 1 year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
Defined benefit obligation (gratuity)	3.14	1.30	2.05	22.59	29.07

As at 31 March 2024

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

	Less than 1 year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
Defined benefit obligation (gratuity)	2.31	0.44	2.04	14.44	19.24

As at 31 March 2023

	Less than 1 year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
Defined benefit obligation (gratuity)	0.20	0.17	0.83	7.33	8.53

vii. Actuarial assumptions

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Discount rate (per annum)	7.04%	7.25%	7.39%
Expected rate of increase in compensation levels	7.25%	7.25%	7.25%
Mortality rate	IALM (2012-14)	IALM (2012-14)	IALM (2012-14)
Withdrawal rate			
- upto 30 Years	7.00%	7.00%	7.00%
- From 31 to 44 Years	2.00%	2.00%	2.00%
- Above 44 Years	2.00%	2.00%	2.00%

The discount rate assumed is determined by reference to market yield at the Balance Sheet date on government bonds. 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.

viii. A quantitative sensitive analysis for significant assumptions are as follows:
For the year 31 March 2025

	Increase by %	Impact on PBO	Decrease by %	Impact on PBO
Discount rate	0.5%	(1.49)	0.5%	1.63
Future salary increase	0.5%	1.12	0.5%	(1.07)

For the year 31 March 2024

	Increase by %	Impact on PBO	Decrease by %	Impact on PBO
Discount rate	0.5%	(1.00)	0.5%	1.11
Future salary increase	0.5%	0.83	0.5%	(0.79)

For the year 31 March 2023

	Increase by %	Impact on PBO	Decrease by %	Impact on PBO
Discount rate	0.5%	(0.46)	0.5%	0.64
Future salary increase	0.5%	0.53	0.5%	(0.39)

The sensitivity analyses above have been determined on a method that extrapolates the impact of defined benefit obligation as result of reasonable changes in key assumptions occurring at the end of the reporting period. Sensitivity in respect of withdrawal rate and mortality is insignificant.

ix. Expected contribution for next annual reporting period

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Service cost	4.50	3.27	1.47
Net interest cost	2.05	1.39	0.63
	6.55	4.67	2.10

DSRV AND CO. LLP Chartered Accountants FARIDABAD

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

36 Fair values

The management assessed that carrying value of cash and cash equivalents, trade receivables, borrowings, trade payable, other current financial liabilities and other current financial assets approximate their fair value amounts largely due to short term maturities of these instruments except for long term borrowings. In case of long term borrowing, there has been no significant movement in interest rates applicable on these borrowings and interest rates prevailing as at reporting dates and accordingly carrying value and fair value of these long term values as at balance sheet dates are similar. Security deposits classified as non current financial assets are for perpetuity and shall be refundable on surrendering of electricity connection only, which is highly unlikely and hence fair value of the same cannot be determined in absence of definite period of such deposits. Comparison of the carrying value and fair value of the Company's financial instruments are as follows:

	Carrying values				Fair values			
	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Financial assets at amortised cost (Level 3)								
Cash and cash equivalents	52.60	27.44	3.84	82.07	52.60	27.44	3.84	82.07
Trade receivables	1,227.40	469.22	314.02	257.72	1,226.33	469.22	314.02	257.72
Others bank balances	48.40	39.56	35.66	17.41	48.40	39.56	35.66	17.41
Others	588.97	357.04	217.51	81.27	588.97	357.04	217.51	81.27
	1,917.37	893.26	571.03	438.47	1,917.37	893.26	571.03	438.47

	Carrying values				Fair values			
	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022	March 31, 2023	March 31, 2024	March 31, 2023	April 1, 2022
Financial Liabilities at amortised cost (Level 3)								
Borrowings	885.51	566.62	415.84	294.81	885.51	566.62	415.84	294.81
Lease liability	16.61	20.41	-	-	16.61	20.41	-	-
Trade payables	775.88	669.06	290.76	205.92	775.88	669.06	290.76	205.92
Others	55.38	36.35	3.94	4.50	55.38	36.35	3.94	4.50
	1,733.38	1,292.44	710.54	505.23	1,733.38	1,292.44	710.54	505.23

The fair value of the financial assets above is included in the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in distress sale or liquidation sale. The following methods and assumptions were used to estimate the fair value:

-Bank deposits, borrowing, loans and other financial liabilities and assets are evaluated by the Company based on interest rates prevailing with scheduled banks for similar denomination and remaining duration of deposits/ borrowings (as applicable to assets and liabilities, respectively). As there has been no significant movement in interest rates, fair valued amount is also likely to be similar to carrying value. Hence, carrying amounts of these deposits have been determined as fair valued amounts.

37 Financial risk management objectives and policies

The Company's principal financial liabilities comprise borrowings, operating lease liabilities, trade payables and other payables. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include loans, trade and other receivables, and cash and term deposits that derive directly from its operations and contributions.

The Company's activities expose it to market risk, liquidity risk and credit risk. The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

I. Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans, borrowings and term deposits.

a. Foreign currency risk

The Company has international transactions and is exposed to foreign exchange risk arising from its operating activities (revenue and purchases denominated in foreign currency in USD). Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the company's functional currency. To mitigate the Company's exposure to foreign currency risk, non-INR cash flows are monitored in accordance with the Company's risk management policies.

<u>Foreign currency risk exposure:</u>

Particular	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
<u>Financial assets</u>				
Trade receivable				
- USD (In Millions)	6.79	1.37	1.61	0.94
<u>Financial liabilities</u>				
Trade Payable				
- USD (In Millions)	4.25	3.78	7.56	7.46

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

Foreign currency sensitivity analysis

(All amount in INR million)

Particular	Increase/decrease in %	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Financial assets					
Trade receivable					
- USD	2%	11.61	2.28	1.64	1.43
	2%	(11.61)	(2.28)	(1.64)	(1.43)
Financial liabilities					
Trade Payable					
- USD	2%	7.34	12.97	11.42	11.33
	2%	(7.34)	(12.97)	(12.42)	(11.33)

b. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company in accordance with its policy, take borrowing at fixed rate hence there will be no future impact due to change in interest rate on the income of the Company.

The Company have a combination of fixed rate borrowing and variable rate borrowing. For sensitivity of interest rate analysis of variable rate borrowings, refer note 17(c).

ii. Credit risk

Credit risk is the risk that a counterparty fails to discharge its obligation to the Company. The Company's exposure to credit risk is influenced mainly by cash and cash equivalents, trade receivables and financial assets measured at amortised cost. The Company continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

Trade receivables

Customer credit risk is managed by the Company subject to the Company's established receivable management policy. The policy details how credit will be managed, past due balances collected, allowances and reserves recorded and bad debt written off. Credit terms are the established timeframe in which customers pay for purchased product. Outstanding customer receivables are regularly monitored by the Management.
An impairment analysis is performed at each reporting date on an individual basis for customers. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets.
The Company evaluates the concentration of risk with respect to trade receivables as high, as its customers are located in common jurisdictions and operate in common markets.

Movement in expected credit loss on trade receivables during the year:

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Opening balance	-	-	-
Add: Provision created during the year	-	-	-
Less: Provision reversed during the year	-	-	-
Closing	-	-	-

Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Director of the Company. Investments of surplus funds are made only in bank deposits. The management continuously assess credit ratings in banks as risk assessment tool.
The Company's maximum exposure to credit risk for the components of the balance sheet at 31 March 2025, 31 March 2024 and 31 March 2023 is the carrying amounts.

iii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the entity operates.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:
31 March 2025

	0 - 12 months	1 - 5 years	More than 5 years	Total
Borrowings	622.40	118.45	147.67	888.77
Lease Liability	4.48	12.13	-	16.61
Trade payables	778.88	-	-	778.88
Others	55.38	-	-	55.38
	1,461.14	130.58	147.67	1,739.38

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

31 March 2024

	0 - 12 months	1 - 5 years	More than 5 years	Total
Borrowings	330.65	134.38	101.38	556.62
Lease Liability	2.80	19.61	-	22.41
Trade payables	669.06	-	-	669.06
Others	36.35	-	-	36.35
	1,038.87	151.19	101.38	1,283.44

31 March 2023

	0 - 12 months	1 - 5 years	More than 5 years	Total
Borrowings	210.76	162.84	42.23	415.84
Lease Liability	-	-	-	-
Trade payables	290.76	-	-	290.76
Others	3.94	-	-	3.94
	505.48	162.84	42.23	710.54

1 April 2022

	0 - 12 months	1 - 5 years	More than 5 years	Total
Borrowings	149.14	100.31	45.35	294.81
Lease Liability	-	-	-	-
Trade payables	105.92	-	-	105.92
Others	4.50	-	-	4.50
	259.56	100.31	45.35	405.22

38 Segment reporting

The Company primarily operates in providing flat steel processing solutions for cold rolling mills, pickling lines, skin pass mills and galvanizing lines. The Board of directors of the Company, which has been identified as being the Chief Operating Decision Maker (CODM), evaluates the Company's performance, allocate resources based on the analysis of the various performance indicators of the Company as a single unit. Therefore, there is no separate reportable segments for the Company as per the requirement of Ind AS 108 "Operating Segments".

Geographical locations (secondary segment): The Company's sales comprises of both domestic as well as export, the proportion of export sales is comparatively low in terms of total sales.

The following table shows the distribution of the Company's sales by geographical markets, regardless of where the goods were produced:

a. Revenue by geographical market

Particular	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
India	2,918.37	1,475.21	1,131.97
Outside India	1,878.47	1,490.12	1,181.56
	4,796.84	2,965.33	2,313.53

b. Total assets by geographical market

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
India	3,982.87	3,575.32	2,460.26	1,949.92
Outside India	563.48	114.23	132.20	71.31
	4,546.35	3,689.55	2,592.46	2,021.23

c. There is no geographical market other than India market for capital expenditure.

39 Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep the gearing ratio between 30% and 70%. The Company includes within net debt, interest bearing loans and borrowings, lease liability, trade and other payables, less cash and cash equivalents.

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Borrowings	888.11	556.62	415.84	294.81
Lease Liability	76.87	22.41	-	-
Trade payables	775.65	669.06	290.76	105.92
Others	95.36	36.35	3.94	4.50
Less: cash and cash equivalents	(51.60)	(22.44)	(3.60)	(62.37)

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Consolidated Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

Net debt	1,686.78	1,265.00	706.70	422.16
Total equity	1,761.07	884.21	466.24	387.03
Total capital	1,761.07	884.21	466.24	387.03
Total capital and net debt	3,447.85	2,149.21	1,172.74	810.19
Gearing ratio	49%	59%	60%	52%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2025, 31 March 2024, 31 March 2023 and 1 April 2022.

40 Derivative instruments and unhedged foreign currency exposure

a) Derivatives outstanding as at the reporting date

b) Pursuant to the announcement on "Disclosure regarding Derivatives Instruments" issued by the Institute of Chartered Accountants of India, the Company has the following unhedged foreign currency exposure:

Particulars	March 31, 2025 Amount in foreign currency millions	March 31, 2025 Equivalent amount in Rs. millions	March 31, 2024 Amount in foreign currency millions	March 31, 2024 Equivalent amount in Rs. millions	March 31, 2023 Amount in foreign currency millions	March 31, 2023 Equivalent amount in Rs. millions	April 1, 2022 Amount in foreign currency millions	April 1, 2022 Equivalent amount in Rs. millions
Unhedged payables								
Trade payables								
USD	4.29	366.75	7.79	649.72	7.56	620.75	7.46	566.44
		366.75		649.72		620.75		566.44
Unhedged receivables								
Trade receivables								
USD	4.75	383.48	1.37	114.23	1.87	152.39	0.94	71.37
		383.48		114.23		152.39		71.37

41 As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. A CSR committee has been formed by the company as per the Act. The funds are utilised through the year on these activities which are specified in Schedule VII of the Companies Act, 2013.

Particulars	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
A. Gross amount required to be spent as per Section 135 of the Act	2.87	1.25	0.99
Add: Amount unspent from previous years	0.33	-	-
Less: Amount excess spent in previous years	-	(0.22)	-
Total Gross amount required to be spent during the year	3.20	1.03	0.99
B. Amount approved by the Board to be spent during the year	3.20	1.03	0.99
C. Amount spent during the year on			
(i) Construction/acquisition of an asset	-	-	-
(ii) On purposes other than (i) above	3.23	0.70	1.21
D. Shortfall during the year	-	0.33	-
E. Amount excess spent carried forward to future years	0.03	-	0.22
F. Details related to amount spent/ unspent			
Contribution to multiple trust and foundation working for charitable activity	2.90	0.70	1.21
Contribution to PM Care Fund	0.33	-	-
G. Accrual towards unspent obligations in relation to:			
Ongoing projects	-	-	-
Other than Ongoing projects	-	-	-
Total	-	-	-

No contribution was made to any trust controlled by the Company or any related parties in relation to CSR expenditure.

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

42 First- time adoption of Ind AS

These financial statements, for the year ended 31 March 2025 are the first financial statements prepared in accordance with Ind AS. For periods up to and including the year ended 31 March 2024, the Company prepared its financial statements in accordance with Indian GAAP. Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for the year ended 31 March 2025, together with the comparative year data as at and for the year ended 31 March 2024 and 31 March 2023, as described in the material accounting policies.

In preparing these financial statements, the Company's opening balance sheet was prepared as at 01 April 2022, being the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP financial statements, including the balance sheet as at 01 April 2022 and the financial statements as at and for the year ended 31 March 2024 and March 31, 2023.

Exemptions applied

Ind AS 101 allows first-time adopters certain exemptions from the retrospective application of certain requirements under Ind AS. The Company has applied the following exemptions:

The Company has elected to measure items of property, plant and equipment and intangible assets at its carrying value at the transition date as deemed cost.

42.1 Effect of Ind AS adoption on the balance sheet as at 31 March 2024, 31 March 2023 and 1 April 2022

Particulars	Reference	As at 31 March 2024			As at 31 March 2023			As at 01 April 2022		
		Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet	Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet	Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet
ASSETS										
Non-current assets										
Property, plant and equipment	(i), (ii)	540.58	109.67	650.25	371.65	-	371.65	234.91	-	234.91
Capital work in progress		248.37	-	248.37	95.73	-	95.73	126.97	-	126.97
Right of use assets	(iii)	-	20.49	20.49	-	-	-	-	-	-
Intangible assets		7.76	-	7.76	7.23	-	7.23	4.31	-	4.31
Goodwill	(iv)	84.57	(84.57)	-	-	-	-	-	-	-
Intangible assets under development		11.33	-	11.33	-	-	-	-	-	-
Financial assets										
Other	(v)	26.30	(0.86)	25.44	4.47	-	4.47	1.76	-	1.76
Other non-current assets		9.38	-	9.38	4.23	-	4.23	-	-	-
Deferred tax assets (net)	(vi)	(21.25)	25.41	4.16	-	-	-	-	-	-
		907.05	70.14	977.19	483.31	-	483.31	367.95	-	367.95
Current assets										
Inventories		1,538.07	-	1,538.07	1,075.04	-	1,075.04	955.12	-	955.12
Financial assets		-	-	-	-	-	-	-	-	-
Trade receivables		469.23	-	469.23	354.03	-	354.03	257.72	-	257.72
Cash and cash equivalents		27.46	-	27.46	3.84	-	3.84	82.07	-	82.07
Other bank balance		39.56	-	39.56	35.66	-	35.66	17.41	-	17.41
Others		331.60	-	331.60	213.03	-	213.03	79.51	-	79.51
Other current assets		306.45	-	306.45	467.57	-	467.57	261.42	-	261.42
Current tax assets		-	-	-	-	-	-	0.09	-	0.09
		2,712.35	-	2,712.35	2,109.15	-	2,109.15	1,653.26	-	1,653.26
Total Assets		3,619.40	70.14	3,689.55	2,592.46	-	2,592.46	2,021.21	-	2,021.21
EQUITY AND LIABILITIES										
Equity										
Equity share capital		18.91	-	18.91	14.33	-	14.33	14.33	-	14.33
Other equity		820.52	44.78	865.30	450.13	1.58	451.71	371.24	1.46	372.70
Total Equity		839.43	44.78	884.21	464.46	1.58	466.04	385.57	1.46	387.03

OSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Consolidated Financial Statements for the year ended March 31, 2023
(All amounts are in Rupees millions, unless otherwise stated)

Liabilities										
Non-current liabilities										
Financial liabilities										
Borrowings		235.96	-	235.96	205.07	-	205.07	145.66	-	145.66
Lease Liability	(ii)	-	16.41	16.41	-	-	-	-	-	-
Other non-current liabilities		223.35	-	223.35	219.50	-	219.50	216.98	-	216.98
Provision	(iii)	14.03	2.92	16.95	8.33	-	8.33	4.53	-	4.53
Deferred tax liabilities (Net)	(iv)	-	-	-	9.44	(1.58)	7.86	7.63	(1.46)	6.17
		470.52	19.53	490.05	542.34	(1.58)	540.76	370.80	(1.46)	369.34
Current liabilities										
Financial liabilities										
Borrowings		330.66	-	330.66	210.78	-	210.78	149.14	-	149.14
Lease Liability	(ii)	-	3.80	3.80	-	-	-	-	-	-
Trade payables		-	-	-	-	-	-	-	-	-
- total outstanding dues of micro enterprises and small enterprises		264.06	-	264.06	59.54	-	59.54	33.57	-	33.57
- total outstanding dues of creditors other than micro enterprises and small enterprises		405.03	-	405.03	221.22	-	221.22	172.15	-	172.15
Others		36.35	-	36.35	3.94	-	3.94	4.50	-	4.50
Other current liabilities		1,224.17	-	1,224.17	1,056.84	-	1,056.84	905.17	-	905.17
Provision	(iii)	0.28	2.03	2.31	0.20	-	0.20	-	-	-
Current tax liabilities (net)		48.95	-	48.95	13.34	-	13.34	-	-	-
		2,309.47	5.83	2,315.29	1,585.66	-	1,585.66	1,264.94	-	1,264.94
Total Liabilities		2,779.99	25.36	2,805.34	2,128.00	(1.58)	2,126.42	1,635.74	(1.46)	1,634.28
Total Equity and Liabilities		3,619.42	70.14	3,689.55	2,592.46	-	2,592.46	2,021.31	-	2,021.31

43.2 Reconciliation of Profit and Other Equity between Ind AS and Previous GAAP

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023	For the year ended 01 April 2022
Equity as reported under Previous GAAP	838.52	450.13	371.29
Effect of transition to Ind AS:			
Add: Recognition of right-of-use and lease liability	0.05	-	-
Add: Impact of fair valuation on investment in subsidiary as at acquisition date	(54.37)	-	-
Add: Impact of change in depreciation policy from written down value to straight line method	21.35	-	-
Add: Impact of fair valuation on property, plant and equipment at acquisition date	88.06	-	-
Less: Fair valuation of security deposit	(8.86)	-	-
Less: Impact of gratuity liability assessed as per acturial valuation	(4.95)	-	-
Add: Impact of deferred tax liability on above adjustments	25.41	1.58	1.46
Equity under Ind AS	893.30	451.71	372.75

DSRV AND CO. LLP * Chartered Accountants * FARIDABAD

YOGIJI DIGI LIMITED * FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

42.3 Effect of Ind AS adoption on the Statement of Profit and Loss for the year ended 31 March 2024 and 31 March 2023:

Particulars	Footnote	For the year 31 March 2024			For the year 31 March 2023		
		Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet	Previous GAAP	Effect of transition to Ind AS	As per Ind AS balance sheet
Income :							
Revenue from operations		3,965.30	-	3,965.30	2,313.34	-	2,313.34
Other income	(a)	45.12	0.15	45.27	96.93	-	96.93
Total income		4,010.42	0.15	4,010.57	2,410.27	-	2,410.27
Expenses :							
Cost of materials consumed		2,703.12	-	2,703.12	1,856.26	-	1,856.26
Changes in inventories of finished goods, stock-in-trade and work-in-progress		149.07	-	149.07	(170.63)	-	(170.63)
Employee benefits expense	(b)	311.58	(1.15)	311.43	244.77	(1.20)	243.57
Finance costs	(d)	49.33	1.19	49.52	29.01	-	29.01
Depreciation and amortisation expense	(e)	48.55	2.90	51.44	30.91	-	30.91
Other expenses	(a)	400.10	(3.15)	396.95	309.34	-	309.34
Total expenses		3,761.75	(0.22)	3,761.53	2,304.61	(1.20)	2,303.41
Profit before tax		248.67	0.37	249.04	105.66	1.20	106.86
Tax expenses							
Current tax		61.60	-	61.60	24.90	-	24.90
- Adjustment for earlier years		1.07	-	1.07	0.05	-	0.05
Deferred tax	(f)	13.60	(26.53)	(12.93)	1.81	0.18	2.00
Profit for the year		172.40	26.90	199.30	78.89	1.02	79.91
Other comprehensive income							
Items that will not be reclassified subsequently to profit or loss							
Remeasurement (loss)/gain on defined benefit obligation	(b)	-	1.15	1.15	-	1.20	1.20
Income tax effect	(f)	-	(0.29)	(0.29)	-	(0.30)	(0.30)
Other comprehensive income for the year, net of tax	(c)	-	0.86	0.86	-	0.90	0.90
Total comprehensive income for the year		172.40	26.04	198.44	78.89	0.12	79.01

42.4 Effect of Ind AS adoption on the Statement of Cash Flows for the year ended 31 March 2024 and 31 March 2023:

	For the year ended 31 March 2024			For the year ended 31 March 2023		
	Previous GAAP	Changes	As per Ind AS balance sheet	Previous GAAP	Changes	As per Ind AS balance sheet
Cash flows from operating activities	210.28	-	210.28	(1.51)	-	(1.51)
Cash flows from investing activities	(226.67)	-	(226.67)	(162.76)	-	(162.76)
Cash flows from financing activities	30.86	-	30.86	86.04	-	86.04
Total decrease in cash flows	14.47	-	14.47	(78.23)	-	(78.23)
Cash and cash equivalents out of business combination on acquisition date	9.14	-	9.14	-	-	-
Opening cash and cash equivalents	3.84	-	3.84	82.07	-	82.07
Closing cash and cash equivalents	27.44	-	27.44	3.84	-	3.84

42.5 Notes on Transition to Ind AS and Notes to reconciliation:

(a) Security deposits:
Under Previous GAAP, security deposits were carried at the actual deposit amount. However, under Ind AS, these are classified as financial assets and are measured at amortised cost. The difference between the actual deposit amount and its discounted value has been capitalised to the Right-of-Use (ROU) asset, which is also recognised at amortised cost as at 31 March 2024. Additionally, interest income is accrued on the discounted security deposit over the lease term using the effective interest rate method.

(b) Re-measurement (losses) of defined benefit plans:
Re-measurement (gains)/losses of defined benefit plans have been classified in other comprehensive income in Ind AS.

(c) Other comprehensive income:
Under Ind AS, all items of income and expense recognised during a period are included in the profit or loss for the period, unless a specific standard requires or permits otherwise. Items that are not recognised in profit or loss but are instead presented under "Other Comprehensive Income" (OCI) in the Statement of Profit and Loss include, includes, remeasurements of defined benefit plans. The concept of Other Comprehensive Income did not exist under Previous GAAP.

(d) Lease liabilities:
Under Previous GAAP, lease payments were recognised as rent expense on a straight-line basis over the lease term, with no separate recognition of interest. However, under Ind AS, lease arrangements (other than short-term or low-value leases) are recognised as lease liabilities at the present value of future lease payments.

As a result, interest expense is recognised separately in the statement of profit and loss as part of finance costs, calculated using the effective interest rate method on the outstanding lease liability. This has led to an increase in reported finance costs under Ind AS compared to Previous GAAP.

(e) Right of use asset:
The differences represent the impact of the change in accounting for leases (other than short-term and low-value leases) under Ind AS as compared to Previous GAAP. Under Previous GAAP, up to the year ended 31 March 2024, lease payments were recognised as rent expense on a straight-line basis over the lease term.

Under Ind AS, such leases are recognised on the balance sheet as Right-of-Use (ROU) assets and corresponding lease liabilities, measured at the present value of future lease payments. The ROU assets as at 01 April 2023 (transition date) and 31 March 2024 include capitalised amounts such as the discounted value of lease liabilities, the discounted value of security deposits at the lease commencement date, and other directly attributable costs. The ROU assets are amortised over the lease term.

(f) Change in method of depreciation

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Consolidated Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

The impact is represents the impact of change in depreciation method from written down value to straight line method.

(g) Recognition of capital reserve (bargain purchase) and reversal of goodwill
As per the valuation report, and after giving effect to applicable Ind AS adjustments and other transitional adjustments, the fair value of the identifiable net assets acquired amounted to ₹[illegible] million. Accordingly, the acquisition has resulted in the recognition of a bargain purchase gain of ₹[illegible] million in the consolidated financial statements for the year ended March 31, 2024. Hence, goodwill earlier recognised has been reversed.

This gain has been recognised in accordance with Ind AS 103 - Business Combinations, and reflects the excess of the fair value of net assets acquired over the purchase consideration.

(h) Deferred tax
The impact is deferred tax represents the net impact of transition related transactions.

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
Notes to the Consolidated Financial Statements for the year ended March 31, 2025
(All amounts are in Rupees millions, unless otherwise stated)

45 Analytical ratios

S.No.	Ratio	Particulars		31 March 2025		31 March 2024		31 March 2023		Ratio as on			% Change	Reason
		Numerator	Denominator	Numerator	Denominator	Numerator	Denominator	Numerator	Denominator	31 March 2025	31 March 2024	31-Mar-23		(If variation is more than 25%)
(a)	Current Ratio	Total current assets	Total current liabilities	3,268.79	2,226.03	2,712.33	2,315.29	2,169.12	1,255.66	1.47	1.17	1.32	26.22%	Due to increase in trade receivable which is part of current assets.
(b)	Debt-Equity Ratio	Total debt	Shareholders' equity	888.51	1,781.87	566.07	884.11	415.84	465.99	0.50	0.64	0.89	(17.35%)	Not applicable
(c)	Debt Service Coverage Ratio	Earnings available for debt service = Net profit after tax + Non-cash operating expenses + Finance cost	Debt Service = Interest & lease payments + principal repayments	430.74	701.72	503.28	185.07	198.20	245.75	0.61	2.78	0.87	(21.36%)	Not applicable
(d)	Return on Equity Ratio	Net profit after taxes	Total equity	288.32	1,781.87	199.20	884.21	79.91	466.99	0.16	0.23	0.17	(29.17%)	Due to increase in equity share capital
(e)	Inventory Turnover Ratio	Cost of materials consumed	Average inventory	3,152.37	1,246.17	2,703.13	1,289.28	1,286.36	1,215.58	2.54	2.13	1.05	21.08%	Not applicable
(f)	Trade Receivables Turnover Ratio	Total sales	Average accounts receivable	4,796.84	847.71	3,965.20	391.61	2,313.34	255.26	5.66	10.13	9.09	(43.93%)	Increase in Receivables
(g)	Trade Payables Turnover Ratio	Total purchases	Average accounts payable	3,042.54	733.97	3,126.11	475.01	1,871.19	248.34	4.15	6.57	7.53	(36.86%)	Increase in Payables
(h)	Net Capital Turnover Ratio	Total sales including other operating revenue	Average working capital	4,796.84	1,014.03	3,965.31	2,048.90	2,313.34	1,720.89	7.58	7.94	1.26	(17.46%)	Not applicable
(i)	Net Profit Ratio	Net profit after taxes	Total sales including other operating revenue	288.32	4,796.84	199.20	3,965.20	79.91	2,313.34	0.06	0.05	0.03	17.27%	Not applicable
(j)	Return on Capital Employed	Earnings before interest and taxes	Capital employed	473.68	2,688.79	358.20	1,471.22	145.87	881.80	0.18	0.24	0.16	(27.53%)	Not applicable
(k)	Return on Investment	Net income from investments	Average investments	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

DSRV AND CO LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

44 Tax

Major components of income tax expense for the year ended 31 March 2025, 31 March 2024 and 31 March 2023 are:

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
44.1 Profit and loss section			
Current income tax:			
Current income tax charge	86.35	68.80	24.90
Adjustment in respect of current income tax of previous year	15.13	1.07	0.05
Deferred tax:			
Relating to origination and reversal of temporary differences	14.71	(13.95)	2.00
Income tax expense reported in profit and loss section	116.49	49.74	26.95
44.2 OCI section			
Deferred tax related to items recognised in OCI during the year:	1.62	0.29	0.30
	1.62	0.29	0.30

44.3 Reconciliation of tax expense with the accounting tax based on India's domestic tax rate for 31 March 2025 and 31 March 2024:

	For the year ended 31 March 2025	For the year ended 31 March 2024	For the year ended 31 March 2023
Accounting profit before income tax	395.74	249.04	106.86
Accounting profit taxable at India's domestic tax rates	395.74	249.04	106.86
Tax calculated at India's standard statutory tax rates 25.17%	99.60	62.68	26.90
Difference in tax as per books and tax as per table above	16.89	(12.95)	0.05
Reason for differences:			
Adjustment in respect of current income tax of previous year	15.13	1.07	0.05
Adjustment in respect of current income tax recognised in subsequent year	-	(15.13)	-
Corporate social responsibility expense disallowed	1.25	0.30	0.33
Interest disallowed on statutory dues	1.00	-	0.01
Others miscellaneous difference	(1.49)	0.82	(0.34)

44.4 Deferred tax

	March 31, 2025	Recognised in statement of profit and loss	Recognised in other comprehensive income	March 31, 2024
Deferred Tax Liability				
On account of depreciation	22.97	5.36	-	17.61
Deferred Tax Assets				
Provision for employee benefit obligations	8.42	1.78	1.62	5.01
Impact of right of use recognised	5.40	0.24	-	5.20
Accumulated losses and depreciation	3.84	3.84	-	-
MSME Disallowance	0.21	(15.23)	-	15.36
Total	14.04	(9.37)	1.62	21.77
Net Deferred Tax Assets/ (Liability)	(8.93)	(14.73)	1.62	4.16

	March 31, 2024	Business Combination	Recognised in statement of profit and loss	Recognised in other comprehensive income	March 31, 2023
Deferred Tax Liability					
On account of depreciation	17.61	3.78	4.12	-	10.01
Deferred Tax Assets					
Provision for employee benefit obligations	5.01	1.40	1.30	0.29	2.95
Impact of right of use recognised	5.20	-	6.20	-	-
MSME Disallowance	15.36	-	15.36	-	-
Total	21.77	1.40	17.06	0.29	2.95
Net Deferred Tax Assets/ (Liability)	4.16	(2.38)	12.93	0.29	(7.86)

DSRV AND CO. LLP
Chartered Accountants
FARIDABAD

YOGIJI DIGI LIMITED
FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

	March 31, 2023	Recognised in statement of profit and loss	Recognised in other comprehensive income	April 1, 2022
Deferred Tax Liability				
On account of depreciation	10.83	1.33	-	9.49
Deferred Tax Assets				
Provision for employee benefit obligations	2.95	0.22	0.28	1.33
Total	2.95	0.42	0.30	1.83
Net Deferred Tax Liability	(7.88)	(3.00)	0.30	(8.77)

40.5 **Current tax Assets/ liabilities (net)**

	March 31, 2025	March 31, 2024	March 31, 2023	April 1, 2022
Income tax receivable	(47.36)	(38.51)	(13.84)	0.26
Net tax Assets/ (liabilities)	(47.36)	(38.93)	(13.84)	0.09

DSRV AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD

(All amounts are in Rupees millions, unless otherwise stated)

45 Statement of reconciliation between opening and closing balances of balance sheet liabilities arising from financing activities due to cash flow and non-cash changes:

Particulars	Borrowings not considered as cash and cash equivalents and working capital loans (including interest)
Balance as at 01 April 2023	294.81
Cash movements	156.03
Non cash movements	
Interest expense for the year	(35.00)
Balance as at 01 April 2023	415.84
Cash movements	106.04
Business combination	92.99
Non cash movements	
Interest expense for the year	(48.30)
Closing as at 31 March 2024	566.58
Cash movements	397.00
Non cash movements	
Interest expense for the year	(75.10)
Closing as at 31 March 2025	888.47

46 The Ministry of Corporate Affairs (MCA) has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules 2021 requiring companies, which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

47 Utilisation of Borrowed funds and share premium:

(i) 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.

(ii) 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.

48 There are no material foreseeable losses, if any, on long-term contracts including derivative contracts on which the Company is required to recognise provision as required under the applicable law or accounting standards.

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

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

51 The Company did not have any material transactions with struck off companies under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956 during the year.

52 The Company has not entered into any arrangement in terms of Section 230 to 237 of the Companies Act, 2013.

53 The Company has neither traded nor invested in crypto currency or virtual currency during the financial year.

(All amounts are in Rupees millions, unless otherwise stated)

54 The Company does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the year (previous 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.

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

56 The Code on Social Security 2020 ('the Code') relating to employee benefits, during the employment and post-employment, has received Presidential assent on September 28, 2020. The Code has been published in the Gazette of India. Further, the Ministry of Labour and Employment has released draft rules for the Code on November 13, 2020. However, the effective date from which the changes are applicable is yet to be notified and rules for quantifying the financial impact are also not yet issued.

The Company will assess the impact of the Code and will give appropriate impact in the financial statements in the period in which, the Code becomes effective and the related rules to determine the financial impact are published.

57 FORM AOC-I

Salient features of Subsidiaries pursuant to first proviso to sub section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014 and Financial information pursuant to Schedule III of Companies Act, 2013

Subsidiary Name	YOGI JI TECHNOEQUIP PRIVATE Limited	
Reporting Period	March'25	March'24
Reporting Currency	INR- Indian	INR- Indian
Share Capital	9.47	9.47
Reserves & Surplus	94.14	93.27
Total Assets	468.02	672.27
Total Liabilities	364.41	569.53
Net Assets	103.61	102.74
Investment (excluding investment in subsidiary)	-	-
% of shareholding and share in profit	100%	100%
Profit/ (Loss) Before Taxation	3.90	(7.86)
Profit/ (Loss) After Taxation	0.87	0.03
Share in other comprehensive income (OCI)	-	0.39
Share in total comprehensive income (TCI)	0.87	0.42

58 Acquisition of YOGI JI TECHNOEQUIP PRIVATE LIMITED

During the financial year ended March 31, 2024, the Company acquired 100% equity interest in YOGI JI TECHNOEQUIP PRIVATE LIMITED through an all-equity share swap transaction. Under the terms of the agreement, the Company issued equity shares amounting to ₹179.99 million to the shareholders of YOGI JI TECHNOEQUIP PRIVATE LIMITED as consideration for the acquisition.

As per the valuation report, and after giving effect to applicable Ind AS adjustments and other transitional adjustments, the fair value of the identifiable net assets acquired amounted to ₹196.79 million. Accordingly, the acquisition has resulted in the recognition of a bargain purchase gain of ₹16.80 million in the consolidated financial statements for the year ended March 31, 2024.

This gain has been recognised in accordance with Ind AS 103 - Business Combinations, and reflects the excess of the fair value of net assets acquired over the purchase consideration.

58 Previous year figures have been regrouped/ reclassified, where necessary, to conform to this year's classification.

As per our report of even date

For D S R V & Co LLP
CHARTERED ACCOUNTANTS
Firm Registration Number: [illegible]

DINESH KUMAR AGRAWAL
Partner
Membership No. 85714

Place: Faridabad
Dated: 23 September 2025

For and on behalf of the Board of Directors of
YOGIJI DIGI LIMITED (formerly known as YOGIJI DIGI PRIVATE LIMITED)
CIN: U74899HR1993PLC032121

NAVNEET SINGH	SAMEER BANSAL	SONAM GOSAIN
Managing Director	Director	Company Secretary
DIN 00468898	DIN 00468786	A31290
Place: Faridabad	Place: Faridabad	Place: Faridabad
Dated: 23 September 2025	Dated: 23 September 2025	Dated: 23 September 2025

D S R V AND CO. LLP Chartered Accountants FARIDABAD

YOGIJI DIGI LIMITED FARIDABAD