



MAPRO INDUSTRIES LIMITED

CIN: L70101MH1973PLC020670|

Regd. Office: 505, Corporate Corner, 5th Floor, Sunder Nagar, Malad (W), Mumbai – 400 064

Tel No: +91 9609199385;

Email Id: listing@maproindustries.com, info@maproindustries.com; [website: maproindustries.com](http://website:maproindustries.com)

To,
BSE Limited
Department of Corporate Filings,
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400 001

Date: 08.09.2025

Sub: Submission of Annual Report for Financial Year 2024-2025 in compliance with Regulation 34(1) of SEBI (LODR) Regulations, 2015.

Ref: MAPRO INDUSTRIES LTD. (Scrip Code: 509762)

Dear Sir / Madam,

This has reference to captioned subject and in compliance with Regulation 34(1) of SEBI (LODR) Regulations, 2015; we are submitting herewith soft copy of Annual Report for financial Year 2024-25 in PDF format.

Kindly take the same on record and acknowledge the receipt of the same.

Yours Faithfully,
For MAPRO INDUSTRIES LTD.

SUNIL KUMAR JAJODIA

Director

DIN: 07298368



MAPRO INDUSTRIES LIMITED

53rd ANNUAL REPORT










2024 - 2025

MAPRO INDUSTRIES LIMITED

53rd ANNUAL REPORT

FINANCIAL YEAR-2024 -2025

INSIDE THIS REPORT:

MAPRO INDUSTRIES LIMITED	I N D E X	
	CORPORATE OVERVIEW:	
		Corporate Information
	NOTICE OF AGM:	
	MANAGEMENT REVIEW & GOVERNANCE:	
		Directors Report
		Annexures to Directors Report
		Management Discussion and Analysis
	FINANCIAL STATEMENTS:	
	<u>Standalone:</u>	
		Independent Auditors Report on Financial Statement
		Balance Sheet
		Profit & Loss Statement
		Notes on Financial Statement
		Cash Flow Statement

MAPRO INDUSTRIES LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Umesh Kumar Kanodia	- Managing Director
Mr. Sunil Kr Jajodia	- Non-Executive Independent Director
Mr. Santosh Lama	- Non-Executive Independent Director
Mr. Shambhu Kumar Agarwal	- Non-Executive Independent Director
Mrs. Sarita Kumari Gupta	- Non-Executive Independent Director
Mr Amol Arvind Burte	- CFO
Lokeshwar Kondapalli Rao	- CEO

BOARD COMMITTEES

Mr. Santosh Lama – Chairman	- Audit Committee
Mr. Shambhu Kumar Agarwal – Member	- Audit Committee
Mr. Umesh Kumar Kanodia – Member	- Audit Committee
Mr. Santosh Lama – Chairman	- Nomination & Remuneration Committee
Mr. Shambhu Kumar Agarwal – Member	- Nomination & Remuneration Committee
Mrs. Sarita Kumari Gupta – Member	- Nomination & Remuneration Committee
Mr. Shambhu Kumar Agarwal – Chairman	- Stakeholders Relationship Committee
Mr. Santosh Lama – Member	- Stakeholders Relationship Committee
Mr. Umesh Kumar Kanodia – Member	- Stakeholders Relationship Committee

AUDITORS

S P A R K & Associates Chartered Accountants LLP
"Nanda Tower", 90, Phears Lane,
5th Floor, Unit-505,
Kolkata-700012

SECRETARIAL AUDITORS:

Neha Agarwal
91, Subhash Nagar, Pal Road
Jodhpur, Rajasthan 342008

COMPLIANCE OFFICER

Mr. Umesh Kumar Kanodia

CHIEF FINANCIAL OFFICER

Mr. Amol Burte

BANKERS:

HDFC BANK LIMITED

REGISTRAR AND SHARE TRANSFER AGENT

Purva Sharegistry (India) Private Limited
9 Shiv Shakti Industrial Estate,
9 J R Boricha Marg,
Lower Parle (East),
Mumbai- 400 011
Contact No. : (022) 2301-0771 / 2301-8261
E mail ID: busicomp@vsnl.com
Website: www.purvashare.com

ROAD MAP TO THE AGM VENUE

Venue: 505, Corporate Corner, Sunder Nagar, Malad (w), Mumbai – 400064

Link: <https://goo.gl/maps/drMYNcnwGYnQcKhs7>



Landmark:

Distance from Malad Railway Station: upto 2 km



MAPRO INDUSTRIES LIMITED

CIN:L70101MH1973PLC020670|

Regd. Office: 505, Corporate Corner, 5th Floor, Sunder Nagar, Malad (W), Mumbai – 400 064

Tel No: +91 9609199385;

Email Id: listing@maproindustries.com, info@maproindustries.com; [website: maproindustries.com](http://www.maproindustries.com)

NOTICE OF 53RD ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE FIFTY THIRD ANNUAL GENERAL MEETING OF THE MEMBERS OF MAPRO INDUSTRIES LTD. (CIN L70101MH1973PLC020670) WILL BE HELD ON TUESDAY, SEPTEMBER 30TH, 2025 AT 11:30 A.M. IST THROUGH VIDEO CONFERENCING (“VC”)/ OTHER AUDIOVISUAL MEANS (“OAVM”), TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

Item No. 1- To consider and adopt the audited financial statement of the Company for the financial year ending March 31, 2025, and the reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as Ordinary Resolutions:

“RESOLVED THAT the Audited Financial Statement of the Company for the financial year ended March 31, 2025, and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.”

Item No.2 – To appoint Mr. Umesh Kumar Kanodia (DIN: 00577231), who retires by rotation as a Director and in this regard, 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. Umesh Kumar Kanodia (DIN: 00577231), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company.”

SPECIAL BUSINESS

Item No. 3- To consider and adopt the Appointment of M/s. Neha Lunia & Associates, Practicing Company Secretaries as the Secretarial Auditor of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as Ordinary Resolutions:

“RESOLVED THAT pursuant to provisions of Sections 204 and 179(3) and other applicable provisions of The Companies Act, 2013 read with Rule 9 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 24A of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular no. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 (including any statutory modification(s) or re-enactment thereof for time being in force) and circulars issued thereunder from time to time, and based on the recommendation of the Audit Committee and the Board of Directors M/s. Neha Lunia & Associates, Practicing Company Secretaries, Kolkata having ICSI Unique Code: S2019WB690500 (Peer review certificate: 2564/2022) be and are hereby appointed as the Secretarial Auditors for the Company, to hold office for one term of five consecutive years commencing from financial year 2025-26 to financial year 2029-30, at such remuneration as may be approved by the Audit Committee and/or Board of Directors of the Company from time to time, in addition to applicable taxes and re-imbursement of out-of-pocket & travelling expenses, at actuals, incurred by them in connection with the audit.”

“RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorized to revise/alter/modify/amend the terms and conditions and/or remuneration, from time to time, as may be mutually agreed with the Statutory Auditors, during the tenure of their appointment.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) or Key

Managerial Personnel of the Company, be and are hereby jointly and /or severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may be necessary, desirable and expedient for the purpose of giving effect to this resolution.”

Registered Office:

505, Corporate Corner, 5th Floor,
Sunder Nagar, Malad (W), Mumbai –
400 064

Place: Mumbai

Date: 03.09.2025

By Order of the Board of Directors
M/s MAPRO INDUSTRIES LTD

Sd/-
(UMESH KUMAR KANODIA)
MANAGING DIRECTOR

Notes:

1. In view of the outbreak of the COVID-19 pandemic, social distancing norm to be followed and the continuing restriction on movement of persons at several places in the country and pursuant to General Circular Nos.14/2020, 17/2020 and 20/2020 dated April 8, 2020, April 13, 2020 and May 5, 2020, respectively, and clarification circular No. 02/2021 dated January 13, 2021 issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR /P/2020/79 and SEBI/HO/CFD /CMD2/CIR/P /2021/11 dated May 12, 2020 and January 15, 2021 respectively, issued by the Securities and Exchange Board of India ("SEBI Circulars") and in compliance with the provisions of the Companies Act, 2013 (the "Act") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), the 53rd AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of Members at a common venue. The deemed venue for the 53rd AGM shall be the Registered Office of the Company.
2. The Explanatory Statement pursuant to Section 102 of the Act and the additional information pursuant to Regulation 36(3) of the Listing Regulations, in respect of Director proposed for appointment /re-appointment at the meeting are annexed hereto.
3. Pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("ICSI") and Regulation 44 of the Listing Regulations read with MCA and SEBI Circulars, the Company is providing remote e-Voting facility to its Members in respect of the business to be transacted at the 53rd AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL. The Board of Directors of the Company has appointed M/s Kirti Sharma & Associates, Practicing Company Secretaries, Kolkata (ACS: 41645, CP: 26705), as Scrutinizer to scrutinize the Voting process in a fair and transparent manner.
4. In terms of the MCA Circulars since the physical attendance of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 53rd AGM and hence the attendance slip, proxy forms and route map are not attached with the notice. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting, for participation in the 53rd AGM through VC/OAVM Facility and e-Voting during the 53rd AGM.
5. The Members can join the AGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to 1000 members on first come first served basis. This will not include Large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
6. Attendance of the Members participating in the 53rd AGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. The AGM notice and Annual Report for the financial year ended March 31, 2025 shall be available on the Company's website at www.thiraniprojects.com and also on the website of the Stock Exchange where the shares of the Company have been listed viz., BSE Limited- www.bseindia.com. The AGM Notice is also disseminated on the website of NDSL i.e. www.evoting@nsdl.com.
8. Pursuant to section 91 of the Act, read with Rule 10 of the Companies (Management and

Administration) Rules, 2014 and Regulation 42 of the Listing Regulations, the Register of Members and Share Transfer Books of the Company will remain closed from September 23, 2025 to September 30, 2025 (both days inclusive) for the purpose of 53RD AGM.

9. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and all the relevant documents pertaining to the resolutions proposed vide this notice of 53RD Annual General Meeting will be available electronically for inspection by the members during the AGM. Members seeking to inspect such documents can send an email to info@maproindustries.com.
10. Members are requested to intimate change in their addresses, if any, to the Registrar and Share Transfer Agent in respect of equity shares held by them in physical mode and to their Depository Participant(s) in respect of shares held in dematerialized form.
11. Pursuant to Section 72 of the Act, members holding shares in physical form are advised to file nomination with the RTA. In respect of shares held in Electronic/ Demat form, Members may please contact their Respective Depository Participants(s).
12. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants (DPs) with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to RTA viz. Purva Sharegistry (India) Pvt. Ltd. / Company.
13. SEBI vide its Notification No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018 & Notification No. SEBI/LAD-NRO/GN/2018/49 dated 30th November, 2018 amended Regulation 40 of Listing Regulations, which provides that from 1st April, 2019 transfer of securities would not be processed unless the securities are held in the dematerialized form with a depository. In view of the same, now the shares cannot be transferred in the physical mode. Hence, Members holding shares in physical form are requested to dematerialize their holdings immediately. However, Members can continue to make request for transmission or transposition of securities held in physical form.
14. Members holding shares in physical or demat form as on the cut-off date i.e. September 23, 2025 shall only be eligible to vote on the resolutions mentioned in the Notice of 53rd Annual General Meeting. Those who become Members of the Company after dispatch of AGM Notice but on or before September 23, 2025 (Cut-off date) may obtain the login ID and password by sending a request to the Registrar & Share Transfer Agent at evoting@purvashare.com or to the Company at info@maproindustries.com. However, those already registered with CDSL for e-voting can use their existing user Id and password for Login.
15. In line with the abovementioned MCA Circulars and SEBI Circular, the Notice of the AGM, Annual Report 2024-25 and e-voting instructions are being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Therefore, those shareholders who have not yet registered their email address are requested to get their email addresses registered as per the instructions mentioned below.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- Step 1** : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.
- Step 2** : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on 27th day of September, 2025 at 9.00 a.m. (IST) and ends on 29th September, 2025 at 5.00 p.m. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. **SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method

<p>Individual Shareholders holding securities in Demat mode with CDSL Depository</p>	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.
	<ol style="list-style-type: none"> 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<ol style="list-style-type: none"> 1) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting

	services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com . Select "Register Online for IDeAS" "Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
	3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through our Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
---	--

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholder holding shares in Demat.
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on “SUBMIT” tab.

- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant MAPRO INDUSTRIES LIMITED on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login

and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; info@maproindustries.com or kirti.sharma2593@yahoo.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

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

9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to info@maproindustries.com / evoting@purvashare.com.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

**By Order of the Board of Directors
M/s MAPRO INDUSTRIES LTD**

**Sd/-
(UMESH KUMAR KANODIA)
Managing Director**

**Registered Office:
505, Corporate Corner, 5th Floor, Sunder
Nagar, Malad (W), Mumbai – 400 064
Place: Mumbai
Date: 03.09.2025**



MAPRO INDUSTRIES LIMITED

CIN:L70101MH1973PLC020670|

Regd. Office: 505, Corporate Corner, 5th Floor, Sunder Nagar, Malad (W), Mumbai – 400 064

Tel No: +91 9609199385;

Email Id: listing@maproindustries.com, info@maproindustries.com; [website: maproindustries.com](http://website:maproindustries.com)

ANNEXURE A

Details of Directors seeking appointment/ re-appointment at the 53rd Annual General Meeting scheduled to be held on September 30, 2025

(Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015

Name of the Director	Mr. Umesh Kumar Kanodia
DIN	00577231
Date of Birth	November 18, 1956
Date of Appointment	20/02/2013
Qualification	B.com
Nature of Expertise	32years of experience in Construction & Developers & Cloth.
Directorships held in other Indian public companies (other than Section 8 companies)	NIL
Memberships / Chairmanships of Committees in other Company	NIL
Number of Equity Shares held in the Company	1,90,000 shares

ANNEXURE TO NOTICE
EXPLANATORY STATEMENT U/S 102 OF THE COMPANIES ACT, 2013

ITEM NO: 3 – Appointment of M/s. Neha Lunia & Associates, Practicing Company Secretaries as the Secretarial Auditor of the Company:

Pursuant to the provisions of Regulation 24A of The Listing Regulations read with SEBI circular no. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024 and other prevailing circulars and based on the recommendation of the Audit Committee, the Board of Directors at its meeting held on 30th May, 2025 approved the appointment of M/s. Neha Lunia & Associates, Practicing Company Secretaries, Kolkata having ICSI Unique Code: S2019WB690500 (Peer review certificate: 2564/2022) as the Secretarial Auditor of the Company, to hold office for a term of five consecutive years commencing from financial year 2025-26 to financial year 2029-30. The appointment is subject to approval of the shareholders of the Company at the 53rd Annual General Meeting.

Information pursuant to Regulation 36(5) of The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Proposed Fee:

The fee proposed to Secretarial Auditors shall be decided by the Board. The proposed fee is based on knowledge, expertise and industry experience possessed by them. The proposed fee is also in line with the industry benchmarks. The fees for any other professional work, including statutory certifications and other permissible non-audit services will be in addition to the audit fee as mentioned above and will be decided by the management in consultation with the Auditors.

Besides the secretarial audit services, the Company may also obtain certificates from the secretarial auditor under various statutory regulations and certifications required by banks, statutory authorities, audit related services and other permissible non-secretarial audit services as required from time to time, which they will be remunerated separately on mutually agreed terms, as approved by the Board of Directors in consultation with the Audit Committee.

Credentials: Brief profile of secretarial auditor

CS Neha Lunia, proprietor of M/s. Neha Lunia & Associates, Kolkata (FCS: 13502, CP: 21906)) has over 9 years of post-qualification experience in the field of Secretarial and Legal matters of various companies. Exposure in Handling Public, Rights issues, Conducting AGMs, EGMs, Board Meeting, Secretarial Audits, and Financial Audits, well versed with Statutory Compliance under SEBI Regulations, Stock Exchange Listing Agreements, FEMA, RBI, ESI, PF, Company Law and related acts and also includes compliances under the provisions of The Companies Act, 2013 & other Statutory laws applicable to the companies, Formation of Companies, e-filings of various Forms with ROC, maintenance of statutory records, registers under The Companies Act, 2013, advises/opinions, drafting agreements/MOU's, mergers, acquisitions, compliances and Certifications required by various regulatory bodies for listed & unlisted Companies, viz Stock Exchange listing agreements, SEBI Guidelines, Corporate Governance reports, RBI, Banks & Financial Institutions, Secretarial Audit report, Secretarial due diligence report to the banks and others, liaison with ROC, RBI, Banks, Advocates for any legal matters of the companies.

Rationale for recommendation:

In accordance with Regulation 24A(1A) of The Listing Regulations, the company obtained confirmation on the eligibility criteria and that they are not disqualified to be appointed as Secretarial Auditor in terms of the SEBI circular dated December 31, 2024. The services to be rendered by M/s. Neha Lunia & Associates, Kolkata (FCS: 13502, CP: 21906), Practicing Company Secretaries, Kolkata as Secretarial Auditors is within the purview of the said regulation read with SEBI circular no. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024.

The firm has agreed to the said appointment, and confirmed that their appointment, if made, would be within the limits specified under the Act. The Firm has also provided confirmation that it has subjected itself to the peer review process of The Institute of Company Secretaries of India (ICSI) and also holds a valid certificate issued by the 'Peer Review Board' of the ICSI.

The Board recommends the resolution as set out in Item No. 3 of accompanying notice for the approval of members of the Company as an Ordinary Resolution.

None of the Director, Key Managerial Personnel, or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

MAPRO INDUSTRIES LIMITED

DIRECTORS' REPORT

To,
The Members of
Mapro Industries Limited

Your Directors have pleasure in presenting before you the 53th Annual Report together with Audited Accounts and Auditor's Report of the Company for the financial year ended 31st March, 2025.

1. FINANCIAL HIGHLIGHTS

During the year under review, performance of your company as under:

PARTICULARS	Year Ended	Year Ended
	31st March, 2025 (Amount in Rs '00)	31st March, 2024 (Amount in Rs '00)
Revenue from Operations & Other Income	93,182	96,464
Profit/(Loss) before Taxation	35,964	4,917
Less: Tax Expense	4,653	-
Profit/(Loss) after Tax	26,913	3,638

2. REVIEW OF OPERATIONS:

During the year under review, total revenue from operations & other income of your company was Rs. 9318200/-. Your Directors report that the working of the Company for the year under review has resulted in a profit of Rs. 26,913/- (after tax).

3. STATE OF THE AFFAIRS OF THE COMPANY AND CHANGE IN NATURE OF BUSINESS:

The company is engaged in the business of execution of civil construction contracts through sub-contracting. During the period under review, there is no change in nature of the business of the Company.

4. DIVIDEND & TRANSFER TO RESERVES:

Your directors do not propose any dividend for the Financial Year ended March 31, 2025. During the financial year under review, no amount was transferred to general reserve.

5. SHARE CAPITAL:

The Authorized Equity Share Capital of the Company is Rs.90,000,000/- (Nine Crores Only) for the financial year ended 31st March, 2025, divided into 87,50,000 (Eighty Seven Lacs Fifty Thousand Only) equity shares of Rs.10/- each and 25,000 (Twenty Five Thousand Only) Preference Shares of Rs.100/- each.

The paid up Equity Share Capital as at March 31,2024 stood at Rs.83,889,250 (Rupees Eight crores thirty eight lacs eighty nine thousand two hundred and fifty only). During the year under review, there is no change in the Share Capital of the company during the financial year.

6. EXTRACT OF ANNUAL RETURN:

Pursuant to the provisions of Section 92(3) read with Section 134(3) (a) of the Companies Act, 2013, the Annual Return as on March 31, 2025 is available at the website of the Company www.maproindustries.com

7. SUBSIDIARIES COMPANIES, JOINT VENTURES OR ASSOCIATES COMPANIES:

As on March 31, 2025, the Company has no Subsidiary or Associates Company or joint ventures Company. Also, during the financial year, no company became or ceased to be the Subsidiary, Joint Venture or Associate Company and hence provision of section 129(3) of the Companies Act relating consolidation of financial statements and providing the information in the prescribed format AOC-1 are not applicable to the Company.

8. CONSOLIDATED FINANCIAL STATEMENT:

The Company is not required to consolidate its financial statements in terms of the provision of Section 129(3) of the Companies Act, 2013 and Rules made there-under during the financial year.

MAPRO INDUSTRIES LIMITED

9. CORPORATE GOVERNANCE:

As per Regulations 17-27, clauses (b) to (i) of Regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for the period April 01, 2024 to March 31, 2025, a separate section on corporate governance practices followed by the Company, together with a certificate from the Company's Secretarial Auditor confirming compliance forms an integral part of this Report as "Annexure - B".

10. DETAILS OF AUDITORS:

- **Statutory Auditor:**

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and rules made there under, Mr. Pradeep Gupta, Chartered Accountants, (Membership No: 048979), the Statutory Auditors of the Company, holds office until the conclusion of the ensuing Annual General Meeting.

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and rules made there under, Statutory Auditors of the Company are required to be appointed at the Annual General Meeting till the conclusion of the ensuing Annual General Meeting.

The Auditors' Report for the financial year ended March 31, 2025 does not contain any qualification, reservation or adverse remark. The notes given in the Auditors' Report are self-explanatory and need no further clarification.

- **Internal Auditor:**

Pursuant to section 138 of the Companies Act, 2013 the company had appointed M/s. KB & Associates as the Internal Auditor of the company to carry out the internal auditor of the functions and activities of the company.

- **Secretarial Auditor:**

Pursuant to Section 204 of the Companies Act, 2013 of the Company has appointed Mrs. Neha Agrawal (C.P No. 21906), Practicing Company Secretary to conduct the secretarial audit of the company for the financial year 2024-2025. The Company had provided all assistance and facilities to the Secretarial Auditor for conducting their audit. The Secretarial Audit Report is included as "Annexure – C" and forms an integral part of this Report.

There are no qualifications in the Secretarial Audit Report.

- **Cost Auditors:**

Provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 are not applicable to the company during the year.

11. NUMBER OF MEETING OF BOARD OF DIRECTORS:

During the year, Five Board Meetings and Five Audit Committee Meetings were held and convened. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and SEBI's (Listing Obligations & Disclosure Requirement) Regulation, 2015.

12. AUDIT COMMITTEE:

The composition and terms of reference of the Audit Committee has been furnished in the Corporate Governance Report forming a part of this Annual Report.

13. REMUNERATION AND NOMINATION COMMITTEE:

The composition and terms of reference of the Remuneration Committee has been furnished in the Corporate Governance Report forming a part of this Annual Report.

14. STAKEHOLDERS RELATIONSHIP COMMITTEE:

The composition and terms of reference of the Share Transfer cum Stakeholders Relationship Committee has been furnished in the Corporate Governance Report forming a part of this Annual Report.

15. RELATED PARTY TRANSACTIONS AND POLICY:

The Company has developed a related party transactions framework through standard operating procedures for the purpose of identification and monitoring of transactions with the related parties.

MAPRO INDUSTRIES LIMITED

The policy on related party transactions as approved by the Board of Directors has been uploaded on the website of the Company. None of the Directors has any pecuniary relationship or transactions vis-d-vis the Company.

The details of transactions entered into with the related parties are given here-in-below in form AOC-2 in terms of the provision of section 188(1) including certain arm's length transactions:

A. Details of contract or arrangement or transactions not at arms' length basis: Nil

a.	Name(s) of the related party and nature of relationship	NA
b.	Nature of contract /arrangements/transaction	NA
c.	Duration of contract /arrangements/transaction	NA
d.	Salient terms of contract /arrangements/transaction including the value, if any,	NA
e.	Justification for entering into such contract / arrangements/ transaction	NA
f.	Date(s) of approval by the Board	NA
g.	Amount paid as advances , if any,	NA
h.	Date on which special resolution was passed in general meeting as required under first proviso to section 188	NA

B. Details of contract or arrangement or transactions at arms' length basis :

a.	Name(s) of the related party and nature of relationship	NA
b.	Nature of contract /arrangements/transaction	NA
c.	Duration of contract /arrangements/transaction	NA
d.	Salient terms of contract/arrangements/transaction including the value, if any,	NA
e.	Date(s) of approval by the Board	NA
f.	Amount paid as advances , if any,	NA

16. VIGIL MECHANISM POLICY:

In pursuant to the provision of section 177(9) & (10) of the companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the company.

17. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

There are no significant and material orders passed by the Regulators/Courts that would impact the going concern status of the Company and its future operations.

18. LOANS, GUARANTEES AND INVESTMENTS:

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to Financial Statements.

19. CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 in respect of conservation of energy and technology absorption have not required to be furnished considering the nature of activities undertaken by the Company during the year under review.

There were no transactions involving foreign exchange earnings and outgo during the year under review.

20. DETAILS OF DIRECTORS:

Mr. Umesh Kumar Kanodia (DIN: 00577231), appointed during the year, regularized at the ensuing Annual General Meeting,

21. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY, OCCURRING AFTER BALANCE SHEET DATE:

There are no material changes and commitments affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements related and on the date of this report.

22. FORMAL ANNUAL EVALUATION:

One of the vital function of the Board is monitoring and reviewing the Board evaluation framework formulated by the Nomination and Remuneration Committee that lay down the evaluation criteria for the performance of all the directors, in accordance with the provisions of the Acts and the Corporate Governance as stipulated under Regulations 17-27, clauses (b) to (i) of Regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

A separate exercise was carried out to evaluate the performance of individuals Directors including the chairman of the Board on parameters such as level of engagement and contribution, Independence of judgment, safeguarding the interest of the company and its minority shareholders etc. The performance of the evaluation of the Non Independence Directors and Boards as a whole also carried out by the Independent Directors.

The review concluded that the performance of the Directors, Committees & the Board as a whole, to be adequate and satisfactory.

23. PUBLIC DEPOSIT:

During the year under review, the Company has not accepted any deposits, within the meaning of Section 73 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014.

24. PARTICULARS OF EMPLOYEES:

The information required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended as "Annexure – D".

25. DIRECTORS RESPONSIBILITY STATEMENT:

The Directors' Responsibility Statement under Section 134 (5) referred to in clause (c) of sub-section (3) shall state that:-

- Accounting Standard: In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- Accounting Policies: 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 ended on 31st March 2024 and of the profit and loss of the company for that period.
- Proper Efficient and Care: The directors had taken proper and sufficient care for the maintenance of adequate accounting records for the year ended 31st March, 2024 in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- Going Concern Basis: The directors had prepared the annual accounts on a going concern basis.
- Compliance with all laws & Regulations: The directors had devised proper system to ensure compliance with the provision of all applicable laws and that such systems were adequate and operating effectively.
- Internal Financial Controls: The directors had laid down internal financial control to be followed by the company and that such internal financial controls are adequate and operating effectively.

26. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

A separate report on Management Discussion and Analysis as per Regulations 17-27, clauses (b) to (i) of Regulation 46(2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('Listing Regulations') is forming part of this Report.

27. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Company is not having any penalties and punishment neither on itself and nor on its directors.

28. RISK MANAGEMENT POLICY:

The Board of Directors of the company has formulated a Risk Management policy which aims at enhancing shareholders value and providing an optimum risk reward trade off. The risk management approach is based on a clear understanding of the variety of risks that the organization faces, disciplined risk monitoring and measurement and continuous risk assessment and mitigation measures. This policy is also available on the Company's website www.maproindustries.com.

MAPRO INDUSTRIES LIMITED

29. INTERNAL FINANCIAL CONTROL SYSTEMS:

The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of the internal control system and suggests improvements to strengthen the same. In the Opinion of the Board the existing internal control framework is adequate and commensurate 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.

30. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND:

The Company did not have any funds lying unpaid or unclaimed for a period of Seven Years. Therefore there were no funds which were required to be transferred to Investor Education And Provident fund (IEPF).

31. CORPORATE SOCIAL RESPONSIBILITY:

In pursuance of the provisions of Section 135 of the Companies Act 2013, the CSR provisions were not applicable to the company.

32. ENVIRONMENT:

The Company is conscious of the importance of environmentally clean and safe operations. The Company's policy requires conduct of operations in such a manner, so as to ensure safety of all concerned, compliances environmental regulations and preservation of natural resources.

33. 'DISCLOSURE' UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Company has formulated a policy for the prevention of sexual harassment within the company. It ensures prevention and deterrence of acts of sexual harassment and communicates procedures for their resolution and settlement. Internal Complaint Committee has been constituted in accordance with the requirements under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 which ensures implementation and compliance with the Law as well as the policy at every unit. There were no cases/ complaints reported in this regard during the year 2023-2024. A copy of the Policy against sexual harassment is posted on the Company's Website.

34. NOMINATION AND REMUNERATION POLICY OF THE COMPANY:

The Board, on the recommendation of the Nomination & Remuneration committee framed a policy for selection and appointment of Directors, senior Management and their remuneration. The remuneration policy has been posted on the website of the company.

35. COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARDS AND GENERAL MEETING:

During the Financial Year, your Company has complied with applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

36. ACKNOWLEDGEMENT:

Lastly your Directors acknowledge the management team and executive staff who are instrumental to the growth of the Company. They also express their deep admiration and gratitude for the support and co-operation extended by the clients, bankers, investors, shareholders, and the media for their unwavering support through the years. Your Directors also wish to thank the employees at all levels, who through their sheer commitment, sense of involvement, utmost dedication and continued perseverance enabled the Company to achieve the overall development, growth and prosperity.

By order of the Board of Directors

Sd/-

Sd/-

Place: Mumbai
Date: September 3, 2025

Umesh Kumar Kanodia
Managing Director
(DIN: 00577231)

Sunil Kumar Jajodia
Director
(DIN: 00632710)

REPORT ON CORPORATE GOVERNANCE

I. COMPANY PHILOSOPHY ON CODE OF GOVERNANCE

A brief statement on company's philosophy on code of Governance:

The company always strives to achieve optimum performance at all levels by adhering to corporate governance practices, such as fair and transparent business practices, effective management controls at all levels, adequate representation of promoter, executive and independent director on the board, accountability of performance at all levels, monitoring of executive performance by the Board and transparent and timely disclosure of financial and management information. To be amongst standard bearers of best governance practices, the company has successfully implemented IND-AS, a new challenge in the realm of accounts.

II. BOARD OF DIRECTORS

The composition of the Board of Directors of the Company is in conformity with Regulation 17 of the SEBI's (Listing Obligations & Disclosure Requirement) Regulation, 2015. The Company has an optimum combination of Executive and Non-Executive Directors. None of the Director is related to other Directors. There are five members in the Board of the Directors of the company including Executive Directors, Non Executive Directors, Independent directors and a Woman director. There is no institutional nominee on the Board.

A) Composition of board of directors:

Presently, the composition of Board is as follows:

Name of the Directors	Category
Mr. Umesh Kumar Kanodia	Executive Director & Chairman
Mr. Sunil Kumar JajodiaA	Executive Director
Mrs. Sarita kumari Gupta	Non- Executive & Independent Director (Woman Director)
Mr. Shambhu Kumar Agarwal	Non- Executive & Independent Director
Mr. Santosh Lama	Non- Executive & Independent Director

B) Number of Board Meetings in the year:

During the year 7 meetings of the Board of Director's were held. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

Sr. No.	Date on which board Meetings were held
1.	27.04.2024 , 30.05.2024 , 05.09.2024 , 14.11.2024 , 30.11.2024 06.01.2025 , 31.03.2025

C). Attendance of Directors at the meeting of Board of Directors and the last Annual General Meeting are as follows:

Sr. No	Name of the Director	No. of Board Meetings held	No. of Board Meetings attended	Attendance at the last AGM	No. of Directorships held	No. of Committees of which Member/Chairman
1	Mr. Umesh Kumar Kanodia	7	7	Yes	NIL	N.A
2	Mr. Sunil Kumar JajodiaA	7	7	No	Nil	N.A
3	Mrs. Sarita kumari Gupta	7	7	No	4	Nil
4	Mr. Shambhu Kumar Agarwal	7	7	Yes	Nil	N.A
5	Mr. Santosh Lama	7	7	Yes	Nil	N.A

MAPRO INDUSTRIES LIMITED

Notes:

- Number of Directorships / Memberships held in other companies excludes Directorships/Memberships in private limited companies, foreign companies, companies under Section 8 of the Companies Act, 2013 ("the Act"), membership of managing committees of chambers / bodies and alternate directorships
- None of the Independent Directors serve as an Independent Director in more than 7 listed companies.
- The necessary disclosures regarding Committee positions have been made by all the Directors. None of the Directors are Members of more than 10 Committees and Chairman of more than 5 Committees across all public limited companies in which they are a Director. Number of Chairmanships / Membership of Committees covers Chairmanships/Memberships of Audit Committee and Stakeholders' Relationship Committee.

D) Shares held by Non-Executive Directors as at 31st March, 2024:

Name of the Director	No. of Shares held
Mrs. Sarita kumari Gupta	Nil
Mr. Shambhu Kumar Agarwal	Nil
Mr. Santosh Lama	Nil

No Convertible Instruments are held by Non-Executive Directors.

E) Independent Directors Meeting:

In Compliance with the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015; the Independent Directors Meeting of the Company was held on January 06, 2025.

In this meeting, they considered the performance of non-independent directors and Board as a whole, reviewed performance of Chairman of the Company, taking into account the views of Executive and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board.

III. COMMITTEES OF THE BOARD

The terms of reference of Board Committees are determined by the Board from time to time. Presently the Company has three committees i.e. Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. All the decisions pertaining to the constitution of the Committees, appointment of members, and fixing of terms of reference for committee members are taken by the Board of Directors. Details the number of meetings held during the financial year and the related attendance are provided below:

AUDIT COMMITTEE:

All the members of the Audit Committee are professionals and financially literate within the meaning of Regulation 18 (1) (c) of the Listing Regulations. Mr. Umesh Kumar Kanodia, Compliance Officer, acts as the Compliance Officer to the Committee.

Five Audit Committee Meetings were held during the financial year under review and the gap between two Meetings did not exceed 120 days. These Meetings were held on 27.04.2024, 30.05.2024, 05.09.2024, 14.11.2024, 30.11.2024 06.01.2025, 31.03.2025 The details of the composition of the Audit Committee and the attendance of the Members at the Audit Committee Meetings are as under:

Sr. No.	Name of the Director	Nature of the Directorship	Category	Category Meetings held	No. of Meetings Attended
1.	Mr. Santosh Lama	Non-Executive & Independent Director	Chairman	7	7
2.	Mr. Shambhu Kumar Agarwal	Non-Executive & Independent Director	Member	7	7
3.	Mr. Umesh Kumar kanodia	Managing Director	Member	7	7

The terms of reference of the Audit Committee includes the matters specified under Part C of Schedule II to Regulation 18 (3) of the Listing Regulations as well as Section 177 of the Companies Act, 2013. The Chief Financial Officer, Internal Auditor and Statutory Auditors are permanent invitees to the Meeting. The Chairman of the Audit Committee was present at the 52th Annual General Meeting held on September 30, 2024. The Minutes of the Audit Committee Meetings were noted at the Board Meetings.

MAPRO INDUSTRIES LIMITED

NOMINATION AND REMUNERATION COMMITTEE:

One Nomination and Remuneration Committee Meetings were held during the financial year under review on 27.04.2024 , 30.05.2024 , 05.09.2024 , 14.11.2024 , 30.11.2024 06.01.2025 , 31.03.2025.

The details of composition of the Nomination and Remuneration Committee and attendance of the Members at the Nomination and Remuneration Committee Meetings are as under:

Sr. No.	Name of the Director	Nature of the Directorship	Designation in Committee	Category Meetings held	No. of Meetings Attended
1.	Mr. Santosh Lama	Non-Executive & Independent Director	Chairman	7	7
2.	Mr. Shambhu Kumar Agarwal	Non-Executive & Independent Director	Member	7	7
3.	Mrs. Sarita Kumari Gupta	Non-Executive & Independent Director	Member	7	7

The terms of reference of the Nomination and Remuneration Committee include the matters specified under Part D of Schedule II to Regulation 19 (4) of the Listing Regulations as well as under Section 178 of the Companies Act, 2013.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors have formulated and adopted Nomination and Remuneration Policy and the same is also available of the website of the company. The Minutes of the Nomination and Remuneration Committee Meetings were noted at the Board Meeting.

STAKEHOLDERS RELATIONSHIP COMMITTEE:

The details of the composition of the Stakeholders' Relationship Committee and the attendance of the Members at the Meeting held on 27.04.2024 , 30.05.2024 , 05.09.2024 , 14.11.2024 , 30.11.2024 06.01.2025 , 31.03.2025. are as under:

Sr. No.	Name of the Director	Nature of the Directorship	Designation in Committee	Category Meetings held	No. of Meetings Attended
1.	Mr. Shambhu Kumar Agarwal	Non-Executive & Independent Director	Chairman	7	1
2.	Mr. Santosh Lama	Non-Executive & Independent Director	Member	7	7
3.	Mr. Umesh Kumar Kanodia	Managing Director	Member	7	7

The terms of reference of the Stakeholders' Relationship Committee covers the matters specified under Part D of Schedule II to Regulation 20 (4) of the Listing Regulations as well as under Section 178 of the Companies Act, 2013. The Minutes of the Stakeholders' Relationship Committee Meeting were noted at the Board Meeting.

The Committee also performs the Following Functions:

- Transfer/Transmission of shares.
- Issue of Duplicate Share Certificates.
- Review of Share dematerialization and re-materialization.
- Monitoring the expeditious Redressal of Investor Grievances.
- Monitoring the performance of company's Registrar & Transfer

Agent. In the year 2023-2024 no complaints have been received by the Company.

IV. REMUNERATION OF DIRECTORS

There has been no materially significant related party transactions, pecuniary relationships or transactions between Mapro Industries Limited and its Directors for the financial year under review that may have a potential conflict with the interest of the Company at large.

MAPRO INDUSTRIES LIMITED

Remuneration paid during the Financial Year 2020-2021 Directors are:

Name of Director	Yearly Remuneration (Rs in Lacs)
Mr. Umesh Kumar Kanodia	6.00
Total	6.00

Criteria for making payment to Non-Executive Directors has been disseminated on the website of the Company at 'maproindustries.com'.

The Company does not have any Employee Stock Option Scheme for its Directors and Employees

V. CHIEF EXECUTIVE OFFICER (CEO)/CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

As required under Regulation 17 (8) of the Listing Regulations, the CEO and CFO Certification of the Financial Statements, the Cash Flow Statement and the Internal Control Systems for financial reporting for the financial year ended March 31, 2025, was placed before Board of Directors at its Meeting held on May 30, 2025.

VI. GENERAL BODY MEETING

A. The details of last three Annual General Meeting of the Company were held are given below respectively:

AGM	Financial Year	Venue of the AGM	Date	Time
50 th	2021-2022	505, Corporate Corner, Sunder Nagar, 505, Malad (West), Mumbai-400064	30/09/2022	11:30 A.M.
51 th	2022-2023	505, Corporate Corner, Sunder Nagar, 505, Malad (West), Mumbai-400064	29/09/2023	11:30 A.M.
52 th	2023-2024	505, Corporate Corner, Sunder Nagar, 505, Malad (West), Mumbai-400064	30/09/2024	11:30 A.M.

All the resolutions set out in the respective Notices were passed by the requisite majority of the members.

B. Special Resolutions passed at the last three Annual General Meetings:

A Special Resolution was passed at 47th Annual General Meeting of the Company held on September 27, 2019,

- for re-appointment of Mr. Santosh Lama as an Independent Director of the Company for a term of 5 years effective April 01, 2019.
- re-appointment of Mr. Shambhu Kumar Agarwal as an Independent Director of the Company for a term of 5 years effective April 01, 2019.
- re-appointment of Mrs. Sarita Kumari Gupta as an Independent Director of the Company for a term of 5 years effective April 01, 2020.

C. Passing of Special Resolutions by Postal Ballot:

During the year under review, there was no special resolution required to be passed through postal ballot.

None of the Resolutions proposed for the ensuing Annual General Meeting is required to be passed by Postal Ballot.

VII. MEANS OF COMMUNICATION

Financial Results

The quarterly, half-yearly and annual financial results are generally published in 'Financial Express' (English) and Mumbai Lakshadeep' (Marathi). The results are also displayed under the Investor Relations section on the Company's website 'www.maproindustries.com' shortly after its submission to the Stock Exchanges.

VIII. GENERAL SHAREHOLDER INFORMATION

Date, Day, Time and Venue of the Annual General Meeting	Date: September 30, 2025 Day: Tuesday Time: 11.30 a.m Venue: THROUGH VIDEO CONFERENCING ("VC")/OTHER AUDIO VISUAL MEANS
Financial Year	The financial year of the Company is from 1st April to 31st March. Financial Calendar (Tentative)

	First Quarter Results: Second week of August, 2024 Second Quarter Results: Second week of November, 2024 Third Quarter Results: Second week of January, 2025 Fourth Quarter and Annual Results: Last week of May, 2025
Date of Book Closure	23 th September, 2025 to 30 th September, 2024 (Both days inclusive).
Dividend Payment Date	NIL
Listing on Stock Exchanges	The Company is listed on the following: BSE Limited 1st Floor, P. J. Towers, Dalal Street, Fort, Mumbai - 400 001. The annual listing fees have been paid and there is no outstanding payment towards the Stock Exchanges as on date.
Stock Code	BSE Limited – 509762
International Securities Identification Number (ISIN)	The Company's scrip forms a part of SEBI's compulsory Demat Segment bearing ISIN No. INE848M01019
Corporate Identity Number (CIN)	The Company's CIN, allotted by the Ministry of Corporate Affairs, Government of India, is L70101MH1973PLC020670. The Company is registered at Mumbai in the State of Maharashtra, India.

Market Price Data

The High and Low prices of the Company's share (of the face value of Rs. 10 /- each) for the financial year under review are as follows:

Month	High (In Rs.)	Low (In Rs.)
April 2024	-	-
May 2024	-	-
June 2024	-	-
July 2024	-	-
August 2024	-	-
September 2024	-	-
October 2024	-	-
November 2024	-	-
December 2024	-	-
January 2025	-	-
February 2025	-	-
March 2025	-	-

* Source: BSE Website.

Registrars and Share Transfer Agents:

Shareholders may contact the Company's Registrar and Share Transfer Agent (for both physical and demat segments) at the following address for any assistance regarding dematerialization of shares, share transfers, transmission, change of address, non-receipt of annual report and any other query relating to the shares of the Company:

Purva Shareregistry (India) Pvt. Ltd.

Unit No. 9, Shiv Shakti Industrial Estate R Boricha Marg,

Opp. Kasturba Hospital, Lower Parle (E), Mumbai-400 011

Website: www.purvashare.com

Telephone No: (022) 2301-0771 / 2301-8261

E Mail: support@purvashare.com

Shareholders holding shares in electronic mode should address all their correspondence to their respective Depository Participant.

MAPRO INDUSTRIES LIMITED

Share Transfer System

The Board has authorized Stakeholder and Relationship Committee to approve / authorize matters relating to share transfers / transmission, issue of duplicate shares, etc. At each Board Meeting, the Directors are apprised of the details of transfer / transmission / issue of duplicate shares authorized by the Stakeholder and Relationship Committee. The Company's Registrars, M/s. Purva Sharegistry (India) Pvt. Ltd. has adequate infrastructure to process the share transfers. The share transfers received are processed within 15 days from the date of receipt, subject to the transfer instrument being valid and complete in all respects along with the requisite documents.

Dematerialization requests are processed within 21 days from the date of receipt, to give credit of the shares through the Depositories. In compliance with the Listing Agreement with the Stock Exchanges and the Listing Regulations, every six months, a Practicing Company Secretary audits the System of Transfer and a Certificate to that effect is issued.

Investors' Correspondence

The Shareholders can contact the Company for Secretarial matters at the following address:

Mapro Industries Limited

505, Corporate Corner, Sunder Nagar, Malad (W), Mumbai - 400 064

Website: maproindustries.com

Email id: listing@maproindustries.com

Distribution of Shareholding

a. Shareholding Pattern as on March 31, 2025

Category of Shareholder	Number Of Shares	Percentage of Shareholding (%)
Promoters		
Sandeep Gupta	2185430	26.05
Sunil Kumar JajodiaA	190000	2.26
Umesh Kumar Kanodia	190000	2.26
Sub-Total	2565430	30.58
Non-Promoters		
Bodies Corporate/LLP	2419419	28.84
Individuals	2709196	32.29
HUF	563929	6.72
LLP & Clearing Members	130951	1.56
Sub-Total	5823495	69.42
Total	8388925	100.00

b. Class-wise Distribution of Equity Shares as on March 31, 2025:

Shareholding of Nominal	No. of Share Holders	% of Total	In Rs.	% of Total
	Value of			
Upto 5000	107	36.27	142450	0.17
5001-10000	10	3.39	89350	0.11
10001-20000	5	1.69	71090	0.08
20001-30000	10	3.39	252500	0.30
30001-40000	5	1.69	185620	0.22
40001-50000	12	4.07	572250	0.68
50001-100000	74	25.08	6861750	8.18
100001- Above	72	24.41	75714240	90.25
TOTAL	295	100.00	83889250	100.00

MAPRO INDUSTRIES LIMITED

Dematerialization of Shares and Liquidity

The shares of the Company form part of the Compulsory Demat Segment. The Company has established Connectivity with both the Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) through its Registrar, Purva Shareregistry (India) Pvt. Ltd.

As on 31st March, 2025 the number of shares held in dematerialized and physical mode are as under:

Particulars	Number of shares	Percentage to Total Capital Issued
Held in dematerialized mode in NSDL	4130234	49.23
Held in dematerialized mode in CDSL	4258441	50.77
Physical Mode	250	0.00
Total	8388925	100.00

Outstanding GDRs/ADRs/Warrants or any convertible instruments, etc.

As on date, the Company has not issued these types of securities.

Foreign exchange risk and hedging activities

The Company has no foreign exchange exposure.

IX. OTHER DISCLOSURES

a. Related party transactions

The Company has not entered into any materially significant related party transactions with its Promoters, Directors, or Management or their relatives, etc. that may have potential conflict with the interests of the Company at large.

The Company has formulated and adopted a policy on dealing with related party transactions and same is displayed under the Investor Relations section on the Company's website 'www.maproindustries.com'.

b. Compliances by the Company

The Company has complied with the requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters relating to capital markets during the last three years. No penalties or strictures have been imposed on the Company by the Stock Exchanges, SEBI or other statutory authorities relating to the above.

c. Code of Conduct

The Company is committed to conducting its business in conformity with ethical standards and applicable laws and regulations. This commitment stands evidenced by the Model Code of Conduct adopted by the Board of Directors which is applicable to each member of the Board of Directors and Senior Management of the Company.

The Company has received confirmations from all the Directors and Senior Management of the Company regarding compliance with the said Code for the financial year under review. A certificate from Mr. Umesh Kumar Kanodia, Managing Director to this effect forms part of this Report. The said Code is also displayed under the Investor Relations section on the Company's website 'www.maproindustries.com'.

d. Whistle Blower / Vigil Mechanism

The Company has established a Whistle Blower / Vigil Mechanism through which its Directors, Employees and Stakeholders can report their genuine concerns about unethical behaviours, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The said Mechanism provides for adequate safeguards against victimization and also direct access to the higher levels of supervisors. Any concerns may also be raised directly to the Audit Committee also.

e. Risk Management framework

The Company has been addressing various risk impacting the company and the policy of the company on risk management is provided in the website 'www.maproindustries.com'.

f. Management Discussion and Analysis

The Management Discussion and Analysis forms a part of the Board's Report. All matters pertaining to industry structure and developments, opportunities and threats, segment-wise/team-wise performance, outlook,

risks and concerns, internal control systems and adequacy, discussion on financial and operational performance and material developments in human resources are discussed in the said Report.

g. Adherence to Accounting Standards

The Financial Statements have been prepared and presented under the historical cost convention on an accrual basis of accounting and in accordance with the accounting principles generally accepted in India and comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Account) Rules, 2014 and other relevant provision of the Companies Act, 1956 to the extent applicable.

h. Board Diversity

The Company recognizes that a Board composed of appropriately qualified members with a broad range of experience relevant to the business is important for effective corporate governance and sustained commercial success. The Company believes that it has a truly diverse Board which leverages on the skills and knowledge, industry or related professional experience, age and gender, which helps the Company to retain our competitive advantage. The Board has adopted the Board Diversity Policy to recognize the benefits of a diverse Board and to further enhance the quality of participation and performance.

i. Familiarization Program for Independent Directors

The Company has in place a Familiarization Program for Independent Directors to provide insights into the Company to enable the Independent Directors to understand its business in depth and contribute significantly to the Company's success. The Company has devised and adopted a policy on Familiarization Program for Independent Directors and has uploaded the same on the Company's website 'www.maproindustries.com'.

j. Performance Evaluation Criteria for Independent Directors

The Company has devised a performance evaluation framework and policy, which sets a mechanism for the evaluation of the Independent Directors. Performance evaluation of the Independent Directors was carried out through an evaluation program in terms of the aforesaid performance evaluation framework and policy.

k. Unclaimed Suspense Account

No unclaimed suspense account is there in the Company.

l. Mandatory Requirements

The Company is in compliance with all the mandatory requirements stipulated under Listing Regulations, as amended from time to time. The adoption of non-mandatory requirements is provided in this Report.

X. COMPLIANCE WITH MANDATORY REQUIREMENTS

As per Clause 13 of Part C of Schedule V to the Listing Regulations, the Company has made disclosures of the compliance with corporate governance requirements specified in Regulation 17 to 27 and Clauses (b) to (i) of Sub-regulation (2) of Regulation 46 on the website of the Company – 'www.maproindustries.com'.

XI. NON-MANDATORY REQUIREMENTS

Shareholders' Rights

The half-yearly financial results are published in the newspapers as mentioned above and also they are displayed under the Investor Relations section on the Company's website 'www.maproindustries.com'. Therefore, the results were not separately circulated to all shareholders.

By order of the Board of Directors

Sd/-

Sd/-

Place: Mumbai
Date: September 3, 2025

Umesh Kumar Kanodia
Managing Director
(DIN: 00577231)

Sunil Kumar Jajodia
Director
(DIN: 00632710)

MAPRO INDUSTRIES LIMITED

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of Mapro Industries Limited

We have examined the compliance of conditions of Corporate Governance by Mapro Industries Limited ("the Company") for the year ended on 31st March 2025, as per the relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as referred to in regulation 15(2) of the Listing Regulations for the period 1st April 2024 to 31st March 2025.

The compliance of conditions of Corporate Governance is the responsibility of the Company's management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion, and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement/ Listing Regulations, as applicable.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For SPARK & Associates Chartered Accountants LLP.

Firm Registration N No. 005313C/C400311

Chartered Accountants

Sd/-

[Anshul Bhuwania]

Partner

ICAI Membership No. 300482

UDIN: 25300482MKRRQ7727

Place: Mumbai

Date: September 03, 2025

Declaration by the Managing Director under Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, regarding compliance with Code of Conduct

In accordance with Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that, all the Directors and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the financial year ended March 31, 2025.

For Mapro Industries Limited

Sd/-

Umesh Kumar Kanodia

Managing Director

(DIN: 00577231)

Place: Mumbai

Date: May 30, 2025



Neha Lunia & Associates
Company Secretary

C/O Long Run Services LLP, 1st Floor,
6, Lyons Range, Turner Morrison Building
Gate No- 2, Kolkata 700 001
Mob : 97752 76540
Email: nehalunia.associates@gmail.com

Annexure - 2

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
MAPRO INDUSTRIES LIMITED
CIN: L70101MH1973PLC020670
505, Corporate Corner, Sunder Nagar,
Malad (W), Mumbai, Maharashtra, India - 400064

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **MAPRO INDUSTRIES LIMITED** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my 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 secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2025, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2025, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011-;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

- (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 – **Not Applicable during the Audit Period;**
- (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - **Not Applicable during the Audit Period;**
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021- **Not Applicable during the Audit Period;**
- (h) The Securities and Exchange Board of India (Buy-back of Securities) Regulations 2018- **Not Applicable during the Audit Period;**
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015; and

I report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with all the laws applicable specifically to the Company.

I have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

I have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

I further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, 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.
- All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

I further report that the compliance by the Company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts have not been reviewed in this audit since the same have been subject to review by the Statutory Auditors, Tax Auditors and other designated professionals.

I further report that as per the explanations given to me and the representation made by the Management and relied upon by me, 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.

I further report that during the audit period, there were following specific events / actions having a major bearing on Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards, etc.:

- Appointment of Mr Sunil Kumar Jajodia (DIN: 08222385) as an Additional Director of the Company
- Resignation of Atul Sultania (DIN: 10435916) from the post of Independent Director.

CS Neha Agrawal

Proprietor

Membership No: 13502

CP No: 21906

UDIN: F013502G001197135

Peer Review Regn No. 2564/2022

Kolkata, 4th September, 2025

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.



Neha Lunia & Associates
Company Secretary

C/O Long Run Services LLP, 1st Floor,
6, Lyons Range, Turner Morrison Building
Gate No- 2, Kolkata 700 001
Mob : 97752 76540
Email: nehalunia.associates@gmail.com

‘ANNEXURE A’

To,
The Members,
MAPRO INDUSTRIES LIMITED
CIN: L70101MH1973PLC020670
505, Corporate Corner, Sunder Nagar,
Malad (W), Mumbai, Maharashtra, India - 400064

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

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I 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. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

CS Neha Agrawal
Proprietor
Membership No: 13502
CP No: 21906
UDIN: F013502G001197135
Peer Review Regn No. 2564/2022
Kolkata, 4th September, 2025

MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

Your Directors are pleased to present the Management Discussion and Analysis Report for the year ended 31st March, 2024.

The Management Discussion and Analysis have been included in consonance with the Code of Corporate Governance as approved by The Securities and Exchange Board of India (SEBI). Investors are cautioned that these discussions contain certain forward looking statements that involve risk and uncertainties including those risks which are inherent in the Company's growth and strategy. The company undertakes no obligation to publicly update or revise any of the opinions or forward looking statements expressed in this report consequent to new information or developments, events or otherwise.

Management Discussion and Analysis (MDA) is structured as follows:

- Economic Overview
- Construction Industry Overview
- Business Overview
- Business Outlook
- Significant developments subsequent to the last financial year
- Opportunities and Threat
- Discussion on Financial Performance with respect to Operational Performance
- Risks and Concerns
- Internal Control Systems and adequacy
- Material Development in Human Resources
- Cautionary Statements

ECONOMIC OVERVIEW

Infrastructure and Construction Industries in any country plays a vital role for the economy's growth and development. The Indian economy is getting bigger and better with every passing year and needless to say, Infrastructure will contribute significantly to the country's overall development. Nearly all the segment of infrastructure and Construction Industries sectors will provide excellent opportunities for investments, with roads, railways, ports, power and airports being the major attractions.

CONSTRUCTION INDUSTRY OVERVIEW:

The Construction Industry in India is the one of the largest economic activity after agriculture and provides employment to large amount of people. Broadly, construction can be classified into two segments – infrastructure and real estate. The infrastructure segment involves construction projects in different sectors like roads, rails, ports, irrigation, power, etc. Investment in the infrastructure sector plays a crucial role in the growth of the economy of the country. Development of infrastructure in the country mainly depends upon the spending by Government of India in various sub-segments of infrastructure and Real Estate is also based on the Investments in Infrastructure Sector.

BUSINESS OVERVIEW

We are currently engaged in construction activities. Our operation includes all aspects of real estate development, from the identification and acquisition of land the planning, execution and marketing of our projects and the maintenance and management of our completed developments. The aforementioned services are currently provided by us through our third party vendor contactors to whom we subcontract construction and other execution work related to projects. Our company has witnessed growth in number of projects being undertaken and also in revenues of our company. We are working continuously to strengthen our infrastructure, enhance our presence and building the capabilities to execute end to end projects on our own. During the current financial, the Company has entered into trading of Iron and Steel and Cement.

BUSINESS OUTLOOK

Outlook remains stable for the current year. The company is looking at other avenues for business growth.

MAPRO INDUSTRIES LIMITED

SIGNIFICANT DEVELOPMENTS SUBSEQUENT TO THE LAST FINANCIAL YEAR

After the date of last financial year, i.e. March 31, 2023, the Directors of our Company confirm that, there have not been any significant material developments.

Key factors affecting the Results of Operations

Our Company's future results of operations could be affected potentially by the following factors:

- 9 Political condition: In case of political instability, government could change the spending pattern on infrastructure. This change in policy framework can affect our business.
- 9 Stringent condition of our contract: Most of our contracts are time bound as well as put a condition of meeting the minimum standard requirement of such construction. Contract may stipulate penalty condition for non-closure of our project in time. This non completion of project in time could affect our financials. We are subject to blacklisting by the authority for non-full-filing our commitment.
- 9 Our ability to attract and retain skilled and technical staff: Skilled and Technical Staffs are required by us for all our projects. We take up various projects based on availability of right mix of man power. Thus our growth is likely to be affected by our ability to attract and retain skilled and technical manpower.
- 9 Effect of Inflation: We are affected by inflation as it has an impact on the operating cost, staff costs etc. In line with changing inflation rates, we rework our margins so as to absorb the inflationary impact.

OPPORTUNITIES AND THREATS

The performance of capital market in India has a direct correlation with the prospect of economic growth and political stability. Though the growth projections for FY 2020-21 appear reasonable, there are certain downside risks such as pace and shape of global recovery, effect of withdrawal of fiscal stimulus and hardening of commodity prices. Our business performance may also be impacted by increased competition from local and global players operating in India, regulatory changes and attrition of employees. With growing presence of players offering advisory service coupled with provision of funds for the clients' needs, we would face competition of unequal proportion.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The details of the financial performance are appearing in the financial statements separately. The highlights of the same are also mentioned in the Directors Report.

RISKS AND CONCERNS

This section contains forward – looking statements that involve risks and uncertainties. Our actual results could differ materially from those anticipated in these statements. As the industrial and economic growth of the country is showing steady improvement, there is no perceived risk and concern in this area of business and there is an ample scope for growth in India itself. Forward looking statements are based on certain assumptions and expectations of the future events that are subject to risks and uncertainties. Actual future results and trend may differ materially from historical results, depending on variety of factors. Their risk and concerns faced by the Company are similar to those faced by any growing organization in today dynamic industrial and economic scenario.

INTERNAL CONTROLS SYSTEM & ADEQUACY

Management has put in place effective Internal Control System to provide reasonable assurance for:

- Safeguarding Assets and their usage.
- Maintenance of Proper Accounting Records and
- Adequacy and Reliability of the information used for carrying on Business Operations.

Key Elements of the Internal Control Systems are as follows:

- (i) Existence of Authority Manuals and periodical updating of the same for all functions.
- (ii) Existence of clearly defined organizational structure and authority.
- (iii) Existence of corporate policies for Financial Reporting and Accounting.
- (iv) Existence of Management Information System updated from time to time as may be required.
- (v) Existence of Annual Budgets and Long Term Business Plans.
- (vi) Existence of Internal Audit System

MAPRO INDUSTRIES LIMITED

MATERIAL DEVELOPMENT IN HUMAN RESOURCES

The Management believes in maintaining cordial relations with its employees. The management recognizes the importance of Human Resources and effective steps will be taken to strengthen the same depending on the requirements. The Company provided excellent working environment so that the individual staff can reach his/her full potential. The Company aims in talent management with particular focus on grooming, learning and development and employee engagement has been the key focus areas in the Company's objectives.

CAUTIONARY STATEMENT

Certain statements under "Management Discussion & Analysis" describing the Company's objectives, projections, estimates, expectations or predictions may be forward looking statement within the meaning of applicable securities laws and regulations. Although the expectations are based on reasonable assumptions, the actual results could materially differ from those expressed or implied, since the Company's operations are influenced by many external and internal factors beyond the control of the Company. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

By order of the Board of Directors

Sd/-

Sd/-

Place: Mumbai
Date: September 3, 2025

Umesh Kumar Kanodia
Managing Director
(DIN: 00577231)

Sunil Kumar JajodiaA
Director
(DIN: 00632710)



MAPRO INDUSTRIES LIMITED

**505, CORPORATE CORNER, SUNDER NAGAR, MALAD(W),
MUMBAI-400064(MAHARASHTRA)**

AUDITED ANNUAL REPORTS F.Y. 2024-25

**S P A R K & Associates Chartered
Accountants LLP
CHARTERED ACCOUNTANTS**

90 Phears Lane, 5th Floor, Unit – 505, Kolkata – 700 012(W.B)

E-Mail : bhuwaniaanshul@ca-spark.com

INDEPENDENT AUDITORS' REPORT ON FINANCIAL STATEMENTS

To the Members of:

M/S. MAPRO INDUSTRIES LIMITED

REPORT ON THE AUDIT OF FINANCIAL STATEMENTS

OPINION

We have audited the accompanying financial statements of **M/s. MAPRO INDUSTRIES LIMITED** ('the Company'), which comprise the balance sheet as at 31st March 2025, the statement of profit and loss (including other comprehensive income), Statement of Changes in Equity and statement of Cash Flows for the year ended and notes to the financial statement, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2025, the profit & Loss statement, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

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

KEY AUDIT MATTERS

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



+91 97488 70047



bhuwaniaanshul@ca-spark.com

Kolkata Office : Nanda Tower, 90 Phears Lane, 5th Floor, Unit 505, Kolkata - 700012 (WB)

Registered Office : 51, SPARK House, Scheme No-53, Vijay Nagar, Near Medanta Hospital, Indore - 452010 (MP)

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

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

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

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



AUDITOR'S RESPONSIBILITY FOR THE AUDIT OF THE FINANCIAL STATEMENTS

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

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

- 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.
- Obtain an understanding of internal financial controls 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 system in place 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 Management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in



(i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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 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.
2. As required by Section 143(3) of the Act, based on our audit 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 except in some cases have to rely on the figures as appearing in the books as the related documents were not available at the time of audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with specified under Section 133 of the Act, read with Rule 7 of the Companies(Accounts)Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31st March,2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31stMarch,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". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended,
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which could have an impact on its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amount which 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 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 has 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 neither declared nor paid any dividend during the year.
- vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which have a feature of recording audit trail (edit log) facility but the same has not operated throughout the year for the transactions occurred during the year. Since the feature had not been operated, the question of tempering & preservation of audit trail doesn't arises. However, in our opinion, proper books of accounts stating true & fair states of affairs of the Company, as required under Sec 128(1) of the Companies Act, 2013, has been maintained by the company for the financial year 2024-25.

For S P A R K & Associates Chartered Accountants LLP
Chartered Accountants
FRN: 005313C/C400311


Anshul Bhunia
Partner



Membership No. - 300482
UDIN: 25300482BMKRRQ7727
Dated: 30-05-2025
Place: Kolkata

Annexure A to the Independent Auditors' Report)

(Referred to in our report to the member M/s. MAPRO INDUSTRIES LIMITED OF EVEN DATE),

To the best of our knowledge and information, according to the explanations provided to us by the Company, the audit procedures followed by us and examination of the books of account and records examined by us in the normal course of audit, we state that:

- i.
 - (a). The Company is not having any tangible/ intangible asset. Therefore, the provisions of sub Clause a,b,c and d of clause 1 of paragraph 3 of the order are not applicable to the company.
 - (b). No proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Therefore, the provisions of Clause (i)(e) of paragraph 3 of the order are not applicable to the company.
- ii.
 - (a). The Company does not have any inventory and hence reporting under clause(ii)(a) of the Order is not applicable.
 - (b). During any point of time of the year, the company has not been sanctioned any working capital limits, from banks or financial institutions on the basis of security of current assets. Therefore, the provisions of Clause (ii)(b) of paragraph 3 of the order are not applicable to the company.
- iii. During the year, the company has made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.
 - (a) The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year, and hence reporting under clause 3(iii)(a) of the Order is not applicable.
 - (b) In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company's interest.
 - (c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are generally been regular as per stipulation.
 - (d) In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.
 - (e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to the same parties.
 - (f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.

The Company has not provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.



- iv. In our opinion and according to the information and explanations given to us the Company has has not made any loans, investments, guarantees and security on which provisions of section 185 and 186 of the Act are applicable. Therefore, the provisions of clause 3(iv) of the said Order are not applicable to the company.
- v. The Company has not accepted deposits from the public or amounts which are deemed to be deposits from the public. Hence clause 3(v) of the Companies (Auditors Report) Order 2020 is not applicable to the Company.
- vi. As explained to us, the Central Government of India has not specified the maintenance cost records under sub-section (1) of section 148 of the Companies Act, 2013 for any of the products of the Company. Therefore, the provisions of clause (vi) of Paragraph 3 of the Order are not applicable to the Company.
- vii. **According to the information and explanations given to us, in respect of Statutory Dues.**
- a) According to the records of the Company, the Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employee's state insurance, income tax, Sales Tax, Wealth Tax, Service Tax, Duty of customs, Duty of Excise, Value Added Tax, Goods and service tax, Cess and any other statutory dues dues with the appropriate authorities to the extent applicable to it. There are no undisputed amounts payable in respect of income tax, wealth tax, service tax, sales tax, value added tax, duty of customs, duty of excise or cess which have remained outstanding as at March 31, 2025 for a period of more than 6 months from the date they became payable.
- b) According to information and explanation given to us, there are no dues of GST, Provident fund, Employees State Insurance, Income Tax, Sales Tax, Service Tax, duty of Customs, duty of Excise, Value Added Tax, Cess and other statutory dues to the appropriate authorities during the year except from the following:

Name of Statute	Nature of Dues	Amount(Rs.)	From where dispute is pending
Tax Deducted at source	Prior Year TDS defaults	372161/-	-

- viii. There are no transactions that were not recorded in the books of account, and which has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (Section 43 of 1961).
- ix. (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of any loan or other borrowings or any interest due thereon to any lender.
- (b) In our opinion and according to the information and explanations given to us, the company has not been a declared willful defaulter by any bank or financial institution or other lender.



- (c) In our opinion and according to the information and explanations given to us, the loans were applied for the purpose for which the loans were obtained.
 - (d) In our opinion and according to the information and explanations given to us, there are no funds raised on short term basis which have been utilized for long term purposes.
 - (e) In our opinion and according to the information and explanations given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates of joint ventures.
 - (f) In our opinion and according to the information and explanations given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- x. (a). The company has not raised any money by way of initial public offer / further public offer (including debt instruments) and not made any preferential allotment / private placement of shares / fully / partly / optionally convertible debentures during the year under review, hence reporting under clause 3(x) and sub-clause (a) and (b) of the Companies (Auditor's Report) Order, 2020 is not applicable to the Company.
- (b). In our opinion and according to the information and explanations given to us, the company has not made preferential allotment or private placement of shares during the year. Therefore, the provisions of Clause (x)(a) of paragraph 3 of the order are not applicable to the Company.
- xi. (a) According to information and explanation given to us, the records examined by us and based on examination of the documents provided to us. No fraud by the Company or any fraud on the Company has been noticed or reported and No whistle-blower complaints have been received during the year, hence Clause 3(xi) of the Companies (Auditors Report) Order, 2020 is not applicable to the company.
- (b) According to information and explanation given to us and on the basis of verification of records, no report under sub section (12) of section 143 of the Companies Act has been filed by Auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government and hence no reporting is required under clause 3(xi)(b) of the Companies (Auditors Report) Order.
- (c) As auditor, we did not receive any whistle- blower complaint during the year.
- xii. The Company is not a Nidhi Company and hence clause 3(xii) of the Companies (Auditors Report) Order, 2020 is not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, all transactions with the related parties are in Compliance with sections 177 and 188 of the Act where applicable and the details have been disclosed in the financial statements etc as required by the applicable accounting standards. Identification of related parties were made and provided by the management of the company.



- xiv. The Company is not covered by section 138 of the Companies Act, 2013, related to appointment of internal auditor of the company. Therefore, the company is not required to appointed any internal auditor. Therefore, the provisions of Clause(xiv) of paragraph 3 of the order are not applicable to the company.
- xv. In our opinion and based on our examination, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors, hence reporting under clause 3(xv) of the Companies (Auditors Report) Order, 2020 is 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.
(b) The company has not conducted any Non-Banking Financial or Housing Finance activities during the year.
(c) The company is not a Core Investment Company (CIC) as defined in the regulation made by the Reserve Bank of India.
(d) As per the information and explanations received, the group does not have any CIC as part of the group.
- xvii. According to the information and explanations given to us and based on the audit procedures conducted we are of opinion that the company has not incurred any cash losses in the financial year and the immediately preceding financial year.
- xviii. There has been resignation of the previous statutory auditors **Pradeep Kumar Gupta(Chartered Accountants)** during the year as per section 140 of Companies Act, 2013 .
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report 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.



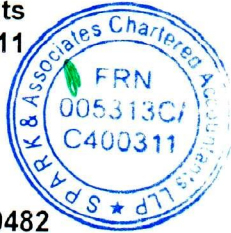
- xx. The provisions of Section 135 towards corporate social responsibility are not applicable on the company. Accordingly, the provisions of clause 3(xx) of the Order is not applicable.
- xxi. The company has not made investments in subsidiary company, Therefore the company does not require to prepare consolidated financial statement. Therefore, the provisions of Clause (xxi) of paragraph 3 of the order are not applicable to the Company.

For S P A R K & Associates Chartered Accountants LLP

Chartered Accountants

FRN: 005313C/C400311

Anshul Bhuwania
Partner



Membership No. - 300482

UDIN: 25300482BMKRRQ7727

Dated: 30-05-2025

Place: Kolkata

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Subsection 3 of Section 143 of the Companies Act, 2013 ("the Act").

We have audited the internal financial controls over financial reporting of MAPRO INDUSTRIES LIMITED ("the Company") as of 31st March, 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, 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 adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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



MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

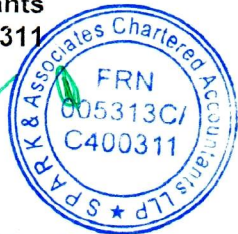
In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S P A R K & Associates Chartered Accountants LLP

Chartered Accountants

FRN: 005313C/C400311

Anshul Bhuwania
Partner



Membership No. - 300482

UDIN: 25300482BMKRRQ7722

Dated: 30-05-2025

Place: Kolkata

MAPRO INDUSTRIES LIMITED
505, Corporate Corner, Sunder Nagar, Malad (W)
Mumbai- 400064, Maharashtra
CIN : L70101MH1973PLC020670
BALANCE SHEET AS AT 31st March 2025

Particulars	Note No	As at 31st March 2025 (Amount in Rs.'00)	As at 31st March 2024 (Amount in Rs.'00)
I) ASSETS			
1) NON-CURRENT ASSETS			
a) Property, Plant and Equipment		-	-
b) Financial Assets			
(i) Investment	3	63,623	63,623
(ii) Trade Receivables		-	-
(iii) Loans & Advances	4	21,44,744	20,90,778
(iv) Others (to be specified)		-	-
c) Deferred Tax Asset (Net)		9,216	13,615
d) Other non-current assets		-	-
(A)		22,17,583	21,68,015
2) CURRENT ASSETS			
a) Inventories		-	-
b) Financial assets			
(i) Investments		-	-
(ii) Trade Receivables		-	-
(iii) Cash & Cash Equivalents	5	6,694	25,242
(iv) Bank Balances Other Than (iii) Above		-	-
(v) Loans & Advances	4	3,89,244	3,89,244
(vi) Others		-	-
c) Current Tax Assets (Net)			
d) Other Current Assets	6	11,030	10,690
(B)		4,06,968	4,25,175
TOTAL ASSETS (A)+(B)		26,24,551	25,93,191
II) EQUITY AND LIABILITIES			
1) EQUITY			
a) Equity Share Capital	7	8,38,893	8,38,893
b) Other Equity	8	17,62,609	17,35,696
TOTAL EQUITY (C)		26,01,501	25,74,589
2) LIABILITIES			
NON-CURRENT LIABILITIES			
a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Trade Payables		-	-
(iii) Other Financial Liabilities		-	-
b) Provisions		-	-
c) Deferred Tax Liabilities(Net)		-	-
d) Other Non-Current Liabilities		-	-
(D)		-	-
CURRENT LIABILITIES			
a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Trade Payables	9	960	-
(iii) Other Current Financial Liability		-	-
b) Other Current Liabilities	10	16,275	18,602
c) Short Term Provisions	11	5,815	-
d) Current Tax Liabilities (Net)		-	-
(E)		23,049	18,602
TOTAL EQUITY AND LIABILITIES (C)+(D)+(E)		26,24,551	25,93,191
Significant accounting policies	2	-	-

The accompanying notes are an integral part of the financial statements.

In terms of our report attached.

For S P A R K & Associates Chartered Accountants LLP

Chartered Accountants

FRN- 005313C/C400311

Anshul Bhuwania

Partner

Membership No. 300482

Dated 30th May, 2025, Mumbai

UDIN: 25300482BMYKRR97727 Page 54 of 69

For and on behalf of the Board of Directors

MAPRO INDUSTRIES LTD.

MAPRO INDUSTRIES LTD.

Sunil Kumar Jajodia

Umesh Kanodia

Sunil Kumar Jajodia
Director/Authorised Signatory

Umesh Kanodia
Managing Director/Authorised Signatory

[DIN No. - 07298368]

[DIN No. - 00577231]

MAPRO INDUSTRIES LIMITED
505, Corporate Corner, Sunder Nagar, Malad (W)
Mumbai- 400064, Maharashtra
CIN : L70101MH1973PLC020670

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st March 2025

	Particulars	Note No	For the year ended 31st March 2025 (Amount in Rs.'00)	For the year ended 31st March 2024 (Amount in Rs.'00)
I)	INCOME			
	Revenue from operations		-	-
	Other income	12	93,182	96,464
	Total income (I)		93,182	96,464
II)	EXPENSES			
	(a) Cost of materials consumed		-	-
	(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade		-	-
	(c) Employee benefits expenses	13	22,450	22,860
	(d) Finance costs		-	-
	(e) Depreciation and amortisation expenses		-	-
	(f) Other expenses	14	34,768	68,687
	Total expenses (II)		57,218	91,547
III)	Profit/(loss) before tax (I)-(II)		35,964	4,917
IV)	Tax Expense			
	(1) Current Tax		4,653	-
	(2) Deferred Tax (Reversed)		(4,399)	(1,278)
	(3) Earlier Year Income Tax Adjustment		-	-
			4,653	-
V)	Profit/(Loss) for the year (III)-(IV)		26,913	3,638
VI)	Other Comprehensive Income			
	Other comprehensive income not to be reclassified to profit or loss in subsequent periods			
	Re-Measurement gains/(losses) on defined benefit plans		-	-
	Income tax effect		-	-
	Other Comprehensive Income, net of tax		-	-
VII)	Total Comprehensive Income for the year (V)+(VI)		26,913	3,638
	Earnings per share:			
	(1) Basic	15	0.03	0.00
	(2) Diluted	15	0.03	0.00
	See accompanying notes forming part of the financial statements	2		

The accompanying notes are an integral part of the financial statements.
In terms of our report attached.

For and on behalf of the Board of Directors

For S P A R K & Associates Chartered Accountants LLP
Chartered Accountants
FRN- 005313C/C400311

MAPRO INDUSTRIES LTD. MAPRO INDUSTRIES LTD.
Sunil Kumar Jindia Umesh Kumar Kanodia
Sunil Kumar Jindia Umesh Kanodia
Director Managing Director
[DIN No. - 07298368] [DIN No. - 00577231]

Anshul Bhuwania
Proprietor

Membership No. 300482

Dated 30th May, 2025, Mumbai

UDIN : 25300482BMKRR97929

0

CASH FLOW STATEMENT FOR THE YEAR ENDED ON MARCH 31 2025

(Amount in Rs. Lakhs)		
PARTICULARS	For Year ended 31.03.2025	For Year ended 31.03.2024
Cash flows from operating activities	Audited	Audited
Net Profit/(Loss) before tax as per Statement of Profit & Loss A/c	35.96	4.92
Adjustments for :		
Income tax provisions	(4.65)	
Depreciation and amortization expenses	-	-
Finance costs	-	-
Other non-cash charges	-	-
Operating profit / (loss) before working capital changes	31.31	4.92
<u>Changes in Working Capital:</u>		
Adjustments for (increase) / decrease in operating assets:		
Inventories	-	-
Trade receivables	-	-
Loans and advances	(54.96)	(146.54)
Other current assets	(0.34)	(2.50)
Other current financial assets		-
Adjustments for increase / (decrease) in operating liabilities:		
Trade payables	-	-
Other current liabilities	(1.37)	8.52
Short term Provisions	5.81	-
Cash generated from operations	(19.55)	(135.60)
Tax paid (net of refunds)	-	-
Net Cash From/(Used in) Operating Activities (A)	(19.55)	(135.60)
Cash Flows from Investing Activities		
(Purchase) / Sale of Non Current Investments (Net)	-	150.00
(Purchase) / Sale of Current Investments (Net)		
Net cash from/(Used in) Investing Activities (B)	-	150.00
Cash flows from Financing Activities		
Increase/(Decrease) in Long-term borrowings	-	-
Increase/(Decrease) in Short-term borrowings	1.00	-
Net cash from/(Used in) Financing Activities (C)	1.00	-
Increase in Cash and Cash Equivalents during the year (A+B+C)	(18.55)	14.40
Cash and Cash Equivalents at the beginning of the year	25.24	10.84
Cash and Cash Equivalents at the end of the year	6.69	25.24

The accompanying notes are an integral part of the financial statements.

In terms of our report attached.

For S P A R K & Associates Chartered Accountants LLP

Chartered Accountants

FRN- 005313C/C400311

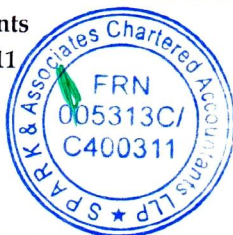
Anshul Bhuwania

Partner

Membership No. 300482

Dated 30th May, 2025, Mumbai

UDIN : 25300482BMRRR97727



For and on behalf of the Board of Directors

MAPRO INDUSTRIES LTD. MAPRO INDUSTRIES LTD.

Sunil Kumar Jajodia

Sunil Kumar Jajodia

Director

[DIN No. - 07298368]

Umesh Kumar Kanodia

Umesh Kanodia

Managing Director

[DIN No. - 00577231]

MAPRO INDUSTRIES LIMITED
505, Corporate Corner, Sunder Nagar, Malad (W)
Mumbai- 400064, Maharashtra
CIN : L70101MH1973PLC020670

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31st March 2025

A) Equity Share Capital					No.	(Amount in Rs.'00)
Equity Shares of Rs.10 each issued, subscribed and fully paid						
At 31st March, 2024					83,88,925	8,38,893
At 31st March, 2025					83,88,925	8,38,893
B) Other Equity						(Amount in Rs.'00)
Particulars	Reserves and Surplus				Items of OCI	Total
	Capital Reserve	Capital Redemption Reserve	Securities Premium Account	Retained Earning	Remeasurement gains / (losses) on defined benefit plans	
As at 1st April, 2023	85,508	6,000	19,08,039	(2,67,490)	-	17,32,058
Profit for the year	-	-	-	3,638	-	3,638
Other comprehensive income	-	-	-	-	-	-
As at 31st March 2024	85,508	6,000	19,08,039	(2,63,852)	-	17,35,696
Opening	85,508	6,000	19,08,039	(2,63,852)	-	17,35,696
Profit / (Loss) for the year	-	-	-	26,913	-	26,913
Other comprehensive income	-	-	-	-	-	-
As at 31st March 2025	85,508	6,000	19,08,039	(2,36,939)	-	17,62,609

In terms of our report attached.

For S P A R K & Associates Chartered Accountants LLP
Chartered Accountants
FRN- 005313C/C400311

Anshul Bhuwania
Partner

Membership No. 300482

Dated 30th May, 2025, Mumbai

UDIN : 25300482BMKRR97722

For and on behalf of the Board of Directors

MAPRO INDUSTRIES LTD.

Sunil Kumar Jajodia
Sunil Kumar Jajodia
Director/Authorised Signatory
[DIN No. - 07298368]

MAPRO INDUSTRIES LTD.

Umesh Kanodia
Umesh Kanodia
Director/Authorised Signatory
Managing Director
[DIN No. - 00577231]

MAPRO INDUSTRIES LIMITED
505, Corporate Corner, Sunder Nagar, Malad (W)
Mumbai- 400064, Maharashtra
CIN : L70101MH1973PLC020670
Notes annexed to and forming part of the financial statements

Note 3 : Investment

Particulars	As at 31st March, 2025 (Amount in Rs.'00)	As at 31st March, 2024 (Amount in Rs.'00)
Unquoted, fully paid up Equity Shares of :-		
Mindtrack Ventures Pvt. Ltd.	30,329	30,329
- 5,000 Eq Shares (P.Y. 5,000) of FV Rs. 1/- each		
Raga Tradecon Pvt. Ltd.	1,378	1,378
- 3,000 Eq Shares (P.Y. 3,000) of FV Rs. 10/- each		
Shakti Share Shoppe Pvt Ltd	30,000	30,000
- 3,000 Eq Shares (P.Y. 3,000) of FV Rs. 10/- each		
Quoted, fully paid up Equity Shares of :-	1,916	1,916
	63,623	63,623

Note 4 : Loans & Advances

Particulars	As at 31st March, 2025 (Amount in Rs.'00)	As at 31st March, 2024 (Amount in Rs.'00)
Non Current		
(i) Loans		
Unsecured, considered good (as per Schedule)	21,43,443	20,89,476
(ii) Advances to Related Parties		
Unsecured, considered good		
Mapro Gases Ltd.	1,302	1,302
Non Current Loans and Advances	21,44,744	20,90,778
Current		
Advances - Unsecured - Considered good		
(i) Trade Advances	3,78,000	3,78,000
(ii) Other Advances	11,244	11,244
Current Loans and Advances	3,89,244	3,89,244
	25,33,988	24,80,022

Note 5 : Cash and cash equivalents

Particulars	As at 31st March, 2025 (Amount in Rs.'00)	As at 31st March, 2024 (Amount in Rs.'00)
(a) Cash on hand (As certified by the management)	1,177	2,597
(b) Balances with banks In current accounts	5,517	22,645
	6,694	25,242

MAPRO INDUSTRIES LTD.
Sunil Kumar Jodhani
Director/Authorised Signatory



MAPRO INDUSTRIES LTD.
Amesh Kumar Khandelwal
Director/Authorised Signatory

MAPRO INDUSTRIES LIMITED
505, Corporate Corner, Sunder Nagar, Malad (W)
Mumbai- 400064, Maharashtra
CIN : L70101MH1973PLC020670

Notes annexed to and forming part of the financial statements

Note 6 : Other Current Asset

Particulars	As at 31st March, 2025 (Amount in Rs.'00)	As at 31st March, 2024 (Amount in Rs.'00)
Balances with government authorities		
- Income Tax Payments	11,010	10,614
- Accrued Interest	20	75
	11,030	10,690

Note 8 : Other Equity

Particulars	As at 31st March, 2025 (Amount in Rs.'00)	As at 31st March, 2024 (Amount in Rs.'00)
(a) Capital Reserve Account	85,508	85,508
	85,508	85,508
(b) Capital Redemption Reserve	6,000	6,000
	6,000	6,000
(c) Securities Premium Account	19,08,039	19,08,039
	19,08,039	19,08,039
(d) Retained Earnings		
Opening Balance	(2,63,852)	(2,67,490)
Add/(Less) : Profit/(Loss) for the year	26,913	3,638
Closing Balance	(2,36,939)	(2,63,852)
(e) OCI Reserve		
Opening balance	-	-
Other Comprehensive Income for the year	-	-
Closing Balance	-	-
	17,62,609	17,35,696

Note 9 : Trade payables

Particulars	As at 31st March, 2025 (Amount in Rs.'00)	As at 31st March, 2024 (Amount in Rs.'00)
Total outstanding dues of micro enterprises and small enterprises:		
Sundry Creditors for expenses	960	-
Total outstanding dues of creditors other than micro enterprises and small enterprises:	-	-
	960	-

MAPRO INDUSTRIES LTD.
Sunil Kumar Jaiswal
Director/ Authorised Signatory



MAPRO INDUSTRIES LTD.
Amesh Kumar Khandelwal
Director/ Authorised Signatory

MAPRO INDUSTRIES LIMITED
505, Corporate Corner, Sunder Nagar, Malad (W)
Mumbai- 400064, Maharashtra
CIN : L70101MH1973PLC020670

Notes annexed to and forming part of the financial statements

Note 10 : Other Current Liabilities

Particulars	As at 31st March, 2025 (Amount in Rs.'00)	As at 31st March, 2024 (Amount in Rs.'00)
Unclaimed Refund of Share Application not yet repaid	23	23
Salary Payable	16,085	15,200
Sundry Expenses Payable	-	3,357
TDS Payable	167	23
	16,275	18,602

Note 11 : Short Term Provisions

Particulars	As at 31st March, 2025 (Amount in Rs.'00)	As at 31st March, 2024 (Amount in Rs.'00)
Provision for Audit Fees	1,000	-
Provision for Income Tax	4,653	-
Provision for LRR Fees	150	-
Provision for ROC Fees	12	-
	5,815	-

MAPRO INDUSTRIES LTD.
Sumit Kumar Jafodree
Director/Authorised Signatory

MAPRO INDUSTRIES LTD.
Amesh Kumar Khandoo
Director/Authorised Signatory



Notes annexed to and forming part of the financial statements

Note 7 : Equity Share Capital

Particulars	31st March 2025		31st March 2024	
	Number of shares	(Amount in Rs.'00)	Number of shares	(Amount in Rs.'00)
Authorized share capital				
Equity shares of Rs. 10/- each with voting rights	87,50,000	8,75,000	87,50,000	8,75,000
Preference shares of Rs. 100/- each with voting rights	25,000	25,000	25,000	25,000
	87,75,000	9,00,000	87,75,000	9,00,000
Issued, subscribed and fully paid-up				
Equity shares of Rs. 10/- each with voting rights	8,38,89,250	8,38,893	83,88,925	8,38,893
	8,38,89,250	8,38,893	83,88,925	8,38,893

There is no change in the number of shares in current year and corresponding previous year.

a) Terms/ rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the company, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

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

Name of the shareholder	31st March 2025		31st March 2024	
	Number of shares	% holding in the class	Number of shares	% holding in the class
Equity shares of Rs.10 each fully paid				
Sandeep Gupta	21,85,430	26.05	21,85,430	26.05
Nitin Kumar Didwania	5,79,000	6.90	5,79,000	6.90

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.

MAPRO INDUSTRIES LTD.
Director/Authorised Signatory

MAPRO INDUSTRIES LTD.
Director/Authorised Signatory



MAPRO INDUSTRIES LIMITED
505, Corporate Corner, Sunder Nagar, Malad (W)
Mumbai- 400064, Maharashtra
CIN : L70101MH1973PLC020670

Notes annexed to and forming part of the financial statements

Note 12 : Other income

Particulars	For the year ended 31st March 2025 (Amount in Rs.'00)	For the year ended 31st March 2024 (Amount in Rs.'00)
Interest on Loans	92,897	96,179
Interest on Income Tax	263	286
Refund		
Other Income	23	-
	93,182	96,464

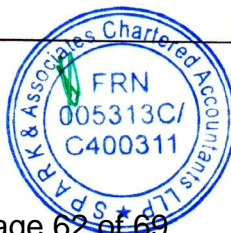
Note 13 : Employee benefits expense

Particulars	For the year ended 31st March 2025 (Amount in Rs.'00)	For the year ended 31st March 2024 (Amount in Rs.'00)
Salaries	22,450	16,860
Director's Remuneration	-	6,000
	22,450	22,860

Note 14 : Other Expenses

Particulars	For the year ended 31st March 2025 (Amount in Rs.'00)	For the year ended 31st March 2024 (Amount in Rs.'00)
Payments to auditors		
- As Statutory Audit Fees	1,000	1,000
- For Limited Review	150	200
Additional Roc Fees	2,743	-
Advertisement & Publicity	86	142
Bank Charges	3	10
Counsaltancy Fees	1,500	3,010
Depository Charges	649	649
E-Filing Expenses	310	-
Electricity Expenses	-	236
Filing Fees	66	100
General Expenses	3,227	2,487
Legal and Professional fees	211	-
Listing Fees	8,531	3,835
Printing & Stationery	669	358
Rent	1,800	2,055
Repairs and Maintenance	-	330
Secretarial Audit Fees	600	-
Share Transfer Expenses	850	778
Sundry Bal. W/o	10,000	52,000
Telephone & Communication	-	196
Travelling & Conveyance	2,373	1,303
	34,768	68,687

MAPRO INDUSTRIES LTD.
Sunil Kumar Jafedie
Director/Authorised Signatory



MAPRO INDUSTRIES LTD.
Amesh Kumar Kanodia
Director/Authorised Signatory

MAPRO INDUSTRIES LIMITED
505, Corporate Corner, Sunder Nagar, Malad (W)
Mumbai- 400064, Maharashtra
CIN : L70101MH1973PLC020670

Notes annexed to and forming part of the financial statements

Note 15: Earning/ (Loss) Per Share (EPS)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
	(Amount in Rs.'00)	(Amount in Rs.'00)
Net profit/ (loss) after tax	26,913	3,638
Weighted average no. of equity shares	8,38,89,250	8,38,89,250
Basis & Diluted earning/ (loss) per share of Rs.10/- each	0.03	0.00

Note 16: Title deeds of immovable Property not held in name of the Company

Relevant line items in the Balance sheets	Descriptions of Item of property	Gross carrying Value	Title deeds of immovable Property not held in name of the Company	Whether title deed holder is a promotor, director or relative of Promotor' director or employee of promoters / director	Property held since which date	Reason for not being held in the name of company

Note 17: The Company has revalued its Property, Plant and Equipment, the company shall disclose as to whether the revaluation is based on the valuation by a registered valuer as defined under rule 2 of the Companies (Registered Valuers and Valuation) Rules, 2017

Note 18: Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are: NIL

(a) repayable on demand or

(b) without specifying any terms or period of repayment

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

MAPRO INDUSTRIES LTD.

Sunil Kumar Jagodia

Director/Authorised Signatory



MAPRO INDUSTRIES LTD.

Imresh Kumar Kenedia

Director/Authorised Signatory

MAPRO INDUSTRIES LIMITED
505, Corporate Corner, Sunder Nagar, Malad (W)
Mumbai- 400064, Maharashtra
CIN : L70101MH1973PLC020670

Notes annexed to and forming part of the financial statements

Note 19: Capital Work In Progress (CWIP)

(a) For Capital-work-in progress, following ageing schedule shall be given

CWIP	Amount in CWIP for a period of					Total
	Less than 1 year	1-2 years	2-3 Years		More than 3 years	
Projects in progress						
Projects temporarily suspended						

(b) For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan, following

CWIP	To be Completed in					Total
	Less than 1 year	1-2 years	2-3 Years		More than 3 years	
Project 1						
Project 2						

Note 20: Intangible assets under development:

(a) For Intangible assets under development

Intangible Assets under Development	Amount in CWIP for a period of					Total
	Less than 1 year	1-2 years	2-3 Years		More than 3 years	
Project 1						
Project 2						

(b) Intangible assets under development completion schedule

Intangible Assets under Development	To be Completed in					Total
	Less than 1 year	1-2 years	2-3 Years		More than 3 years	
Project 1						
Project 2						

Note 21: Details of Benami Property held: NIL

Note 22: The Company has borrowings from banks or financial institutions on the basis of current assets: N.A

(a) Quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts.

(b) if not, summary of reconciliation and reasons of material discrepancies, if any to be adequately disclosed

Note 23: Wilful Defaulter: NIL

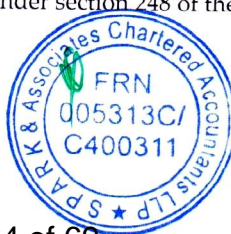
a. Date of declaration as wilful defaulter,

b. Details of defaults (amount and nature of defaults),

Note 24: Relationship with Struck off Companies

The company has not any transactions with companies struck off under section 248 of the Companies Act, 2013

MAPRO INDUSTRIES LTD.
Sunil Kumar Jodhia
Director/Authorised Signatory



MAPRO INDUSTRIES LTD.
Imresh Kumar Kanodia
Director/Authorised Signatory

MAPRO INDUSTRIES LIMITED
505, Corporate Corner, Sunder Nagar, Malad (W)
Mumbai- 400064, Maharashtra
CIN : L70101MH1973PLC020670

Notes annexed to and forming part of the financial statements

Note 25: Registration of charges or satisfaction with Registrar of Companies

Any charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period, details and reasons thereof shall be disclosed.

Note 26: Compliance with number of layers of companies

The company has not complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017, the name and CIN of the companies beyond the specified layers and the relationship/extent of holding of the company in such downstream companies shall be disclosed.

Note 27: Ratios

Ratios	Numerator	Denominator	Current Reporting Period	Previous reporting period	% of Change
Debt Equity Ratio	Debt Capital	Shareholder's Equity	-	-	-
Debt Service coverage ratio	EBITDA-CAPEX	Debt Service (Int+Principal)	-	-	-
Return on Equity Ratio	Profit for the year	Average Shareholder's Equity	0.03	-	0.03
Inventory Turnover Ratio	COGS	Average Inventory	-	-	-
Trade Receivables turnover ratio	Net Sales	Average trade receivables	-	-	-
Trade payables turnover ratio	Total Purchases (Fuel Cost + Other Expenses+Closing Inventory-Opening Inventory)	Closing Trade Payables	-	-	-
Net capital turnover ratio	Sales	Working capital (CA-CL)	-	-	-
Net profit ratio	Net Profit	Sales	-	-	-
Return on Capital employed	Earnings before interest and tax	Capital Employed	0.01	-	0.01
Return on investment	Net Profit	Investment	0.42	0.06	0.36

Note 28: Compliance with approved Scheme(s) of Arrangements

Any Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013, the Company shall disclose that the effect of such Scheme of Arrangements have been accounted for in the books of account of the Company 'in accordance with the Scheme' and 'in accordance with accounting standards' and deviation in this

Note 29: Utilisation of Borrowed funds and share premium:

Note 30: Previous year figure has been re-grouped / re-classified wherever considered necessary.

Note 31: Contingent Liabilities Not Provided for- NIL

MAPRO INDUSTRIES LTD.

Sunil Kumar Gofaria

Director/Authorised Signatory



MAPRO INDUSTRIES LTD.

Tanish Kumar Kanodiya

Director/Authorised Signatory

MAPRO INDUSTRIES LIMITED

505, Corporate Corner, Sunder Nagar, Malad (W)

Mumbai- 400064, Maharashtra

CIN : L70101MH1973PLC020670

Notes annexed to and forming part of the financial statements

Note 32: Earning & Expenditure in Foreign Currency - NIL

Note 33: There are no dues/overdues payable to micro small & medium Enterprises.

Note 34: Related Parties Name :-

Holding Company :Nil

Subsidiaries :Nil

Associate Companies :Nil

Key Management Personnel

i) Umesh Kumar Kanodia-Managing Director

ii) Amol Arvind Burtte-CFO

iii) Shambhu Kumar Agarwal-Director

iv) Sarita Gupta-Director

v) Santosh Lama-Director

vi) Sweety Jhunjhunwala-Company Secretary

vii) Sunil Kumar Jadodia-Director

viii) Lokeshwar Kondapalli Rao-CEO

Relatives of Key Management Personnel

:Nil

In terms of our report attached.

For S P A R K & Associates Chartered Accountants LLP

Chartered Accountants

FRN- 005313C/C400311

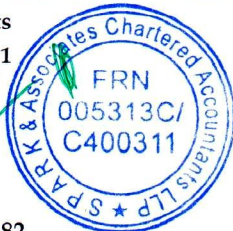
Anshul Bhawania

Partner

Membership No. 300482

Dated 30th May, 2025, Mumbai

UDIN : 25300482BMKRRQ7727



For and on behalf of the Board of Directors

MAPRO INDUSTRIES LTD. MAPRO INDUSTRIES LTD.

Sunil Kumar Jadodia

Sunil Kumar Jadodia (Authorized Signatory)

Director

[DIN No. - 07298368]

Umesh Kumar Kanodia

Umesh Kumar Kanodia (Authorized Signatory)

Managing Director

[DIN No. - 00577231]

MAPRO INDUSTRIES LIMITED
CIN: L70101MH1973PLC020670
Registered Office: 505, Corporate Corner, 5th Floor, Sunder Nagar, Malad (W), Mumbai – 400 064
Tel No: 91-22-28725764; Email Id: info@maproindustries.com; website: www.maproindustries.com

ATTENDANCE SLIP

(Please fill the attendance slip and hand it over at the entrance of the meeting hall)

Regd. Folio No.** DP ID.....
No. of Shares held Client ID
Name(s) and address of the shareholder in full

I/we hereby record my/our presence at the 53th Annual General meeting of the Company being held on Tuesday, September 30, 2025 at 11.30 a.m THROUGH VIDEO CONFERENCING (“VC”)/ OTHER AUDIOVISUAL MEANS (“OAVM”)

Please in: MEMBER /PROXY

Signature of Shareholder /Proxy

**Applicable for investor holding shares in physical form

----- TEAR HERE -----

MAPRO INDUSTRIES LIMITED
CIN: L70101MH1973PLC020670
Registered Office: 505 Corporate Corner, Sunder Nagar, Malad, Mumbai – 400064
Tel No: 91-22-28725764; Email Id: info@maproindustries.com; website: www.maproindustries.com

Form 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 Shareholder (s)

Registered Address.....

Email Id.....

Folio No. /Client Id..... DP ID.....

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

1. Name: E-mail Id:

Address:

..... Signature:.....

or failing him

1. Name: E-mail Id:

Address:

..... Signature:.....

or failing him

1. Name: E-mail Id:

Address:

..... Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 53rd Annual General meeting of the members of the company, to be held on Tuesday, September 30, 2025 at 11.30 a.m THROUGH VIDEO CONFERENCING (“VC”)/ OTHER AUDIOVISUAL MEANS (“OAVM”) and at any adjournment thereof in respect of such resolutions as are indicated below:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the reports of Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Umesh Kumar Kanodia (DIN: 00577231), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment.
3. To appoint M/s. Neha Lunia & Associates, Practicing Company Secretaries as the Secretarial Auditor of the Company.

Signed this..... day of..... 2025

Signature of shareholder

Signature of Proxy holder(s).....

Affix
Revenue
Stamp

Note: 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.

BOOK-POST

If undelivered, please return to:
Mapro Industries Limited
505, Corporate Corner, Sunder Nagar,
Malad (W), Mumbai 400 064