



CIN: L74110DL2007PLC396238

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Unit No. 607, 6th Floor, Pearls Best Height-II,
Netaji Subhash Place, New Delhi-110034, IN



August 14, 2025

To

Listing Department

BSE Limited

Phirozee Jeejeebhoy Towers,

Dalal Street, Mumbai-400001

Scrip Code: 535958

Listing Department

NSE Limited

Exchange Plaza, Bandra Kurla Complex,

Bandra (East), Mumbai - 400051

Symbol: ESSENTIA

Sub: 18th Annual Report of the Company for the Financial Year 2024-25

Dear Sir/Ma'am,

Pursuant to Regulation 34 (1) (a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find the enclosed herewith copy of 18th Annual Report of the Company for the Financial Year 2024-25.

The above information is also available on the company's website at:
<https://www.integraessentia.com/investor-relations/annual-general-meetings/>

You are requested to take the same on your records.

Yours faithfully,

For & on behalf of

Integra Essentia Limited

Pankaj Kumar Sharma

Company Secretary & Compliance Officer



INTEGRA ESSENTIA LIMITED

CIN: L74110DL2007PLC396238



18th
ANNUAL
REPORT

ANNUAL
REPORT **2024-25**



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CONTENTS

PARTICULAR	PAGE NO.
CORPORATE SECTION	
General Information	01
Notice of AGM	02
FORM NO. AOC -1	12
FORM NO. AOC -2	13
Disclosure of Managerial Remuneration	14
Board's Report	15
Management Discussion & Analysis Report	22
Secretarial Audit Report	37
Corporate Governance Report	41
Certificate on Corporate Governance	52
Non-Disqualification of Directors Certificate	53
CEO Declaration	54
STANDALONE SECTION	
Independent Auditors Report	55
Balance Sheet	62
Profit & Loss Account	63
Cash Flow Statement	64
Statement on Changes in Equity	65
Notes to Financial Statement	66
CONSOLIDATED SECTION	
Independent Auditors Report	93
Balance Sheet	99
Profit & Loss Account	100
Cash Flow Statement	101
Statement on Changes in Equity	102
Notes to Financial Statement	103

CORPORATE INFORMATION

EXECUTIVE DIRECTORS

Mr. Deepak Kumar Gupta	Whole -Time Director cum CEO
Ms. Shweta Singh	Whole -Time Director cum CFO
Mr. Manoj Kumar Sharma	Whole -Time Director

NON-EXECUTIVE & INDEPENDENT

Mr. Gurpreet Bhatia	Non-Executive Director & Independent Director
Ms. Gunjan Jha	Non-Executive Director & Independent Director
Ms. Sony Kumari	Non-Executive Director & Independent Director

KEY MANAGERIAL PERSONNELS

Mr. Pankaj Kumar Sharma	Company Secretary & Compliance Officer
Ms. Shweta Singh	Chief Financial Officer (CFO)
Mr. Deepak Kumar Gupta	Chief Executive Officer (CEO)

REGISTERED OFFICE

**Unit No. 607, 6th Floor, Pearls Best Height -II, Netaji Subhash Place,
New Delhi, Delhi, 110034**

STATUTORY AUDITORS

M/s. A K BHARGAV & CO. CHARTERED ACCOUNTANTS

H. No. 103A, New Lahore Shastri Nagar, Street No. 4, (Behind Jain Mandir) New Delhi-110031

SECRETARIAL AUDITORS

Shubhangi Agarwal & Associates

E 3/2, Block E 3, Jhandewalan Extension, Jhandewalan, New Delhi - 110005

INTERNAL AUDITORS

M/s. Niraj Kumar Vishwakarma & Associates

REGISTRAR & SHARE TRANSFER AGENT

Skyline Financial Services Private Limited

D-153A, 1st Floor, Okhla Industrial Area, Phase -I, New Delhi, 110020

BOARD COMMITTEES & ITS COMPOSITION

AUDIT COMMITTEE

Ms. Gunjan Jha	Chairperson
Ms. Sony Kumari	Member
Ms. Shweta Singh	Member

NOMINATION AND REMUNERATION COMMITTEE

Ms. Gunjan Jha	Chairperson
Ms. Sony Kumari	Member
Ms. Shweta Singh	Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

Ms. Gunjan Jha	Chairperson
Ms. Sony Kumari	Member
Ms. Shweta Singh	Member

NOTICE

Notice is hereby given that the 18th Annual General Meeting (AGM) of Integra Essentia Limited will be held on Friday, September 05, 2025, at 11:30 A.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), to transact the following businesses:

ORDINARY BUSINESS

1. **ADOPTION OF AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025:**

To consider and adopt the Audited Financial Statements for the Financial Year (FY) ended March 31, 2025, together with the reports of the Board of Directors and Auditors thereon and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

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

2. **TO APPOINT A DIRECTOR IN PLACE OF MR. MANOJ KUMAR SHARMA (DIN: 09665484), WHOLE-TIME DIRECTOR, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR REAPPOINTMENT:**

Based on the terms of appointment, executive and non-executive directors are subject to retirement by rotation, Mr. Manoj Kumar Sharma (DIN: 09665484), who was appointed as Director for the current term, and is the longest-serving member on the Board, retires by rotation and being eligible, seeks re-appointment.

Therefore, shareholders are requested 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. Manoj Kumar Sharma (DIN: 09665484) who retires by rotation at this meeting and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

3. **TO APPOINT SECRETARIAL AUDITORS OF THE COMPANY**

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

"RESOLVED THAT pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), other applicable laws/statutory provisions, if any, as amended from time to time, Shubhangi Agarwal, Proprietor of M/s. Shubhangi Agarwal & Associates, Practicing Company Secretaries (CP: 19144) be and are hereby appointed as Secretarial Auditors of the Company for term of five consecutive years commencing from financial year 2025-26 till financial year 2029-30, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors."

4. **MEMBERS APPROVAL FOR RELATED PARTY TRANSACTIONS UNDER SECTION 188 OF THE COMPANIES ACT 2013**

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

"RESOLVED THAT in supersession of all the earlier resolutions passed in this regard if any, and pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) and the Company's policy on Related Party Transactions, approval of the Members be and is hereby accorded to the Board of Directors of the Company (Board) to enter into contract(s) / arrangement(s) / transaction(s) with a related party(s) within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations, to avail and provide any service and for purchase and sale of goods and material, as the Board may deem fit, up to a maximum aggregate value of Rs. 100 crore (Rupees Hundred Crore Only) at arm's length basis and in the ordinary course of business, for the Financial Year 2025-26.

RESOLVED FURTHER THAT documents, file applications and make representations in respect thereof the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including finalizing the terms and conditions, methods and modes in respect thereof and finalizing and executing necessary documents, including contracts, schemes, agreements and such other and seek approval from relevant authorities, including Governmental authorities in this regard and deal with any matters, take necessary steps as the Board may in its absolute discretion deem necessary, desirable or expedient to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution are hereby approved, ratified and confirmed in all respects.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Director(s) or Chief Financial Officer or Company Secretary or to any other Officer(s)/Authorized Representative(s) of the Company to do all such acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution(s)."

5. **MEMBERS APPROVAL FOR BORROWING UNDER SECTION 180 (1) (C) OF THE COMPANIES ACT, 2013**

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

"RESOLVED THAT in supersession of all the earlier resolutions passed in this regard if any, and subject to the provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, the consent of the shareholders of the Company be and is hereby accorded to the Board of Directors to borrow money, as and when required, from, including without limitation, any Bank and/or other Financial Institution and/or foreign lender and/or anybody corporate/ entity/entities and/or authority/authorities, either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board for an aggregate amount not exceeding a sum of Rs. 125 crores (Rupees One hundred and Twenty-Five Crore only) for the Company, notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves.

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

6. **MEMBERS APPROVAL FOR SECURING THE BORROWINGS OF THE COMPANY UNDER SECTION 180(1)(A) OF THE COMPANIES, ACT, 2013**

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

"RESOLVED THAT in supersession of all the earlier resolutions passed in this regard if any, and subject to Section 180(1) (a) and other applicable provisions if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, consent of the shareholders of the company be and is hereby accorded, to the Board of Directors of the Company to sell/ dispose/pledge, mortgage, hypothecate and/or charge all or any part of the moveable or immovable properties of the Company and the whole or part of the undertaking/venture/verticals of the Company of every nature and kind whatsoever and/or creating a floating charge in all or any movable or immovable properties of the Company and the whole of the undertaking of the Company to or in favour of any third party from time to time for the due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company or any third party in respect of such borrowings provided that the aggregate indebtedness secured by the assets of the Company does not exceed a sum of Rs. 125 crores (Rupees One Hundred and Twenty-Five Crore only).

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

7. **TO INCREASE IN THRESHOLD OF LOANS/ GUARANTEES, PROVIDING OF SECURITIES AND MAKING OF INVESTMENTS IN SECURITIES UNDER SECTION 186 OF THE COMPANIES ACT, 2013:**

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

"RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 and any other applicable provisions of the Companies Act, 2013 and Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and in supersession of all the earlier resolutions passed in this regard, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution) to (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate from time to time in one or more tranches as the Board of Directors as in their absolute discretion deem beneficial and in the interest of the Company, for an amount not exceeding Rs. 100 Crores (Rupees One Hundred Crores Only), notwithstanding that such investments, outstanding loans given or to be given and guarantees and/or security provided may collectively exceed the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to take from time to time all decisions and such steps as may be necessary for giving loans, guarantees or providing securities or for making such investments and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit; necessary or appropriate."

**By orders of Board
For Integra Essentia Limited
Sd/-**

**Pankaj Kumar Sharma
Company Secretary & Compliance Officer**

**Place: New Delhi
Date: August 12, 2025**

NOTES:

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 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 EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
6. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting is annexed.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.integraessentia.com The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
8. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time
9. The Register of Members and Share Transfer Books shall remain closed from Saturday, August 30, 2025 to Friday, September 05, 2025 (Both days inclusive) for the purpose of annual closing and for the 18th Annual General Meeting of the Company.
10. The Company has appointed M/s Shubhangi Agarwal and Associates ("SAA"), a Practicing Company Secretary, as Scrutinizer to scrutinize the remote e-voting process and through poll at the Annual General Meeting in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Tuesday, September 02, 2025 at 09:00 A.M. and ends on Thursday, September 04, 2025 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Friday, August 29, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Friday, August 29, 2025.





How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

- A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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. Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 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. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are 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 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 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. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 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 users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

- CORPORATE SECTION-

	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. 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.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 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.

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. NSDL and CDSL.

Login type	Helpdesk details
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.com or call at 022 - 4886 7000
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. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

- 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, your Password/OTP and a Verification Code as shown on the screen. *Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
- Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

- Password details for shareholders other than Individual shareholders are given below:
 - If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?

- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.
8. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
9. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cs.agacs@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request at evoting@nsdl.com

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E MAIL IDS FOR E-VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE:

1. In case shares are held in physical mode please provide 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 cs@integraessentia.com; csigl2021@gmail.com.

- CORPORATE SECTION-

- In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@integraessentia.com; csigl2021@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
- Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
- In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

- The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
- Only those Members/ shareholders, who will be present in the EGM/AGM 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 in the EGM/AGM.
- Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
- The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

- Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- Members are encouraged to join the Meeting through Laptops for better experience.
- Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 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.
- Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@integraessentia.com; csigl2021@gmail.com. The same will be replied by the company suitably.
- Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, DP ID and Client ID/ Folio number, PAN, mobile number at least seven (7) days in advance before the start of the meeting i.e. by August 30, 2025 by 05.00 p.m. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

**By orders of Board
For Integra Essentia Limited
Sd/-**

**Pankaj Kumar Sharma
Company Secretary & Compliance Officer**

Place: New Delhi

Date: August 12, 2025

EXPLANATORY STATEMENT

ITEM NO. 3

In accordance with Section 204 of the Companies Act, 2013 read with rules made thereunder and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended), every listed entity is required to undertake Secretarial Audit by a Peer Reviewed Secretarial Auditor who shall be appointed by the members of the Company, on the recommendation of the Board of Directors, for a period of five consecutive years.

The tenure of the Secretarial Auditor in case of an individual Company Secretary in Practice should be for a maximum of one (1) term of five (5) consecutive years; or, in case of a Firm of Company Secretaries in Practice, for a maximum of two (2) terms of five (5) consecutive years. However, any prior association of the individual or the firm as the Secretarial Auditor of the Company before March 31, 2025, shall not be considered for the purpose of calculating the term of five years or ten years, as the case may be.

M/s. Shubhangi Agarwal & Associates ("SAA") (COP No. 19144), a peer-reviewed Practicing Company Secretary firm, was appointed as the Secretarial Auditor of the Company for the financial year 2024-25 at the Board meeting held on May 27, 2025, following the resignation of M/s. Kumar G & Co. (COP No. 7579) during the course of the financial year.

In light of the Company's satisfactory previous experience with M/s. SAA in their capacity as Secretarial Auditor. The Board at its meeting held on May 27, 2025, based on the recommendation of the Audit Committee, has recommended the appointment of appointment of M/s. SAA, Company Secretaries (COP NO.- 19144), as Secretarial Auditors of the Company for a term of five (5) consecutive Financial Years (FY) commencing from FY 2025-26 to FY 2029-30, for a remuneration, along with applicable taxes and reimbursement of out-of-pocket expenses, as mutually agreed between the Company and the said Auditors.

M/s. SAA is a peer reviewed practicing Company Secretary firm with expertise in a range of corporate and legal services. The firm is highly proficient in areas such as Secretarial Advisory, Corporate Law, RBI & FEMA Compliance, Corporate Litigation, and Transaction Advisory. SAA also has significant experience in facilitating India Entry/Exit Strategies and conducting Due Diligence. With extensive experience in corporate law and compliance, SAA brings expertise in conducting thorough audits of secretarial records, ensuring adherence to the provisions of the Companies Act, 2013, and other applicable laws. The firm is responsible for reviewing the Company's compliance with statutory requirements, corporate governance norms, and regulatory frameworks, providing assurance on the accuracy and completeness of the Company's secretarial practices. SAA's engagement helps the Company maintain robust corporate governance and ensures transparency and legal compliance across its operations.

M/s. SAA have provided their consent to be appointed as Secretarial Auditors of the Company for a term of five (5) consecutive Financial Years (FY) commencing from FY 2025-26 to FY 2029-30 and also confirmed that they are not disqualified to be appointed as Secretarial Auditors of the Company. They also confirmed that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India (ICSI) and hold a valid certificate issued by the Peer Review Board of the ICSI.

Therefore, the Board recommends the ordinary resolution set forth at Item No. 3 of the Notice for approval of the Members.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice, except to the extent of their shareholding, if any

ITEM NO. 4

To ensure continuous business operation without any interruption, approval of the shareholders is being sought, to enter into related party transaction(s) with related party(s) as defined under within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI Listing Regulations, to avail and provide any service and for purchase and sale of goods and material for an amount of Rs. 100 crores during Financial Year 2025-26.

Approval being sought for Financial Year 2025-26 as per the requirements of Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), all material related party transactions shall require the approval of Members through a Resolution. Further, the explanation to Regulation 23(1) of the SEBI Listing Regulations states that a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during the financial year, exceeds 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company. The estimated value of transaction with related party(s) for Financial Year 2025-26 will be Rs. 100 crores, which would breach the materiality threshold of 10% of the annual turnover of the Company as per last audited financial statements of FY 2024-25. Hence, to ensure uninterrupted operations of the Company, it is proposed to secure shareholders' approval for the related party contracts/arrangements to be entered into with related party(s) during Financial Year 2025-26.

The Board recommends the special resolution set forth at Item No.4 of the Notice for approval of the Members.

None of the Directors or Key Managerial Personnel of the Company and/or their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No.4 of the Notice, except to the extent of their shareholding, if any.

ITEM NO. 5 & 6:

To support Company's business operations, the company requires funds and these funds are generally raised from various Banks and/or Financial Institutions and/or any other lending institutions and/or foreign lender and/or any other body corporate/entity/entities and/or authority/authorities and/or through suppliers credit, any other securities or instruments, such as floating rate notes, fixed rate notes, syndicated loans, debentures, commercial papers, short term loans or any other instruments etc. which, together with the moneys

- CORPORATE SECTION-

already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up capital and the free reserves of the Company. Hence it is proposed to increase the maximum borrowing limits upto Rs.125 crore (Rupee One Hundred and Twenty-Five Crore only).

Further, Company, in alignment with its long-term strategic and business objectives, has been reviewing its operations and portfolio of business ventures to ensure optimal utilisation of resources and improved shareholder value. As part of this strategic review, the Board may consider the proposal to sell, transfer or otherwise dispose of one of its business undertakings/ventures ("the Undertaking").

This transaction is intended to enable the Company to reallocate capital to core and high-growth areas, strengthen its financial position, and pursue new business opportunities. The sale shall be undertaken on such terms and conditions, including consideration, mode of transfer, and other related matters, as may be determined by the Board in the best interest of the Company.

In terms of Section 180(1)(a) of the Companies Act, 2013, the Board of Directors of a company can sell, lease, or otherwise dispose of the whole or substantially the whole of the undertaking(s) of the company only with the consent of the members by way of a Special Resolution.

Accordingly, the consent of the members is being sought to authorise the Board to sell, transfer, or otherwise dispose of the Undertaking, together with all its assets, liabilities, and associated rights, to such purchaser and for such consideration and on such terms and conditions as the Board may deem fit.

The resolution as set out at item No. 5 & 6 of the notice is placed for your approval of the aforesaid limits by the board up to an amount not exceeding Rs. 125 crores.

None of the Directors, Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their shareholding in the Company, if any.

ITEM NO. 7:

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other bodies corporate as and when required. Members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with the approval of Members by special resolution passed at the general meeting. In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs. 100 Crores, as proposed in the Notice.

The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No. 7 for approval by the members of the Company as Special Resolution.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

**By orders of Board
For Integra Essentia Limited
Sd/-**

**Pankaj Kumar Sharma
Company Secretary & Compliance Officer**

Place: New Delhi

Date: August 12, 2025

DETAILS OF DIRECTORS WHO ARE PROPOSED TO BE APPOINTED

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and clause 1.2.5 of the Secretarial Standard -2]

Name	Mr. Manoj Kumar Sharma
Date of Birth and Age	12/11/1990 (34 years)
DIN	09665484
Nationality	Indian
Date of first appointment on the Board	19-07-2024
Experience and Nature of expertise in specific functional areas	<p>Mr. Manoj Kumar Sharma possesses over 10 years of rich experience in Marketing and Commercial Operations, with significant exposure to Import-Export Management. His professional expertise spans general management, regulatory affairs, legal matters, and administration, enabling him to handle diverse business functions with efficiency.</p> <p>Over the years, he has successfully managed end-to-end Domestic & international trade operations, including export documentation, import compliance, liaison with customs and regulatory authorities, and coordination with overseas clients and vendors.</p>
Qualification	Mr. Manoj Kumar Sharma holds Master's degree in Business Administration (Marketing).
Shareholding in the Company directly or as beneficial owner for any other person	NIL
Terms and conditions of appointment	Appointment as a Whole-time Director of the company.
Details of remuneration sought to be paid and remuneration last Drawn.	10,00,000 P.A.
Directorships held in other Companies.	NIL
Membership / Chairmanship of Committee(s) of other Companies:	NIL
(only two Committees viz. Audit Committee and Stakeholders Relationship Committee have been considered)	-
Relationship with other Directors, Manager and Key Managerial Personnel of the company	He is already serving as Director of the Company.
No. of meetings of the Board of Directors attended during the F.Y. 2024-25	5

- CORPORATE SECTION-
FORM NO. AOC -1

**Statement containing salient features of the financial statement of Subsidiaries/associate companies/joint ventures
(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of
Companies (Accounts) Rules, 2014)**

PART B: Associate

(Information in respect of each Associate to be presented with amounts in Lacs)

Sl. No.		1
1	Name of the Associate The date since when Associate was acquired/incorporated	Brewtus Beverages Pvt Ltd
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	April 01, 2024 to March 31, 2025
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Not Applicable
4	Share capital	78,28,980.00
5	Reserves & surplus	14,86,594.00
6	Total assets	1,44,26,810.87
7	Total Liabilities	71,06,576.20
8	Investments	0
9	Turnover (Revenue from Operation)	73,38,213.60
10	Profit before taxation	(19,95,339.33)
11	Provision for taxation	0
12	Profit after taxation	(19,95,339.33)
13	Proposed Dividend	0
14	% of shareholding	29.75%

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

- Names of subsidiaries which are yet to commence operations: Nil
- Names of subsidiaries which have been liquidated or sold during the year: M/s R K Industries:

**For and on behalf of Board
Integra Essentia Limited**

**Deepak Kumar Gupta
Whole-Time Director & CEO
(DIN: 00057003)**

**Manoj Kumar Sharma
Whole Time Director
(DIN: 09665484)**

**Place: New Delhi
Date: August 12, 2025**

FORM NO. AOC -2

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

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

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

S. No.	Name (s) of the related party	Nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangements/ transaction	Terms of the contracts or arrangements or Transaction including the value, if any	Date of approval by the board	Amount paid as advances, if any
1.	Mr. Vishesh Gupta	Managing Director	Remuneration	N.A.	12,00,000	N.A.	N.A.
2.	Mr. Deepak Kumar Gupta	Executive Director	Remuneration	N.A.	12,00,000	N.A.	N.A.
3.	Mr. Manoj Kumar Sharma	Executive Director	Remuneration	N.A.	7,74,000	N.A.	N.A.
4.	Mr. Arijit Kumar Ojha	Executive Director	Remuneration	N.A.	3,20,000	N. A	N.A.
5.	Ms. Gunjan Jha	Independent Director	Sitting Fees	N.A.	-	N.A.	N.A.
6.	Ms. Sony Kumari	Independent Director	Sitting Fees	N.A.	-	N.A.	N.A.
7.	Mr. Pankaj Sardana	Chief Financial Officer	Salary	N.A.	26,666	N.A.	N.A.
8.	Mr. Pankaj Kumar Sharma	Company Secretary	Salary	N.A.	7,44,500	N.A.	N.A.

**For and on behalf of Board
Integra Essentia Limited**

Deepak Kumar Gupta
Whole-Time Director & CEO
(DIN: 00057003)

Manoj Kumar Sharma
Whole Time Director
(DIN: 09665484)

Place: New Delhi
Date: August 12, 2025

DISCLOSURE OF MANAGERIAL REMUNERATION U/S 197 OF COMPANIES ACT, 2013

Details pertaining to remuneration as required u/s 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and remuneration of Managerial personnel) Rules, 2014

- The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year, the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year; -

Name	Designation	Ratio of Remuneration of each Director and KMP to the median remuneration of employees	Percentage Increase in Remuneration*
Mr. Deepak Kumar Gupta	Director	1.58	NIL
Mr. Manoj Kumar Sharma	Executive Director	1.01	16.12
Mr. Shweta Singh	Executive Director Chief Financial Officer	0.82	9.09
Mr. Pankaj Kumar Sharma	Company Secretary	0.98	21.15

Note: All the Non-Executive Independent Directors of the Company were not paid any remuneration and were paid only sitting fee for attending meeting of the Board of Directors. Therefore, the said ratio of remuneration of each Director to median remuneration of the employees of the Company is not applicable.

- The percentage increase in the median remuneration of employees in the financial year.**

There was no increase in the remuneration of employees during the year 2024-25 hence disclosure under this head is not applicable.

- The number of permanent employees on the rolls of the Company.**

The number of permanent employees on the rolls of the Company as on March 31, 2025 is 22.

Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.

Details are not applicable as appointment of Managerial Personnel was affected during the year 2024-25 only, accordingly, there is no reportable increase in remuneration of managerial personnel

It is hereby affirmed that the remuneration paid during the year is as per the Nomination and Remuneration Policy of the Company.

**For and on behalf of Board
Integra Essentia Limited**

Deepak Kumar Gupta
Whole-Time Director & CEO
(DIN: 00057003)

Manoj Kumar Sharma
Whole Time Director
(DIN: 09665484)

Place: New Delhi
Date: August 12, 2025

DIRECTORS' REPORT

Dear Shareholders,

The Directors present the 18th Annual Report together with the Audited Statement of Accounts for the financial year ended March 31, 2025.

1. FINANCIAL RESULTS AND OPERATIONS

The financial performance of your Company for the year ended March 31, 2025, is tabulated below:

(Rs. In Lakhs)

Particulars	FY 2024-25	FY 2023-24
Net Sales /Income from Business Operations	44,172.80	27,726.66
Other Income	647.70	1,835.73
Total Income	44,820.49	29,562.38
Cost of material consumed	-	-
Purchase of Stock in trade	43,013.92	26,845.24
Employee Benefit Expense	80.71	78.37
Changes in Inventories	-	-
Financial Costs	152.66	56.29
Depreciation	385.35	371.62
Other Expenses	559.62	314.36
Total Expenses	44,192.26	27,665.88
Profit before Exceptional items	628.23	1,896.51
Less: Exceptional items	-	-
Share in Profit (Loss) in Associate Entity accounted for using Equity Method	(5.94)	14.28
Net Profit Before Tax	622.29	1,910.79
Less Current Tax	154.50	341.87
Less Previous year adjustment of Income Tax	28.56	-
Less Deferred Tax	55.32	25.45
Profit for the Period	383.91	1,543.46
Earnings per share	0.04	0.28

During the year under review, the Company achieved a turnover of Rs.44,172.80, whereas the Profit of the Company for the period under review were Rs.383.91 as compared to profit of the company Rs. 1543.46 in the previous year.

2. BUSINESS OVERVIEW

Our Company is engaged in the trading of Life Essentials, covering key sectors such as Food (agro-products), Clothing (textiles and garments), Infrastructure (materials and services for construction and development), and Energy (products, materials, and services for renewable energy equipment and projects). We also deal in a range of ancillary products and services that are vital to sustaining modern life.

As part of our strategic expansion, the Company has successfully acquired **Chateau Indage Winery**, further strengthening our footprint across the entire value chain of consumable goods. This acquisition reinforces our commitment to building a comprehensive presence in the Life Essentials sector with a long-term vision.

Our objective is to become the ultimate one-stop destination for all essential needs—**Roti, Kapda, aur Makan**. Accordingly, the main objects of the Company have been amended with the requisite approval of the shareholders.

A detailed overview of the Company's business operations and future outlook is provided in the **Management Discussion and Analysis Report**, which forms an integral part of this Annual Report.

3. CHANGE IN REGISTERED OFFICE

There is no change in the registered office of the company during the period under review.

The current registered office address of the company is: Unit No. 607, 6th Floor, Pearls Best Height -II, Netaji Subhash Place, Maurya Enclave, New Delhi, Delhi – 110034.

4. TRANSFER TO RESERVE

During the year under review, the Company has not transferred any amount to General Reserve.

5. DIVIDEND

Keeping in view the future expansion plans, your Board of Directors do not recommend any dividend for the Financial Year 2024-25.

6. SHARE CAPITAL

As on March 31, 2025, the Issued and Paid-up Share Capital of the Company stood at Rs. 1,06,76,90,544/ divided into 1,06,76,90,544 fully paid-up equity shares of face value of Rs. 1/ per share.

- CORPORATE SECTION-

During the financial year 2024-25, to augment the long-term financial resources of the Company, the members approved the capitalisation of reserve by way of Rights Issue:

Particulars	Right Issue
Date of Board Approval	November 27, 2023
Date of Members Approval	December 29, 2023
No. of Shares to be issued	15,36,24,538
Right Issue Ratio	20 Equity Share for every 119 fully paid-up Equity Share(s)
Record Date	June 1, 2024
Opening of Issue	June 11, 2024
Closing of Issue	June 25, 2024
Date of Allotment	July 1, 2024
No. of Fully Paid-up Shares issued	15,36,24,538
Outstanding fully paid-up Equity Shares prior to the Rights Issue	91,40,66,006
Outstanding fully paid-up Equity Shares post Right Issue	106,76,90,544

7. DEPOSITS

Your Company has neither invited nor accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 ("the Act") and the Companies (Acceptance of Deposits) Rules, 2014.

8. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Details of Loans, Guarantees and Investments have been disclosed in the notes to Financial Statements.

9. SUBSIDIARY & ASSOCIATES COMPANY

During the year under review, your Company had M/s Brewtus Beverages Pvt. Ltd., and R K Enterprises as its Associate Company.

10. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

Except for the changes specifically described in this report, there has been no change/commitment affecting the financial position of the Company during the period from the end of the financial year 2024-25 to the date of this report.

11. WEB ADDRESS FOR ANNUAL RETURN

Pursuant to Section 92(3) Section 134 (3) (a) of the Companies Act, 2013, the Company has placed copy of Annual Return as on 31st March, 2025 as prescribed in Form MGT-7 of the Companies (Management and Administration) Rules, 2014 on its website www.integraessentia.com. By virtue of amendment to Section 92(3) of the Companies Act, 2013, the Company is not required to provide extract of Annual Return (Form MGT-9) as part of the Board's report.

12. MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis of the financial conditions, future outlook and results of the operations of the Company for the year under review, as stipulated under Regulation 34(2)(e) of SEBI (LODR) Regulations, 2015 is given under separate section of this Annual Report and forms part of the Directors' Report.

13. CORPORATE GOVERNANCE REPORT

The Company believes in adhering to the best corporate governance practices and its philosophy emphasizes fair and transparent governance and disclosure practices which helps your Company to follow the path of its vision and mission. It strongly believes in developing the best corporate governance policies and procedures based on principals of fair and transparent disclosures, equity, accountability and responsibility. A detailed report on Corporate Governance, in terms of Regulation 34 of the Listing Regulations, forms part of the Annual Report.

A certificate confirming compliance with the requirements of Corporate Governance as enumerated under the extant provisions of Listing Regulations issued by Ms. Shubhangi Agarwal, Proprietor of Shubhangi Agarwal & Associates, Company Secretaries, is also annexed to the said report.

14. WHISTLE BLOWER POLICY AND VIGIL MECHANISM

The Vigil Mechanism/ Whistle Blower Policy has been put in place for the Directors and Employees to report their genuine concerns about the unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct. The mechanism provides for adequate safeguards against the victimization of directors and employees who avail of the mechanism. The Whistleblower Policy is available on the Company's website <https://www.integraessentia.com/investor-relations>

15. BOARD OF DIRECTORS

The Board of Directors provides a blueprint for the success of any organization; it plans and implements various strategies to grow not only in number but in value and cater to its stakeholders.

Your Company's Board consists of learned professionals and experienced individuals from different fields. As on the date of report, your Board comprises of Seven Directors. Amongst the directors, three are executive, and Four are Non-Executive Independent Directors including two Women Independent Directors on the Board.

Accordingly, as on March 31, 2025, the composition of the Board of Directors is as follows:

Sl. No.	DIN	Name	Designation	Date of Appointment
1.	00057003	Mr. Deepak Kumar Gupta	Whole-Time Director & CEO	July 27, 2023
2.	09665484	Mr. Manoj Kumar Sharma*	Whole-Time Director	July 19, 2024
3.	09270488	Ms. Shweta Singh*	Whole-Time Director & CFO	August 31, 2024
4.	09270389	Ms. Gunjan Jha	Non-Executive - Independent Director	September 30, 2021
5.	01258923	Mr. Anshumali Bhushan	Non-Executive - Independent Director	May 17, 2023
6.	09270483	Ms. Sony Kumari	Non-Executive - Independent Director	September 30, 2021
7.	10119925	Mr. Gurpreet Singh Bhatia [§]	Non-Executive - Independent Director	December 23, 2024

*Appointed as Whole-Time Director w.e.f. July 19, 2024

Appointed as Whole-Time Director and CFO w.e.f. August 31, 2024

[§] Appointed as an Independent Director w.e.f. December 23, 2024

Further, during the financial year ended March 31, 2025, following persons ceased to hold office:

- 1) Mr. Arijit Kumar Ojha (DIN: 10265020) resigned from directorship w.e.f. August 31, 2024
- 2) Mr. Puneet Ralhan (DIN:03588116) resigned from directorship w.e.f. July 19, 2024.
- 3) Mr. Anshumali Bhushan (DIN: 01258923) resigned from directorship w.e.f. August 01, 2025

Declarations by Independent Directors

All the Independent Directors have given a declaration under section 149(7) of the Act confirming that they fulfil the criteria of independence as provided under section 149(6) of the Act [including compliance of Rule 5 and 6 of Companies (Appointment and Qualification of Directors) Rules, 2014] and regulations 16(1)(b) & 25 of Listing Regulations and have also complied with the Code for Independent Directors as prescribed in Schedule IV of the Act.

All the Independent Directors of the Company have registered themselves in the data bank maintained with the Indian Institute of Corporate Affairs, Manesar ('IICA'). In terms of section 150 of the Act read with rule 6(4) of the Companies (Appointment & Qualification of Directors) Rules, 2014, the Independent Directors are required to undertake online proficiency self-assessment test conducted by the IICA within a period of two (2) year from the date of inclusion of their names in the data bank. The Independent Directors, whosoever is required, shall undertake the said proficiency test.

In the opinion of the Board all Independent Directors possess strong sense of integrity and having requisite experience (including proficiency), qualification, skills and expertise as well as independent of the management.

There has been no change in the circumstances which may affect their status as Independent Director during the financial year under review.

None of the Directors disqualifies for appointment under Section 164 of the Companies Act, 2013.

Appointment and Resignation of Key Managerial Personnel

As per the requirement under the provisions of section 203 of the Act, the following are the Key Managerial Personnel (KMP) of the Company as on the date of this report:

Name	Designation
Mr. Pankaj Kumar Sharma	Company Secretary & Compliance Officer
Mr. Deepak Kumar Gupta	Whole-Time Director & Chief Executive Officer
Ms. Shweta Singh	Whole-Time Director & Chief Financial Officer
Mr. Manoj Kumar Sharma	Whole-Time Director

* During the year under review, Mr. Pankaj Sardana resigned as Chief Financial Officer with effect from July 18, 2024 and thereafter Ms. Shweta Singh is appointed as Chief Financial Officer w.e.f. August 31, 2024.

16. PERFORMANCE EVALUATION OF THE BOARD

In line with the statutory requirements enshrined under the Companies Act, 2013 and the Listing Regulations, the Board carried out a performance evaluation of itself, its Committees, the Chairman and each of the other Directors. The performance evaluation was carried out on the basis of framework approved by the Nomination and Remuneration Committee. The Committee had unanimously consented for an 'in-house' review built on suggestive parameters. Based on the suggestive parameters approved by the Nomination and Remuneration Committee, the following evaluations were carried out:

- Review of performance of the non-independent Directors and Board as a whole by Independent Directors.

- CORPORATE SECTION-

- Review of the performance of the Chairperson by the Independent Directors.
- Review of Board as a whole by all the Members of the Board.
- Review of all Board Committees by all the Members of the Board.
- Review of Individual Directors by rest of the Board Members except the Director being evaluated.

Results of all such above referred evaluations were found satisfactory.

17. AUDITORS

a) STATUTORY AUDITORS & AUDIT REPORT

Through members approval at 15th Annual General Meeting, the Board of director of your company has appointed M/s A K Bhargav, Chartered Accountants, (Firm Registration No: 036340N) as the Statutory Auditors of the Company for a period of 5 consecutive years i.e from the conclusion of the 15th Annual General Meeting till the conclusion of Annual General Meeting which ought to be held in the year 2027.

Further, the statutory auditors' report for the financial year 2024-25 does not contain any qualifications, reservations or adverse remarks. The auditors' report is attached to the financial statements of the Company.

There have been no instances of fraud reported by the Auditors under Section 143(12) of the Act and Rules framed thereunder either to the Company or to the Central Government.

b) SECRETARIAL AUDIT

Pursuant to Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has obtained the Secretarial Audit Report for the financial year ended on 31st March 2025 from M/s. Shubhangi Agarwal & Associates, Company Secretaries and the same forms part of the Annual Report. The Secretarial audit report does not contain any qualifications, reservations or adverse remarks.

c) COST AUDIT

Provisions of Section 148 of the Companies Act 2013 regarding maintenance of cost records and audit thereof is not applicable to your Company.

d) INTERNAL CONTROLS SYSTEM AND THEIR ADEQUACY

The Board is responsible for establishing and maintaining adequate internal financial control as per Section 134 of the Act. Your Company's internal control systems and processes commensurate with scale of operations of the Business.

According to Section 134(5)(e) of the Companies Act, 2013, the term Internal Financial Control (IFC) means the policies and procedures adopted by the company 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, Rule 8(5)(viii) of Companies (Accounts) Rules, 2014 requires the information regarding adequacy of Internal Financial Controls with reference to the financial statements to be disclosed in the Board's report.

The Company has a well-placed, proper, and adequate IFC system which ensures that all assets are safeguarded and protected and that the transactions are authorized, recorded, and reported correctly. The Internal Auditors are an integral part of the internal control system of the Company. Maintain its objective and independence, the Internal Auditors report to the Audit Committee of the Board. The Internal Auditors monitor and evaluate the efficacy and adequacy of internal control systems in the Company

18. HUMAN RESOURCE MANAGEMENT

Integra is successfully expanding its business aligning with its core object i.e. Roti, Kapda, Makan. We work as teams by aligning objectives with organizational strategy to drive business outcomes successfully and personal motivation. The above success was possible, we strive to onboard the right people, with the right skills and knowledge, at the right time. The talent of individual employees utilized effectively managing it with strategies and initiatives driven to achieve business goals.

19. PARTICULARS OF EMPLOYEE

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 has been annexed to this report as '**Annexure A**'.

None of the employees of the Company are being paid remuneration exceeding the prescribed limit under the said provisions and rules.

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

The information on technology absorption and foreign exchange earnings and outgo as required pursuant to Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, is as under:

PARTICULARS	REMARKS
A. CONSERVATION OF ENERGY:	
The Steps taken or impact on conservation of energy;	The Company is taking due care of using electricity in the office and its branches.
The Steps taken by the company for utilizing alternate sources of energy;	Companies usually take care of optimum utilization of energy.
The Capital investment on energy conservation equipment's	No capital investment on Energy Conservation equipment was made during the financial year.
B. TECHNOLOGY ABSORPTION:	
The Company has nothing to disclose with regard to technology absorption.	
C. FOREIGN EXCHANGE EARNINGS AND OUTGO:	
The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.	Foreign Exchange earned: Nil Foreign Exchange outgo: Nil

21. MEETINGS

A. BOARD MEETINGS

The Board meets at least once a quarter to review the quarterly results and other items of the agenda. During the financial year ended on March 31, 2025, Ten (10) Board Meetings were held and the gap between the two consecutive meetings was within the statutory limit. Details of the Board meetings are given in the Corporate Governance Report annexed herewith for the financial year ended March 31, 2025.

B. DISCLOSURE OF VARIOUS COMMITTEES OF BOARD OF DIRECTORS:

I. AUDIT COMMITTEE

The Company has constituted a well-qualified and Independent Audit Committee as required under Section 177 of the Companies Act, 2013 as also in fulfillment of the requirements of Regulations 18 of the SEBI (LODR) Regulations, 2015. The primary objective of the Audit Committee is to monitor and provide effective supervision of the management's financial reporting process with a view to ensure accurate, timely and proper disclosure and transparency, integrity and quality of financial reporting.

The Audit Committee met four (4) times during the financial year. The details of meetings with attendance thereof and terms of reference of the Audit Committee have been provided in the Corporate Governance Report which forms part of this Report.

II. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The composition of the Stakeholders Relationship Committee is in compliance with the provisions of Section 178(5) of the Companies Act, 2013 and Regulation 20 of the SEBI (LODR) Regulations, 2015.

The Stakeholders' Relationship Committee met one (1) time during the financial year. The details about the composition of the committee of the Board of Directors along with attendance thereof have been provided in the Corporate Governance Report which forms part of this Report.

III. NOMINATION & REMUNERATION COMMITTEE

In terms of section 178 of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014 and regulation 19 of the Listing Regulations, your Company has in place duly constituted Nomination and Remuneration Committee of the Board of Directors. The Nomination and Remuneration Committee met Four (4) times during the financial year. The details of the composition of the committee along with other details are available in the Corporate Governance Report which forms part of this Report.

22. NOMINATION AND REMUNERATION POLICY

The Board has in accordance with the provisions of sub-section (3) of Section 178 of the Companies Act, 2013 and as per the Listing regulations, formulated the policy setting out the criteria for determining qualifications, positive attributes, independence of a Director and policy relating to remuneration for Directors, Key Managerial Personnel and other employees which is also available on the Company's website at www.integraessentia.com.

23. CORPORATE SOCIAL RESPONSIBILITY

Provisions of Section 135 of the Companies Act, 2013, read with applicable Rules, not applicable during the year under review.

24. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

Your 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 the Investor Education and Protection Fund (IEPF).

- CORPORATE SECTION-

25. DISCLOSURE REGARDING INTERNAL COMPLAINTS COMMITTEE

Your company is not required to constitute Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 as there are less than 10 employees in the company.

26. RISK MANAGEMENT

The Company is exposed to various business risks. These risks are driven through external factors like the economic environment, competition, regulations etc. The Company has laid down a well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact, and risk mitigation process.

A detailed exercise is being conducted to identify, evaluate, manage, and monitor business and non-business risks. The Audit Committee and Board periodically review the risks and suggest steps to be taken to manage/mitigate the same through a properly defined framework. During the year, a risk analysis and assessment was conducted, and no major risks were noticed, which may threaten the existence of the Company.

27. INSIDER TRADING CODE

In compliance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 ('the PIT Regulations') on prevention of insider trading, the Company have its Code of Conduct for regulating, monitoring, and reporting of trading by Designated Persons in line with the recent amendments brought by SEBI in the PIT Regulations. The said Code lays down guidelines, which advise Designated Persons on the procedures to be followed and disclosures to be made in dealing with the shares of the Company and cautions them on consequences of non-compliances. The Company has also updated its Code of Practices and procedures of fair disclosures of unpublished price sensitive information by including a policy for determination of legitimate purposes.

28. SIGNIFICANT & MATERIAL ORDERS PASSED BY REGULATORS/COURTS, IF ANY

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

29. RELATED PARTY TRANSACTIONS

All related party transactions during the year under review were on arm's length basis, in the ordinary course of business and in compliance with the Policy on Related Party Transactions of the Company. During the year, the Company has not entered into any contracts /arrangements / transactions with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions.

The provisions of Section 188 of the Companies Act, 2013 and/or Regulation 23 of the SEBI (LODR) Regulations, 2015 were duly complied. The Related Party Transactions are placed before the Audit Committee and the Board for their approval on a quarterly basis.

The particulars of every contract and arrangement entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto are disclosed in Form No. AOC-2 which is annexed to this Report.

The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website www.integraessentia.com. The disclosure on Related Party Transactions is made in the Notes to the Financial Statement of the Company.

30. ASSOCIATES & SUBSIDIARIES

Following are the list of companies which are subsidiaries or associate companies:

1. M/s Brewtus Beverages Private Limited – holds 29.75 % stake

31. COMPLIANCE OF SECRETARIAL STANDARDS

The Company has complied with the applicable Secretarial Standards during the year.

32. DIRECTORS' RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statement in terms of Section 134(3)(c) of the Companies Act, 2013:

- a) In the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures;
- b) They have 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 as at 31st March, 2025 and of the profit or loss of the Company for that period;
- c) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) They have prepared the annual accounts on a going concern basis;

- e) They have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f) They have devised proper systems to ensure compliance with the provision of all applicable laws and that such systems are adequate and operating effectively.

33. DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE 2016

During the year under review, there were no applications made or proceedings pending in the name of the company under the Insolvency Bankruptcy Code, 2016.

34. DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS

During the year under review, there has been no one time settlement of Loans taken from Banks and Financial institutions.

35. BUSINESS RESPONSIBILITY REPORT / BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

The Business Responsibility Report is discontinued by the SEBI from the financial year 2021-22 and with effect from 2022-23 top 1000 Company based on the Market Capitalization shall submit the Business Responsibility and Sustainability Report, but our Company is not under the top 1000 Company therefore requirement of BRSR is Not Applicable to us.

36. ENVIRONMENTAL SAFETY

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, to ensure safety of all concerned, compliance with environmental regulations and preservation of natural resources.

37. INDUSTRIAL RELATIONS

The Company enjoyed cordial relations with its employees at all levels. Your directors record their appreciation of the support and co-operation of all employees and count on them for the accelerated growth of the Company.

38. ACKNOWLEDGEMENT

The Directors place on record their sincere appreciation for the dedication, hard work, and commitment of the employees at all levels and their significant contribution to your Company's growth. Your Company is grateful to the Distributors, Dealers, and Customers for their support and encouragement. Your directors thank the Banks, Financial Institutions, Government Departments and Shareholders and look forward to having the same support in all our future endeavors.

For and on behalf of the Board of Directors

Sd/-

Deepak Kumar Gupta
Whole-Time Director & CEO
(DIN: 00057003)

Sd/-

Manoj Kumar Sharma
Whole Time Director
(DIN: 09665484)

Place: New Delhi

Date: August 12, 2025

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your Board of Directors is pleased to present the Management Discussion and Analysis Report for the financial year ended March 31, 2025. This report offers detailed insights into the business operations, sectoral developments, financial performance, risks, opportunities, and strategic direction of the Company. The Company operates across four key business verticals: **FMCG (including Winery Business), Textile, Infrastructure, and Energy**, aligning with its core philosophy of fulfilling the fundamental human needs—**Roti (Food), Kapda (Clothing), and Makan (Shelter)**.

1. ECONOMIC AND INDUSTRY OVERVIEW

The financial year 2024–25 was marked by gradual economic recovery, post-pandemic stabilization, and heightened global geopolitical uncertainties. Despite external headwinds such as inflation, currency fluctuations, and tightening monetary policies, India remained a bright spot in the global economy, with robust consumption-driven growth.

Rural markets regained momentum, and urban demand saw a significant resurgence. Government initiatives like *Atmanirbhar Bharat*, *PM Gati Shakti*, and *PLI Schemes* provided further impetus to the infrastructure, textile, and energy sectors. The FMCG sector remained buoyant, driven by the increasing demand for health-conscious and organic products.

2. COMPANY'S STRATEGIC POSITIONING

The Company has structured its growth philosophy on the Indian ideology of “Roti, Kapda aur Makan”—focusing on life's three fundamental essentials. Through its diversified business model, the Company serves a wide range of consumer and industrial needs:

- **Roti** – Through trading and distribution of food grains, agricultural produce, processed and organic foods, and beverages.
- **Kapda** – Via textile operations encompassing clothing, home furnishings, and apparel solutions.
- **Makan** – Through supply of infrastructure materials and exploration in the energy sector, particularly in clean and efficient energy products.

3. BUSINESS SEGMENT REVIEW

A. FMCG BUSINESS (INCLUDING WINERY)

Industry Scenario:

The FMCG industry in India continued to grow, supported by improved rural distribution, evolving consumer preferences, and health & wellness trends. The winery segment, though niche, is gaining popularity due to changing lifestyles and increased wine consumption among young consumers.

AGRICULTURE BUSINESS

India is one of the major players in the agriculture sector worldwide and it is the primary source of livelihood for ~55% of India's population. India has the world's largest cattle herd (buffaloes), the largest area planted for wheat, rice, and cotton, and is the largest producer of milk, pulses, and spices in the world. It is the second-largest producer of fruit, vegetables, tea, farmed fish, cotton, sugarcane, wheat, rice, cotton, and sugar. The agriculture sector in India holds the record for second-largest agricultural land in the world generating employment for about half of the country's population. Thus, farmers become an integral part of the sector to provide us with a means of sustenance.

The Indian food industry is poised for huge growth, increasing its contribution to world food trade every year due to its immense potential for value addition, particularly within the food processing industry. The Indian food processing industry accounts for 32% of the country's total food market, one of the largest industries in India and is ranked fifth in terms of production, consumption, export and expected growth.

Foodgrain production in India touched 330.5 million metric tonnes (MT) in 2022-23 (3rd Advance Estimate). India is the world's 2nd largest producer of food grains, fruits and vegetables and the 2nd largest exporter of sugar. A total of 521.27 LMT rice has been anticipated for procurement for the upcoming KMS 2023-24, up from 496 LMT produced during the previous KMS 2022-23.

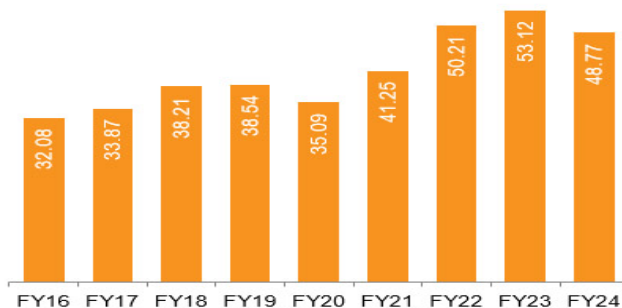
According to Inc42, the Indian agricultural sector is predicted to increase to US\$ 24 billion by 2025. Indian food and grocery market is the world's sixth largest, with retail contributing 70% of the sales. The first advance estimate for FY25 indicated a food grain production of around 165 million metric tons. In FY24, India produced over 332 million metric tons of food grains.

The total Kharif foodgrain production for 2024-25, according to the First Advance Estimates, is projected at 1647.05 Lakh Metric Tonnes (LMT), marking an increase of 89.37 LMT from the previous year and 124.59 LMT above the average Kharif foodgrain production.

Rabi crop area has from 709.09 lakh hectares in 2022-23 to 709.29 lakh hectares in 2022-23.

In 2022-23 (as per the second advance estimate), India's horticulture output is expected to have hit a record 351.92 million tonnes (MT), an increase of about 4.74 million tonnes (1.37%) as compared to the year 2021-22.

Agricultural Exports from India (US\$ billion)



Source: APEDA

The Agriculture and Allied industry sector witnessed some major developments, investments, and support from the Government in the recent past. Between April 2000-September 2024, FDI in agriculture services stood at Rs. 26,836 crore (US\$ 3.11) billion.

According to the Department for Promotion of Industry and Internal Trade (DPIIT), the Indian food processing industry has cumulatively attracted a Foreign Direct Investment (FDI) equity inflow of about Rs. 1,11,831 crore (US\$ 12.96 billion) between April 2000-September 2024. This accounts for 1.83% of total FDI inflows received across industries.

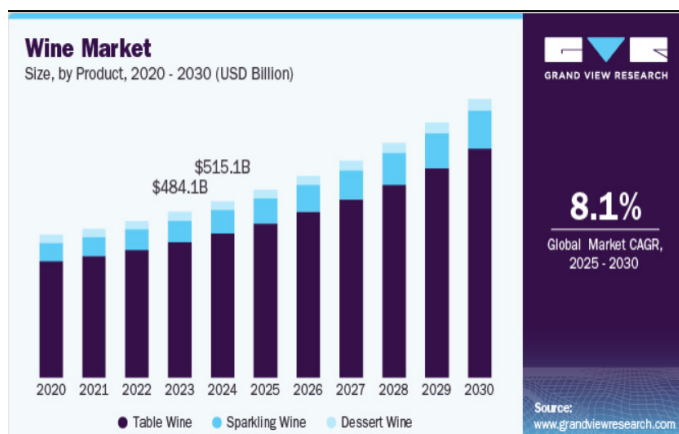
During 2024-25 (April-May), processed vegetables accounted for US\$ 122.91 million, miscellaneous processed items accounted for US\$ 302.07 million and processed fruits & juices accounted for US\$ 143.51 million.

India's exports of agricultural and processed food products rose by more than 11% YoY to Rs. 1,54,314 crore (US\$ 17.77 billion) during April-December of FY25.

Rapid population expansion in India is the main factor driving the industry. The rising income levels in rural and urban areas, which have contributed to an increase in the demand for agricultural products across the nation, provide additional support for this. In accordance with this, the market is being stimulated by the growing adoption of cutting-edge techniques including blockchain, Artificial Intelligence (AI), geographic information systems (GIS), drones, and remote sensing technologies, as well as the release of various e-farming applications.

In terms of exports, the sector has seen good growth in the past year. India's agricultural exports stood at US\$ 26.41 billion in FY25 (April-December).

WINERY BUSINESS



Between 2022 and 2027, the wine market in India is expected to experience substantial growth, with a Compound Annual Growth Rate (CAGR) of 30.92%. Historically, Indian consumers have shown a preference for spirits and beer, but there has been a notable shift towards wine, particularly among women and young adults, who are increasingly choosing grape-based beverages over grain-based ones. Since the 1980s, India has seen the presence of three main types of wines - Still Wines, Sparkling Wines, and Fortified Wines. The demand for wine is primarily concentrated in major metropolitan areas such as Delhi, Mumbai, and Bangalore, which collectively account for approximately 85% of the market demand.

India's wine market is blossoming into a vibrant trajectory, transforming from a niche offering into a cherished choice for many. This exhilarating evolution is fueled by rising incomes, the allure of wine's health benefits, and a wave of innovative flavors. With its rich aromas and delightful fruity notes, wine has enchanted the hearts of consumers, especially the younger generation, who appreciate its low-alcohol content and euphoric celebration of life.

In 2023, the Indian wine industry was valued at an impressive US\$ 195.3 million, with projections suggesting it will soar to US\$ 802.9 million by 2032, reflecting a remarkable CAGR of 17%.

Wine producers are pulsating with creativity, inventing new grape varieties, refining fermentation methods, and exploring ageing processes to satisfy the ever-evolving palates of adventurous consumers. As the sun rises over picturesque vineyards, wine tourism is gaining momentum, inviting enthusiasts to savour vineyard experiences and immerse themselves in local wine cultures, which harmoniously contributes to the overall growth of this vibrant sector in India.

- CORPORATE SECTION -

India's wine market is flourishing, transforming from a niche product into a beloved choice for many. This exciting shift is fuelled by rising incomes, the allure of wine's health benefits, and a wave of innovative offerings. With its rich flavours and delightful fruity notes, wine has captured the hearts of consumers, especially younger ones who appreciate its low-alcohol content.

The increasing availability of wine through diverse retail outlets and enticing online platforms has made it more accessible than ever, enabling people to discover and relish this delightful beverage with ease. Wine has firmly established itself as a favourite pour at weddings, jubilant parties, and festive celebrations, encouraging more individuals to embrace the joy and camaraderie that wine brings to social gatherings.

India's wine industry outlook

The booming wine industry in India, valued at US\$ 195.3 million in 2023, is expected to reach a robust US\$ 802.9 million by 2032, with an impressive CAGR of 17.01%, according to the 'India Wine Report 2024-2032' by IMARC Group.

When it comes to consumer preferences, red wine dominates the market, accounting for 49% of total wine consumption. Its rich flavours and alleged health benefits contribute to its widespread popularity among wine lovers. White wine, known for its lighter, crispy character, represents 13% of the market, appealing to those who delight in fruity experiences.

Fortified wine, capturing a significant 35% share, is favoured for its higher alcohol content and longer shelf life, making it attractive for consumers seeking stronger varieties. Lastly, sparkling wine, at 3%, is cherished mostly during celebratory events, adding effervescence to joyful moments.

The popularity of wine clubs, the surge in online sales, and government support for grape farmers are all contributing to this flourishing landscape. Urban centres like Mumbai, Bengaluru, Delhi NCR, Pune, and Hyderabad now account for over 70% of wine sales, with exciting growth expected in tier 1 and tier 2 cities, signaling a bright future for wine lovers nationwide. This emerging sector invites enthusiasts to engage in vineyard experiences, deepening their connection to local wine cultures.

India's increasing wine imports

India imported wine worth US\$ 432.8 million in 2023, a major liftoff with 1,177.6% YoY growth. Spain elegantly leads as the primary supplier to India, followed by France, Australia, Italy, and Chile. Together, they comprise 98% of India's wine imports.

Key growth drivers of the Indian wine industry

The Indian wine industry is on a promising trajectory, fuelled by several key drivers that contribute to its flourishing status. Below are the essential growth drivers influencing the dynamics of India's wine landscape:

Rising Consumption: The younger demographic, particularly millennials, are adopting wine as a preferred beverage, contributing to broader market expansion.

Use of Alcohol as a Status Symbol: Wine has evolved into a symbol of sophistication among Indian consumers, particularly those from the middle and upper-middle classes.

Healthier Option Among Other Drinks: Wine is widely perceived as a healthier alternative to stronger alcoholic beverages, particularly spirits.

New Blends and Flavours: Innovation in the wine sector, characterised by the introduction of unique blends, flavours, and grape varieties, appeals to adventurous consumers. Producers are experimenting with fruit-infused wines and organic options.

Growth in Wine Tourism: The increasing popularity of wine tourism offers consumers immersive experiences in vineyard visits, tastings, and cultural education.

Future Outlook

The Indian wine industry holds immense potential for growth as consumer preferences shift towards experiencing the joy of alcohol consumption rather than mere intoxication. Wine producers who continuously innovate and introduce exciting new varieties create a captivating atmosphere that incites curiosity among young and adventurous consumers. The government's endorsement of online sales and delivery of wine in select states has further enhanced the accessibility of premium imported wines, broadening the consumer base.

Through the establishment of National Wine Boards, the government actively supports wine manufacturers alongside farmers growing grapes, apples, apricots, and other fruits pivotal to the winemaking process, encouraging the growth of contract farming. The emergence of various wine clubs, exciting wine tourism initiatives, and engaging wine magazines across urban landscapes are creating a more inclusive environment for wine enjoyment.

As India's wine industry flourishes, it paints a joyful picture of engagement, exploration, and celebration, inviting individuals to discover the vibrancy of wine culture. With innovative producers, supportive policies, and a community excited to explore, the harmonious future of Indian wine is a delightful toast to the journeys ahead. Cheers to the vibrant lifestyle that wine brings into our lives.

B. TEXTILE BUSINESS

Industry Scenario:

India's textile industry continues to be a significant contributor to employment and exports. In FY 2024–25, the sector faced challenges in raw material availability and rising input costs. However, global interest in sustainable and eco-friendly textiles created new growth avenues.



The textile market size has grown strongly in recent years. It will grow from \$640.43 billion in 2024 to \$915.96 billion in 2029 at a compound annual growth rate (CAGR) of 7.1%. The growth in the historic period can be attributed to growth in world population, increased demand for man-made fibers, government initiatives for the textile industry, strong economic growth in emerging markets and a ban on plastic usage.

The textile market size is expected to see strong growth in the next few years. It will grow to \$915.96 billion in 2029 at a compound annual growth rate (CAGR) of 7.1%. The growth in the forecast period can be attributed to global population growth and urbanization, a rapid growth in ecommerce, rising spend on leisure, increasing retail penetration, increasing internet penetration and smartphone usage and growing preference for contactless delivery solutions. Major trends in the forecast period include focus on adopting digital textile printing inks, focus on use of non-woven fabrics, focus on using organic fibers, focus on sustainable fibers, focus on using blockchain in the manufacturing processes, focus on implementing digital platforms in textile supply chain management, focus on collaborating with technology companies to design and develop smart fabrics, focus on adopting robotics and automation, focus on investing in artificial intelligence and focus on partnerships and collaborations to develop innovative products.

Currently our company is not so focused on this segment.

C. INFRASTRUCTURE BUSINESS

Industry Scenario:

The infrastructure sector saw significant traction due to public infrastructure spending, affordable housing schemes, and real estate revival. The emphasis on faster project execution and quality material sourcing continued to drive demand.

India has to enhance its infrastructure to reach its 2025 economic growth target of US\$ 5 trillion. Cement demand in India is projected to remain robust in the coming years, with a compound annual growth rate (CAGR) of 7-8% over FY25E-27E, according to a report by JM Financial. As per the Reserve Bank of India (RBI) in the past 4 years until March 2024, Real Estate Investment Trusts (REITs) and Infrastructure Investment Trusts (InvITs) have amassed US\$ 15.60 billion (Rs. 1.3 lakh crore).

According to a Cushman & Wakefield report, India's real estate market saw a surge in investments during the second quarter of 2024, attracting US\$ 2.77 billion. As a part of the Union Budget 2025-26 is complemented with a continuation of the 50-year interest-free loan states for capital expenditure and incentives for reforms, with a significantly enhanced outlay of Rs. 1.5 lakh crore (US\$ 17.30 billion). As per the Union Budget 2025-26 access to relevant data and maps from the PM Gati Shakti portal will be provided to private sector in project planning.

The Pradhan Mantri Kisan SAMPADA Yojana (PMKSY) is a government initiative aimed at developing modern infrastructure and efficient supply chain management to boost the food processing sector in India. The scheme aims to reduce agricultural wastage, increase the processing level, improve farmers' returns, and create rural employment opportunities.

India's high growth imperative in 2023 and beyond will significantly be driven by major strides in key sectors with infrastructure development being a critical force aiding the progress.



Infrastructure is a key enabler in helping India become a US\$ 26 trillion economy. Investments in building and upgrading physical infrastructure, especially in synergy with the ease of doing business initiatives, remain pivotal to increase efficiency and costs. Prime Minister Mr. Narendra Modi also recently reiterated that infrastructure is a crucial pillar to ensure good governance across sectors.

The government's focus on building infrastructure of the future has been evident given the slew of initiatives launched recently. The US\$ 1.3 trillion national master plan for infrastructure, Gati Shakti, has been a forerunner to bring about systemic and effective reforms in the sector, and has already shown a significant headway.

Infrastructure support to the nation's manufacturers also remains one of the top agendas as it will significantly transform goods and exports movement making freight delivery effective and economical.

- CORPORATE SECTION-

The “Smart Cities Mission” and “Housing for All” programmes have benefited from these initiatives. Saudi Arabia seeks to spend up to US\$ 100 billion in India in energy, petrochemicals, refinery, infrastructure, agriculture, minerals, and mining.

The infrastructure sector is a key driver of the Indian economy. The sector is highly responsible for propelling India’s overall development and enjoys intense focus from the Government for initiating policies that would ensure the time-bound creation of world-class infrastructure in the country. The infrastructure sector includes power, bridges, dams, roads, and urban infrastructure development. In other words, the infrastructure sector acts as a catalyst for India’s economic growth as it drives the growth of the allied sectors like townships, housing, built-up infrastructure, and construction development projects.

To meet India’s aim of reaching a US\$ 5 trillion economy by 2025, infrastructure development is the need of the hour. The government has launched the National Infrastructure Pipeline (NIP) combined with other initiatives such as ‘Make in India’ and the Production-Linked Incentives (PLI) scheme to augment the growth of the infrastructure sector. Historically, more than 80% of the country’s infrastructure spending has gone toward funding for transportation, electricity, and water, and irrigation.

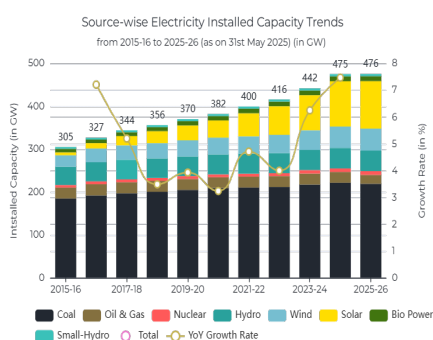
While these sectors still remain the key focus, the government has also started to focus on other sectors as India’s environment and demographics are evolving. There is a compelling need for enhanced and improved delivery across the whole infrastructure spectrum, from housing provision to water and sanitation services to digital and transportation demands, which will assure economic growth, increase quality of life, and boost sectoral competitiveness.

Government Initiatives and Investments

Some of the recent government initiatives and investments in the infrastructure sector are as follows:

- **Under Union Budget 2025-26:**
 - ▶ In the Union Budget 2025-26, capital investment outlay for infrastructure has been increased to Rs. 11.21 lakh crore (US\$ 128.64 billion), which would be 3.1% of GDP.
 - ▶ As per the Union Budget 2025-26 access to relevant data and maps from the PM Gati Shakti portal will be provided to private sector in project planning Under the Union Budget 2025-26, the government has allocated record CAPEX of Rs. 2,65,200 crore (US\$ 31.43 billion) for Railways.
 - ▶ The Ministry of Development of North-Eastern Region (MDoNER) sanctioned 90 projects with a total cost of Rs. 3,417.68 crore (US\$ 391.08 million) under the North-East Special Infrastructure Development Scheme (NESIDS) during the past three financial years (FY22 to FY24) and the ongoing FY25.
 - ▶ The government aims to increase the share of natural gas in India’s energy mix from the current 6.7% to 15% by 2030.
 - ▶ In the Union Budget 2025-26, the government has decided to allocate Rs. 2.87 lakh crore (US\$ 32.94 billion) towards the Ministry of Road with a target of Rs. 35,000 crore (US\$ 4.02 billion) in private sector investment.
 - ▶ The government allocated Rs. 24,224 crore (US\$ 2.78 billion) for solar energy, including Rs. 1,500 crore (US\$ 172.14 million) for solar power (grid), Rs. 2,600 crore (US\$ 298.37 million) for KUSUM, and Rs. 20,000 crore (US\$ 2.30 billion) for PM Surya Ghar Muft Bijli Yojana.
 - ▶ In the Union Budget 2025-26 the Department of Telecommunications and IT was allocated Rs. 81,005.24 crore (US\$ 9.27 billion).
 - ▶ The Indian government raised the Union Housing and Urban Affairs Ministry’s budget by 18% to Rs. 96,777 crore (US\$ 11.07 billion) for FY26, with major allocations for urban development, housing, and street vendor support.
 - ▶ The Second Asset Monetization Plan aims to reinvest Rs. 10 lakh crore (US\$ 115.34 billion) in capital for new projects over the period 2025-30 to recycle capital and attract private sector participation.
 - ▶ The Union Minister of Finance Ms. Nirmala Sitharaman announced plans to connect 120 new airports over the next 10 years, benefiting four crore additional passengers.
 - ▶ The government has approved 56 new Watershed Development Projects across 10 high-performing states, with a budget of Rs. 700 crore (US\$ 80.9 million). For FY26, the total budgetary allocation towards the Ministry of Power stood at Rs. 21,847 crore (US\$ 2.51 billion).

D. ENERGY BUSINESS



Electricity demand in India has been rising sharply due to increases in commercial and residential space, a surge in ownership of air conditioners and appliances, and rising demand from industry. India has seen the third-largest growth in power generation capacity in the world after China and the United States over the past five years. While growth in power generation has come from all sources, there has been a surge in investment in renewables, led by solar PV, which constitutes more than half of total non-fossil investment over this period. In 2024, 83% of power sector investment went to clean energy. India was also the world’s largest recipient of development finance (DFI) funding in 2024, receiving around USD 2.4 billion in project-type interventions in clean energy generation. This helped bring the share of non-fossil power generation capacity to 44% in 2024, approaching India’s target of 50% by 2030.

India has announced a range of measures to facilitate and support investment in non-fossil power generation, domestic manufacturing of key energy components such as batteries and solar PV modules, and in transmission and distribution. While a large share of the investment in India's power generation capacity and transmission networks is met by domestic sources, foreign direct investment (FDI) has been growing steadily, reaching USD 5 billion in 2023, nearly double the pre-coronavirus (Covid-19) levels. This is promoted in part by rules permitting 100% FDI across electricity generation sources (with the exception of nuclear) and transmission infrastructure. However, foreign portfolio investment in energy has declined in the past two years due to a range of macroeconomic and sectoral factors, even as the longer-term trend has been one of steady growth.

India's cost of capital for grid-scale renewable energy is one of the lowest among its emerging market and developing economy counterparts. However, it is still 80% higher than in advanced economies. Higher financing costs affect the financial viability of projects, leading to higher energy prices. Furthermore, real and perceived risks affect the attractiveness of projects to investors. One such risk is off-taker risk, which arises from the inability of distribution companies to pay generation companies fully and on time. As of March 2025, distribution companies in India owed more than USD 9 billion in unpaid dues. The accumulated losses of distribution companies in India stood at USD 75 billion in 2023. Another risk is the inadequacy of transmission infrastructure, which has impeded 60 GW of renewable capacity in India.

Key Initiatives & Achievements:

- Piloted solar energy installations and traded solar accessories like panels, batteries, and inverters.
- Conducted feasibility studies on entering the EV charging infrastructure space.
- Promoted energy-efficient lighting and industrial solutions in semi-urban markets.

5. RISKS AND MITIGATION MEASURES

Risk Category	Description	Mitigation
Market Volatility	Fluctuating prices of raw materials and forex rates	Hedging strategies, supplier diversification
Regulatory Risks	Changing policies in food safety, infrastructure, and energy	Continuous compliance monitoring and legal reviews
Climate & Environmental	Impact on agricultural sourcing and logistics	Alternate sourcing, inventory buffers, climate control
Operational Risks	Supply chain disruptions and labor shortages	Automation, diversified vendors, contingency planning

6. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has established a **comprehensive and well-structured internal control system** that is robust, scalable, and commensurate with the size, scale, and complexity of its operations. These internal controls are designed not only to ensure **statutory and regulatory compliance**, but also to safeguard assets, enhance operational efficiency, and promote ethical conduct across all levels of the organization.

A dedicated **internal audit function**, operating independently, plays a pivotal role in assessing the effectiveness of internal controls, verifying adherence to Company policies, and ensuring alignment with applicable laws and industry best practices. The internal audit team conducts periodic reviews across functional areas, enabling proactive identification and mitigation of potential risks.

Furthermore, the Company leverages **technology-enabled audit tools and real-time reporting systems**, which enhance the reliability, speed, and transparency of financial and operational data. Regular **risk assessments, control evaluations, and compliance checks** are integral to this framework, ensuring that any deviations are promptly addressed and corrective actions are implemented.

Overall, the internal control system is continuously reviewed and upgraded to adapt to emerging risks and changing business dynamics, thereby reinforcing the Company's commitment to **good governance, accountability, and long-term value creation**.

7. HUMAN RESOURCE DEVELOPMENT

Employees remain central to the Company's operations. With a strong focus on **talent retention, skill development, and a safe working environment**, the Company undertook the following initiatives in FY 2024-25:

- Conducted leadership and soft skills training for mid-level managers.
- Implemented digital HRMS for better tracking of employee performance and attendance.
- Promoted diversity and inclusion, ensuring equal opportunities for all.

8. OUTLOOK FOR FY 2025-26

The Company enters FY 2025-26 with optimism, supported by:

- **Expanding demand** for health-based food products and sustainable textiles.
- **Increased infrastructure spending** by both government and private players.

- CORPORATE SECTION-

- **New business opportunities** in clean and affordable energy solutions.
- **Digital enablement** for better customer outreach and supply chain management.

The Company will continue its journey toward becoming a comprehensive provider of life-essential goods and services, maintaining focus on quality, innovation, and customer satisfaction.

India's National Electricity Plan (2022-32)

The National Electricity Plan (NEP) outlines India's strategy for power expansion over the next decade. Key targets include:

- Peak demand forecast: 277.2 GW by 2026-27, 366.4 GW by 2031-32
- Installed capacity target: 609 GW by 2031-32
- Renewable energy goal: 500 GW of non-fossil fuel capacity by 2030
- Investment requirement: INR 33.6 trillion (US\$384.5 billion) over the next decade

While renewables remain central to the NEP, coal-based capacity is expected to increase by 80 GW by 2031-32 to ensure stable baseload power. Nuclear energy is projected to grow to 100 GW by 2047.

The electricity blueprint also includes objectives to promote private sector participation in India's power sector.

- Private investments in renewable energy: The plan encourages domestic and foreign private investments in solar, wind, and energy storage projects through policy incentives, Production-Linked Incentive (PLI) schemes, and viability gap funding (VGF).
- Public-private partnerships (PPPs): India's central government promotes PPP models in power transmission and distribution to enhance efficiency and attract capital.
- Independent power producers (IPPs): Private companies continue to play a key role in power generation, especially in solar, wind, hydro, and coal-based plants.
- Foreign Direct Investment (FDI): India has 100 percent FDI allowance in the power sector, attracting global investors like Siemens, GE, EDF, TotalEnergies, and Brookfield Renewable Partners.

Strengthening transmission and distribution networks is a priority, with measures like grid modernization and inter-regional transmission expansion supporting renewable energy integration.

Road Ahead

With a 37% increase in the current fiscal year, capital expenditures (CAPEX) are on the rise, which bolsters ongoing infrastructure development and fits with 2027 goals for India's economic growth to become a US\$ 5 trillion economy. In order to anticipate private sector investment and to address employment and consumption in rural India, the budget places a strong emphasis on the development of roads, shipping, and railways.

Global investment and partnerships in infrastructure, such as the India-Japan forum for development in the Northeast are also indicative of more investments. These initiatives come at a momentous juncture as the country aims for self-reliance in future-ready and sustainable critical infrastructure.

India, it is estimated, needs to invest US\$ 840 billion over the next 15 years into urban infrastructure to meet the needs of its fast-growing population.

This investment will only be rational as well as sustainable, if we additionally focus on long-term maintenance and strength of our buildings, bridges, ports, and airports.

As a result of digitalisation and opportunities that tier II and III cities present for economic growth, the divide between metro and non-metros is blurring, moving to the new era of infrastructure growth. Commercial real estate properties have witnessed exponential growth in demand across Tier II & III cities as Information technology and Information technology enabled services and banking financial services and insurance focused organizations are increasingly decentralizing their operations to adapt to the new normal.

Conclusion

The financial year 2024-25 was a transformative period for the Company, underscored by strategic growth, operational resilience, and a sharpened focus on diversification. By anchoring its operations in the timeless Indian principle of "**Roti, Kapda aur Makan**", the Company has effectively positioned itself as a trusted provider of essential goods and services that cater to fundamental human needs.

Across all four of its key verticals—**FMCG (including Winery), Textile, Infrastructure, and Energy**—the Company demonstrated agility in responding to market dynamics, while laying a strong foundation for future scalability and innovation. Strategic expansion in high-potential markets, continuous product and service enhancement, adoption of sustainable practices, and digital transformation were among the key enablers of this year's progress.

In the FMCG segment, the Company embraced consumer trends centered around health, convenience, and organic consumption. The Winery business continued to carve a niche through premium offerings and experiential branding. The Textile vertical stayed resilient by evolving with sustainable fabrics and e-commerce readiness. Meanwhile, the Infrastructure business capitalized on India's developmental momentum, and the Energy segment began its journey toward clean energy adoption—aligning with national and global sustainability goals.

The Company recognizes that in an increasingly interconnected and evolving business environment, **adaptability, governance, and stakeholder trust** are the pillars of sustainable success. To this end, it has continued to invest in technology, talent, compliance, and risk management frameworks. Our efforts are not only focused on profitability but also on creating **inclusive value** for customers, employees, investors, partners, and the communities we serve.

Looking ahead to FY 2025–26 and beyond, the Company remains confident in its vision of becoming a **leading multi-sectoral enterprise**, delivering quality, value, and reliability under one umbrella. With strong fundamentals, a forward-looking strategy, and a passionate team, your Company is well poised to unlock new opportunities and create **enduring value** for all stakeholders.

WINERY SEGMENT

Chateau Indage – Legacy of Excellence in Indian Winemaking

1982 – The Vision Takes Root

Chateau Indage was established by **Mr. Shamrao Chougule**, a pioneering industrialist with a background in steel fabrication. Driven by a visionary goal to bring premium winemaking to India, he planted the first vineyards over **150 acres in Narayangaon**, Maharashtra. This marked the birth of one of India's first and most iconic wine ventures, introducing the country to world-class viticulture practices.

1990 – International Recognition

Just eight years after inception, Chateau Indage made global headlines when its flagship export label, **Omar Khayyam**, was awarded the **Silver Medal at the International Wine and Spirits Competition (IWSC)** in the UK. This was a landmark achievement—not just for the company, but for India's wine industry—placing Indian sparkling wine on the international map and setting new standards for quality and craftsmanship.

1998 – Strategic Consolidation

In a move to streamline operations and strengthen its market position, **Champagne Indage Limited and Indage India Limited** were merged to form a unified entity—**Chateau Indage Limited**. This consolidation enabled better integration of production, distribution, and brand strategy, laying the groundwork for expansion and innovation across domestic and international markets.

2003 – Brand Consolidation and Portfolio Expansion

By 2003, Chateau Indage restructured its branding strategy, bringing all wine offerings under the single, powerful identity of **Chateau Indage**. The company expanded its **product portfolio to 32 unique wine labels**, spanning sparkling, red, white, rosé, and dessert wines. These wines catered to a wide range of consumer tastes and were available across premium retail outlets, hotels, and restaurants in India and abroad.

2008 – Agricultural Expansion and Global Presence

Chateau Indage significantly scaled up operations with **over 2,000 acres under grape cultivation** across India. Recognizing the global demand for varietal diversity, the company entered into **international joint ventures with partners in five countries**, securing access to a variety of grape types and winemaking techniques. This strategic expansion enabled the production of globally inspired wines with an Indian signature, reinforcing the brand's international footprint.

2023 – Resurgence in the Indian Wine Market

After a period of consolidation and strategic realignment, **Chateau Indage made a strong comeback in 2023**, re-entering the Indian wine retail segment with renewed vigor. With a focus on **premium quality, heritage branding, and evolving consumer preferences**, the company aims to reclaim its position as a pioneer and trendsetter in the Indian wine industry. The revival marks not just a return, but a reinvention—balancing tradition with innovation to appeal to the new generation of wine enthusiasts.

A Legacy Reborn

From being one of the earliest players in India's wine landscape to earning international accolades and now reinventing itself for modern India, **Chateau Indage's journey reflects resilience, passion, and pioneering spirit**. With its deep-rooted vineyards, global partnerships, and commitment to excellence, Chateau Indage is poised to lead the next era of winemaking in India and beyond.

Glorious Heritage. Exceptional Wines.

Chateau Indage – Pioneers of Indian Winemaking Excellence

Chateau Indage stands as a legendary name in India's wine industry, recognized as one of the earliest and most authentic producers of premium wines in the country. With a legacy rooted in innovation, craftsmanship, and passion, the brand proudly presides over a **diverse portfolio of 32 exquisite wine labels**, encompassing **sparkling, red, and white wines** that cater to a global palette. These award-winning creations are celebrated for their rich character, balance, and elegance, resonating with wine connoisseurs across continents.

The Birth of a Dream – A Vineyard in Narayangaon

The journey began with vision and precision. In collaboration with **Champagne Technologie of France**, Chateau Indage undertook an intensive study that spanned over **two years and more than 3,000 pages of research** to identify the ideal terroir for world-class winemaking in India. The result was **Narayangaon**, a tranquil town nestled in the **Sahyadri Valley**, selected for its remarkable resemblance to the renowned **Champagne region of France** in terms of soil composition, topography, climate, and rainfall.

This region soon became the epicenter of India's viniculture revolution.

From Obscurity to International Viniculture Fame

Until the early 1980s, Narayangaon was a quiet and unassuming dot on India's map. Today, it is internationally recognized as a thriving wine-growing region, home to **over 1,000 acres of lush vineyards**, with an additional **1,500 acres under cultivation**. The transformation is a testament to Chateau Indage's relentless pursuit of excellence and innovation.

By adopting **advanced French viticulture practices**, including the grafting of imported **Vitis vinifera** varieties onto robust local rootstocks, the company pioneered a cultivation method that has ensured disease resistance, high yields, and exceptional grape quality.

This scientific approach was complemented by the use of native Indian grape varieties such as **Arkavati, Arkesham, Thompson Seedless,** and **Bangalore Purple**, blending ancient heritage with modern expertise.

The **lime-rich, chalky soils** of the Sahyadri Valley, combined with a controlled macroclimate, create the perfect environment for growing globally acclaimed grape varieties such as: **Chardonnay, Pinot Noir, Shiraz, Malbec, Viognier, Grenache, Ugni Blanc, Cabernet Sauvignon, Sauvignon Blanc, Merlot, Zinfandel, Muscadet, Semillon,** and **Chenin Blanc**.

A Legacy of Firsts – Technology Meets Tradition

Chateau Indage is not only known for its wines but also for its technological foresight. The Company operates from **two state-of-the-art, fully automated wineries**, which have the distinction of producing **Asia's first and only bottle-fermented sparkling wines**—an elite technique used by only a handful of wine producers globally. In fact, Chateau Indage became the **ninth winery in the world** to produce traditional **methode champenoise sparkling wines**, reinforcing its global standing.

OUR WINE PORTFOLIO

SPARKLING WINE



Our range of sparkling wines includes three distinctive wines. The collection consists of Omar Khayyam, Marquise de Pompadour and Ivy Brut. These three sparkling gems offer a delightful experience, whether it's the poetic charm of Omar Khayyam, the allure of Marquise de Pompadour, or the refreshing appeal of Ivy Brut.

Omar Khayyam prides itself as India's first award winning Methode Champenoise. No matter the occasion, whether it's a special milestone or a casual get-together with friends, these sparkling gems are sure to enhance your celebrations and create lasting memories. A celebration without these is incomplete!

CHANTILLI

The Chantilli range is a versatile range of six distinctive wines. Each of these wines from this collection are crafted to give a different flavorful experience. The versatility of the wines can be experienced from the complex and structured Cabernet Sauvignon and Merlot to the refreshing Chenin Blanc, Chardonnay, White Zinfandel, Sauvignon Blanc, and Shiraz.



These pleasant set of wines cater to a variety of occasions and pair effortlessly with a range of food options and cuisines. This makes chantilli the perfect choice for wine as well as food lovers!

RIVIERA

The Riviera series offers both red and white wines. The Riviera red is based with shiraz grape which has black pepper and plum fruit aromas, whereas the Riviera white is based on Chenin blanc with aromas that remind you of fresh fruit with hints of green apple, citrus and passion fruit.

Riviera makes for a perfect pairing with a range of Indian as well as International food cuisines. Both Riviera red and white deliver a pleasant experience which can be enjoyed best with a number of Indian classic spiced dishes as well as Italian Cheeses, pastas and salads.



MIST OF SAHYADRI

Proud of its origin, the Mist of Sahyadri is a collection of three wines that provide unique flavour profiles. The Sahyadri valley is known for its rich nature and lush biodiversity. This collection truly captures this essence of the valley making it superb for pairing with a range of uniquely Indian dishes, from the likes of delicacies like kebabs to grilled fish, from mild yet flavorful paneer tikkas to aromatic Biryani. Whether you prefer the dark fruit and spice of Cabernet Sauvignon, the vanilla and pepper of Shiraz, or the combination of Cabernet and Shiraz in one bottle, these wines are designed to be savoured, enjoyed with food, and appreciated for their depth and character.



- CORPORATE SECTION-

DESSERT

The dessert series is a set of two wines which possess unique flavour profiles to cater to a variety of different preferences as well as tastes. Dessert Shiraz is known best for its bold and robust profile while Dessert Zinfandel is known to offer an aromatic, lighter and fruitier experience.

Whether you are someone whose preference lies in the intense and full-bodied nature of Shiraz or the delicate sweetness of Zinfandel, both of these make the Dessert collection a delight. Both perfectly complement spicy Indian dishes and can also be enjoyed with any dessert of your preference.



VIN BALLET

Vin ballet is Chateau Indage's most exciting and vibrant range of wines. A collection of five unique wines with a variety of flavours. Each of these wines pack a delightful experience, capturing the juicy essence of a range of fruits like Apples, Apricots, strawberries and mangoes. Whether you are someone who prefers the crispness of apple, the sweetness of apricot and strawberry, or the tropical flavours of mango, these wines offer an enjoyable taste that can be savoured on various occasions. These set of five pleasant yet refreshing wines are a delight when paired with a host of cuisines from all over the world.



FIGUEIRA

The two wines, Ruby and Tawny make the Figueira collection. Both provide their characteristic flavour profiles. Ruby wine delights with its intense red berry fruit aroma and pleasing sweetness, while Tawny wine entices with fresh tropical fruit aromas and a balanced sweetness-acidity combination. No matter if you prefer the rich and fruity notes of Ruby or the refreshing tropical tones of Tawny, both of these wines offer enjoyable and delightful experiences that can be savoured on various occasions. You can relish these with a host of classic Indian as well as International cuisines.



VINO SPARKLING

Vino vibrant wine in nature that reveals a delightful array of tropical fruit aromas. A great choice for a gathering or a fun time with friends and family. If you love wine which is bubbly with refreshing notes of fresh lime as well as green apples, you just can't skip this blend.

Vino enhances the dining experience when paired with any dessert of your choice as well as hot and spicy Indian dishes, making it an obvious choice for a range of occasions.



- CORPORATE SECTION-

HISTORY & STORY

During the year under review, the Company completed the strategic acquisition of the assets of the prestigious **Chateau Indage Winery**, located in **Narayangaon, Pune**, for a total consideration of **₹40 crore**. This acquisition aligns with Integra Essentia's long-term vision to build a diversified and future-ready portfolio within the **FMCG sector**, particularly in the **premium beverages and agri-based value-added products** segment. The acquired assets comprise approximately **58,612 square metres of prime vineyard land**, **16,629 square metres of built-up infrastructure**, and sophisticated winemaking equipment, including **60 lakh litres of stainless-steel storage capacity**.

Narayangaon, nestled in the Sahyadri Valley, is known as one of India's most prominent grape cultivation regions due to its optimal climatic conditions and rich soil, making it an ideal location for large-scale wine production. The winery, with its legacy, brand recall, and infrastructure, presents significant opportunities for domestic market re-entry and export-led growth, particularly as **India's wine consumption is witnessing a steady rise** driven by changing lifestyles, rising disposable incomes, increased urbanization, and growing awareness of wine culture.

However, acknowledging that the Company currently does not possess the operational expertise required to manage end-to-end winery operations, Integra Essentia has adopted a collaborative model to mitigate execution risks while capitalizing on the asset's potential. To this end, the Company has entered into a strategic operating arrangement with **Oniv Beverages**, a specialized and experienced entity in the winery and premium alcoholic beverages industry. Oniv Beverages has been entrusted with the full operational management of the winery, including production, branding, marketing, and distribution, under a well-defined agreement that ensures **compliance, performance, and profitability**.

Under the terms of this arrangement, **Integra Essentia continues to retain ownership and strategic oversight** of the asset, while receiving a **mutually agreed percentage of profits and other commercial benefits**. This approach allows the Company to unlock value from the asset without incurring direct operational liabilities, and also ensures that the facility is managed by professionals with deep domain knowledge and industry networks.

Future Outlook

The Indian wine industry is at an inflection point, with projections indicating **double-digit growth** over the next decade. There is growing traction for premium and artisanal wines, fueled by evolving consumer preferences, increased tourism, and greater acceptance of wine as a lifestyle beverage. Additionally, government policies promoting fruit-based agriculture, agri-tourism, and MSMEs in rural areas further support the development of the wine ecosystem.

Given these favorable macroeconomic and industry trends, the Company views the winery asset as a high-potential long-term investment. Through its partnership with Oniv Beverages, Integra Essentia is well-positioned to benefit from the anticipated growth in this segment while remaining focused on its broader strategy of **building an integrated, multi-category FMCG platform**. The Company will continue to evaluate future opportunities in the wine and premium beverages market, including potential brand development, export channels, and forward integration, depending on performance and market response.

This strategic move marks a significant step toward building a **vertically integrated value chain** in consumable goods and reinforces the Company's commitment to sustainable, asset-backed, and diversified growth.

Form No. MR-3

Secretarial Audit Report for the Financial Year ended March 31, 2025

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

To

The Members,

Integra Essentia Limited

607, 6th Floor, Pearls Best Height -II,

Netaji Subhash Place,

Maurya Enclave, Northwest Delhi,

Delhi, India, 110034

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s Integra Essentia Limited** (hereinafter called "the company").

Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Auditor's responsibility

Our responsibility is to express an opinion on the compliance of the applicable laws and maintenance of records based on audit. We have conducted the audit in accordance with the applicable Auditing Standards issued by The Institute of Company Secretaries of India. The Auditing Standards require that the Auditor shall comply with statutory and regulatory requirements and plan and perform the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Based on our verification of the Company 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, we hereby report that in our opinion, the company has, during the audit period from April 01, 2024 to March 31, 2025 ("the audit period") 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:

We 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 Byelaws 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 ("the SEBI Act"):-
 - (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
 - (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021*;
 - (f) The Securities and Exchange Board of India (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, 2009*.
 - (h) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008*.
 - (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998*.
- (vi) Management of the Company has confirmed that there are no laws specifically applicable to the Company

***(Not Applicable to the company during the audit period)**

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with BSE Limited.

During the audit period the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

- CORPORATE SECTION-

S. No.	Relevant Provision for Compliance Requirement	Observation
1.	Sub-para 7B of Para A of Part A of Schedule III of SEBI (LODR) 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123	The Company had not submitted a resignation letter of Director dated July 19, 2025. The Company has been asked to submit a fresh announcement for the same.
2.	Regulation 31(A)(8) of SEBI (LODR) Regulations, 2015	The Company had not submitted intimation for submission of application as per 31A(8)(iii). The exchange has asked to submit a fresh announcement/intimation.
3.	30(6) and Schedule III of SEBI (LODR) Regulations, 2015 read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023	The Company has made Late submission with respect to Proceedings of Annual General Meeting held on September 27, 2024. The exchange has asked the Company to provide clarifications and explanations for the aforesaid non-compliance.

We further report that the following major events happened during the period under review:

(i) Scheme of Arrangement for Amalgamation of G G Engineering Limited (Transferor Company) with Integra Essentia Limited (Transferee Company)

The Board of Directors in their meeting held on July 05, 2024, has considered and approved the Scheme of Arrangement for Amalgamation of G G Engineering Limited (Transferor Company) with Integra Essentia Limited (Transferee Company) on a going concern basis.

The Audit Committee furnished its report dated July 05, 2024, to the board of directors recommending the scheme.

Further on the suggestions and recommendations received from BSE the board of directors in their meeting held on August 13, 2024, considered and approved modifications to the Scheme of Arrangement for Amalgamation by adding specific clause with respect to the reclassification of the promoters of the Transferor Company as public category shareholders in the Transferee Company upon the effectiveness of the Scheme along with other clerical modification.

The Company shared the Revised Scheme of Arrangement as approved by the authorized Delegated Committee after taking into consideration observation letters issued by the BSE Limited dated December 09, 2024, and National Stock Exchange of India Limited dated November 29, 2024.

(ii) Reclassification from "Promoter/Promoter Group" Category to "Public" Category

The erstwhile promoters of the Company, namely, (i) Ms. Urvi Ashok Piramal (ii) Mr. Rajeev Ashok Piramal, (iii) Mr. Nandan Ashok Piramal, (iv) Mr. Harshvardhan Ashok Piramal, (v) Ms. Kalpana Singhanian, and (vi) Ashok Piramal Group Textiles Trust and (vii) Morarjee Goculdas Spinning and Weaving Co. Ltd. Senior Employees Stock Option Scheme i.e. the employee benefit trust of the Company, collectively entered into a Share Purchase Agreement dated March 31, 2021 with Mr. Vishesh Gupta to sell their entire shareholding.

Subsequently, an Open Offer in terms of Regulation 3(1) and Regulation 4 of SEBI (SAST) Regulations, 2011 was made by Mr. Vishesh Gupta to acquire upto 26% of the total Voting Shares of the Company from public shareholders in terms of Letter of Offer dated June 7, 2021

In line with Regulation 31A(8)(c) read with Regulation 31A (10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company submitted an application to BSE Limited on February 13, 2023, for the said reclassification. BSE & NSE vide its letter dated September 12, 2024 approved the reclassification from "Promoter" to "Public" category.

(iii) Raising Funds through Rights Issue

Members accorded their consent for raising funds through Rights Issue for an aggregate amount not exceeding Rs. 50 Crores.

Further, the Board of Directors at its meeting held on May 28, 2024, approved the allotment of 15,26,34,538 fully paid-up Rights Equity shares of face value of Re. 1 each at a price of Rs. 3.25/- per Rights Equity share (including premium of Rs. 2.25 per Rights Equity share) to the eligible applicants.

We further report that;

- (i) The Board of Directors of the Company is duly constituted with a 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 and all necessary provisions of the Act and Rules made thereunder were duly complied in this regard.
- (ii) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent either giving seven days in advance or on shorter notice with requisite consent, 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.
- (iii) All decisions at Board Meetings and Committee Meetings are carried out by majority as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

We further report that 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.

Also, the Company has duly filed applicable forms and returns with the Registrar of Companies/ Ministry of Corporate Affairs within the prescribed time or with additional fee in cases of delayed filings. Few forms / returns (if any) which were due for filing during the financial year, the management has assured compliance with the same.

We further report that during the audit period, except the allotment of shares, as mentioned above in this report, **there were no instance of:**

- (i) Preference/debentures/sweat equity, etc.
- (ii) Redemption / buy-back of securities
- (iii) Foreign technical collaborations

This Report is to be read with our letter of even date which is annexed as "**Annexure 1**" and forms an integral part of this report.

for Shubhangi Agarwal & Associates
Company Secretaries

Shubhangi Agarwal
Proprietor

M.No : A12624 ; CP : 19144

UDIN: F012624G000985618

Peer Review Certificate No. 5970/2024

Date: 12.08.2025

Place: New Delhi

To
The Members,
Integra Essentia Limited
607, 6th Floor, Pearls Best Height -II, Netaji Subhash Place,
Maurya Enclave, Northwest Delhi, Delhi, India, 110034

Sub: Secretarial Audit for the Financial Year ended March 31, 2025, of even date is to be read with this letter

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
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.

for Shubhangi Agarwal & Associates

Company Secretaries

Shubhangi Agarwal

Proprietor

M.No : A12624 ; CP : 19144

UDIN: F012624G000985618

Peer Review Certificate No. 5970/2024

Date: 12.08.2025

Place: New Delhi

CORPORATE GOVERNANCE REPORT

The Company believes in adhering to the best corporate governance practices. In compliance with Regulation 34 read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations'), the Company presents its Corporate Governance Report.

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance at **Integra Essentia Limited** has been a continuous journey and the business goals of the Company are aimed at the overall well-being and welfare of all the constituents of the system. The Company has laid a strong foundation for making Corporate Governance a way of life by constituting a Board with a balanced mix of experts of eminence and integrity, forming a core group of top-level executives, inducting competent professionals across the organization and putting in place appropriate systems, process and technology. The essence of Corporate Governance lies in the maintenance of integrity, transparency and accountability in the management's higher ranks.

At the heart of the Company's Corporate Governance policy is the ideology of transparency and openness in the effective working of the management and Board. It is believed that the imperative for good Corporate Governance lies not merely in drafting a code of Corporate Governance but in practicing it. Strong leadership and effective corporate governance practices have been significant contributors to the Company's growth story. The Company thence strives to improve its practices and procedures to provide for fair and adequate transparency at all levels.

BOARD OF DIRECTORS

COMPOSITION OF THE BOARD

In consonance with the requirements of Regulation 17 of the Listing Regulations, the Board of Directors of the Company is constituted of an appropriate mix of executive and non-executive directors on one hand, and an adequate number of independent directors from amongst the non-executive directors, on the other hand, to maintain the Board's independence, and to ensure exercising effective governance and control over its executive functioning.

The Board of Directors ("the Board") of the Company has an optimum combination of Executive, Non- Executive and Independent Directors. Presently the Board comprises of seven Directors of which three are executive and four are independent Directors including two Women independent Directors on the Board.

The composition of Directors as on March 31, 2025, is set out in the table below:

S. No.	DIN	Name	Designation
1.	00057003	Mr. Deepak Kumar Gupta	Whole-Time Director & CEO
2.	09665484	Mr. Manoj Kumar Sharma*	Whole-Time Director
3.	09270488	Ms. Shweta Singh [#]	Whole-Time Director & CFO
4.	10119925	Mr. Gurpreet Singh Bhatia [§]	Non-Executive - Independent Director
5.	09270389	Ms. Gunjan Jha	Non-Executive - Independent Director
6.	01258923	Mr. Anshumali Bhushan	Non-Executive - Independent Director
7.	09270483	Ms. Sony Kumari	Non-Executive - Independent Director

*Appointed as Whole-Time Director w.e.f. July 19, 2024

[#] Appointed as Whole-Time Director and CFO w.e.f. August 31, 2024

[§] Appointed as an Independent Director w.e.f. December 23, 2024

Further, during the financial year ended March 31, 2025, following persons ceased to hold office:

- 1) Mr. Arijit Kumar Ojha (DIN: 10265020) resigned from directorship w.e.f. August 31, 2024
- 2) Mr. Puneet Ralhan (DIN:03588116) resigned from directorship w.e.f. July 19, 2024.
- 3) Mr. Pankaj Sardana resigned as CFO w.e.f. July 18, 2024.
- 4) Mr. Anshumali Bhushan (DIN: 01258923) resigned from directorship w.e.f. August 01, 2025

The composition of the Board of the Company is in conformity with Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and Section 149 of the Companies Act, 2013 ("the Act").

The composition of the Board is an optimal mix of professionalism, knowledge and experience and enables the Board to discharge its responsibilities effectively and provide leadership to the business.

MATRIX SETTING OUT THE SKILLS/EXPERTISE/COMPETENCE OF THE BOARD OF DIRECTORS

The Board of Directors has identified the following skills/expertise/competencies fundamental for the effective functioning of the Company which is currently available with the Board:

- CORPORATE SECTION-

Business	Understanding of business dynamics across various geographical markets, industry verticals and regulatory jurisdictions.
Strategy and Planning	Ability to strategize and plan for achievement of goals of the Company and Implementation of the same.
Leadership & Management	Leadership experience, understanding of organization, its systems and processes and ability to lead and direct functions of the Company Management of men, machine and Money including the risk involved.
Governance & Compliance	Insight of governance practices, serving the best interests of all stakeholders, accountability, building long term effective stakeholder engagements and Driving corporate ethics and values.
Financial acumen	Understanding of financial data and ability to analysis and interpret figures, knowledge of finance as a function of organization, ability to take decisions regarding procurement and usage of funds in most effective manner.

As stipulated under Schedule V of the SEBI Listing Regulations, core skills/expertise/competencies, as required in the context of the business and sector for it to function effectively and those actually available with the Board have been identified by the Board of Directors.

Name of the Director and Designation	Core skills/expertise/competencies of the Directors				
	Business	Strategy & Planning	Leadership & Management	Governance & Compliance	Financial acumen
Mr. Deepak Kumar Gupta– (Whole-Time Director and Chief Executive Officer)	√	√	√	√	√
Mr. Manoj Kumar Sharma (Whole-Time Director)	√	√	√	√	√
Ms. Shweta Singh (Whole-Time Director and Chief Financial Officer)	√	√	√	√	√
Ms. Gunjan Jha (Non-Executive Independent Director)	√	√	√	√	√
Mr. Anshumali Bhushan (Non-Executive Independent Director)	√	√	√	√	√
Ms. Sony Kumari (Non-Executive Independent Director)	√	√	√	√	√
Mr. Gurpreet Singh Bhatia (Non-Executive Independent Director)	√	√	√	√	√

BOARD MEETINGS

As a good governance practice and as per the guidance note issued by the Institute of Company Secretaries of India, the Board Meetings held considering the requirements under applicable laws w.r.t minimum number of meetings and maximum permissible time gap between two consecutive meetings. Additional meetings are also convened as and when required.

The Company also offers a video conferencing facility to the Directors to enable them to participate as may be permitted under law. The agenda for the meetings is circulated in advance for informed decision making by the Directors. The Company Secretary attends all the meetings of the Board and Committees and prepares draft minutes of such meetings.

The Company follows the prescribed Board procedures and furnishes detailed notes in advance on the businesses to be dealt with at the Board Meetings in terms of Regulation 17 of the Listing Regulations. The Board has been meeting regularly ensuring that the gap between two consecutive meetings does not exceed one hundred and twenty days. The Company was generally in compliance with the requirements of Regulation 17 of the Listing Regulations, as applicable at the relevant time.

During the year, the Board of the Company met 10 times on April 16, 2024, May 28, 2024, July 01, 2024, July 05, 2024, July 19, 2024, August 13, 2024, August 31, 2024, October 19, 2024, February 07, 2025, and March 26, 2025, respectively. The maximum gap between the two Board meetings was less than 120 days.

The agenda papers and detailed notes are circulated to the Board well in advance for every meeting, where it is not practicable to attach any document to the agenda, the same is placed before the Board at the meeting and in special circumstances, additional items on the agenda are taken up at the meeting with the necessary approval of Chairperson and Directors in terms of Companies Act, 2013 read with Secretarial Standards.

Details of Directors' attendance at Board and Last Annual General Meeting, Directorships with other Companies including name of listed companies and their designation in those entities and Chairmanship/Membership of Committees of each Director:

The number of Directorship(s)/Committee Membership(s)/Chairmanship(s) of all Directors are within respective limits prescribed under the SEBI Listing Regulations and the Act. As on March 31, 2025, the details are as follows:

Name of Directors*	Designation Category	Attendance Particulars		No. of other directorships and Committee memberships/chairmanships**			Directorship in other listed entities	No. of Shares held by directors
		Board Meeting	Last AGM	Other Directorships	Committee Memberships	Committee Chairmanships		
Mr. Deepak Kumar Gupta	Whole Time Director, CEO	10	Yes				1	0
Mr. Manoj Kumar Sharma	Whole Time Director	6	Yes				0	0
Ms. Shweta Singh	Whole-time Director, CFO	4	Yes	0	0	0	0	0
Ms. Sony Kumari	Independent Director	10	Yes				3	0
Mr. Anshumali Bhushan	Independent Director	10	No	0	0	0	0	0
Ms. Gunjan Jha	Independent Director	10	Yes	0	0	0	0	0
Mr. Gurpreet Singh Bhatia	Independent Director	2	NA				1	0

**Excludes Directorship in private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013 and only two Committees, namely, Audit Committee and Stakeholders' Relationship Committee have been considered as per Regulation 26(1) (b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

INDEPENDENT DIRECTORS

The Independent Directors have confirmed that they meet the criteria of Independence as stipulated under Section 149(6) of the Companies Act, 2013 read with the Regulation 16 (1) (c) of the Listing Regulations and they are not aware of any circumstances or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment as an Independent Director of the Company.

In the opinion of the Board, the Independent Directors of the Company fulfill the criteria of Independence as per the extant provisions of Companies Act, 2013 and Listing Regulations.

INDEPENDENT DIRECTORS' MEETING

A separate meeting of the Independent Directors was held on January 23, 2024, without the presence of Executive Directors or Non-Independent Directors and members of the management. The Independent Directors in their meeting, inter-alia:

- reviewed the performance of non-independent directors and the Board as a whole.
- Assessed the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.
- Assessed the performance of the chairperson, considering the views of executive and non-executive directors.

Remuneration of Directors

Details of Remuneration paid to Directors and KMP's during the year ended March 31, 2025:

Name of Director	Category	Salary (in Rupees)	Perquisites (in Rupees)	Total (in Rupees)
Deepak	WTD	1200000	0	1200000
Manoj	WTD	774000	0	774000
shweta	CFO	419893	0	419893
Pankaj	CS	744500	0	744500

Familiarization Programmed for Independent Directors

Your Company follows a structured orientation and familiarization programme for Independent Directors which includes familiarizing through reports/codes/internal policies/presentations to enable them to understand their roles and responsibilities, nature of the industry in which the Company operates, business models of the Company, its strategic and operating plans. Further, during the year, presentations were also made from time to time at the Board and its committee meetings, on regular intervals, covering the business and financial performance of the Company, business outlook, budget, expansion plans, succession plans etc. The details of the familiarization programme for the Independent Directors are available on the website of the Company.

COMMITTEES OF THE BOARD OF DIRECTORS

The Board has constituted Committees for carrying out designated functions assigned under the Companies Act, 2013 and Listing Regulations and delegated powers suited to their respective roles.

- CORPORATE SECTION-

The Committees constituted by the Board of Directors of the Company are as under:

1. Audit Committee
2. Nomination & Remuneration Committee
3. Stakeholders' Relationship Committee

The details of the role and composition of Committees of the Board including number of meetings held during the year and attendance thereat are provided below.

AUDIT COMMITTEE

The Audit Committee during the year 2024-25 comprised of three members, all are independent Directors, and the chairman of the meeting is Independent Director. The Chairman of the Committee is experienced in financial matters. All other members of the Committee are also financially literate.

During the year under review, the Audit Committee met four (4) times on April 16, 2024, July 19, 2024, October 19, 2024, February 07, 2025 with the necessary quorum being present at all the meetings:

Name of Member	Designation	No. of meetings held during the tenure of Director	No. of Meetings Attended
Ms. Gunjan Jha	Chairman	4	4
Ms. Sony Kumari	Member	4	4
Mr. Anshumali Bhushan	Member	4	4

Brief Terms of reference:

The Audit Committee of the Board reviews, acts on and reports to our Board with respect to various auditing and accounting matters. The primary responsibilities of the Committee, inter alia, are:

- Auditing and accounting matters, including recommending the appointment of our independent auditors to the shareholders.
- Compliance with legal and statutory requirements.
- Integrity of the Company's financial statements, discussions with the independent auditors regarding the scope of the annual audits, and fees to be paid to the independent auditors.
- Performance of the Company's internal audit function, independent auditors and accounting practices.
- Review of related party transactions and functioning of whistle blower mechanism; and
- Evaluation of internal financial controls and risk management systems and policies.

The Chairman of the Audit Committee was present at the Annual General Meeting held on September 27, 2024. All members of the Audit Committee are Independent Directors and financially literate. Statutory Auditors are invited and attend meetings of the Audit Committee and periodic presentations are also made to the Audit Committee on various issues.

Any other matter as may be prescribed, from time to time, to be referred to the Audit Committee in terms of the Companies Act, 2013/ Listing Regulations or any other applicable statute for the time being in force and the rules, regulations thereto.

NOMINATION & REMUNERATION COMMITTEE

The Nomination & Remuneration Committee has been constituted for recruitment and recommendation of individuals for appointment as Directors, Key Managerial Personnel and Senior Management officials of the Company. The Committee also formulates and monitors the implementation of remuneration policy of the Company. The Nomination & Remuneration Committee comprises of three members all are independent Directors including the Chairman.

During the year under review, the Nomination & Remuneration Committee met 4 (Four) times on April 16, 2024, July 19, 2024, August 31, 2024, December 23, 2024 with the necessary quorum being present at all the meetings:

The composition of the Nomination and Remuneration Committee during the year 2024-25 is as below:

Name of Member*	Designation	No. of meetings held during the tenure of Director	No. of Meetings Attended
Ms. Gunjan Jha	Chairman	4	4
Ms. Sony Kumari	Member	4	4
Mr. Anshumali Bhushan	Member	4	4

The Nomination & Remuneration Committee of the Company, *inter alia*, performs the following functions:

- a) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommending to the Board a policy relating to the remuneration of the directors, key managerial personnel and other employees. Formulation of criteria for evaluation of performance of independent directors and the Board.
- b) Devising a policy on diversity of the Board.
- c) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommending to the Board their Appointment and removal.

- d) Extension or continuance of the terms of appointment of the independent directors, on the basis of the report of performance evaluation of independent directors.
- e) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the board of directors their appointment and removal and carry out evaluation of every director's performance (including that of independent directors).
- f) Performing such other activities as may be delegated by the Board or specified/ provided under the Companies Act 2013 or by the SEBI (Listing) Regulations or by any other applicable law or regulatory authority.

Performance Evaluation Criteria

The Nomination & Remuneration Committee carried out the Annual Performance evaluation of Directors individually, including the Chairman and the Board evaluated the overall effectiveness of the Board of Directors including its committees based on the ratings given by the Nomination & Remuneration Committee of the Company. The evaluation is largely based on parameters like attendance, participation in discussion of Board and Committee meetings, effectiveness of Chairman in carrying out roles of respective committees, value addition by suggestions or innovation and leadership etc.

The performance evaluation of the Independent Directors was carried out by the entire Board on the criteria and framework adopted by Board (the director concerned about being evaluated did not participate). The Board has expressed its satisfaction on its own performance and performance of the Directors, including Independent Directors.

Policy for Selection and Appointment of Directors and their Remuneration

The Nomination and Remuneration Committee has adopted a policy which, inter alia, deals with the manner of selection of Board of Directors and payment of their remuneration. Further the Committee considers, inter alia, the following attributes/criteria, whilst recommending to the Board the candidature for appointment as Independent Director:

- Qualification, expertise and experience in their respective fields such as Information Technology Business, Scientific Research & Development, International Markets, Leadership, Financial Analysis, Risk Management and Strategic Planning, etc.
- Personal characteristics which align with the Company's values, such as integrity, accountability, financial literacy, high performance standards, etc.
- Diversity of thought, experience, knowledge, perspective and gender in the Board.

In case of an appointment of Independent Director, the Committee satisfies itself about the independence of the Directors vis-à-vis the Company to enable the Board to discharge its functions and duties effectively. The Committee ensures that the candidates identified for appointment as Directors are not disqualified for appointment under Section 164 and other applicable provisions of the Companies Act, 2013. In case of re- appointment of Independent Directors, the Board takes into consideration the performance evaluation of the Independent Directors and their engagement level.

Criteria for making payments to Non-Executive Directors including all pecuniary relationship or transactions of Non-Executive Directors

The Non-Executive and Independent Directors are not paid any remuneration other than sitting fees for attending the meetings of the Board or its Committees as approved by the Board from time to time.

Pecuniary relationship (if any) other than remuneration with any of the Non-Executive Director is disclosed as part of notes to Financial Statements under note of "Related Party Transactions".

STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee is constituted to manage servicing to the shareholders of the Company and to look into aspects related thereto, including redressal of complaints, transfer/ transmission of securities, issue of duplicate shares etc. The Committee comprises of three Members all being Independent Directors including the Chairman.

During the year under review, one (1) meeting of Stakeholders' Relationship Committee was held on March 26, 2025.

Name of Member*	Designation	No. of meetings held during the tenure of Director	No. of Meetings Attended
Ms. Gunjan Jha	Chairman	1	1
Ms. Sony Kumari	Member	1	1
Mr. Anshumali Bhushan	Member	1	1

The terms of reference of the Stakeholders' Relationship Committee include the following:

- a) Monitoring the grievance and redressal of all security holders' grievances such as complaints related to non-receipt of allotment/ refund, review of cases for refusal of transfer/transmission of shares, including non-receipt of share certificates, non-receipt of balance sheet, non-receipt of declared dividends, non- receipt of annual reports, etc. and assisting with quarterly reporting of such complaints.
- b) Maintaining continuous harmony with the Registrar and Share Transfer Agent for ensuring allotment, giving effect to all transfer/ transmission of securities, dematerialization of shares and re-materialization of shares, splitting and issuing of duplicate/ consolidated share certificates, complying with all the requirements related to shares, debentures and other securities in a timely manner.

- CORPORATE SECTION-

- c) Reviewing statutory compliances pertaining to share / security capital, processes, shareholders and depositories.
- d) Carrying out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.

Name and designation of Compliance Officer:

Mr. Pankaj Kumar Sharma is the Company Secretary and Compliance Officer of the Company.

Status of shareholders' complaints:

"During the year under review, the Company received 4 (four) complaints, all of which were resolved within the same quarter."

Number of Investor Complaints remaining unresolved or not solved to the satisfaction of shareholders:

Not Applicable

Number of pending complaints:

As of March 31, 2025, no complaint is pending.

GENERAL BODY MEETING

The date, time and venue of the last three Annual General Meeting and Extra-Ordinary General Meeting held during the year are given below:

Financial year	Date	Type of Meeting	Time	Venue	Special Resolutions Passed
2023-24	September 27, 2024	17 th Annual General Meeting	11:30 A.M	Through Video Conferencing/ other Audio Visual Means	<ol style="list-style-type: none"> Adoption of Audited Financial Statements for financial year ended March 31, 2024. To appoint a director in place of Mr. Deepak Kumar Gupta (DIN: 00057003), Whole Time Director, who retires by rotation and being eligible, offers himself for reappointment. Appointment of Mr. Manoj Kumar Sharma (DIN: 09665484) as director of the company. Appointment of Mr. Manoj Kumar Sharma (DIN: 09665484) as Whole Time Director of the company. Appointment of Ms. Shweta Singh (DIN: 09270488) as director of the company. Appointment of Ms. Shweta Singh (DIN: 09270488) as Whole Time Director of the company. Members approval for related party transactions under section 188 of the Companies Act 2013
2022-23	September 04, 2023	16 th Annual General Meeting	11:30 A.M	Through Video Conferencing/ other Audio Visual Means	<ol style="list-style-type: none"> Appointment of Mr. Deepak Kumar Gupta (DIN:00057003) as whole-time director and chief executive officer of the company. Appointment of Puneet Ralhan (DIN:03588116) as director of the company. Appointment of Anshumali Bhushan (DIN:01258923) as independent director of the company. Members approval for Related Party Transactions under section 188 of the Companies Act, 2013.
2021-22	September 30, 2022	15 th Annual General Meeting	11.30 A.M	Through Video Conferencing/ other Audio-Visual Means	<ol style="list-style-type: none"> Amendment in Object Clause of the Memorandum of Association of the company. Increase in authorized share capital of the company and consequent alteration in capital clause of the memorandum of association of the company. To authorize capital raising through issuance of equity shares or other convertible securities. Appointment of Mr. Manoj Kumar Sharma (DIN: 09665484) as director of the company. Appointment of Mr. Manoj Kumar Sharma (DIN: 09665484) as a Whole-time Director of the company. Members approval for borrowing under section 180 (1) (c) of the Companies Act, 2013

					7. Members approval for securing the borrowings of the company under section 180(1)(a) of the Companies, Act, 2013
					8. Member's approval to make loan and investment exceeding the ceiling prescribed under section 186 of the Companies Act, 2013.
					9. Members approval for giving loan and guarantee or providing security in connection with loan availed by any specified person under section 185 of the Companies, Act, 2013.
					10. Members approval for Related Party Transactions under section 188 of the Companies Act, 2013

All above resolutions was passed and the details of such was intimated to the stock exchanges along with the scrutinizers report as per as per the requirements of Regulation 44 and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

POSTAL BALLOT

During the period under review, some special resolutions were passed through postal ballot on May 19, 2024 for the following purpose:

S. No.	Description
1	Appointment of Mr. Arijit Kumar Ojha (DIN: 10265020) as an Executive Director of the company

All above resolutions were passed and the details of such was intimated to the stock exchanges along with the Scrutinizers Report as per the requirements of Regulation 44 and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

SUBSIDIARY & ASSOCIATE COMPANIES

The Company has one associate Company i.e., "M/s Brewtus Beverages Pvt. Ltd".

The Audit Committee of the Company reviews the financial statements of the Associate Company at periodic intervals. The Minutes of the Board Meetings of the Associate Company are placed at the Board Meeting of the Company on quarterly basis.

All significant transactions and arrangements, if any, entered into by the Associate Company are periodically reported to the Board of Directors.

MEANS OF COMMUNICATION

- Website:** Information like Quarterly/Half yearly/Annual Financial Results, Full Annual Report, Shareholding Pattern, and press releases / corporate announcements on significant developments in the Company are made available through website of the Company www.integraessentia.com.
- Annual Report:** Annual Report containing inter-alia, Audited Accounts, Financial Statements, Board's Report, Management Discussion and Analysis (MD&A) Report, Corporate Governance Report, Auditors' Report, including Information for the Shareholders and other important information is circulated to the members and others entitled thereto
- Quarterly/ Annual Results:** The Company regularly intimates un-audited as well as audited financial results to the Stock Exchanges, immediately after approval of Board. These financial results are normally published in the leading English and vernacular newspapers having nationwide circulation. The results are also displayed on the website of the Company www.integraessentia.com

The Financial Results of the Company are generally published in Financial Express and Jansatta.

Details of Company's business, financial information, investor presentations, shareholding pattern, compliance with corporate governance, policies, contact information of the designated officials of the Company who are responsible for assisting and handling investor grievances including all other mandatory disclosures are promptly and prominently displayed on the website of the Company at www.integraessentia.com.

PROHIBITION OF INSIDER TRADING

The Company has already adopted the Code of Conduct for Regulation, Monitor and Reporting of Insider Trading in terms of amended SEBI (Prohibition of Insider Trading) Regulations, 2015 as notified by the Securities and Exchange Board of India. The code for fair disclosure has also been adopted by the Company effective its date of listing and is available on website of the Company www.integraessentia.com.

GENERAL SHAREHOLDER INFORMATION

A. ANNUAL GENERAL MEETING

Day & Date	: Friday, September 05, 2025
Venue	: Through video conferencing / other Audio Visual Means (VC/OAVM)
Time	: 11:30 A.M.
Cut-off date (e-voting)	: Friday, August 29, 2025

- CORPORATE SECTION-

B. FINANCIAL YEAR

The Financial Year of the Company starts from 1st day of April and ends on 31st day of March of next year Quarterly Results:

First Quarter Results	July 19, 2024
Second Quarter Results	October 19, 2024
Third Quarter Results	February 07, 2025
Annual Results for the year March 31, 2025	May 27, 2025

C. DIVIDEND PAYMENT DATE

The Directors of the company have not recommended any dividend for the Financial Year 2024-25.

D. Book Closure: From August 30, 2025 to Friday September 05, 2025 (both days inclusive)

E. NAME AND ADDRESS OF STOCK EXCHANGE AND DATE OF LISTING

Sr. No.	Name and address of the Stock Exchange	Stock Code
1.	National Stock Exchange of India Limited (Exchange Plaza, C-1, Block G, Bandra Kurla Complex Bandra (East), Mumbai - 400051)	ESSENTIA
2.	BSE Limited (Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai Samachar Marg, Mumbai, Maharashtra – 400001)	535958

Listing fees for the Financial Year 2024-25 has been paid by the Company to BSE Limited and National Stock Exchange of India Limited.

F. SHARE TRANSFER AGENT

All the work related to the shares held in the physical form as well as shares held in the electronic (demat) form is being done at one single point and for this purpose SEBI registered Registrar and Share Transfer Agent has been appointed, whose details are given below.

Skyline Financial Services Pvt. Ltd

Registered Off: D-153A, 1st Floor, Okhla Industrial Area, Phase -I, New Delhi, Delhi - 110020

Tel.: 011 - 40450193 / 97 Fax: +91 0253 - 2351126

E-mail: info@skylinerta.com Website: www.skylinerta.com

SHARE TRANSFER SYSTEM

Effective 1st April, 2019, transfer of Shares in physical form is not permissible under Listing Regulations. Shareholders are thus advised to convert their shares in Dematerialized /Electronic form. No transfer or allotment of shares will be approved in physical form.

Transfer of Equity Shares in dematerialized form is done through depositories with no involvement of the Company.

G. DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2025

A. DISTRIBUTION OF SHAREHOLDING

The shareholding distribution of equity shares as on March 31, 2025, is given hereunder:

S. No.	No. of Shares or Debentures	Number of Shareholders	% to Total Numbers	Share or Debenture Holding	% to Total Shareholding
1	Up To 500	122042	54.93	18892609.00	2.07
2	501 To 1000	30006	13.50	25021663.00	2.74
3	1001 To 2000	27656	12.45	46434538.00	5.08
4	2001 To 3000	9792	4.41	25226220.00	2.76
5	3001 To 4000	7330	3.30	27526031.00	3.01
6	4001 To 5000	4517	2.03	21354555.00	2.34
7	5001 To 10000	10552	4.75	81286611.00	8.89
8	10000 and Above	10296	4.63	668323779.00	73.12
	Total	222191	100.00	914066006.00	100.00

B. CATEGORY WISE SHAREHOLDING AS ON MARCH 31, 2025

Description	Total No. of equity Shares held as on March 31, 2025	% Shareholding
Promoters	17,05,78,271	15.98
Resident Individuals	83,56,24,694	78.26
Non-Resident Indians (NRIs)	2,03,66,995	1.91
Foreign Companies	87,024	0.01
Bodies Corporate	1,30,48,438	1.22
Any Other	2,67,49,336	2.51
Foreign Portfolio Investors	7,61,667	0.07
Mutual Funds	7,749	0.00
Banks	12,378	0.00
Insurance Companies	3,47,203	0.03
NBFCs registered with RBI	1,03,000	0.01
Other Financial Institutions	384	0.00
Any Other (Institutions (Domestic))	3,405	0.00
Total	1,06,76,90,544	100.00

C. DEMATERIALIZATION OF SHARES

As on March 31, 2025, the entire shareholding of the promoters were held in dematerialized form, further, 99.89 % of the total equity shares from the Category other than promoters were held in dematerialized form.

RECONCILIATION OF SHARE CAPITAL AS ON MARCH 31, 2025

SEGMENTS	HOLDINGS	% OF HOLDINGS
CDSL	59,03,04,814	55.29%
NSDL	47,63,97,764	44.62%
PHYSICAL	9,87,966	0.09%
TOTAL HOLDINGS	1,06,76,90,544	100.00%

H. (a) Stock Market Price Data - high, low during each month in last financial year:

Price details monthly High-Low as compared with broad based Index.

Stock trading details on NSE

NSE Symbol: ESSENTIA

For the period: April 2024 - March 2025

Month	Open	High	Low	Close	Total traded Volume (In Lakhs)	Turnover (In Lakhs)
April'24	3.45	4.45	3.10	4.45	594.18	2157.92
May'24	4.40	4.40	3.60	3.60	233.99	899.83
June'24	3.60	4.74	3.40	4.08	655.33	2795.31
July'24	3.99	4.10	3.56	3.88	944.87	3667.20
Aug'24	3.89	5.25	3.76	4.16	3892.84	17587.07
Sep'24	4.20	4.37	3.78	3.80	1570.50	6265.25
Oct'24	3.83	3.89	2.85	3.37	1034.61	3628.76
Nov'24	3.50	3.70	2.98	3.03	220.87	710.66
Dec'24	3.03	3.72	3.01	3.33	502.45	1732.93
Jan'25	3.33	3.58	2.76	3.13	487.44	1491.06
Feb'25	3.19	3.24	2.42	2.45	502.19	1403.27
Mar'25	2.47	2.74	2.09	2.11	809.49	1943.87

(b) Stock Market Price Data - high, low during each month in last financial year:

Price details monthly High-Low as compared with broad based Index.

Stock trading details on BSE

BSE Scrip Code: ESSENTIA

- CORPORATE SECTION-

For the period: April 2024 - March 2025

Month	Open	High	Low	Close	Total traded Volume (In Lakhs)	Turnover (In Lakhs)
April'24	3.33	4.55	3.08	4.52	303.35	1182.63
May'24	4.43	4.43	3.57	3.58	184.02	694.99
June'24	3.61	4.74	3.38	4.15	286.47	1238.86
July'24	4.07	4.17	3.62	3.86	438.63	1705.89
Aug'24	3.9	5.25	3.75	4.17	1295.47	5870.33
Sep'24	4.2	4.37	3.77	3.8	539.48	2151.51
Oct'24	3.85	3.86	2.9	3.39	362.57	1272.35
Nov'24	3.53	3.72	2.98	3.03	73.22	237.35
Dec'24	3.03	3.7	3.01	3.31	136.55	466.30
Jan'25	3.36	3.61	2.74	3.13	160.33	486.83
Feb'25	3.19	3.25	2.3	2.45	199.38	553.76
Mar'25	2.47	2.9	2.1	2.11	264.34	634.68

I. OUTSTANDING CONVERTIBLE INSTRUMENTS

The Company doesn't have any Outstanding Convertible Instruments having any impact on the equity.

J. COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES

The Company has not undertaken any forex or hedging transactions during the year under review.

K. REGISTERED ADDRESS

ADDRESS FOR CORRESPONDENCE

The investors may address their queries to the Company at the address mentioned herein below:

Unit No. 607, 6th Floor, Pearls Best Height -II, Netaji Subhash Place, Maurya Enclave, New Delhi, Delhi, 110034

E-mail: csigl2021@gmail.com ; cs@integraessentia.com

L. OTHER DISCLOSURES

Related Party Transactions

The Company has formulated a policy on Material Related Party Transactions and dealing with Related Party Transactions and the same is available on the Company's website at www.integraessentia.com

All Related Party Transactions are placed before the Audit Committee for prior approval. The details of related party transactions entered into by the Company are also reviewed by the Audit Committee. Details of Related Party Transactions are provided in the notes to the Financial Statements.

Statutory Penalties

There are no penalties imposed on the Company by the Stock Exchanges or SEBI or any other statutory authority on any matter related to capital markets.

Vigil Mechanism /Whistle Blower Policy

The Company has formulated a vigil mechanism Policy for the Directors and Employees of the Company through which genuine concerns regarding various issues relating to inappropriate functioning of the organization can be communicated and uploaded the same on the website of the Company at www.integraessentia.com. During the year under review, there has been no incidence reported which requires action by the Board or Committee.

Accordingly, Directors, employees or any other person having dealings with the Company may report such instances to the Chairman of Audit Committee. Confidentiality to be maintained of such reporting and it will be ensured that the Vigil Mechanism are not subjected to any discrimination.

Compliance with Mandatory and Non-Mandatory Requirements under Chapter IV of Listing Regulations

The Company has complied with all the mandatory requirements of Listing Regulations. The Company also strives to adopt non mandatory requirements to the extent possible; details of non-mandatory requirements adopted by Company are as under:

1. Majority of Non-Executive Director

The Board of directors has ensured that at least 4 out of 7 Directors of the entire Board consists of non-Executive directors, your Company has further ensured that majority of the non-Executive directors on the Board are independent directors.

2. Modified Opinion(s) in Audit Report

There is no modified opinion(s) in the Auditors Report for the financial year 2024-25 issued by the Auditors of the Company.

3. Reporting of Internal Auditor

The Internal Auditor reports to the Audit Committee.

Details of utilization of funds raised during the year

Certificate on Non-Disqualification of Directors

A certificate from Practicing Company Secretary certifying that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as a Director by the Securities and Exchange Board of India/Ministry of Corporate Affairs or any such statutory authority forms part of this report.

Total fees for all services paid by the Company to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part

The total fees paid to the M/s A. K. Bhargav & Co., Chartered Accountants, (Firm Registration No: 036340N), Statutory Auditor by the Company for the Financial Year 2024-2025 is Rs. 3,00,000.

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

During the financial year ended March 31, 2025, the Company has not received any complaint in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Where the Board has not accepted any recommendation of any committee of the Board, which is mandatorily required, in the financial year, the same to be disclosed along with reasons thereof

During the year under review, there has been no instance where the Board of Directors had not accepted any recommendation of any of its committees.

M. Reconciliation of Share Capital Audit

The Reconciliation of Share Capital Audit is conducted by the Company Secretary in practice to reconcile the total admitted capital with National Securities Depository Limited and Central depository Services (India) Limited ("Depositories"), the total issued and listed capital. The audit confirms that the total issued /paid up capital is in agreement with the aggregate of the total number of shares in physical form and total number of shares in dematerialized form (held with depositories) and that the request for dematerialization of shares are processed by the R & T Agent within the stipulated period of 21 (Twenty One) days and uploaded with the concerned depositories.

N. Information on Deviation from Accounting Standards, if any

The Company has adopted Indian Accounting Standards (Ind AS) in preparation of annual accounts for the Financial Year 2024-25.

O. Disclosure of Compliance with the Corporate Governance requirements

The Company has complied with the applicable provisions of Listing Regulations including Regulation 17 to 27 and Regulation 46.

The Company submits a quarterly compliance report on corporate governance to the Stock Exchange within 21 (Twenty-One) days from the close of every quarter. Such quarterly compliance report on Corporate Governance is also posted on the website of the Company.

A Certificate from M/s Shubhangi Agarwal & Associates, Practicing Company Secretaries confirming compliance with the conditions of the Corporate Governance as stipulated under the Listing Regulations, is forming part of this Report.

P. CEO / CFO certification

To comply with the Regulation 17(8) of SEBI (LODR) Regulations, the Whole time Director and the Chief Financial Officer have certified that the financial statements present a true and fair view of the Company's affairs and are in compliance with existing accounting standards. The said Certificate is also forming part of this Report.

Q. Code of Conduct

The Board and all senior management personnel of the Company are required to abide by the Code of Conduct as laid down by the Board to ensure minimum standards of Business and ethical Conduct.

This Code outlines fundamental ethical considerations as well as specific considerations that need to be maintained for professional conduct. This Code has been displayed on the Company's website at www.integraessentia.com

A declaration by the Managing Director confirming that all the Directors and senior management personnel of the Company have affirmed compliance with the Company's Code of Conduct for the financial year ended March 31, 2025, is annexed at the end of this report.

For and on behalf of the Board of Directors of
Integra Essentia Limited

Date: August 12, 2025
Place: New Delhi

Manoj Kumar Sharma
Whole Time Director
DIN: 09665484

Deepak Kumar Gupta
Whole Time Director & CEO
DIN: 00057003

- CORPORATE SECTION-**CORPORATE GOVERNANCE COMPLIANCE CERTIFICATE**

To,
The Members,
Integra Essentia Limited,
Unit No. 607, 6th Floor, Pearls Best Height -II,
Netaji Subhash Place, Maurya Enclave,
New Delhi, Delhi - 110034

We have examined the compliance of the conditions of Corporate Governance by **M/s. Integra Essentia Limited** ("the Company"), for the financial year ended March 31, 2025 as stipulated under Regulations 17 to 27 and clauses (b) to (i) of Regulation 46 (2) and Para C, D and E of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 "SEBI (LODR) Regulations, 2015".

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 under Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V to the SEBI (LODR) Regulations, 2015.

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

for **Shubhangi Agarwal & Associates**

Company Secretaries

Shubhangi Agarwal

Proprietor

M.No : A12624 ; CP : 19144

UDIN: F012624G000985541

Peer Review Certificate No. 5970/2024

Date: 12.08.2025

Place: New Delhi

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
Integra Essentia Limited,
Unit No. 607, 6th Floor, Pearls Best Height -II,
Netaji Subhash Place, Maurya Enclave,
New Delhi, Delhi - 110034

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **M/s. Integra Essentia Limited** CIN:L74110DL2007PLC396238 having registered office at 607, 6th Floor, Pearls Best Height -II, Netaji Subhash Place, Maurya Enclave, New Delhi, Delhi-110034 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Financial year ended March 31, 2025.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in as considered necessary and explanations furnished to us by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2025 have been debarred or disqualified from being appointed or continuing as Directors of a Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any court or any other Statutory Authority:

S. No.	Name of Director	DIN	Date of Appointment
1.	Mr. Deepak Kumar Gupta	00057003	27/07/2023
2.	Mr. Manoj Kumar Sharma	09665484	19/07/2024
3.	Mr. Gurpreet Singh Bhatia	10119925	23/12/2024
4.	Ms. Gunjan Jha	09270389	30/09/2021
5.	Ms. Sony Kumari	09270483	30/09/2021
6.	Mr. Anshumali Bhushan	01258923	17/05/2023
7.	Ms. Shweta Singh	09270488	31/08/2024

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

for Shubhangi Agarwal & Associates
Company Secretaries
Shubhangi Agarwal
Proprietor
M.No : A12624 ; CP : 19144
UDIN: F012624G000985411
Peer Review Certificate No. 5970/2024

Date: 12.08.2025
Place: New Delhi

- CORPORATE SECTION-

DECLARATION OF COMPLIANCE WITH COMPANY'S CODE OF CONDUCT

To,

The Member

Integra Essentia Limited

I hereby confirm that all the Board members and senior management personnel of the company have affirmed compliance with the company's Code of Conduct during the financial year ended March 31, 2025.

For Integra Essentia Limited

Deepak Kumar Gupta
Whole Time Director & CEO
DIN: 00057003

Date: August 12, 2025
Place: New Delhi

INDEPENDENT AUDITOR'S REPORT

To the Members of **INTEGRA ESSENTIA LIMITED**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the Standalone financial statements of **INTEGRA ESSENTIA 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 the statement of cash flows for the period then ended, and notes to the Standalone Financial Statements, including a summary of significant accounting policies and other explanatory information

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

Basis for Opinion

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

Information other than the financial statements and auditors' 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 Board's Report including Annexures to Board's Report, Business Responsibility Report but does not include the Standalone Financial Statements and our auditor's report thereon.

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

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

Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements

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

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

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

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

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

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

-STANDALONE SECTION-

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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- 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 Standalone 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 Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 Standalone 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 sub-section (11) of Section 143 of the Act, we give in the Annexure-"A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit except the information and explanation related to matters mentioned in other matters para.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Standalone Financial Statements have been kept 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, statement of changes in equity and the statement of Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Standalone Financial Statements.
 - d) In our opinion, except as otherwise disclosed in accounting policies and notes to the Standalone Financial Statements, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014
 - e) On the basis of the written representations received from the directors of the Company as on 31st March, 2025 taken on record by the Board of Directors of the Company, none of the directors of the company is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements – Refer Note 40 to the Standalone Financial Statements;
- ii. The Company did not have any material foreseeable losses on long-term contracts including derivative contracts.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under and (b) above, contain any material misstatement.
- h) No dividend declared by the company declared or paid by the Company during the year.
- i) Based on our examination which included test checks, the Company, has used accounting software for maintaining its books of accounts which has a feature of recording audit trail (edit log) facility for all relevant transactions recorded in the software.
- j) With respect to the matter to be included in the Auditors' Report under section 197(16) of the Act:
In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of section 197 read with Schedule V to the Act.

For A K BHARGAV & CO
Chartered Accountants
 FRN: 034063N
 (CA ARUN KUMAR BHARGAV)
 PROPRIETOR
 M. No.:548396
 UDIN: 25548396BMJAVO5287

Place: New Delhi
 Date: 27.05.2025

-STANDALONE SECTION-

Annexure A

ANNEXURE TO THE AUDITOR'S REPORT

The Annexure referred to in our report to the members of INTEGRA ESSENTIA LIMITED("the Company") for the year ended March 31, 2025. (Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

With reference to the Annexure A referred to in the Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31st March 2025, we report the following:

- i)
 - a)
 - (A) In the absence of requisite documents, we are unable to comment if the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
 - (B) The Company does not have intangible assets as on balance sheet date.
 - b) According to the information and explanations given to us, the Company has a regular programme of physical verification of its property, plant and equipment by which all property, plant and equipment are verified in a phased manner. In accordance with this programme, certain property, plant and equipment were verified during the year and no such material discrepancies were noticed. However we have not been provided any physical verification report for our verification and hence we are unable to comment if periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
 - c) The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company.
 - d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its property, plant and equipment (including right of use asset) or intangible assets or both during the year. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Register Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including Right of Use Assets) or intangible Assets does not arise.
 - e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and rules made thereunder & therefore question of our commenting on whether the Company has appropriately disclosed the details in its standalone financial statement does not arise.
- ii)
 - a) The company does not have any inventory and hence reporting under clause 3(ii)(a) of the the order is not applicable.
 - b) According to the information and explanations given to us and based on our audit procedures, the Company has been sanctioned working capital limits in excess of five crore rupees in aggregate from banks during the year, on the basis of security of current assets (refer Note No. 49(v) to the financial statements). The quarterly returns or statements filed by the Company with such banks are in agreement with the books of account.
- iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company, during the year, has not provided any guarantee or security to companies, firms, limited liability partnerships or any other parties during the year. The Company, during the year, has made investment and granted loans and advances in the nature of loans during the year to companies and other parties.
 - a) During the year, the Company has provided loans and guarantees, the details of which are disclosed in the financial statements (refer Note No.4,5 and 11).
 - b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion,
The investments made and the terms and conditions of same are prima facie, not prejudicial to the Company's interest. Terms and Conditions in respect of the grant of loans and advances in the nature of loans, during the year, to companies or any other parties are prima facie, not prejudicial to the Company's interest. During the year the Company has not provided guarantees, provided security to companies, firms, Limited Liability Partnerships or any other parties.
 - c) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion, the Company has granted loans during the year to companies or any other entities where the schedule of repayment of principal and payment of interest has not been stipulated. Hence in the absence of same, we are unable to make a specific comment on the regularity of repayment of principal and payment of interest in respect of such loan.
 - d) The Company has granted loans and in all cases schedule of repayment of principal and payment of interest has not been stipulated. Hence in the absence of same, we are unable to make a specific comment on the regularity of repayment of principal and payment of interest in respect of such loans and hence unable to comment upon any over amount for more than ninety days.
 - e) There is no case of any loan or advance in the nature of loan granted which has fallen due during the year and which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
 - f) According to the information and explanations given to us and on the basis of our examination of the records of the

Company, all the loans granted by the company are for fixed defined tenure. Although the repayment schedule is not specifically defined in terms of instalment amounts or dates, the tenure and maturity of the loan are fixed. Accordingly, these loans are not in the nature of loans repayable on demand or loans granted without specifying any terms or period of repayment. Therefore, reporting under this clause is not applicable.

- iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has complied with the provisions of section 185 and 186 of the Companies Act 2013 in respect of loans given and investments made by the company during the year. The Company has not provided any guarantee or security during the year.
- v) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act, 2013 and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013, for the business activities carried out by the Company. Accordingly, clause (vi) of the Order is not applicable.
- vii) a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company is generally regular, except delay on some instances in case of TDS, in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable except the following:
 - 1. Income Tax Payable as on 31st March, 2025 for the Assessment Year 2024-25 is Rs. 285.93 Lakhs. Subsequently paid before the balance sheet date.
- b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it which have not been deposited on account of any dispute except few cases, details of same has mentioned in note 40 of financial statements.
- viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- ix) a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of dues to financial institutions and banks during the year.
- b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- c) In our opinion and according to the information and explanations given to us by the management, the Company has utilized the monies raised by term Loans for the purposes for which they were obtained.
- d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, as defined under the Companies Act, 2013.
- f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Companies Act).
- x) a) According to the information and explanations given to us, the Company has raised money during the year by way of a rights issue of equity shares amounting to ₹4,992.80 Lakhs. In our opinion, and according to the information and explanations provided, the money raised have been applied for the purposes for which they were raised, and the end use of such money has been disclosed in the notes to the financial statements (refer Note No.14).
- b) According to the information and explanations given to us and based on the audit procedures performed, the company has not made any preferential allotment or private placement of shares or convertible debentures during the year. Accordingly, the provisions of clause (x)(b) of the Order are not applicable.
- xi) a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in the Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during year nor have we been informed of any such case by the management.

-STANDALONE SECTION-

- b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable to the Company.
- xiii) As per information and explanation given to us all the transactions with the related parties are in compliance with section 177 and 188 of the Companies Act 2013 where applicable and the details have been disclosed in the financial statement, as required by the applicable Ind AS accounting standards.
- xiv) a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- xvi) a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.
b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtaining a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Accordingly, Clause 3(xvi)(c) of the order is not applicable to the Company.
d) According to the information and explanations provided to us during the course of audit, the Group does not have any CICs which are a part of the Group. We have not, however, separately evaluated whether the information provided by the Management is accurate and complete. Accordingly, the requirements of clause 3(xvi)(d) are not applicable to the Company.
- xvii) The company has not incurred cash losses during the financial year and in the immediately preceding financial year.
- xviii) There is no resignation of the statutory auditors of the company during the year.
- xix) According to the information and explanations given to us and on the basis of the financial ratios disclosed in note 46 to standalone financial statements, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone 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) According to the information and explanations given to us and based on our examination of the records, there was no amount remaining unspent under sub-section (5) of section 135 of the Companies Act, 2013 pursuant to any ongoing project. Accordingly, reporting under clause (xx)(b) of the Order is not applicable.
- xxi) The reporting under clause 3(xxi) of this order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

For A K BHARGAV & CO
Chartered Accountants
Firm Regn. No. 034063N
 CA ARUN KUMAR BHARGAV
 Proprietor
 Membership No.: 548396
 UDIN: 25548396BMJAVO5287

Place: New Delhi
 Date : 27.05.2025

Annexure “B” to the Independent Auditors Report on the Standalone Financial Statements of INTEGRA ESSENTIA LIMITED

(Referred to in paragraph 2 (f) under ‘Report on Other Legal and Regulatory Requirements’ of our report of even date)

REPORT ON THE INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 (“THE ACT”)

We have audited the internal financial controls over financial reporting of INTEGRA ESSENTIA LIMITED (“the Company”) as of March 31, 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 my/our audit conducted in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate Internal Financial Controls over Financial Reporting were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the Standalone 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 Standalone 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 Standalone 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 Standalone 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 March 31, 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 issued by the ICAI.

For A K BHARGAV & CO
Chartered Accountants
Firm Regn. No. 034063N
CA ARUN KUMAR BHARGAV
Proprietor
Membership No.: 548396
UDIN: 25548396BMJAVO5287

Place: New Delhi
Date : 27.05.2025

-STANDALONE SECTION-
Standalone Balance Sheet as at 31 March 2025

(All figures are in lakhs except otherwise stated)

Particulars	Note no	As at 31 March 2025	As at 31 March 2024
ASSETS			
Non-Current Assets			
a) Property, Plant and Equipment	3	3,458.76	3,779.16
b) Investment Property	3	1,816.27	-
c) Financial Assets			
(i) Investments	4	2,904.25	3,563.03
(ii) Loans	5	3,495.39	6,932.08
(iii) Other	6	0.97	0.87
d) Deferred Tax Asset(Net)	7	-	-
e) Other non current assets	8	10.69	0.11
		11,686.34	14,275.24
Current Assets			
a) Financial Assets			
(i) Trade Receivables	9	6,742.28	3,903.73
(ii) Cash and Cash Equivalents	10	11.23	195.59
(iii) Loans	11	484.98	-
(iv) Other	12	5.60	5.60
b) Other Current Assets	13	3,175.47	1,765.33
		10,419.57	5,870.25
Total Assets		22,105.90	20,145.49
EQUITY AND LIABILITIES			
Equity			
a) Equity Share Capital	14	10,676.91	9,140.66
b) Other Equity	15	6,297.87	2,549.63
		16,974.78	11,690.29
LIABILITIES			
Non-Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	16	433.58	724.56
b) Provisions	17	2.39	3.42
c) Deferred tax liabilities (net)	18	80.51	25.19
d) Other non Current Liabilities	19	13.57	-
		530.04	753.16
Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	20	2,207.58	13.10
(ii) Trade Payables			
total outstanding dues of Micro & Small Enterprises	21	41.92	1,277.82
total outstanding dues of creditors other than Micro & Small Enterprises	21	1,689.97	3,390.53
(iii) Other financial liabilities	22	323.21	248.07
b) Other Current Liabilities	23	183.91	2,429.58
c) Provisions	17	0.01	0.00
d) Current Tax Liabilities (Net)	24	154.49	342.94
		4,601.08	7,702.04
Total Equity and Liabilities		22,105.90	20,145.49

Notes forming integral part of the Ind AS Financial Statements- 1 to 49
As per our Report of even date attached
For A. K. Bhargav & Co.
Chartered Accountants
FRN : 034063N
CA ARUN KUMAR BHARGAV
(Proprietor)
Membership No. 548396
UDIN : 25548396BMJAVO5287
Place: Delhi
Date: 27 May 2025
For and on behalf of the Board Of Directors
Integra Essentia Limited
Deepak Kumar Gupta
Whole-time Director Cum CEO
DIN: 00057003
Manoj Kumar Sharma
Whole-time Director
DIN: 09665484
Shweta Singh
Whole-time Director Cum CFO
DIN:- 09270488
Pankaj Kumar Sharma
Company Secretary

Standalone Profit & loss account for the year ended 31 March 2025

(All figures are in lakhs except otherwise stated)

Particulars	Note no	For the year 2024-25	For the year 2023-24
Revenue from Operations	25	44,172.80	27,726.66
Other Income	26	672.40	1,835.73
Total Income		44,845.19	29,562.38
EXPENSES			
Purchases of Stock-in-Trade	27	43,013.92	26,845.24
Employee Benefits Expense	28	80.71	78.37
Finance Costs	29	152.66	56.29
Depreciation and Amortisation Expense	30	385.35	371.62
Other Expenses	31	559.62	314.36
Total Expenses		44,192.26	27,665.88
Profit/ (Loss) Before Tax		652.93	1,896.51
Tax Expense:			
Current Tax		154.50	342.94
Deferred Tax		55.32	25.45
Tax related to previous year		28.56	-
Profit after tax		414.55	1,528.11
Other Comprehensive Income			
Items that will be not reclassified to profit and loss account (net of tax)		3.22	-
Items that will be reclassified to profit and loss account (net of tax)		(0.81)	-
Total Comprehensive Income		416.96	1,528.11
Earnings per Equity Share of ₹ 1 each			
Basic	32	0.04	0.27
Diluted	32	0.04	0.27

Notes forming integral part of the Ind AS Financial Statements- 1 to 49

As per our Report of even date attached

For A. K. Bhargav & Co.
Chartered Accountants
FRN : 034063N

For and on behalf of the Board Of Directors
Integra Essentia Limited

CA ARUN KUMAR BHARGAV
(Proprietor)
Membership No. 548396
UDIN : 25548396BMJAVO5287

Deepak Kumar Gupta
Whole-time Director Cum CEO
DIN: 00057003

Manoj Kumar Sharma
Whole-time Director
DIN: 09665484

Place: Delhi
Date: 27 May 2025

Shweta Singh
Whole-time Director Cum CFO
DIN:- 09270488

Pankaj Kumar Sharma
Company Secretary

-STANDALONE SECTION-

Standalone Cash Flow Statement for the year ended March 2025

(All figures are in lakhs except otherwise stated)

Particulars	For the year 2024-25	For the year 2023-24
Cash Flow from Operating Activities		
Net Profit/(Loss) before Tax	652.93	1,896.51
Adjustment for :		
Depreciation & Amortisation Expense	385.35	371.62
Interest Income	(422.16)	(567.61)
Interest Expense	152.66	56.29
Rental Income	(159.60)	(90.00)
Adjustment of IndAS	-	22.74
Operating Profit before working Capital Changes :	609.18	1,689.56
Movements in Working Capital :		
(Increase)/decrease in Other current Assets	(1,420.68)	(1,561.71)
(Increase)/decrease in Other Non Current Assets	(0.10)	37.13
(Increase)/decrease in Trade Receivables	(2,838.56)	(2,868.94)
Increase/(decrease) in Other current Liabilities	(2,157.99)	(561.60)
Increase/(decrease) in Trade payables	(2,936.46)	2,260.09
Cash generated from Operations :	(8,744.61)	(1,005.47)
Direct Taxes Paid	(368.39)	(57.30)
Net Cash flow from/(used in) Operating Activities	(9,113.00)	(1,062.77)
Cash Flow from Investing Activities		
Purchase of property, plant and equipment including CWIP	(1,881.16)	(147.05)
Proceeds from sale of property, plant and equipment	-	-
(Increase)/decrease in Loans & Advances	-	1,329.82
Movement in Investments	658.78	(1,571.35)
Rental Income	159.60	90.00
Movement in Loans	2,951.70	-
Movement Bank Deposit not considered as cash & cash equivalent	-	-
Interest Received	422.16	567.61
Net Cash flow from/(used in) Investing Activities	2,311.08	269.02
Cash Flow from Financing Activities		
Proceeds from issue of Share Capital including Securities Premium	4,866.72	-
Proceeds from/ (repayment of) Borrowings	1,903.49	(2,109.84)
Money received against Right Issue	-	-
Right issue expenses	-	(90.25)
Redemption of debenture	-	2,695.00
Interest Paid	(152.66)	(56.29)
Net Cash flow from/(used) in Financing Activities	6,617.56	438.62
Net Increase/Decrease in Cash & Cash Equivalents	(184.36)	(355.13)
Cash & Cash equivalents at the beginning of the year	195.59	550.72
Cash & Cash equivalents at the end of the year	11.23	195.59
Components of Cash and Cash Equivalents	11.23	195.59

Notes forming integral part of the Ind AS Financial Statements- 1 to 49

As per our Report of even date attached

For A. K. Bhargav & Co.
Chartered Accountants
FRN : 034063N

CA ARUN KUMAR BHARGAV
(Proprietor)
Membership No. 548396
UDIN : 25548396BMJAVO5287

Place: Delhi
Date: 27 May 2025

For and on behalf of the Board Of Directors
Integra Essentia Limited

Deepak Kumar Gupta
Whole-time Director Cum CEO
DIN: 00057003

Manoj Kumar Sharma
Whole-time Director
DIN: 09665484

Shweta Singh
Whole-time Director Cum CFO
DIN:- 09270488

Pankaj Kumar Sharma
Company Secretary

Standalone Statement of Changes in Equity as at 31 March 2025

(All figures are in lakhs except otherwise stated)

(A) Equity Share Capital

Particulars	As at 31 March 2025	As at 31 March 2024
Opening balance	9,140.66	4,570.33
Change in equity during the year	1,536.25	4,570.33
Closing balance	10,676.91	9,140.66

(B) Other Equity

As at 31 March 2025

Particulars	Reserves and Surplus				Total
	Securities Premium	General reserve	Capital reserve	Retained Earnings	
Balance at the beginning of the current reporting period	1,672.32	151.25	2,695.00	(1,968.94)	2,549.63
Profit /(Loss)/Adjustment made during the year	3,330.48	3.22	-	414.55	3,748.24
Discounting for Financial Asset	-	-	-	-	-
Balance at the end of the current reporting period	5,002.79	154.47	2,695.00	(1,554.39)	6,297.87

As at 31 March 2024

Particulars	Reserves and Surplus				Total
	Securities Premium	General reserve	Capital reserve	Retained Earnings	
Balance at the beginning of the current reporting period	6,332.90	151.25	-	(3,519.79)	2,964.35
Profit /(Loss)/Adjustment made during the year	(4,660.58)	-	2,695.00	1,528.11	(437.47)
Discounting for Financial Asset	-	-	-	22.74	22.74
Balance at the end of the current reporting period	1,672.32	151.25	2,695.00	(1,968.94)	2,549.63

Notes forming integral part of the Ind AS Financial Statements- 1 to 49

As per our Report of even date attached

For A. K. Bhargav & Co.
Chartered Accountants
FRN : 034063N

For and on behalf of the Board Of Directors
Integra Essentia Limited

CA ARUN KUMAR BHARGAV
(Proprietor)
Membership No. 548396
UDIN : 25548396BMJAVO5287

Deepak Kumar Gupta
Whole-time Director Cum CEO
DIN: 00057003

Manoj Kumar Sharma
Whole-time Director
DIN: 09665484

Place: Delhi
Date: 27 May 2025

Shweta Singh
Whole-time Director Cum CFO
DIN:- 09270488

Pankaj Kumar Sharma
Company Secretary

-STANDALONE SECTION-

Notes to the financial statements for the year ended 31 March 2025

(All figures are in lakhs except otherwise stated)

► NOTE NO. 1: Company Overview

Integra Essentia Limited ("the Company") is a public limited company, incorporated and domiciled in India which mainly deals in trading of essential items like Cashew, Rice etc. The registered office of the Company is located at 607, 6th Floor, Pearls Best Height -II, Netaji Subhash Place, North West Delhi, Delhi, India, 110034. The Company is listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE).

The standalone financial statements for the year ended 31 March 2025 were approved by the Board of Directors and authorised for issue on 27 May 2025.

► NOTE NO. 2: Significant Accounting Policies

(a) Basis of Preparation of Financial Statements

(i) Statement of Compliance with Indian Accounting Standards (Ind AS)

These financial statements comply, in all material respects, with Ind AS notified under section 133 of the Companies Act, 2013 ("the Act"), Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other relevant provisions of the Act.

(ii) Historical Cost Convention

The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities:

- a) Certain financial assets and liabilities that are measured at fair value
- b) Derivative financial instruments

(iii) Functional and Presentation Currency

These financial statements are presented in Indian Rupees, which is also the functional currency of the Company."

(iv) Current and Non-current Classification

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle (Twelve months) and other criteria set out in Schedule III to the Act.

(b) Property, Plant and Equipment (PPE) and Depreciation

All items of PPE are stated at cost less depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Cost includes its purchase price including non-refundable taxes and duties, directly attributable costs of bringing the asset to its present location and condition and initial estimate of costs of dismantling and removing the item and restoring the site on which it is located.

Subsequent costs are included in the carrying amount of PPE or recognised as a separate PPE, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

Machinery spares and servicing equipment are recognised as PPE when they meet the definition of PPE. Otherwise, such items are classified as inventory.

Capital work-in-progress includes cost of PPE under installation / under development as at the Balance Sheet date.

The Company depreciates its PPE over the useful life in the manner prescribed under Part C of Schedule II to the Act

Depreciation commences when the assets are ready for their intended use and is computed on pro-rata basis from the date of installation/ acquisition till the date of sale/ disposal. Management believes that useful life of assets are same as those prescribed in Schedule II to the Act, except for machinery spares wherein based on technical evaluation, useful life has been estimated to be different from that prescribed in Schedule II of the Act

Assets	Useful Life
Plant & Machinery	5 years & 15 years
Furniture and Fixtures	10 years
Office Equipments	3 years
Vehicle	8 years
Land & Building	60 years
Computer	3 years

Lease hold PPE are amortised over the period of lease or useful life, whichever is lower. Leasehold land (under Finance Lease) is amortised over the period of lease.

Gains and losses on disposals are determined by comparing net disposal proceeds with carrying amount.

These are included in the Statement of Profit and Loss.

(c) Intangible Assets and Amortisation

Intangible assets that are acquired by the Company, which have finite useful lives are measured at cost less amortisation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Cost includes its purchase price including non-refundable taxes and duties, directly attributable costs of bringing the asset to its present location and condition.

Intangible assets are amortised on straight line basis over the estimated useful life.

Gains and losses on disposals are determined by comparing net disposal proceeds with carrying amount.

These are included in the Statement of Profit and Loss.

(d) Leases

At inception of a contract, company shall assess whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration."

Where the Company is Lessee

At the Inception, lessee shall recognise and measure Right-of-use asset and lease liability at cost. Right to use assets shall comprise initial measurement of lease liability, any lease payments made at or before the commencement date, less any lease incentives received, any initial direct costs incurred by the lessee; and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories.

Lease liability is the present value of the lease payments that are not paid. These lease payments shall be discounted using the interest rate implicit in the lease (if readily determined) otherwise should be discounted at lessee's incremental borrowing rate

If the lease contract transfers ownership of the underlying asset, at the end of the lease term or if, the cost of the right-of-use asset reflects that the lessee will exercise a purchase option, then depreciate the right-of-use asset over the useful life of the underlying asset. Otherwise, depreciate the right-of-use asset till the end of the useful life of the right-of-use asset or the end of the lease term, whichever is earlier.

The lease term as the non-cancellable period of a lease, together with both: (a) periods covered by an option to extend the lease if the lessee is reasonably certain to exercise that option; and (b) periods covered by an option to terminate the lease if the lessee is reasonably certain not to exercise that option.

Subsequently, lessee shall measure the right-of-use asset applying a cost model."

Where the Company is Lessor

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight line basis over the term of the relevant lease"

(e) Borrowing Cost

Borrowing costs are interest and other costs that the Company incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing.

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use. Other borrowing costs are expensed in the period in which they are incurred."

(f) Financial instruments

(i) Financial Assets

Initial Recognition and Measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset."

Subsequent Measurement

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income (FVTOCI) or fair value through profit or loss (FVTPL) on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset, as per Ind AS 109.

-STANDALONE SECTION-

a. Subsequent Measurement - Equity Instruments

All equity investments other than investments in subsidiaries, joint ventures and associates are measured at fair value. Equity investments which are held for trading are classified as FVTPL. For all other equity investments, the Company decides to classify the same either at FVTOCI or FVTPL. The Company makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

Investment in equity instruments of subsidiaries, joint ventures and associates are measured at cost.

b. Subsequent Measurement - Debt Instruments

A financial asset being debt instrument that meets the following 2 conditions is measured at amortised cost (net off any write down for impairment) unless the asset is designated at fair value through profit or loss under the fair value option.

Business Model Test: the objective of the Company's model is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realise its fair value changes)."

Cash Flow Characteristics Test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

A financial asset that meets the following 2 conditions is measured at fair value through other comprehensive income unless the asset is designated at fair value through profit or loss under the fair value option.

Business Model Test: the financial asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling the financial assets.

Cash Flow Characteristics Test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

Even if an instrument meets the two requirements to be measured at amortised cost or fair value through other comprehensive income, a financial asset is measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency (sometimes referred to as an 'accounting mismatch') that would otherwise arise from measuring assets or liabilities or recognising the gains or losses on them on different basis.

All other debt instruments are measured at fair value through profit or loss.

Derecognition of Financial Assets

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset, to another entity.

Impairment of Financial Assets

Loss allowance for expected credit losses is recognised for financial assets measured at amortised cost and FVTOCI.

For financial assets other than trade receivables, whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve months expected credit losses is recognised. Loss allowance equal to the lifetime expected credit losses is recognised if the credit risk on the financial instruments has significantly increased since initial recognition.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables, considering historical trend, industry practices and the business environment in which the Company operates or any other appropriate basis

The impairment losses and reversals are recognised in Statement of Profit and Loss."

(ii) Equity and Financial Liabilities

Debt and equity instruments issued by an entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

a. Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

b. Financial Liabilities

Initial Recognition and Measurement

Financial liabilities are initially recognised at fair value plus any transaction costs that are attributable to the acquisition of the financial liabilities, except for the financial liabilities at FVTPL which are initially measured at fair value.

Subsequent Measurement

The financial liabilities are classified for subsequent measurement either at amortised cost or at fair value through Profit and Loss (FVTPL).

Amortised cost for financial liabilities represents amount at which financial liability is measured at initial recognition minus the principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount.

Derecognition of Financial Liabilities

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

Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously."

(g) Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

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

- Level 1 — Quoted prices in active markets for identical assets or liabilities
- Level 2 — Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3 — Inputs for the asset or liability that are not based on observable market data.

(h) Inventories

Inventories are stated at the lower of cost and net realisable value. Costs comprise direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale. The cost formula used for determination of cost is 'Weighted Average Cost'.

Machinery spares, stand-by equipment and servicing equipment are recognised as inventory when the useful life is less than one year and the same are charged to the Statement of Profit and Loss as and when issued for consumption."

(i) Income Tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The Company's liability for current tax is calculated using the Indian tax rates and laws that have been enacted by the reporting date. The Company periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretations and provisions where appropriate.

Deferred income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax assets is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and current tax liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

-STANDALONE SECTION-

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Minimum Alternate Tax (MAT) credit is recognised as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

(j) Provisions and Contingencies Provisions

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

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

Contingent Liabilities and Contingent Assets

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases, where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements unless the probability of outflow of resources is remote.

Contingent assets are not recognised in the financial statements. If the inflow of economic benefits is probable, then it is disclosed in the financial statements.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each Balance Sheet date.

(k) Employee Benefits

(i) Short-term Obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled."

(ii) Post-employment Obligations

The Company operates the following post-employment schemes:

(a) Defined benefit plan (Gratuity), and

(b) Defined contribution plans such as, provident fund.

Defined Benefit Plan

The liability or asset recognised in the Balance Sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period. The defined benefit obligation is calculated annually on the basis of actuarial valuation using the Projected Unit Credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The interest cost is calculated by applying the discount rate to the balance of the defined benefit obligation. This cost is included in employee benefits expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income.

Defined Contribution Plans

Defined Contribution Plans such as provident fund are charged to the Statement of Profit and Loss as an expense, when an employee renders the related services.

(iii) Other Long-term Employee Benefits

The liabilities for compensated absences that are not expected to be settled wholly within 12 months are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the Projected Unit Credit method. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

The obligations are presented as current liabilities in the Balance Sheet if the entity does not have any unconditional right to defer settlement for at least 12 months after the end of the reporting period, regardless of when the actual settlement is expected to occur."

(l) Cash and Cash Equivalents

For the purpose of presentation in the Statement of Cash Flows as well as the Balance Sheet, cash and cash equivalents include cash on hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(m) Earnings per Share (EPS)

Basic earnings per share are computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for the events for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net off any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

(n) Dividend Distribution to Equity Shareholders

Dividend distributed to Equity shareholders is recognised as distribution to owners of capital in the Statement of Changes in Equity, in the period in which it is paid. Dividend proposed by the Board of Directors, subject to the approval of shareholders, is disclosed in the notes to financial statements.

(o) Foreign Currency Transactions

Transactions in foreign currencies are recognised at the prevailing exchange rates on the transaction dates. Realised gains and losses on settlement of foreign currency transactions are recognised in the Statement of Profit and Loss.

Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss."

(p) Revenue Recognition

Revenue from contracts with customers: Revenue from contracts with customers is recognized on transfer of control of promised goods or services to the customer at amount that reflects the consideration to which the company is expected to be entitled to in exchange for those goods or services. Revenue towards satisfaction of performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation.

The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract. This variable consideration is estimated based on expected value of outflow. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

Revenue from sale of products is recognized when the control on the goods have been transferred to the customer. The performance obligation in case of sale of products is satisfied at a point in time when material is shipped / delivered to the customer as may be specified in the contract.

Interest Income

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the applicable effective interest rate.

Dividend Income

Dividend income from investments is recognised when the shareholder's rights to receive payment have been established.

Income from Services

Income from services is recognised (net of taxes as applicable) as they are rendered, based on agreement/ arrangement with the concerned customers

(q) Significant Accounting Estimates, Judgements and Assumptions:

The preparation of the Company's financial statements in conformity with Ind AS requires Management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances existing when the financial statements were prepared. The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates is recognised in the year in which the estimates are revised and in any future year affected.

-STANDALONE SECTION-

In the process of applying the Company's accounting policies, Management has made the following

judgements which have significant effect on the amounts recognised in the financial statements:

- i. **Useful Lives of Property, Plant and Equipment:** Determination of the estimated useful life of tangible assets and the assessment as to which components of the cost may be capitalised. Useful life of tangible assets is based on the life specified in Schedule II of the Act and also as per Management estimate for certain category of assets. Assumption also needs to be made, when the Company assesses, whether an asset may be capitalised and which components of the cost of the assets may be capitalised.
- ii. **Fair Value Measurement of Financial Instruments:** When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using appropriate valuation techniques. The inputs for these valuations are taken from observable sources where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of various inputs including liquidity risk, credit risk, volatility etc. Changes in assumptions/ judgements about these factors could affect the reported fair value of financial instruments
- iii. **Measurement of Defined Benefit Plan:** The cost of the defined benefit gratuity plan and other post-employment benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date."
- iv. **Impairment of Financial Assets:** Trade receivables are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when Management deems them not collectable. Impairment is made on the expected credit loss model, which is the present value of the cash shortfall over the expected life of the financial assets. The impairment provisions for financial assets are based on assumption about the risk of default and expected loss rates. Judgement in making these assumptions and selecting the inputs to the impairment calculation are based on past history, existing market condition as well as forward looking estimates at the end of each reporting period.
- v. **Impairment of Non-financial Assets:** The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered as impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if no such transactions can be identified, an appropriate valuation model is used.
- vi. **Contingencies:** Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/ claim/ litigation against the Company as it is not possible to predict the outcome of pending matters with accuracy."

M) Taxation

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognized in the statement of profit and loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

Current Income Tax

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for that period. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance sheet date.

Current tax assets and liabilities are offset only if, the Company:

- Has a legally enforceable right to set off the recognized amounts; and
- Intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. "

Deferred Income Tax

Deferred tax is recognized for the future tax consequences of deductible temporary differences between the carrying values of assets and liabilities and their respective tax bases at the reporting date, using the tax rates and laws that are enacted or substantively enacted as on reporting date.

Minimum Alternate Tax ("MAT") under the provisions of the Income Tax Act, 1961 is recognised as deferred tax in the Statement of Profit and Loss. The credit available under the Income Tax Act, 1961 in respect of MAT paid is recognised as an asset only when and to the extent it is probable that future taxable profit will be available against which these tax credit can be utilised. Such an asset is reviewed at each Balance Sheet date.

Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses and credits can be utilized.

Deferred tax assets and liabilities are offset only if:

- Entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
- Deferred tax assets and the deferred tax liabilities relate to the income taxes levied by the same taxation authority

N) Earnings per Share (EPS)

Basic earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value which is the average market value of the outstanding shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

O) Cash and Cash Equivalents

Cash and Cash equivalents comprises cash and calls on deposit with banks and corporations. The Company considers all highly liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from the date of purchase, to be cash equivalent.

P) Cash Flow Statement

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

R) Provisions and Contingencies

Provisions are recognized when the Company has a present obligation as a result of a past event, for which it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made. Provision is not discounted to its present value and is determined based on the last estimate required to settle the obligation at the year end.

Contingent liabilities are not provided for and are disclosed by way of notes to accounts, where there is an obligation that may, but probably will not, require outflow of resources.

Where there is a possible obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

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

Contingent assets are neither recognized nor disclosed in the financial statements.

2A) Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified and amendments to the existing standards. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

2B) Reference to the cited provisions of section 135 of the Companies Act, 2013, CSR activities are applicable on the company.

-STANDALONE SECTION-

► NOTE NO. Note 3 : Property, plant and equipment

Particulars	Computer	Furniture & Fixtures	Air Conditioner	Printer	Mobile Phone	Tally Prime Silver	Land & building	Plant & Machinery	Vehicle	Total
Gross Block										
As at 1 April 2023	0.87	1.74	2.20	0.17	1.17	0.15	3,000.00	1,000.00	-	4,006.30
Additions during the year	0.54	0.15	-	0.69	2.48	-	-	-	143.20	147.05
Deletions during the year	-	-	-	-	-	-	-	-	-	-
As at 31 March 2024	1.41	1.89	2.20	0.86	3.65	0.15	3,000.00	1,000.00	143.20	4,153.35
Additions during the year	1.40	-	-	0.16	0.39	-	-	-	-	1.95
Deletions during the year	-	-	-	-	-	-	-	-	-	-
As at 31 March 2025	2.81	1.89	2.20	1.02	4.03	0.15	3,000.00	1,000.00	143.20	4,155.29
Depreciation										
As at 1 April 2023	0.54	0.36	0.85	0.08	0.68	0.09	-	-	-	2.60
Additions during the year	0.48	0.36	0.61	0.44	0.75	0.03	146.51	181.53	40.88	371.59
Deletions during the year	-	-	-	-	-	-	-	-	-	-
As at 31 March 2024	1.02	0.73	1.46	0.51	1.42	0.12	146.51	181.53	40.88	374.19
Additions during the year	0.66	0.30	0.33	0.30	1.63	0.02	138.97	148.17	31.96	322.34
Deletions during the year	-	-	-	-	-	-	-	-	-	-
As at 31 March 2025	1.68	1.03	1.79	0.81	3.06	0.14	285.48	329.70	72.84	696.53
Net Block										
As at 31 March 2025	1.13	0.86	0.40	0.21	0.98	0.01	2,714.52	670.30	70.36	3,458.76
As at 31 March 2024	0.39	1.16	0.73	0.35	2.22	0.03	2,853.49	818.47	102.32	3,779.16

Investment property

Particulars	Buildings
Cost or valuation	
At 31 March 2024	-
Additions	1,879.21
Deletions	-
At 31 March 2025	1,879.21
Depreciation	
At 31 March 2024	-
Charge for the year	62.94
Depreciation held on disposals / assets held for sale	-
At 31 March 2024	62.94
Net book value	
As at 31 March 2025	1,816.27
As at 31 March 2024	-

► NOTE NO. 4 Investments

Particulars	As at 31 March 2025	As at 31 March 2024
Investments in equity instruments		
-Associates	75.00	75.00
Investments in partnership firm	-	110.51
Other investments	2,829.25	3,377.52
Total	2,904.25	3,563.03

- a) The company has dipose off Investment in M/s R.K Industries during the FY 2024-2025.
- b) The Company has increased its stake in its associate, Brewtus Beverages Private Limited, to 29.75%. In accordance with the applicable accounting standards, the Company accounts for its share of profit in the associate using the equity method. This share of profit has been appropriately recognized and disclosed in the Consolidated Financial Statements of Integra Essentia Ltd.

- c) The Company has invested in 75 units of Nakshatra Special Situation Fund of face value ₹ 10,00,000/- amounting to ₹ 750.00 Lakhs (Previous year Nil).
- d) The company has invested in 2,73,000 CCPS of Brij Gopal Construction Company Private Limited of face value ₹ 10/- amounting to ₹ 1979.25 Lakhs (Previous year ₹ 1979.25 Lakhs.)
- e) ₹ 100 Lakhs (Previous year ₹ 100 Lakhs) were invested in MSR Apparels Ltd for Joint Development and Construction of Project at Land Situated at village Ujwa admeasuring about 2.4 acres.

► **NOTE NO. 5 Loans**

Particulars	As at 31 March 2025	As at 31 March 2024
Loans Receivables considered good – Unsecured		
Other loans	3,495.39	6,932.08
Total	3,495.39	6,932.08

- The company has provided loans amounting to ₹ 3201.35 Lakhs (Previous year ₹ 43.70 Lakhs) carrying interest rate of 9% pa repayable on demand for business purpose. The above amount includes interest receivable.
- The company has provided loans amounting to ₹ 294.04 Lakhs (Previous year ₹ 272.88 Lakhs) carrying interest rate of 10% pa repayable on demand for business purpose. The above amount includes interest receivable.
- Company has received back Rs. 6,615 Lakhs during the year.

► **NOTE NO. 6 Other non current financial assets**

Particulars	As at 31 March 2025	As at 31 March 2024
Security Deposits	0.97	0.87
Total	0.97	0.87

Security deposit of office premises and Godown which Company has taken on lease.

► **NOTE NO. 7 Deferred tax assets**

Particulars	As at 31 March 2025	As at 31 March 2024
Deferred tax	-	-
Total	-	-

Reconciliation of deferred tax assets/(liabilities)

Deferred tax assets	As at 31 March 2025	As at 31 March 2024
Opening balance	(25.19)	0.27
Tax credit during the year recognised in Statement of profit and loss	55.32	25.45
Closing balance	(80.51)	(25.19)

► **NOTE NO. 8 Other non current assets**

Particulars	As at 31 March 2025	As at 31 March 2024
Prepaid assets	0.04	0.11
Security Deposits - Subhash Palace	10.65	-
Total	10.69	0.11

9 Trade Receivables

Particulars	As at 31 March 2025	As at 31 March 2024
Trade receivables – Considered Good Secured	-	
Trade receivables – Considered Good Unsecured	6,742.28	3,903.73
Trade receivables which have significant increase in credit risk		-
Trade Receivables – Credit impaired		-
Total	6,742.28	3,903.73

-STANDALONE SECTION-

Ageing schedule for the year ended 31 March 2025

Particulars	Outstanding for following periods from due date of payment					
	<6 Months	6 Months - 1 Year	1-2 Year	2-3 Year	> 3 Year	Total
i) Undisputed Trade Receivables-Considered Good	5,686.05	689.01	164.35	182.38	20.50	6,742.28
ii) Undisputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
iv) Disputed Trade Receivables-Considered Good	-	-	-	-	-	-
v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
vi) Disputed Trade Receivables- credit impaired	-	-	-	-	-	-
Total	5,686.05	689.01	164.35	182.38	20.50	6,742.28

Ageing schedule for the year ended 31 March 2024

Particulars	Outstanding for following periods from due date of payment					
	<6 Months	6 Months - 1 Year	1-2 Year	2-3 Year	> 3 Year	Total
i) Undisputed Trade Receivables-Considered Good	3,628.12	72.73	182.38	20.50	-	3,903.73
ii) Undisputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
iv) Disputed Trade Receivables-Considered Good	-	-	-	-	-	-
v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
vi) Disputed Trade Receivables- credit impaired	-	-	-	-	-	-
Total	3,628.12	72.73	182.38	20.50	-	3,903.73

► NOTE NO. 10 Cash & Cash Equivalents

Particulars	As at 31 March 2025	As at 31 March 2024
Cash on hand	1.90	1.16
Balances with banks	9.33	194.43
Total	11.23	195.59

► NOTE NO. 11 Loans

Particulars	As at 31 March 2025	As at 31 March 2024
Loans Receivables considered good – Unsecured		
Other loans - Current	484.98	-
Total	484.98	-

- The company has provided loans amounting to ₹ 200.00 Lakhs (Previous year ₹ NIL Lakhs) carrying interest rate of 9% pa repayable on demand for business purpose. The above amount includes interest receivable.

- The company has provided loans amounting to ₹ 250.00 Lakhs (Previous year ₹ Nil Lakhs) carrying interest rate of 10% pa repayable on demand for business purpose. The above amount includes interest receivable.

► NOTE NO. 12 Other current financial assets

Particulars	As at 31 March 2025	As at 31 March 2024
Interest accrued on fixed deposit	5.35	5.35
Security deposit	0.25	0.25
Total	5.60	5.60

► NOTE NO. 13 Other current assets

Particulars	As at 31 March 2025	As at 31 March 2024
Balance with Government Authorities	272.94	308.18
Advances to Supplier		
Other than related party	2,894.41	42.58
Advance to staff	2.00	15.00
Prepaid asset	6.12	0.07
Capital advances	-	1,399.50
Total	3,175.47	1,765.33

Capital advances comprises of Nil (Previous year ₹1,399.50 Lakhs) as advance against purchase of the property by the company now purchased

► **NOTE NO. 14 Equity Share Capital**

Particulars	As at 31 March 2025	As at 31 March 2024
Authorized share capital		
1,25,00,00,000 equity shares of ₹1 each	12,500.00	12,500.00
Issued, Subscribed and Paid up		
1,06,76,90,544 fully paid equity shares of ₹ 1 each (Previous year 91,40,66,006 fully paid equity shares of ₹ 1 each)	10,676.91	9,140.66
	10,676.91	9,140.66

Reconciliation of number of equity share outstanding as at the beginning and at the end of year

Particulars	As at 31 March 2025		As at 31 March 2024	
	No of shares	Amount	No of shares	Amount
Shares outstanding at the beginning of the year	91,40,66,006	9,140.66	45,70,33,003	4,570.33
Add: Shares issued during the year	15,36,24,538	1,536.25	45,70,33,003	4,570.33
Shares outstanding at the end of the year	1,06,76,90,544	10,676.91	91,40,66,006	9,140.66

"During the financial year ended March 31, 2025, the Company undertook a Rights Issue, pursuant to which 15,36,24,538 fully paid-up equity shares of face value ₹1/- each were allotted at a total price of ₹3.25 per share (including a premium of ₹2.25 per share) to eligible shareholders on a rights basis. The proceeds raised from the issue have been utilised in accordance with the objectives stated in the Rights Issue offer document.

Terms / rights to Equity Shares

The Company has only one class of shares referred as equity shares having a par value of 1/- per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding."

The details of shareholders holding more than 5% shares as at 31 March 2025 and 31 March 2024 are set out below:

Class of Shares / Name of the Shareholder	As at 31 March 2025		As at 31 March 2024	
Equity shares	No. of shares	% held	No. of shares	% held
Vishesh Gupta	17,05,78,271	15.98%	19,02,45,692	20.81%

Details of shares held by promoters :

Name of promoter	As at 31 March 2025		As at 31 March 2024	
	No. of shares	% of total shares	No. of shares	% of total shares
Vishesh Gupta	17,05,78,271	15.98%	19,02,45,692	20.81%
Total	17,05,78,271	15.98%	19,02,45,692	20.81%

Rights, Preferences and Restrictions

The Authorised Share Capital of the Company consists of Equity Shares having nominal value of ₹ 1/- each. The rights and privileges to equity shareholders are general in nature and allowed under Companies Act, 2013.

"The equity shareholders shall have:

- (1) a right to vote in shareholders' meeting. On a show of hands, every member present in person shall have one vote and on a poll, the voting rights shall be in proportion to his share of the paid up capital of the Company;
- (2) a right to receive dividend in proportion to the amount of capital paid up on the shares held.

The shareholders are not entitled to exercise any voting right either in person or through proxy at any meeting of the Company if calls or other sums payable have not been paid on due date.

In the event of winding up of the Company, the distribution of available assets/losses to the equity shareholders shall be in proportion to the paid up capital."

During the financial year ended March 31, 2025, the Company undertook a Rights Issue, pursuant to which 15,36,24,538 fully paid-up equity shares of face value ₹1/- each were allotted at a total price of ₹3.25 per share (including a premium of ₹2.25 per share) to eligible shareholders on a rights basis. The proceeds raised from the issue have been utilised in accordance with the objectives stated in the Rights Issue offer document.

The utilisation of funds from the Rights Issue, as on March 31, 2025, is outlined below:"

-STANDALONE SECTION-

Objects of right issue	Amounts	Objects fulfilled	Balance
Meeting working capital requirements	3,660.00	3,660.00	-
General corporate purposes	1,217.80	1,217.80	-
Issue related expenses	115.00	115.00	-
Total	4,992.80	4,992.80	-

► NOTE NO. 15 Other Equity

Particulars	As at 31 March 2025	As at 31 March 2024
General Reserve		
Opening Balance	151.25	151.25
Additions during the year	3.22	-
Closing Balance	154.47	151.25
Profit & Loss Account		
Opening balance	(1,968.94)	(3,519.79)
Profit /(Loss) for theyear	414.55	1,528.11
Discounting for Financial Asset	-	22.74
Closing Balance	(1,554.39)	(1,968.94)
Security Premium		
Opening balance	1,672.32	6,332.90
Adjustments made during the year	3,330.48	(4,660.58)
Closing Balance	5,002.79	1,672.32
Capital Reserve		
Opening balance	2,695.00	-
Adjustments made during the year	-	2,695.00
Closing Balance	2,695.00	2,695.00
Total Other Equity	6,297.87	2,549.63
Nature and Purpose of Reserve		
a) General Reserve- General Reserve has been created on account of the Scheme of Amalgamation.		
b) Profit and loss account- Profit and loss account are the losses which company incurred till date.		
c) Security Premium- Security Premium is the amount received over and above the Face Value of the Shares Issued reduced by Right Issue Expenses		
d) Capital reserve- Capital reserve has been created on account of debentures.		

► NOTE NO. 16 Borrowings

Particulars	As at 31 March 2025	As at 31 March 2024
Secured		
Term Loans		
From banks	68.16	78.74
Other loans		
Preference share capital		
1,00,000 (Previous year 1,00,000) 5% Redeemable cumulative Non convertible preference shares of ₹1 each	1.00	1.00
1,50,000 (Previous year 1,50,000) 9% Redeemable cumulative Non convertible preference shares of ₹1 each	1.50	1.50
Other	362.91	643.32
Total	433.58	724.56

- a) Term loan of ₹ 100 Lakhs was taken from ICICI bank against the hypothecation of Vehicle. The loan is repayable in 84 monthly instalments commencing from June 2023 and carries interest rate of 9% p.a. Balance tenure as on the Balance Sheet date is 62 months.

b) Details of Preference share capital	As at 31 March 2025	As at 31 March 2024
5,00,000 (Previous year 5,00,000) Redeemable Cumulative Non Convertible Preference Shares of ₹1 each	5.00	5.00
Issued, subscribed and Paid-up:		
1,00,000 (Previous year 1,00,000) 5% Redeemable cumulative Non convertible preference shares of ₹1 each	1.00	1.00
1,50,000 (Previous year 1,50,000) 9% Redeemable cumulative Non convertible preference shares of ₹1 each	1.50	1.50
	2.50	2.50

Reconciliation of number of preference share outstanding as at the beginning and at the end of year

Particulars	As at 31 March 2025		As at 31 March 2024	
	No of shares	Amount	No of shares	Amount
Preference share carrying rate of 5%				
Shares outstanding at the beginning of the year	1,00,000	1.00	1,00,000	1.00
Add: Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	1,00,000	1.00	1,00,000	1.00
Preference share carrying rate of 9%				
Shares outstanding at the beginning of the year	1,50,000	1.50	1,50,000	1.50
Add: Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	1,50,000	1.50	1,50,000	1.50

Shareholders holding more than 5% Preference shares of the Company:

Name of promoter	As at 31 March 2025		As at 31 March 2024	
	No. of shares	% of total shares	No. of shares	% of total shares
Vishesh Gupta	2,50,000	100%	2,50,000	100%
Total	2,50,000	100%	2,50,000	100%

Terms / rights attached to Preference Shares

- a) 5% Redeemable Cumulative Non- Convertible Preference Shares of ₹1/- each, Redeemable at anytime before the expiry of 20 years from the date of allotment (i.e. 16 August 2012) of the said preference shares at the option of the Company. The holders of the said Preference Shares shall not have any right to vote in any manner before the Company at any meeting except on resolutions placed before the Company at any meeting which directly affects their rights.
- b) 9% Redeemable Cumulative Non- Convertible Preference Shares of ₹1/- each, Redeemable at anytime between 16 February 2017 to 15 August 2022 at the option of the Company. The holders of the said Preference Shares shall not have any right to vote in any manner before the Company at any meeting except on resolutions placed before the Company at any meeting which directly affects their rights.
- c) Company has received unsecured loans amounting to ₹ 600.00 Lakhs carrying interest rate of 8.00% pa, amounting to ₹ 400 Lakhs carrying interest rate of 9.00% pa. All the Loans are repayable on demand and for business purpose. The above amount includes interest receivable.

► NOTE NO. 17 Provisions

Particulars	As at 31 March 2025		As at 31 March 2024	
	Non-current	Current	Non-current	Current
Provision for employee benefits				
- Gratuity	2.39	0.01	3.42	0.00
Total	2.39	0.01	3.42	0.00

► NOTE NO. 18 Deferred tax liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Deferred tax liabilities	80.51	25.19
Total	80.51	25.19

-STANDALONE SECTION-

► NOTE NO. 19 Other Non Current Liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Other Current Liabilities	13.57	-
Total	13.57	-

► NOTE NO. 20 Short term borrowings

Particulars	As at 31 March 2025	As at 31 March 2024
Secured		
Term Loan		
- ICICI Bank	11.98	13.10
Working Capital Limits		
- SBI Bank	2,195.60	-
Total	2,207.58	13.10

- a) Term loan of ₹ 100 Lakhs was taken from ICICI bank against the hypothecation of Vehicle. The loan is repayable in 84 monthly instalments commencing from June 2023 and carries interest rate of 9% p.a. Balance tenure as on the Balance Sheet date is 62 months.
- b) Cash Credit Limit of Rs. 22.00 Cr. was taken during the year 2024-25 carrying Interest rate @ 9.15% p.a from SBI Bank

► NOTE NO. 21 Trade payables

Particulars	As at 31 March 2025	As at 31 March 2024
Trade payables		
- total outstanding dues of micro enterprises and small enterprises	41.92	1,277.82
-total outstanding dues of creditors other than micro enterprises and small enterprises	1,689.97	3,390.53
Total	1,731.88	4,668.35

- i) All Trade payables are non-interest bearing other than amount payable to MSME.
- ii) According to information available with the Management, on the basis of intimation received from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'), the Company has amounts due to Micro, Small and Medium Enterprises under the said Note No.44.
- iii) The company has obtained confirmations from MSME Creditors with respect to Non Payment of Interest on Amount Payable for more than 45 Days.

Ageing schedule for the year ended 31 March 2025

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1 to 2 year	2 to 3 year	More than 3 years	Total
(i) MSME	11.90	-	30.02	-	41.92
(ii) Others	1,510.97	179.00	-	-	1,689.97
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

Ageing schedule for the year ended 31 March 2024

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1 to 2 year	2 to 3 year	More than 3 years	Total
(i) MSME	1,247.80	30.02	-	-	1,277.82
(ii) Others	3,390.53	-	-	-	3,390.53
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

The Company exposure to liquidity risk related to the above financial liabilities is disclosed in Note 43.

► **NOTE NO. 22 Other financial liabilities**

Particulars	As at 31 March 2025	As at 31 March 2024
Statutory dues	294.45	7.47
Dividend on preference share payable	2.62	2.44
Expenses payable	6.27	7.48
Audit fees payable	0.90	0.68
Other payables	-	230.00
Security deposits- Liability	18.97	-
Total	323.21	248.07

Security deposit of ₹34.80 lakh received from tenant for lease term (Aug 2024–Mar 2032) has been fair valued using 9% discount rate, with the difference amortised as interest income over the lease term.

► **NOTE NO. 23 Other Current Liabilities**

Particulars	As at 31 March 2025	As at 31 March 2024
Advances from customer	181.65	2,429.58
Other Current Liabilities	2.26	-
Total	183.91	2,429.58

► **NOTE NO. 24 Current Tax Liabilities (Net)**

Particulars	As at 31 March 2025	As at 31 March 2024
Provisions for Income Tax	154.50	342.94
Total	154.50	342.94

Refer Note 45 for calculation.

► **NOTE NO. 25 Revenue from Operations**

Particulars	2024-25	2023-24
Sale of products	44,172.80	27,726.66
Total	44,172.80	27,726.66

► **NOTE NO. 26 Other Income**

Particulars	2024-25	2023-24
Interest income		
From loans	422.16	567.61
From rent security	-	0.03
Facilitation Charges	18.93	20.90
Rent	159.60	90.00
Rebates And Discounts Received	104.00	27.09
Unrealised Profit	(98.27)	(14.50)
Other non operating income	15.98	163.46
Profit on sale of Investment	50.00	981.13
Total	672.40	1,835.73

► **NOTE NO. 27 Purchases of stock in trade**

Particulars	2024-25	2023-24
Purchase	42,927.96	26,842.77
Direct Expense	85.96	2.47
Total	43,013.92	26,845.24

► **NOTE NO. 28 Employee benefit expenses**

Particulars	2024-25	2023-24
Salaries and Wages	59.26	57.36
Directors Remuneration	18.60	14.80
Gratuity	2.19	3.42
Staff Welfare Expenses	0.67	2.78
Total	80.71	78.37

-STANDALONE SECTION-

► NOTE NO. 29 Finance cost

Particulars	2024-25	2023-24
Interest on Others	62.17	48.13
Interest on loan	90.30	7.98
Dividend	0.19	0.19
Other financing charges	-	-
Total	152.66	56.29

► NOTE NO. 30 Depreciation and Amortization

Particulars	2024-25	2023-24
Depreciation	385.28	371.59
Amortization	0.07	0.04
Total	385.35	371.62

► NOTE NO. 31 Other Expenses

Particulars	2024-25	2023-24
Bank Charges	4.71	0.20
Promotion and advertisement	4.73	8.20
Freight	324.76	129.78
Power & Fuel (Electricity)	1.31	0.69
Rent Expenses	6.11	5.87
Telephone Expenses	0.64	0.48
Travelling & Conveyance	1.43	9.36
Loading and unloading	26.52	35.10
Printing and stationery	0.96	1.40
Office expenses	0.61	0.63
Charity and donation	0.46	4.50
CSR Expenses	20.00	-
Rebates And Discounts allowed	4.17	30.25
Legal & Professional Charges	110.01	71.63
Website	0.26	0.59
Auditor's Remuneration	4.00	3.00
Repair & Maintenance	1.50	0.90
Miscellaneous Expenses	24.15	4.65
Interest on TDS/TCS	0.50	0.75
Commission Expenses	9.00	-
Supervision & Handling Charges	7.32	-
Insurance Expenses	2.29	-
Foreign exchange fluctuation loss	2.10	-
Director Sitting Fees	2.10	6.40
Total	559.62	314.36

Payment to auditor		
for Statutory & Tax Audit	4.00	3.00
For other services	0.75	2.13

► NOTE NO. 32 Earning per share

Particulars	2024-25	2023-24
Basic EPS		
Profit for the year	416.96	1,528.11
Weighted number of shares outstanding	1,02,05,50,960	55,56,82,203
Basic and Diluted EPS (Rs.)	0.04	0.27
Diluted EPS		
Profit for the year	416.96	1,528.11
Weighted number of shares outstanding	1,02,05,50,960	55,56,82,203
Basic and Diluted EPS (Rs.)	0.04	0.27

► **NOTE NO. 33 Details of CSR expenditure as per Section 135 of Companies Act, 2013**

Particulars	2024-25	2023-24
CSR expenditure	20.00	-

Pursuant to Section 135 of the Companies Act, 2013, CSR is applicable to every company having net worth of Rs 500 crore or more, or a turnover of over Rs 1,000 crore or a net profit exceeding Rs 5 crore in any financial year.

Since the Company has exceeded the limits specified above, provisions of Section 135 of the Companies Act, 2013 is applicable to the Company. The company has spend ₹ 20.00 Lakhs within the specified duration under CSR which exceeds the limits specified under the provisions of Section 135 of companies Act, 2013.

► **NOTE NO. 34 Capital Management**

Equity share capital and other equity are considered for the purpose of Company's capital management. The Company's objective for capital management is to manage its capital to safeguard all stakeholders. The funding requirements are met through loans.

► **NOTE NO. 35 Financial risk management**

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors has established the Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The Committee reports to the Board of Directors on its activities. The Company's risk management policies are established to identify and analyses the risks faced by the Company, to set appropriate risks limits and controls and to monitor risk and adherence to limits. Risk management policies and systems are reviewed periodically to reflect changes in market conditions and the Company's activities. The Company, through its training, standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations. The audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit.

Credit Risk

Credit risk is the risk of financial loss to the company if a customer or counter party to a financial instrument fails to meet its contractual obligations, and arises principally from the company's receivable from customers. Credit risk is managed through credit approvals establishing credit limits and continuously monitoring the creditworthiness of customers to which the company grants credit terms in the normal course of business. The company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade receivables and other financial assets.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring as far as possible, that it will all ways have sufficient liquidity to meets it liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to Company's reputation.

Market Risk

Market risk is the risk that changes in market prices- such as foreign exchange rates, interest rates and equity prices- will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payable and long term debt. We are exposed to market risk primarily related to foreign exchange rate risk. Thus, our exposure to market risk is a function of revenue generating and operating activities in foreign currency. The objective of market risk management is to avoid excessive in our foreign currency revenues and costs. The Company uses derivative to manage market risk.

► **NOTE NO. 36 Employee Benefits**

Post-employment benefits plans

(a) Defined Contribution Plans –

In respect of the defined contribution plans, an amount of Nil (Previous Year Nil) has been provided in the Profit & Loss account for the year towards employer share of PF contribution.

(b) Defined Benefit Plans –

The Liability in respect of gratuity is determined for current year as per management estimate is ₹ 2,39,649 (previous year ₹3,42,491/- as per actuarial report) carried out as at Balance Sheet date. Amount recognized in profit and loss account is ₹1,02,842 (previous year ₹ 3,42,491/-).

-STANDALONE SECTION-

► NOTE NO. 37 Related party transactions

Related party	Nature of relationship
Gunjan Jha	Director
Sony Kumari	Director
Pankaj Sardana	Chief Financial Officer
Pankaj Kumar Sharma	Company Secretary
Gurpreet Singh Bhatia	Director
Arijit Kumar Ojha	Director
Deepak Kumar Gupta	CEO & Whole time director
Puneet Ralhan	Director
Anshumali Bushan	Director
Manoj Kumar Sharma	Whole time director
Sweta Singh	CFO & Whole time director
Vishesh Gupta	Promoter
Vrindaa Advanced Materials Limited	Common Promoter (Vishesh Gupta)
R K Industires	Associate
Brewtus Beverages Pvt Ltd	Associate (29.75 %)

Details of Transactions with related parties are as follows :

Particulars	2024-25	2023-24
Sitting Fees		
Gunjan Jha	1.05	1.20
Sony Kumari	1.05	1.20
Mansi Gupta	-	1.00
Remuneration		
Vishesh Gupta	12.20	12.05
Manoj Kumar Sharma	8.64	8.05
Pankaj Kumar Sharma	7.45	6.14
Pankaj Sardana	0.27	1.71
Arijit Kumar Ojha	3.60	6.48
Dipankar Gambir	-	2.84
Sweta Singh	4.20	-
Deepak Kumar Gupta	12.00	6.00
Vrindaa Advanced Materials Limited		
Purchases	2,424.47	
Vrindaa Advanced Materials Limited		
Loan Given		
Opening Balance	1,533.99	
Loan Given	10,765.15	
Interest Income	44.82	
Loan Repaid	(12,343.96)	
Closing Balance	-	
Balance as on 31.03.2025		
Gunjan Jha	-	0.18
Sony Kumari	-	0.18
Vishesh Gupta	0.91	0.94
Manoj Kumar Sharma	0.72	0.56
Pankaj Kumar Sharma	0.63	0.52
Pankaj Sardana	-	0.40
Arijit Kumar Ojha	-	0.90
Sweta Singh	0.55	0.61
Deepak Kumar Gupta	0.90	0.90
Vrindaa Advanced Materials Limited (Against Purchases)	2,069.36	-
Brewtus Beverages Pvt Ltd (Investment)	75.00	75.00

► **NOTE NO. 38 Statement of Management**

- (a) The current assets, loans and advances are good and recoverable and are approximately of the values, if realized in the ordinary courses of business unless and to the extent if any stated otherwise in the Accounts. Provision for all known liabilities is adequate and not in excess of amount reasonably necessary. There are no contingent liabilities except those stated in the notes.
- (b) Balance Sheet, Statement of Profit & Loss and Cash Flow statement read together with the schedules to the accounts and notes thereon, are drawn up so as to disclose the information required under the Companies Act, 2013 as well as give a true and fair view of the statement of affairs of the Company as at the end of the year and results of the Company for the year under review.

► **NOTE NO. 39 Segment Reporting**

As on 31 March 2025, the Company is engaged in Trading of essential Items like Cashew Rice etc & Infra. which are considered as the reportable business segment. Hence segment reporting is applicable to the company.

► **NOTE NO. 40 Contingent Liabilities & Commitments**

Particulars	As at 31 March 2025	As at 31 March 2024
Claims against the Company, not acknowledged as debts*	73.56	73.56

The office of the Commissioner of Customs (Audit), Custom House, Chennai has raised the claim on company for 73.56 lakh on account of non fulfillment of export obligation for goods imported against the advance authorisation scheme. On receipts of the aforesaid order the company has preferred Appeal before the commissioner of Customs (Appeal) and same is pending as on the balance sheet date.

- A demand of ₹26,13,590/- has been raised by the Income Tax Department under Section 143(1) of the Income-tax Act, 1961 for Assessment Year 2022-23, The company is in process to file rectification application against the intimation under section 143(1) of the Income Tax Act, 1961

- The company has received order under section 143(2) of the Income Tax Act with Respect to AY 2012-13 wherein demand has been determined by the department. Aggrieved by the aforesaid order an appeal before the Commissioner of Income Tax (Appeals) was filed by the company which is under process as on the balance sheet date.

► **NOTE NO. 41**

Previous year figures have been regrouped / reclassified wherever necessary to conform to current year's classification.

► **NOTE NO. 42 Dividends**

- Dividend for Preference Shareholders for the year 2024-25 is ₹ 18,500/-
- Cumulative dividend for Preference Shareholders payable is ₹ 2,62,271/-

► **NOTE NO. 43 FINANCIAL INSTRUMENTS**

A. The carrying value and fair value of financial instruments:

Particulars	As at 31 March 2025		As at 31 March 2024	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial Assets				
At Amortised Cost				
Trade Receivables	6,742.28	6,742.28	3,903.73	3,903.73
Cash & Cash equivalents	11.23	11.23	195.59	195.59
Loans and Advances	3,495.39	3,495.39	6,932.08	6,932.08
Investment	2,904.25	2,904.25	3,563.03	3,563.03
Other Financial Asset	6.57	6.57	6.47	6.47
Total Financial Assets	13,159.72	13,159.72	14,600.89	14,600.89
Financial Liabilities				
At Amortised Cost				
Borrowings	2,641.15	2,641.15	737.66	737.66
Trade Payables	1,731.88	1,731.88	4,668.35	4,668.35
Other Financial Liabilities	323.21	323.21	248.07	248.07
Total Financial Liabilities	4,696.25	4,696.25	5,654.08	5,654.08

-STANDALONE SECTION-

B. Fair value measurements recognised in the statement of financial position:

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which the fair value is observable.

Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Particulars	As at 31 March 2025			As at 31 March 2024		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
At Amortised Cost						
Trade Receivables	-	-	6,742.28	-	-	3,903.73
Cash & Cash equivalents	-	-	11.23	-	-	195.59
Loans and Advances	-	-	3,495.39	-	-	6,932.08
Investment	-	-	2,904.25	-	-	3,563.03
Other Financial Asset	-	-	6.57	-	-	6.47
Subtotal	-	-	13,159.72	-	-	14,600.89
Financial Liabilities						
At Amortised Cost						
Borrowings	-	-	2,641.15	-	-	737.66
Trade Payables	-	-	1,731.88	-	-	4,668.35
Other Financial Liabilities	-	-	323.21	-	-	248.07
Subtotal	-	-	4,696.25	-	-	5,654.08

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

Cash and cash equivalents, Trade receivables, Other current Financial assets, Trade payable and other current Financial liabilities approximate their carrying amounts largely due to the short-term maturities or nature of these instruments.

C. Fair values hierarchy

All assets and liabilities for which fair value is measured or disclosed in the Standalone Financial Statements are categorised within the fair value hierarchy, described as follows:

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Financial assets and liabilities measured at fair value - recurring fair value measurements						
As at 31 March 2025			Level 1	Level 2	Level 3	Total
Assets at fair value						
Investments measured at fair value through other comprehensive Income		-	-	-	-	-
Investments measured at fair value through profit and loss		-	-	-	-	-
Total		-	-	-	-	-
As at 31 March 2024			Level 1	Level 2	Level 3	Total
Assets at fair value						
Investments measured at fair value through other comprehensive Income		-	-	-	-	-
Investments measured at fair value through profit and loss		-	-	-	-	-
Total		-	-	-	-	-

There have been no transfers between levels during the period

Valuation process and technique used to determine fair value

- (i) The management assessed that fair value of cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- (ii) The fair values of the equity investment which are quoted, are derived from quoted market prices in active markets. The Investments measured at fair value and falling under fair value hierarchy Level 3 are valued on the basis of valuation reports provided by external valuers with the exception of certain investments, where cost has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair values within that range.
- (iii) The fair value of non-current borrowings carrying floating-rate of interest is not impacted due to interest rate changes, and will not be significantly different from their carrying amounts as there is no significant change in the under-lying credit risk of the Company (since the date of inception of the loans).

D. Credit risk

The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the balance sheet

Particulars	As at 31 March 2025	As at 31 March 2024
Trade receivables	6,742.28	3,903.73
Cash and cash equivalents	11.23	195.59
Investments	3,495.39	6,932.08
Loans	2,904.25	3,563.03
Other financial assets (including investments)	6.57	6.47

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

Credit risk on cash and cash equivalents and bank deposits is generally limited as the Company transacts with Banks having a high credit ratings assigned by domestic credit rating agencies.

► NOTE NO. 44 Details of dues to Micro and Small Enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006.

Particulars	As at 31 March 2025	As at 31 March 2024
Principal amount remaining unpaid to any supplier as at the end of the accounting year	41.92	1,277.82
Interest due thereon remaining unpaid to any supplier as at the end of the accounting year*	-	-
The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
The amount of interest due and payable for the year	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

*Interest due on Micro and small Enterprises is nil, as confirmation from MSME creditors is received that no interest would be claimed or charged on outstanding balance with the company

► NOTE NO. 45 Tax Expenses

Particulars	As at 31 March 2025	As at 31 March 2024
Profit before tax as per Companies Act 2013	652.93	717.50
Add : Disallowed expenditure or allowed income under income tax act	604.29	3.01
Less: Allowed expenditure or disallowed income under income tax act	657.01	789.81
Income from business/profession	600.21	(69.30)
Income from other sources	-	296.97
Income from capital gain	24.04	-
Tax rate (Section 115BAA)	25.17	25.17
Long term capital gain rate	14.30	17.16
Income tax expense	154.50	57.30

-STANDALONE SECTION-

46 Additional Regulatory Information

- (i) Company holds immovable property in its name and the same has been disclosed in the financial statements
- (ii) Company doesn't have investment property to revalue the property as is based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017
- (iii) Company doesn't have Property Plant and Equipment to revalue the same (including Right-of Use Assets), based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017
- (iv) Company doesn't have intangible asset to revalue the same, based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017
- (v) The Company has not provided any loans to Promoters, Directors, Key Managerial Persons or related parties. The loans provided to other body corporates are repayable on demand
- (vi) Company doesn't have any Capital-Work-in Progress
- (vii) Company does not have any intangible assets under developments
- (viii) The Company does not have any Benami Property, where any proceeding has been initiated pending against the company for holding any Benami Property.
- (ix) The Company has no borrowings from banks or financial institutions on the basis of security of current assets
- (x) The company has not been declared as a wilful defaulter by any lender who has the power to declare a Company as a wilful defaulter at any time during the financial year or after the end of the reporting period but before the date when the financial statements are approved.
- (xi) There are no transactions and/or balances outstanding with companies struck off under section 248 of the Companies Act, 2013
- (xii) The Company has not any charges or satisfaction yet to be registered with ROC beyond the statutory period
- (xiii) Section 135 of Companies Act, 2013 relating to CSR Policy is applicable on the Company
- (xiv) Compliance with number of layers of companies is applicable and same has been taken into effect in consolidated financial statements.
- (xv) Compliance with approved Scheme(s) of Arrangements, if any: NA
- (xvi) The additional information pursuant to Schedule III to the Companies Act, 2013 are either nil or not applicable.

► NOTE NO. 46 Ratios

Ratio	Numerator	Denominator	Current period	Previous period	% variance	Reason for variance
Current Ratio	Current Assets	Current Liabilities	2.26	0.76	197%	The significant increase in the current ratio is primarily due to a substantial rise in current assets and/or a reduction in current liabilities, indicating improved short-term liquidity and working capital management in the current period.
Debt-Equity Ratio	Total Debt	Total shareholder's Equity	0.16	0.06	147%	The increase in this ratio an increase in debt. This suggests higher reliance on borrowed funds during the current period, though the ratio still remains within a comfortable range.
Debt Service Coverage Ratio	EBITDA	Interest+ Borrowing	0.43	2.93	-85%	The decline in DSCR is due to a lower EBITDA and an increase in debt servicing costs (interest + principal repayments). This indicates a reduced ability to service debt obligations from operational earnings.
Return On Equity	Net Income	Average Shareholder's Equity	0.03	0.16	-82%	The fall in ROE is attributed to a decline in net profit, while the average equity base may have remained stable or increased. This suggests lower profitability on shareholders' funds during the year.
Inventory Turnover Ratio	Cost of Goods Sold	Average Inventories	NA	NA	NA	NA
Trade Receivable Turnover Ratio	Net Credit Sale	Average account Receivable	8.30	11.23	-26%	The decline indicates slower collection from customers or an increase in average trade receivables, pointing to less efficient credit management.

Trade Payable Turnover Ratio	Net Credit Purchase	Average account Payable	13.44	7.59	77%	The rise in this ratio indicates faster payments to suppliers or a decrease in average trade payables, potentially due to improved liquidity or revised vendor payment terms.
Net Capital Turnover Ratio	Total Sale	Shareholder's Equity	2.60	2.37	10%	NA
Net Profit Ratio	Net Profit	Revenue	0.01	0.06	-83%	The significant drop is mainly due to reduced net profit margins, indicating higher operating costs, reduced income, or one-time expenses affecting profitability.
Return On Capital Employed	Earning Before Interest & Tax	Capital Employed	0.05	0.16	-71%	The decline is primarily due to lower EBIT and increased capital employed. This suggests less efficient use of capital in generating earnings.
Return on Investment	Income from Investment	Cost of Investment	0%	9%	-96%	Return on investment during the current period is decreased.

► **NOTE NO. 47. Information on Segment Reporting pursuant to Ind AS 108 - Operating Segments**

Operating segments:

Dealing in essential items

Trading Division - Infrastructure

Identification of segments:

The chief operational decision maker monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit and loss of the segment and is measured consistently with profit or loss in these financial statements. Operating segments have been identified on the basis of the nature of products.

Segment revenue and results

The expenses and income which are not directly attributable to any business segment are shown as unallocable expenditure (net of unallocable income).

Revenue by nature of products	Quarter Ended			Year Ended	Year Ended
Particulars	31-Mar-25	31-Dec-24	31-Mar-24	31-Mar-25	31-Mar-24
Dealing in Essential Items	9,630.86	12,110.55	-	40,492.49	-
Trading Division - Infrastructure	362.66	352.37	-	3,680.30	-
Total	9,993.52	12,462.92	-	44,172.80	-
2. Segment Results before tax and interest					
Particulars					
Dealing in Essential Items	234.57	304.08	-	1,047.08	-
Trading Division - Infrastructure	3.28	7.03	-	111.80	-
Sub Total	237.84	311.11	-	1,158.87	-
Less: Finance Cost	66.90	50.60	-	152.66	-
Add: Other Income	275.06	178.10	-	672.40	-
Less: Expenses	336.94	274.58	-	1,025.68	-
Profit before tax	109.06	164.02	-	652.93	-
Less: Tax expenses	87.87	55.43	-	238.38	-
Net profit for the year	21.19	108.59	-	414.55	-

Segment revenue, assets and liabilities results include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.

Segment assets and liabilities

The assets and liabilities of the Company are used interchangeably amongst segments. Allocation of such assets and liabilities is not practicable and any forced allocation would not result in any meaningful segregation. Hence, assets and liabilities have not been identified to any of the reportable segments.

-STANDALONE SECTION-

Major customers

For the quarter ended March 2025, revenue from three customers of the essential item segment represented approximately ₹ 1,217.23 Lakhs, ₹1,154.12 and ₹ 1,060.65 Lakhs of the total revenue.

For the quarter ended December 2024, revenue from three customers of the essential item segment represented approximately ₹ 1,977.92 Lakhs, ₹1,690.56 and ₹ 1,590.49 Lakhs of the total revenue.

For the Year ended March 2025, revenue from one customers of the essential item segment represented approximately ₹ 5,759.90 Lakhs of the total revenue.

The comparative figures of segment results is not applicable because the company had single segment in the corresponding period/year.

► NOTE NO. 48 Employee benefits

Post-employment benefits plans

(a) Defined contribution plans

Particulars	As at 31 March 2025	As at 31 March 2024
Employer's contribution to provident fund	-	-

a) Reconciliation of present value of defined benefit obligation

Particulars	As at 31 March 2025	As at 31 March 2024
At the beginning of year	3.42	-
Current services cost	1.94	-
Interest cost	0.25	-
Remeasurements of Actuarial (gain)/ loss	(3.22)	-
At the end of year	2.39	-

b) Reconciliation of fair value of plan assets

Particulars	As at 31 March 2025	As at 31 March 2024
At the beginning of year	-	-
Investment income	-	-
At the end of year	-	-

c) Expenses recognised in the statement of profit and loss

Particulars	As at 31 March 2025	As at 31 March 2024
Service cost	1.94	-
Interest cost	0.25	-
Total	2.19	-

d) Amount recognised in other comprehensive income

Particulars	As at 31 March 2025	As at 31 March 2024
Actuarial (gain)/ losses	(3.22)	-

e) Assumptions used to determine the benefit obligation are as follows

Particulars	As at 31 March 2025	As at 31 March 2024
Discount rate	6.90%	
Expected rate of increase in compensation levels	5.00%	
Retirement age (in years)	60	
Attrition rate based on age (per annum)		
upto 30 years	3%	
31-44 years	2%	
Above 44 years	1%	

f) Maturity profile of defined benefit obligation

The weighted average duration of the defined benefit obligation is 12 years (Previous year 13 Years). The expected maturity analysis of undiscounted gratuity is as follows:

Expected cash flows over the next (valued on undiscounted basis)	As at 31 March 2025	As at 31 March 2024
1 year	0.01	-
2 to 5 years	0.27	-
6 to 10 years	0.86	-
More than 10 years	8.32	-

g) Sensitivity analysis

The sensitivity of defined benefit obligation to changes in the weighted principal assumptions is:

Particulars	As at 31 March 2025		As at 31 March 2024	
	Decrease	Increase	Decrease	Increase
Discount rate (1% movement)	2.61	2.20		
Salary growth rate (1% movement)	2.20	2.62		
Attrition Rate (- / + 50% of attrition rates)	2.37	2.42		
Mortality Rate (- / + 10% of mortality rates)	2.39	2.40		

The sensitivity analyses are based on change in above assumption while holding all other assumptions constant. The changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with projected unit credit method at the end of the reporting year) has been applied, as has been applied when calculating the provision for defined benefit plan recognised in the Balance Sheet.

► NOTE NO. 49 Other Statutory Informations

- Company holds immovable property in its name and the same has been disclosed in the financial statements
- Company have investment property to revalue the property as is based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. As the property was acquired during the current financial year, no revaluation has been carried out as of the reporting date. Accordingly, the investment property is carried at cost in the financial statements.
- Company doesn't have Property Plant and Equipment to revalue the same (including Right-of Use Assets), based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017
- The Company does not have any "Benami Property", where any proceeding has been initiated pending against the Company for holding any "Benami Property".
- Company doesn't have intangible asset to revalue the same, based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017
- Company doesn't have any Capital-Work-in Progress
- Company does not have any intangible assets under developments
- The Company has not advanced any loan or advances in the nature of loan to specified persons viz. Promoters, Directors, KMP, and Related Parties which are repayable on demand or where the agreement document not specifies any terms or period of repayment.

(Amount in Lakhs)

S. No.	Name	Opening Balance	Given during the Year	Repaid During the Year	Closing Balance
1	Vrindaa Advanced Material Limited	1,533.99	10,809.97	(12,343.96)	-

- The Company has not been declared as a wilful defaulter by any lender who has the power to declare a Company as a wilful defaulter at any time during the financial year or after the end of the reporting period but before the date when the financial statements are approved.
- The Company has utilized funds raised from the issue of securities or borrowings from banks & financial institutions for the specific purposes, for which they were issued/taken.
- The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies) including foreign entities (intermediaries) with the understanding that the intermediary shall: -
 - 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 guarantees, securities or the like or on behalf of the ultimate beneficiaries
- The Company has not received any funds from any person(s) or entity(ies), including foreign entity(ies) (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall

-STANDALONE SECTION-

- i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or
- ii) Provide any guarantees, securities or the like or on behalf of the ultimate beneficiaries
- m) There are no transactions and/or balances outstanding with companies struck off under section 248 of the Companies Act'2013.
- n) The Company does not have any transaction which is not recorded in the books of accounts but has been surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act, 1961.
- o) The Company has not traded or invested in cryptocurrency or virtual currency during the financial year.
- p) The Company does not have any charges or satisfaction of charges which is yet to be registered with the registrar of companies (ROC) beyond the satisfactory period.
- q) The Company has not any charges or satisfaction yet to be registered with ROC beyond the statutory period
- r) Section 135 of Companies Act, 2013 relating to CSR Policy is applicable on the Company
- s) Compliance with number of layers of companies is applicable and same has been taken into effect in consolidated financial statements.
- t) Compliance with approved Scheme(s) of Arrangements, if any: NA
- u) The additional information pursuant to Schedule III to the Companies Act, 2013 are either nil or not applicable.
- v) The company has borrowings from banks and accordingly company has submitted monthly stock statements with respective Financial Institutions. Details of security of current assets filed by the Company with banks & their difference is as per table annexed below:

Figure in Crores

Month	Name of the Bank	Particulars of Security Provided	Value as per Bank DP	Value as per Books	Difference	Remarks
April	State Bank of India	Inventories, trade receivables upto 90 days, advance to suppliers upto 90 days, net of trade payables and advances from customers	-	-	-	No material discrepancies, considering volume & size of DP. The reason for the discrepancy is mainly due to re-grouping of debtors or creditors.
May			-	-	-	
June			-	-	-	
July			-	-	-	
August			-	-	-	
September			-	-	-	
October			23.21	24.06	(0.86)	
November			22.77	23.78	(1.01)	
December			25.72	25.24	0.48	
January			22.23	22.02	0.20	
February			22.68	25.18	(2.50)	
March			22.49	22.35	0.14	

Note: The company has availed drawing power against working capital limits sanctioned from State Bank of India. Further no material discrepancies have been reported while submitting monthly drawing power statements to the bank. The company has not availed any excess DP during the year as the sanctioned limit is lower than company's DP eligibility as per stock statement submitted to bank and as per books of accounts for every month or quarter so the above discrepancies is not material or is irrelevant.

Notes forming integral part of the Ind AS Financial Statements- 1 to 49

As per our Report of even date attached

For A. K. Bhargav & Co.
Chartered Accountants
FRN : 034063N

For and on behalf of the Board Of Directors
Integra Essentia Limited

CA ARUN KUMAR BHARGAV
(Proprietor)
Membership No. 548396
UDIN : 25548396BMJAVO5287

Deepak Kumar Gupta
Whole-time Director Cum CEO
DIN: 00057003

Manoj Kumar Sharma
Whole-time Director
DIN: 09665484

Place: Delhi
Date: 27 May 2025

Shweta Singh
Whole-time Director Cum CFO
DIN:- 09270488

Pankaj Kumar Sharma
Company Secretary

INDEPENDENT AUDITOR'S REPORT

To the Members of **INTEGRA ESSENTIA LIMITED**

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated financial statements of **INTEGRA ESSENTIA LIMITED** (hereinafter referred to as "Holding Company"), its Subsidiary/associates/ joint ventures (the Parent and its Subsidiary/associates/ joint ventures together referred to as 'the Group'), which comprise the consolidated balance sheet as at 31st March, 2025, the consolidated statement of Profit and Loss (Including Other Comprehensive Income), consolidated statement of changes in equity, and the consolidated statement of cash flows for the period then ended, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information.

Subject to the possible impact due to matters reported in other matters para, in our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2025, its profit and total comprehensive Profit, changes in equity and its cash flows for the period ended on that date.

Basis for Opinion

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

Information other than the financial statements and auditors' report thereon

The Holding Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Business Responsibility Report but does not include the Consolidated Financial Statements and our auditor's report thereon.

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

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated 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.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

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

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

The respective Board of Directors of the companies included in the group and its associates are also responsible for overseeing the company's financial reporting process.

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

-CONSOLIDATED SECTION-

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

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

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- 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 Group'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 Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial Statements of such entity included in the Consolidated Financial Statements of which we are the independent auditors, for the other entities included in the Consolidated Financial Statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

OTHER MATTERS

- i. The accompanying consolidated Statement includes the unaudited standalone financial information, in respect of M/s Brewtus Beverages Pvt Ltd, whose unaudited financial information reflects Parent company's share of profit after tax of Rs. (5.94) Lakhs for the year ended 31st March 2025 and total comprehensive income of Rs. NIL for the year ended 31st March 2025, as considered in the consolidated audited financial results. This financial information have been not audited by their auditor and have been approved and furnished to us by the management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these Subsidiaries/associates/ joint ventures, is based solely on such unaudited financial information.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of reports of other auditors on separate financial statements and other financial information of associate, as noted in the 'other matter' paragraph, we report to the extent applicable, that:
2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and reports of the auditor.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including other comprehensive income, statement of changes in equity and the consolidated statement of Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Financial Statements.
 - d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Accounting Standards 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 of the Company as on 31st March, 2025 taken on record by the Board of Directors of the Holding Company, none of the directors of the Group companies is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls with reference to Consolidated financial statements of the Group Companies and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
 - g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, , in our opinion and to the best of our information and according to the explanations given to us and based upon
 - h) the reports of other auditors on separate financial statements as also the other financial information of the associate, as noted in the 'Other matter' paragraph:
 - i. The Consolidated Financial Statement has disclosed the impact of pending litigations as at 31st March 2025 on its financial position in its consolidated financial statements - refer note no. 40 to the consolidated financial statements.
 - ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group Companies.
 - iv.
 - (a) The respective Management of group companies 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 Group Companies ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
 - (b) The respective Management of group companies 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 Group Companies from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Group Companies 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 and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under and (b) above, contain any material misstatement.
 - i) No dividend declared by the company declared or paid by the Company during the year.
 - j) Based on our examination which included test checks, the Company, has used accounting software for maintaining its books of accounts which has a feature of recording audit trail (edit log) facility for all relevant transactions recorded in the software.

-CONSOLIDATED SECTION-

3. With respect to the matter to be included in the Auditors' Report under section 197(16) of the Act:

In our opinion and according to the information and explanations given to us and based on the consideration of reports of other statutory auditors of subsidiary company and associate company, the remuneration paid by the Group Companies to its directors during the current year is in accordance with the provisions of section 197 read with Schedule V to the Act.

4. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us and based on the CARO reports of the Company and its associates (to the extent applicable), there are no qualifications or adverse remarks in those CARO reports.

We have not issued CARO reports on the financial statements of the associates included in the consolidated financial statements, as those have not been audited by us or by other auditors and are unaudited.

For A K BHARGAV & CO
Chartered Accountants
FRN: 034063N
(CA ARUN KUMAR BHARGAV)
PROPRIETOR
M. No.:548396
UDIN: 25548396BMJAVP9146

Place: New Delhi
Date: 27.05.2025

Annexure "A" to the Independent Auditors Report on the Consolidated Financial Statements of INTEGRA ESSENTIA LIMITED

(Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)

REPORT ON THE INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls with reference to consolidated financial statements of INTEGRA ESSENTIA LIMITED ("hereinafter referred to as Holding Company") as of March 31, 2025 in conjunction with our audit of the Consolidated Financial Statements of the Holding Company and such companies incorporated in India under the companies Act, 2013 which are its associates company, as at and for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements based on my/our audit conducted in accordance with the Guidance Note and the Standards on Auditing, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements were 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 with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

A company's internal financial controls with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Consolidated Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Consolidated Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance

regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Consolidated Financial Statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO CONSOLIDATED FINANCIAL STATEMENTS

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

OPINION

In our opinion, 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 with reference to consolidated financial statements and such internal financial controls with reference

-CONSOLIDATED SECTION-

to consolidated financial statements were operating effectively as at March 31, 2025, based on the internal financial controls with reference to consolidated financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For A K BHARGAV & CO
Chartered Accountants
Firm Regn. No. 034063N
CA ARUN KUMAR BHARGAV
Proprietor
Membership No.: 548396
UDIN: 25548396BMJAVP9146

Place: New Delhi
Date : 27.05.2025

Consolidated Balance Sheet as at 31 March 2025

(All figures are in lakhs except otherwise stated)

Particulars	Note no	As at 31 March 2025	As at 31 March 2024
ASSETS			
Non-Current Assets			
a) Property, Plant and Equipment	3	3,458.76	3,779.16
b) Investment Property	3	1,816.27	-
c) Financial Assets			
(i) Investments	4	2,894.08	3,583.51
(ii) Loans	5	3,495.39	6,932.08
(iii) Other	6	0.97	0.87
d) Deferred Tax Asset(Net)	7	-	-
e) Other non current assets	8	10.69	0.11
		11,676.17	14,295.72
Current Assets			
a) Financial Assets			
(i) Trade Receivables	9	6,742.28	3,903.73
(ii) Cash and Cash Equivalents	10	11.23	195.59
(iii) Loans	11	484.98	-
(iv) Other	12	5.60	5.60
b) Other Current Assets	13	3,175.47	1,765.33
		10,419.57	5,870.25
Total Assets		22,095.74	20,165.97
EQUITY AND LIABILITIES			
Equity			
a) Equity Share Capital	14	10,676.91	9,140.66
b) Other Equity	15	6,288.77	2,571.16
		16,965.67	11,711.82
LIABILITIES			
Non-Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	16	433.58	724.56
b) Provisions	17	2.39	3.42
c) Deferred tax liabilities (net)	18	80.51	25.19
d) Other non Current Liabilities	19	13.57	-
		530.04	753.16
Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	20	2,207.58	13.10
(ii) Trade Payables			
total outstanding dues of Micro & Small Enterprises	21	41.92	1,277.82
total outstanding dues of creditors other than Micro & Small Enterprises	21	1,689.97	3,390.53
(iii) Other financial liabilities	22	323.21	248.07
b) Other Current Liabilities	23	183.91	2,429.58
c) Provisions	17	0.01	0.00
d) Current Tax Liabilities (Net)	24	153.43	341.87
		4,600.02	7,700.98
Total Equity and Liabilities		22,095.74	20,165.97

Notes forming integral part of the Ind AS Financial Statements- 1 to 49

As per our Report of even date attached

For A. K. Bhargav & Co.

Chartered Accountants

FRN : 034063N

CA ARUN KUMAR BHARGAV

(Proprietor)

Membership No. 548396

UDIN : 25548396BMJAVP9146

Place: Delhi

Date: 27 May 2025

For and on behalf of the Board Of Directors

Integra Essentia Limited

Deepak Kumar Gupta
Director Cum CEO
DIN: 00057003

Manoj Kumar Sharma
Director
DIN: 09665484

Shweta Singh
Director Cum CFO
DIN:- 09270488

Pankaj Kumar Sharma
Company Secretary

-CONSOLIDATED SECTION-
Consolidated Profit & loss account for the year ended 31 March 2025

(All figures are in lakhs except otherwise stated)

Particulars	Note no	For the year 2024-25	For the year 2023-24
Revenue from Operations	25	44,172.80	27,726.66
Other Income	26	647.70	1,835.73
Total Income		44,820.49	29,562.38
EXPENSES			
Purchases of Stock-in-Trade	27	43,013.92	26,845.24
Employee Benefits Expense	28	80.71	78.37
Finance Costs	29	152.66	56.29
Depreciation and Amortisation Expense	30	385.35	371.62
Other Expenses	31	559.62	314.36
Total Expenses		44,192.26	27,665.88
Profit/ (Loss) Before Tax		628.23	1,896.51
Share in Profit (Loss) in Associate Entity accounted for Using Equity Method		(5.94)	14.28
Tax Expense:			
Current Tax		154.50	341.87
Deferred Tax		55.32	25.45
Tax related to previous year		28.56	-
Profit after tax		383.91	1,543.46
Other Comprehensive Income			
Items that will be not reclassified to profit and loss account (net of tax)		3.22	-
Items that will be reclassified to profit and loss account (net of tax)		(0.81)	-
Total Comprehensive Income		386.32	1,543.46
Earnings per Equity Share of ₹ 1 each			
Basic	32	0.04	0.28
Diluted	32	0.04	0.28

Notes forming integral part of the Ind AS Financial Statements- 1 to 49

As per our Report of even date attached
For A. K. Bhargav & Co.
Chartered Accountants
FRN : 034063N

CA ARUN KUMAR BHARGAV
(Proprietor)
Membership No. 548396
UDIN : 25548396BMJAVP9146

Place: Delhi
Date: 27 May 2025

For and on behalf of the Board Of Directors
Integra Essentia Limited

Deepak Kumar Gupta
Director Cum CEO
DIN: 00057003

Shweta Singh
Director Cum CFO
DIN:- 09270488

Manoj Kumar Sharma
Director
DIN: 09665484

Pankaj Kumar Sharma
Company Secretary

Consolidated Cash Flow Statement for the year ended March 2025

(All figures are in lakhs except otherwise stated)

Particulars	For the year 2024-25	For the year 2023-24
Cash Flow from Operating Activities		
Net Profit/(Loss) before Tax	622.29	1,910.79
Adjustment for :		
Depreciation & Amortisation Expense	385.35	371.62
Interest Income	(422.16)	(567.61)
Interest Expense	152.66	56.29
Rental Income	(159.60)	(90.00)
Adjustment of IndAS	-	22.74
Operating Profit before working Capital Changes :	578.54	1,703.84
Movements in Working Capital :		
(Increase)/decrease in Other current Assets	(1,420.68)	(1,561.71)
(Increase)/decrease in Other Non Current Assets	(0.10)	37.13
(Increase)/decrease in Trade Receivables	(2,838.56)	(2,868.94)
Increase/(decrease) in Other current Liabilities	(2,157.99)	(561.60)
Increase/(decrease) in Trade payables	(2,936.46)	2,260.09
Cash generated from Operations :	(8,775.24)	(991.19)
Direct Taxes Paid	(368.41)	(57.30)
Net Cash flow from/(used in) Operating Activities	(9,143.65)	(1,048.49)
Cash Flow from Investing Activities		
Purchase of property, plant and equipment including CWIP	(1,881.16)	(147.05)
Proceeds from sale of property, plant and equipment	-	-
(Increase)/decrease in Loans & Advances	-	1,329.82
Movement in Investments	689.43	(1,585.63)
Rental Income	159.60	90.00
Movement in Loans	2,951.70	-
Movement Bank Deposit not considered as cash & cash equivalent	-	-
Interest Received	422.16	567.61
Net Cash flow from/(used in) Investing Activities	2,341.73	254.74
Cash Flow from Financing Activities		
Proceeds from issue of Share Capital including Securities Premium	4,866.72	-
Proceeds from/ (repayment of) Borrowings	1,903.49	(2,109.84)
Money received against Right Issue	-	-
Right issue expenses	-	(90.25)
Redemption of debenture	-	2,695.00
Interest Paid	(152.66)	(56.29)
Net Cash flow from/(used) in Financing Activities	6,617.56	438.62
Net Increase/Decrease in Cash & Cash Equivalents	(184.37)	(355.13)
Cash & Cash equivalents at the beginning of the year	195.59	550.72
Cash & Cash equivalents at the end of the year	11.23	195.59
Components of Cash and Cash Equivalents	11.23	195.59

Notes forming integral part of the Ind AS Financial Statements- 1 to 49

As per our Report of even date attached

For A. K. Bhargav & Co.

Chartered Accountants

FRN : 034063N

CA ARUN KUMAR BHARGAV

(Proprietor)

Membership No. 548396

UDIN : 25548396BMJAVP9146

Place: Delhi

Date: 27 May 2025

For and on behalf of the Board Of Directors

Integra Essentia Limited

 Deepak Kumar Gupta
Director Cum CEO
DIN: 00057003

 Manoj Kumar Sharma
Director
DIN: 09665484

 Shweta Singh
Director Cum CFO
DIN:- 09270488

 Pankaj Kumar Sharma
Company Secretary

-CONSOLIDATED SECTION-
Consolidated Statement of Changes in Equity as at 31 March 2025

(All figures are in lakhs except otherwise stated)

(A) Equity Share Capital

Particulars	As at 31 March 2025	As at 31 March 2024
Opening balance	9,140.66	4,570.33
Change in equity during the year	1,536.25	4,570.33
Closing balance	10,676.91	9,140.66

(B) Other Equity

As at 31 March 2025					
Particulars	Reserves and Surplus				Total
	Securities Premium	General reserve	Capital reserve	Retained Earnings	
Balance at the beginning of the current reporting period	1,672.32	151.25	2,695.00	(1,947.40)	2,571.17
Profit/(Loss)/Adjustment made during the year	3,330.48	3.22	-	383.91	3,717.60
Discounting for Financial Asset	-	-	-	-	-
Balance at the end of the current reporting period	5,002.79	154.47	2,695.00	(1,563.49)	6,288.77

As at 31 March 2024					
Particulars	Reserves and Surplus				Total
	Securities Premium	General reserve	Capital reserve	Retained Earnings	
Balance at the beginning of the current reporting period	6,332.90	151.25	-	(3,513.60)	2,970.54
Profit/(Loss)/Adjustment made during the year	(4,660.58)	-	2,695.00	1,543.46	(422.12)
Discounting for Financial Asset	-	-	-	22.74	22.74
Balance at the end of the current reporting period	1,672.32	151.25	2,695.00	(1,947.40)	2,571.16

Notes forming integral part of the Ind AS Financial Statements- 1 to 49

As per our Report of even date attached
For A. K. Bhargav & Co.
Chartered Accountants
FRN : 034063N

CA ARUN KUMAR BHARGAV
(Proprietor)
Membership No. 548396
UDIN : 25548396BMJAVP9146

Place: Delhi
Date: 27 May 2025

For and on behalf of the Board Of Directors
Integra Essentia Limited

Deepak Kumar Gupta
Director Cum CEO
DIN: 00057003

Shweta Singh
Director Cum CFO
DIN:- 09270488

Manoj Kumar Sharma
Director
DIN: 09665484

Pankaj Kumar Sharma
Company Secretary

► Note 1: Company Overview

Integra Essentia Limited (the Company) is a public limited company, incorporated and domiciled in India which mainly deals in trading of essential items like Cashew, Rice etc. The registered office of the Company is located at 607, 6th Floor, Pearls Best Height -II, Netaji Subhash Place, North West Delhi, Delhi, India, 110034.

The Company is listed on the Bombay Stock Exchange (BSE) and the National Stock Exchange (NSE).

The Consolidated financial statements for the year ended 31 March 2025 were approved by the Board of Directors and authorised for issue on 27 May 2025.

Company Name	Relationship	Stake
Brewtus Beverages Private Limited	Associate	29.75%

► Note 2: Significant Accounting Policies

(a) Basis of Preparation of Financial Statements

- (i) Statement of Compliance with Indian Accounting Standards (Ind AS)
These financial statements comply, in all material respects, with Ind AS notified under section 133 of the Companies Act, 2013
(the Act), Companies (Indian Accounting Standards) Rules, 2015 (as amended) and other relevant provisions of the Act.
- (ii) Historical Cost Convention
The financial statements have been prepared on a historical cost basis, except for the following assets and liabilities:
 - a) Certain financial assets and liabilities that are measured at fair value
 - b) Derivative financial instruments

(iii) Functional and Presentation Currency

These financial statements are presented in Indian Rupees, which is also the functional currency of the Company. (iv) Current and Non-current Classification

All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle (Twelve months) and other criteria set out in Schedule III to the Act.

(b) Property, Plant and Equipment (PPE) and Depreciation

All items of PPE are stated at cost less depreciation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Cost includes its purchase price including non-refundable taxes and duties, directly attributable costs of bringing the asset to its present location and condition and initial estimate of costs of dismantling and removing the item and restoring the site on which it is located.

Subsequent costs are included in the carrying amount of PPE or recognised as a separate PPE, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred. Machinery spares and servicing equipment are recognised as PPE when they meet the definition of PPE. Otherwise, such items are classified as inventory.

Capital work-in-progress includes cost of PPE under installation / under development as at the Balance Sheet date.

The Company depreciates its PPE over the useful life in the manner prescribed under Part C of Schedule II to the Act. Depreciation commences when the assets are ready for their intended use and is computed on pro-rata basis from the date of installation/ acquisition till the date of sale/ disposal. Management believes that useful life of assets are same as those prescribed in Schedule II to the Act, except for machinery spares wherein based on technical evaluation, useful life has been estimated to be different from that prescribed in Schedule II of the Act

Assets	Useful Life
Plant & Machinery	5 years & 15 years
Furniture and Fixtures	10 years
Office Equipments	3 years
Vehicle	8 years
Land & Building	60 years
Computer	3 years

Lease hold PPE are amortised over the period of lease or useful life, whichever is lower. Leasehold land (under Finance Lease) is amortised over the period of lease.

-CONSOLIDATED SECTION-

Gains and losses on disposals are determined by comparing net disposal proceeds with carrying amount.

These are included in the Statement of Profit and Loss.

(c) **Intangible Assets and Amortisation**

Intangible assets that are acquired by the Company, which have finite useful lives are measured at cost less amortisation and impairment, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Cost includes its purchase price including non-refundable taxes and duties, directly attributable costs of bringing the asset to its present location and condition.

Intangible assets are amortised on straight line basis over the estimated useful life.

Gains and losses on disposals are determined by comparing net disposal proceeds with carrying amount.

These are included in the Statement of Profit and Loss.

(d) **Leases**

At inception of a contract, company shall assess whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Where the Company is Lessee

At the Inception, lessee shall recognise and measure Right-of-use asset and lease liability at cost. Right to use assets shall comprise initial measurement of lease liability, any lease payments made at or before the commencement date, less any lease incentives received, any initial direct costs incurred by the lessee; and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories.

Lease liability is the present value of the lease payments that are not paid. These lease payments shall be discounted using the interest rate implicit in the lease (if readily determined) otherwise should be discounted at lessee's incremental borrowing rate.

If the lease contract transfers ownership of the underlying asset, at the end of the lease term or if, the cost of the right-of-use asset reflects that the lessee will exercise a purchase option, then depreciate the right-of-use asset over the useful life of the underlying asset. Otherwise, depreciate the right-of-use asset till the end of the useful life of the right-of-use asset or the end of the lease term, whichever is earlier.

The lease term as the non-cancellable period of a lease, together with both: (a) periods covered by an option to extend the lease if the lessee is reasonably certain to exercise that option; and (b) periods covered by an option to terminate the lease if the lessee is reasonably certain not to exercise that option.

Subsequently, lessee shall measure the right-of-use asset applying a cost model.

Where the Company is Lessor

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight line basis over the term of the relevant lease

(e) **Borrowing Cost**

Borrowing costs are interest and other costs that the Company incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing.

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use. Other borrowing costs are expensed in the period in which they are incurred.

(f) **Financial instruments**

(i) **Financial Assets**

Initial Recognition and Measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent Measurement

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income (FVTOCI) or fair value through profit or loss (FVTPL) on the basis of its business model for managing the financial assets and the contractual cash flow characteristics of the financial asset, as per Ind AS 109.

a. **Subsequent Measurement - Equity Instruments**

All equity investments other than investments in subsidiaries, joint ventures and associates are measured at fair value. Equity investments which are held for trading are classified as FVTPL. For all other equity investments, the Company decides to classify the same either at FVTOCI or FVTPL. The Company makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

Investment in equity instruments of subsidiaries, joint ventures and associates are measured at cost.

b. Subsequent Measurement - Debt Instruments

A financial asset being debt instrument that meets the following 2 conditions is measured at amortised cost (net off any write down for impairment) unless the asset is designated at fair value through profit or loss under the fair value option. Business Model Test: the objective of the Company's model is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realise its fair value changes).

Cash Flow Characteristics Test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

A financial asset that meets the following 2 conditions is measured at fair value through other comprehensive income unless the asset is designated at fair value through profit or loss under the fair value option.

Business Model Test: the financial asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling the financial assets.

Cash Flow Characteristics Test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

Even if an instrument meets the two requirements to be measured at amortised cost or fair value through other comprehensive income, a financial asset is measured at fair value through profit or loss if doing so eliminates or significantly reduces a measurement or recognition inconsistency (sometimes referred to as an 'accounting mismatch') that would otherwise arise from measuring assets or liabilities or recognising the gains or losses on them on different basis.

All other debt instruments are measured at fair value through profit or loss.

Derecognition of Financial Assets

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset, to another entity.

Impairment of Financial Assets

Loss allowance for expected credit losses is recognised for financial assets measured at amortised cost and FVTOCI. For financial assets other than trade receivables, whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve months expected credit losses is recognised. Loss allowance equal to the lifetime expected credit losses is recognised if the credit risk on the financial instruments has significantly increased since initial recognition.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables, considering historical trend, industry practices and the business environment in which the Company operates or any other appropriate basis.

The impairment losses and reversals are recognised in Statement of Profit and Loss.

(ii) Equity and Financial Liabilities

Debt and equity instruments issued by an entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

a. Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

b. Financial Liabilities

Initial Recognition and Measurement

Financial liabilities are initially recognised at fair value plus any transaction costs that are attributable to the acquisition of the financial liabilities, except for the financial liabilities at FVTPL which are initially measured at fair value.

Subsequent Measurement

The financial liabilities are classified for subsequent measurement either at amortised cost or at fair value through Profit and Loss (FVTPL).

Amortised cost for financial liabilities represents amount at which financial liability is measured at initial recognition minus the principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount.

-CONSOLIDATED SECTION-

Derecognition of Financial Liabilities

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

Offsetting of Financial Instruments

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

(g) Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

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

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

- Level 1 — Quoted prices in active markets for identical assets or liabilities
- Level 2 — Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3 — Inputs for the asset or liability that are not based on observable market data.

(h) Inventories

Inventories are stated at the lower of cost and net realisable value. Costs comprise direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition

Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale. The cost formula used for determination of cost is 'Weighted Average Cost'.

Machinery spares, stand-by equipment and servicing equipment are recognised as inventory when the useful life is less than one year and the same are charged to the Statement of Profit and Loss as and when issued for consumption.

(i) Income Tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The Company's liability for current tax is calculated using the Indian tax rates and laws that have been enacted by the reporting date. The Company periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretations and provisions where appropriate.

Deferred income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax assets is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses, only if, it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and current tax liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the Company has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Minimum Alternate Tax (MAT) credit is recognised as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

(j) Provisions and Contingencies Provisions

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

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

Contingent Liabilities and Contingent Assets

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases, where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements unless the probability of outflow of resources is remote.

Contingent assets are not recognised in the financial statements. If the inflow of economic benefits is probable, then it is disclosed in the financial statements.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each Balance Sheet date.

(k) Employee Benefits

(i) Short-term Obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

(ii) Post-employment Obligations

The Company operates the following post-employment schemes:

- (a) Defined benefit plan (Gratuity), and
 - (b) Defined contribution plans such as, provident fund.
- Defined Benefit Plan**

The liability or asset recognised in the Balance Sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period. The defined benefit obligation is calculated annually on the basis of actuarial valuation using the Projected Unit Credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The interest cost is calculated by applying the discount rate to the balance of the defined benefit obligation. This cost is included in employee benefits expense in the Statement of Profit and Loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income.

Defined Contribution Plans

Defined Contribution Plans such as provident fund are charged to the Statement of Profit and Loss as an expense, when an employee renders the related services.

(iii) Other Long-term Employee Benefits

The liabilities for compensated absences that are not expected to be settled wholly within 12 months are measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the Projected Unit Credit method. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the Statement of Profit and Loss.

The obligations are presented as current liabilities in the Balance Sheet if the entity does not have any unconditional right to defer settlement for at least 12 months after the end of the reporting period, regardless of when the actual settlement is expected to occur.

(l) Cash and Cash Equivalents

For the purpose of presentation in the Statement of Cash Flows as well as the Balance Sheet, cash and cash equivalents include cash on hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

-CONSOLIDATED SECTION-

(m) **Earnings per Share (EPS)**

Basic earnings per share are computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for the events for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income (net off any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on conversion of all dilutive potential equity shares.

(n) **Dividend Distribution to Equity Shareholders**

Dividend distributed to Equity shareholders is recognised as distribution to owners of capital in the Statement of Changes in Equity, in the period in which it is paid. Dividend proposed by the Board of Directors, subject to the approval of shareholders, is disclosed in the notes to financial statements.

(o) **Foreign Currency Transactions**

Transactions in foreign currencies are recognised at the prevailing exchange rates on the transaction dates. Realised gains and losses on settlement of foreign currency transactions are recognised in the Statement of Profit and Loss. Monetary foreign currency assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss.

(p) **Revenue Recognition**

Revenue from contracts with customers: Revenue from contracts with customers is recognized on transfer of control of promised goods or services to the customer at amount that reflects the consideration to which the company is expected to be entitled to in exchange for those goods or services. Revenue towards satisfaction of performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract. This variable consideration is estimated based on expected value of outflow. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

Revenue from sale of products is recognized when the control on the goods have been transferred to the customer. The performance obligation in case of sale of products is satisfied at a point in time when material is shipped / delivered to the customer as may be specified in the contract.

Interest Income

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and the applicable effective interest rate.

Dividend Income

Dividend income from investments is recognised when the shareholder's rights to receive payment have been established.

Income from Services

Income from services is recognised (net of taxes as applicable) as they are rendered, based on agreement/ arrangement with the concerned customers.

(q) **Significant Accounting Estimates, Judgements and Assumptions:**

The preparation of the Company's financial statements in conformity with Ind AS requires Management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances existing when the financial statements were prepared. The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates is recognised in the year in which the estimates are revised and in any future year affected.

In the process of applying the Company's accounting policies, Management has made the following judgements which have significant effect on the amounts recognised in the financial statements:

- i. **Useful Lives of Property, Plant and Equipment:** Determination of the estimated useful life of tangible assets and the assessment as to which components of the cost may be capitalised. Useful life of tangible assets is based on the life specified in Schedule II of the Act and also as per Management estimate for certain category of assets. Assumption also needs to be made, when the Company assesses, whether an asset may be capitalised and which components of the cost of the assets may be capitalised.

- ii. **Fair Value Measurement of Financial Instruments:** When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using appropriate valuation techniques. The inputs for these valuations are taken from observable sources where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of various inputs including liquidity risk, credit risk, volatility etc. Changes in assumptions/ judgements about these factors could affect the reported fair value of financial instruments
- iii. **Measurement of Defined Benefit Plan:** The cost of the defined benefit gratuity plan and other post-employment benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.
- iv. **Impairment of Financial Assets:** Trade receivables are stated at their normal value as reduced by appropriate allowances for estimated irrecoverable amounts. Individual trade receivables are written off when Management deems them not collectable. Impairment is made on the expected credit loss model, which is the present value of the cash shortfall over the expected life of the financial assets. The impairment provisions for financial assets are based on assumption about the risk of default and expected loss rates. Judgement in making these assumptions and selecting the inputs to the impairment calculation are based on past history, existing market condition as well as forward looking estimates at the end of each reporting period.
- v. **Impairment of Non-financial Assets:** The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or Cash Generating Units (CGU's) fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered as impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if no such transactions can be identified, an appropriate valuation model is used.
- vi. **Contingencies:** Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/ claim/ litigation against the Company as it is not possible to predict the outcome of pending matters with accuracy.

M) **Taxation**

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year.

Current and deferred tax are recognized in the statement of profit and loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

Current Income Tax

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for that period. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance sheet date.

Current tax assets and liabilities are offset only if, the Company:

- Has a legally enforceable right to set off the recognized amounts; and
- Intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Deferred Income Tax

Deferred tax is recognized for the future tax consequences of deductible temporary differences between the carrying values of assets and liabilities and their respective tax bases at the reporting date, using the tax rates and laws that are enacted or substantively enacted as on reporting date.

Minimum Alternate Tax ('MAT') under the provisions of the Income Tax Act, 1961 is recognised as deferred tax in the Statement of Profit and Loss. The credit available under the Income Tax Act, 1961 in respect of MAT paid is recognised as an asset only when and to the extent it is probable that future taxable profit will be available against which these tax credit can be utilised.

Such an asset is reviewed at each Balance Sheet date.

Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses and credits can be utilized.

Deferred tax assets and liabilities are offset only if:

-CONSOLIDATED SECTION-

- Entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
- Deferred tax assets and the deferred tax liabilities relate to the income taxes levied by the same taxation authority

N) Earnings per Share (EPS)

Basic earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value which is the average market value of the outstanding shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

O) Cash and Cash Equivalents

Cash and Cash equivalents comprises cash and calls on deposit with banks and corporations. The Company considers all highly liquid financial instruments, which are readily convertible into cash and have original maturities of three months or less from the date of purchase, to be cash equivalent.

P) Cash Flow Statement

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

R) Provisions and Contingencies

Provisions are recognized when the Company has a present obligation as a result of a past event, for which it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate of the amount of the obligation can be made. Provision is not discounted to its present value and is determined based on the last estimate required to settle the obligation at the year end.

Contingent liabilities are not provided for and are disclosed by way of notes to accounts, where there is an obligation that may, but probably will not, require outflow of resources.

Where there is a possible obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

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

Contingent assets are neither recognized nor disclosed in the financial statements.

2A) Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs (MCA) notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified and amended to the existing standards. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

2B) Reference to the cited provisions of section 135 of the Companies Act, 2013, CSR activities are applicable on the company.

► **Note 3 : Property, plant and equipment**

Particulars	Computer	Furniture & Fixtures	Air Conditioner	Printer	Mobile Phone	Tally Prime Silver	Land & building	Plant & Machinery	Vehicle	Total
Gross Block										
As at 1 April 2023	0.87	1.74	2.20	0.17	1.17	0.15	3,000.00	1,000.00	-	4,006.30
Additions during the year	0.54	0.15	-	0.69	2.48	-	-	-	143.20	147.05
Deletions during the year	-	-	-	-	-	-	-	-	-	-
As at 31 March 2024	1.41	1.89	2.20	0.86	3.65	0.15	3,000.00	1,000.00	143.20	4,153.35
Additions during the year	1.40	-	-	0.16	0.39	-	-	-	-	1.95
Deletions during the year	-	-	-	-	-	-	-	-	-	-
As at 31 March 2025	2.81	1.89	2.20	1.02	4.03	0.15	3,000.00	1,000.00	143.20	4,155.29
Depreciation										
As at 1 April 2023	0.54	0.36	0.85	0.08	0.68	0.09	-	-	-	2.60
Additions during the year	0.48	0.36	0.61	0.44	0.75	0.03	146.51	181.53	40.88	371.59
Deletions during the year	-	-	-	-	-	-	-	-	-	-
As at 31 March 2024	1.02	0.73	1.46	0.51	1.42	0.12	146.51	181.53	40.88	374.19
Additions during the year	0.66	0.30	0.33	0.30	1.63	0.02	138.97	148.17	31.96	322.34
Deletions during the year	-	-	-	-	-	-	-	-	-	-
As at 31 March 2025	1.68	1.03	1.79	0.81	3.06	0.14	285.48	329.70	72.84	696.53
Net Block										
As at 31 March 2025	1.13	0.86	0.40	0.21	0.98	0.01	2,714.52	670.30	70.36	3,458.76
As at 31 March 2024	0.39	1.16	0.73	0.35	2.22	0.03	2,853.49	818.47	102.32	3,779.16

Investment property

Particulars	Buildings
Cost or valuation	
At 31 March 2024	-
Additions	1,879.21
Deletions	-
At 31 March 2025	1,879.21
Depreciation	
At 31 March 2024	-
Charge for the year	62.94
Depreciation held on disposals / assets held for sale	-
At 31 March 2024	62.94
Net book value	
As at 31 March 2025	1,816.27
As at 31 March 2024	-

► **4 Investments**

[Rs in Lakhs]

Particulars	As at 31 March 2025	As at 31 March 2024
Investments in equity instruments		
-Associates	64.83	70.77
Investments in partnership firm	-	135.22
Other investments	2,829.25	3,377.52
Total	2,894.08	3,583.51

-CONSOLIDATED SECTION-

- The company has dipose off Investment in M/s R.K Industries during the FY 2024-2025.
- The Company has increased its stake in its associate, Brewtus Beverages Private Limited, to 29.75%. In accordance with the applicable accounting standards, the Company accounts for its share of profit in the associate using the equity method. This share of profit has been appropriately recognized and disclosed in the Consolidated Financial Statements of Integra Essentia Ltd.
- The Company has invested in 75 units of Nakshatra Special Situation Fund of face value ₹ 10,00,000/- amounting to ₹ 750.00 Lakhs (Previous year Nil).
- The company has invested in 2,73,000 CCPS of Brij Gopal Construction Company Private Limited of face value ₹ 10/- amounting to ₹ 1979.25 Lakhs (Previous year ₹ 1979.25 Lakhs.)
- ₹ 100 Lakhs (Previous year ₹ 100 Lakhs) were invested in MSR Apparels Ltd for Joint Development and Construction of Project at Land Situated at village Ujwa admeasuring about 2.4 acres.

► 5 Loans

[Rs in Lakhs]

Particulars	As at 31 March 2025	As at 31 March 2024
Loans Receivables considered good – Unsecured		
Other loans	3,495.39	6,932.08
Total	3,495.39	6,932.08
- The company has provided loans amounting to ₹ 3201.35 Lakhs (Previous year ₹ 43.70 Lakhs) carrying interest rate of 9% pa repayable on demand for business purpose. The above amount includes interest receivable. - The company has provided loans amounting to ₹ 294.04 Lakhs (Previous year ₹ 272.88 Lakhs) carrying interest rate of 10% pa repayable on demand for business purpose. The above amount includes interest receivable. - Company has received back Rs. 6,615 Lakhs during the year."		

► 6 Other non current financial assets

[Rs in Lakhs]

Particulars	As at 31 March 2025	As at 31 March 2024
Security Deposits	0.97	0.87
Total	0.97	0.87

Security deposit of office premises and Godown which Company has taken on lease.

► 7 Deffered tax assets

[Rs in Lakhs]

Particulars	As at 31 March 2025	As at 31 March 2024
Deffered tax	-	-
Total	-	-
Reconciliation of deferred tax assets/(liabilities)		
Deffered tax assets	As at 31 March 2025	As at 31 March 2024
Opening balance	(25.19)	0.27
Tax credit during the year recognised in Statement of profit and loss	55.32	25.45
Closing balance	(80.51)	(25.19)

► 8 Other non current assets

[Rs in Lakhs]

Particulars	As at 31 March 2025	As at 31 March 2024
Prepaid assets	0.04	0.11
Security Deposits - Subhash Palace	10.65	-
Total	10.69	0.11

► 9 Trade Receivables

[Rs in Lakhs]

Particulars	As at 31 March 2025	As at 31 March 2024
Trade receivables – Considered Good Secured	-	
Trade receivables – Considered Good Unsecured	6,742.28	3,903.73
Trade receivables which have significant increase in credit risk		-
Trade Receivables – Credit impaired		-
Total	6,742.28	3,903.73

Ageing schedule for the year ended 31 March 2025

Particulars	Outstanding for following periods from due date of payment					
	<6 Months	6 Months - 1 Year	1-2 Year	2-3 Year	> 3 Year	Total
i) Undisputed Trade Receivables-Considered Good	5,686.05	689.01	164.35	182.38	20.50	6,742.28
ii) Undisputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
iv) Disputed Trade Receivables-Considered Good	-	-	-	-	-	-
v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
vi) Disputed Trade Receivables- credit impaired	-	-	-	-	-	-
Total	5,686.05	689.01	164.35	182.38	20.50	6,742.28

Ageing schedule for the year ended 31 March 2024

Particulars	Outstanding for following periods from due date of payment					
	<6 Months	6 Months - 1 Year	1-2 Year	2-3 Year	> 3 Year	Total
i) Undisputed Trade Receivables-Considered Good	3,628.12	72.73	182.38	20.50	-	3,903.73
ii) Undisputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
iii) Undisputed Trade Receivables- credit impaired	-	-	-	-	-	-
iv) Disputed Trade Receivables-Considered Good	-	-	-	-	-	-
v) Disputed Trade Receivables- which have significant increase in credit risk	-	-	-	-	-	-
vi) Disputed Trade Receivables- credit impaired	-	-	-	-	-	-
Total	3,628.12	72.73	182.38	20.50	-	3,903.73

► 10 Cash & Cash Equivalents

Particulars	As at 31 March 2025	As at 31 March 2024
Cash on hand	1.90	1.16
Balances with banks	9.33	194.43
Total	11.23	195.59

► 11 Loans

Particulars	As at 31 March 2025	As at 31 March 2024
Loans Receivables considered good – Unsecured		
Other loans - Current	484.98	-
Total	484.98	-
- The company has provided loans amounting to ₹ 200.00 Lakhs (Previous year ₹ NIL Lakhs) carrying interest rate of 9% pa repayable on demand for business purpose. The above amount includes interest receivable. - The company has provided loans amounting to ₹ 250.00 Lakhs (Previous year ₹ Nil Lakhs) carrying interest rate of 10% pa repayable on demand for business purpose. The above amount includes interest receivable.		

► 12 Other current financial assets

Particulars	As at 31 March 2025	As at 31 March 2024
Interest accrued on fixed deposit	5.35	5.35
Security deposit	0.25	0.25
Total	5.60	5.60

-CONSOLIDATED SECTION-

► 13 Other current assets

Particulars	As at 31 March 2025	As at 31 March 2024
Balance with Government Authorities	272.94	308.18
Advances to Supplier		
Other than related party	2,894.41	42.58
Advance to staff	2.00	15.00
Prepaid asset	6.12	0.07
Capital advances	-	1,399.50
Total	3,175.47	1,765.33
Capital advances comprises of Nil (Previous year ₹1,399.50 Lakhs) as advance against purchase of the property by the company now purchased		

► 14 Equity Share Capital

Particulars	As at 31 March 2025	As at 31 March 2024
Authorized share capital		
1,25,00,00,000 equity shares of ₹1 each	12,500.00	12,500.00
Issued, Subscribed and Paid up		
1,06,76,90,544 fully paid equity shares of ₹ 1 each (Previous year 91,40,66,006 fully paid equity shares of ₹ 1 each)	10,676.91	9,140.66
	10,676.91	9,140.66

Reconciliation of number of equity share outstanding as at the beginning and at the end of year

Particulars	As at 31 March 2025		As at 31 March 2024	
	No of shares	Amount	No of shares	Amount
Shares outstanding at the beginning of the year	9,14,066,006	9,140.66	4,57,033,003	4,570.33
Add: Shares issued during the year	1,53,624,538	1,536.25	4,57,033,003	4,570.33
Shares outstanding at the end of the year	10,67,690,544	10,676.91	9,14,066,006	9,140.66

During the financial year ended March 31, 2025, the Company undertook a Rights Issue, pursuant to which 15,36,24,538 fully paid-up equity shares

of face value ₹1/- each were allotted at a total price of ₹3.25 per share (including a premium of ₹2.25 per share) to eligible shareholders on a rights basis. The proceeds raised from the issue have been utilised in accordance with the objectives stated in the Rights Issue offer document.

Terms / rights to Equity Shares

The Company has only one class of shares referred as equity shares having a par value of 1/- per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company after distribution of all preferential amounts, in proportion to their shareholding.

The details of shareholders holding more than 5% shares as at 31 March 2025 and 31 March 2024 are set out below:

Class of Shares / Name of the Shareholder	As at 31 March 2025		As at 31 March 2024	
	No. of shares	% held	No. of shares	% held
Equity shares				
Vishesh Gupta	1,70,578,271	15.98%	1,90,245,692	20.81%

Details of shares held by promoters :

Name of promoter	As at 31 March 2025		As at 31 March 2024	
	No. of shares	% of total shares	No. of shares	% of total shares
Vishesh Gupta	1,70,578,271	15.98%	1,90,245,692	20.81%
Total	1,70,578,271	15.98%	1,90,245,692	20.81%

Rights, Preferences and Restrictions

The Authorised Share Capital of the Company consists of Equity Shares having nominal value of ₹ 1/- each. The rights and privileges to equity shareholders are general in nature and allowed under Companies Act, 2013.

The equity shareholders shall have:

(1) a right to vote in shareholders' meeting. On a show of hands, every member present in person shall have one vote and on a poll, the voting rights shall be in proportion to his share of the paid up capital of the Company;

(2) a right to receive dividend in proportion to the amount of capital paid up on the shares held.

The shareholders are not entitled to exercise any voting right either in person or through proxy at any meeting of the Company if calls or other sums payable have not been paid on due date.

In the event of winding up of the Company, the distribution of available assets/losses to the equity shareholders shall be in proportion to the paid up capital.

During the financial year ended March 31, 2025, the Company undertook a Rights Issue, pursuant to which 15,36,24,538 fully paid-up equity shares of face value ₹1/- each were allotted at a total price of ₹3.25 per share (including a premium of ₹2.25 per share) to eligible shareholders on a rights basis. The proceeds raised from the issue have been utilised in accordance with the objectives stated in the Rights Issue offer document.

The utilisation of funds from the Rights Issue, as on March 31, 2025, is outlined below:

Objects of right issue	Amounts	Objects fulfilled	Balance
Meeting working capital requirements	3,660.00	3,660.00	-
General corporate purposes	1,217.80	1,217.80	-
Issue related expenses	115.00	115.00	-
Total	4,992.80	4,992.80	-

► 15 Other Equity

Particulars	As at 31 March 2025	As at 31 March 2024
General Reserve		
Opening Balance	151.25	151.25
Additions during the year	3.22	-
Closing Balance	154.47	151.25
Profit & Loss Account		
Opening balance	(1,947.40)	(3,513.60)
Profit /(Loss) for theyear	383.91	1,543.46
Discounting for Financial Asset	-	22.74
Closing Balance	(1,563.49)	(1,947.40)
Security Premium		
Opening balance	1,672.32	6,332.90
Adjustments made during the year	3,330.48	(4,660.58)
Closing Balance	5,002.79	1,672.32
Capital Reserve		
Opening balance	2,695.00	-
Adjustments made during the year	-	2,695.00
Closing Balance	2,695.00	2,695.00
Total Other Equity	6,288.77	2,571.16

Nature and Purpose of Reserve

- General Reserve- General Reserve has been created on account of the Scheme of Amalgamation.
- Profit and loss account- Profit and loss account are the losses which company incurred till date.
- Security Premium- Security Premium is the amount received over and above the Face Value of the Shares Issued reduced by Right Issue Expenses
- Capital reserve- Capital reserve has been created on account of debentures.

-CONSOLIDATED SECTION-

► 16 Borrowings

Particulars	As at 31 March 2025	As at 31 March 2024
Secured		
Term Loans		
From banks	68.16	78.74
Other loans		
Preference share capital		
1,00,000 (Previous year 1,00,000) 5% Redeemable cumulative Non convertible preference shares of ₹1 each	1.00	1.00
1,50,000 (Previous year 1,50,000) 9% Redeemable cumulative Non convertible preference shares of ₹1 each	1.50	1.50
Other	362.91	643.32
Total	433.58	724.56

- a) Term loan of ₹ 100 Lakhs was taken from ICICI bank against the hypothecation of Vehicle. The loan is repayable in 84 monthly instalments commencing from June 2023 and carries interest rate of 9% p.a. Balance tenure as on the Balance Sheet date is 62 months.

b) Details of Preference share capital	As at 31 March 2025	As at 31 March 2024
5,00,000 (Previous year 5,00,000) Redeemable Cumulative Non Convertible Preference Shares of ₹1 each	5.00	5.00
Issued, subscribed and Paid-up:		
1,00,000 (Previous year 1,00,000) 5% Redeemable cumulative Non convertible preference shares of ₹1 each	1.00	1.00
1,50,000 (Previous year 1,50,000) 9% Redeemable cumulative Non convertible preference shares of ₹1 each	1.50	1.50
	2.50	2.50

Reconciliation of number of preference share outstanding as at the beginning and at the end of year

Particulars	As at 31 March 2025		As at 31 March 2024	
	No of shares	Amount	No of shares	Amount
Preference share carrying rate of 5%				
Shares outstanding at the beginning of the year	1,00,000	1.00	1,00,000	1.00
Add: Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	1,00,000	1.00	1,00,000	1.00
Preference share carrying rate of 9%				
Shares outstanding at the beginning of the year	1,50,000	1.50	1,50,000	1.50
Add: Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	1,50,000	1.50	1,50,000	1.50

Shareholders holding more than 5% Preference shares of the Company:

Name of promoter	As at 31 March 2025		As at 31 March 2024	
	No. of shares	% of total shares	No. of shares	% of total shares
Vishesh Gupta	2,50,000	100%	2,50,000	100%
Total	2,50,000	100%	2,50,000	100%

Terms / rights attached to Preference Shares

- a) 5% Redeemable Cumulative Non- Convertible Preference Shares of ₹1/- each, Redeemable at anytime before the expiry of 20 years from the date of allotment (i.e. 16 August 2012) of the said preference shares at the option of the Company. The holders of the said Preference Shares shall not have any right to vote in any manner before the Company at any meeting except on resolutions placed before the Company at any meeting which directly affects their rights.

- b) 9% Redeemable Cumulative Non- Convertible Preference Shares of ₹1/- each, Redeemable at anytime between 16 February 2017 to 15 August 2022 at the option of the Company. The holders of the said Preference Shares shall not have any right to vote in any manner before the Company at any meeting except on resolutions placed before the Company at any meeting which directly affects their rights.

Company has received unsecured loans amounting to ₹ 600.00 Lakhs carrying interest rate of 8.00% pa, amounting to ₹ 400 Lakhs carrying interest rate of 9.00% pa. All the Loans are repayable on demand and for business purpose. The above amount includes interest receivable.

► **17 Provisions**

Particulars	As at 31 March 2025		As at 31 March 2024	
	Non-current	Current	Non-current	Current
Provision for employee benefits				
- Gratuity	2.39	0.01	3.42	0.00
Total	2.39	0.01	3.42	0.00

► **18 Deferred tax liabilities**

Particulars	As at 31 March 2025	As at 31 March 2024
Deferred tax liabilities	80.51	25.19
Total	80.51	25.19

► **19 Other Non Current Liabilities**

Particulars	As at 31 March 2025	As at 31 March 2024
Other Current Liabilities	13.57	-
Total	13.57	-

► **20 Short term borrowings**

Particulars	As at 31 March 2025	As at 31 March 2024
Secured		
Term Loan		
- ICICI Bank	11.98	13.10
Working Capital Limits		
- SBI Bank	2,195.60	-
Total	2,207.58	13.10

- a) Term loan of ₹ 100 Lakhs was taken from ICICI bank against the hypothecation of Vehicle. The loan is repayable in 84 monthly instalments commencing from June 2023 and carries interest rate of 9% p.a. Balance tenure as on the Balance Sheet date is 62 months.
- b) Cash Credit Limit of Rs. 22.00 Cr. was taken during the year 2024-25 carrying Interest rate @ 9.15% p.a from SBI Bank

► **21 Trade payables**

Particulars	As at 31 March 2025	As at 31 March 2024
Trade payables		
- total outstanding dues of micro enterprises and small enterprises	41.92	1,277.82
-total outstanding dues of creditors other than micro enterprises and small enterprises	1,689.97	3,390.53
Total	1,731.88	4,668.35

- i) All Trade payables are non-interest bearing other than amount payable to MSME.
- ii) According to information available with the Management, on the basis of intimation received from suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'), the Company has amounts due to Micro, Small and Medium Enterprises under the said Note No.44.
- iii) The company has obtained confirmations from MSME Creditors with respect to Non Payment of Interest on Amount Payable for more than 45 Days.

-CONSOLIDATED SECTION-

Ageing schedule for the year ended 31 March 2025

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1 to 2 year	2 to 3 year	More than 3 years	Total
(i) MSME	11.90	-	30.02	-	41.92
(ii) Others	1,510.97	179.00	-	-	1,689.97
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

Ageing schedule for the year ended 31 March 2024

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1 to 2 year	2 to 3 year	More than 3 years	Total
(i) MSME	1,247.80	30.02	-	-	1,277.82
(ii) Others	3,390.53	-	-	-	3,390.53
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

The Company exposure to liquidity risk related to the above financial liabilities is disclosed in Note 43.

► 22 Other financial liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Statutory dues	294.45	7.47
Dividend on preference share payable	2.62	2.44
Expenses payable	6.27	7.48
Audit fees payable	0.90	0.68
Other payables	-	230.00
Security deposits- Liability	18.97	-
Total	323.21	248.07

Security deposit of ₹34.80 lakh received from tenant for lease term (Aug 2024–Mar 2032) has been fair valued using 9% discount rate, with the difference amortised as interest income over the lease term.

► 23 Other Current Liabilities

Particulars	As at 31 March 2025	As at 31 March 2024
Advances from customer	181.65	2,429.58
Other Current Liabilities	2.26	-
Total	183.91	2,429.58

► 24 Current Tax Liabilities (Net)

Particulars	As at 31 March 2025	As at 31 March 2024
Provisions for Income Tax	153.43	341.87
Total	153.43	341.87

Refer Note 45 for calculation.

► 25 Revenue from Operations

Particulars	2024-25	2023-24
Sale of products	44,172.80	27,726.66
Total	44,172.80	27,726.66

► 26 Other Income

Particulars	2024-25	2023-24
Interest income		
From loans	422.16	567.61
From rent security	-	0.03
Facilitation Charges	18.93	20.90
Rent	159.60	90.00
Rebates And Discounts Received	104.00	27.09
Unrealised Profit	(98.27)	(14.50)
Other non operating income	15.98	163.46
Profit on sale of Investment	25.30	981.13
Total	647.70	1,835.73

► 27 Purchases of stock in trade

Particulars	2024-25	2023-24
Purchase	42,927.96	26,842.77
Direct Expense	85.96	2.47
Total	43,013.92	26,845.24

► 28 Employee benefit expenses

Particulars	2024-25	2023-24
Salaries and Wages	59.26	57.36
Directors Remuneration	18.60	14.80
Gratuity	2.19	3.42
Staff Welfare Expenses	0.67	2.78
Total	80.71	78.37

► 29 Finance cost

Particulars	2024-25	2023-24
Interest on Others	62.17	48.13
Interest on loan	90.30	7.98
Dividend	0.19	0.19
Other financing charges	-	-
Total	152.66	56.29

► 30 Depreciation and Amortization

Particulars	2024-25	2023-24
Depreciation	385.28	371.59
Amortization	0.07	0.04
Total	385.35	371.62

► 31 Other Expenses

Particulars	2024-25	2023-24
Bank Charges	4.71	0.20
Promotion and advertisement	4.73	8.20
Freight	324.76	129.78
Power & Fuel (Electricity)	1.31	0.69
Rent Expenses	6.11	5.87

-CONSOLIDATED SECTION-

Telephone Expenses	0.64	0.48
Travelling & Conveyance	1.43	9.36
Loading and unloading	26.52	35.10
Printing and stationery	0.96	1.40
Office expenses	0.61	0.63
Charity and donation	0.46	4.50
CSR Expenses	20.00	-
Rebates And Discounts allowed	4.17	30.25
Legal & Professional Charges	110.01	71.63
Website	0.26	0.59
Auditor's Remuneration	4.00	3.00
Repair & Maintenance	1.50	0.90
Miscellaneous Expenses	24.15	4.65
Interest on TDS/TCS	0.50	0.75
Commission Expenses	9.00	-
Supervision & Handling Charges	7.32	-
Insurance Expenses	2.29	-
Foreign exchange fluctuation loss	2.10	-
Director Sitting Fees	2.10	6.40
Total	559.62	314.36
Payment to auditor		
for Statutory & Tax Audit	4.00	3.00
For other services	0.75	2.13

► 32 Earning per share

Particulars	2024-25	2023-24
Basic EPS		
Profit for the year	386.32	1,543.46
Weighted number of shares outstanding	10,20,550,960	5,55,682,203
Basic and Diluted EPS (Rs.)	0.04	0.28
Diluted EPS		
Profit for the year	386.32	1,543.46
Weighted number of shares outstanding	10,20,550,960	5,55,682,203
Basic and Diluted EPS (Rs.)	0.04	0.28

► 33 Details of CSR expenditure as per Section 135 of Companies Act, 2013

Particulars	2024-25	2023-24
CSR expenditure	20.00	-

Pursuant to Section 135 of the Companies Act, 2013, CSR is applicable to every company having net worth of Rs 500 crore or more, or a turnover of over Rs 1,000 crore or a net profit exceeding Rs 5 crore in any financial year.

Since the Company has exceeded the limits specified above, provisions of Section 135 of the Companies Act, 2013 is applicable to the Company. The company has spend ₹ 20.00 Lakhs within the specified duration under CSR which exceeds the limits specified under the provisions of Section 135 of companies Act, 2013.

► 34 Capital Management

Equity share capital and other equity are considered for the purpose of Company's capital management. The Company's objective for capital management is to manage its capital to safeguard all stakeholders. The funding requirements are met through loans.

► 35 Financial risk management

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Board of Directors has established the Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The Committee reports to the Board of Directors on its activities. The Company's risk management policies are established to identify and analyses the risks faced by the Company, to set appropriate risks limits and controls and to monitor risk and adherence to limits. Risk management policies and systems are reviewed periodically to reflect changes in market conditions and the Company's activities. The Company, through its training, standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations. The audit committee oversees how management monitors compliance with the company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The audit committee is assisted in its oversight role by internal audit.

Credit Risk

Credit risk is the risk of financial loss to the company if a customer or counter party to a financial instrument fails to meet its contractual obligations, and arises principally from the company's receivable from customers. Credit risk is managed through credit approvals establishing credit limits and continuously monitoring the creditworthiness of customers to which the company grants credit terms in the normal course of business. The company establishes an allowance for doubtful debts and impairment that represents its estimate of incurred losses in respect of trade receivables and other financial assets.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company manages its liquidity risk by ensuring as far as possible, that it will all ways have sufficient liquidity to meets it liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risk to Company's reputation.

Market Risk

Market risk is the risk that changes in market prices- such as foreign exchange rates, interest rates and equity prices- will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payable and long term debt. We are exposed to market risk primarily related to foreign exchange rate risk. Thus, our exposure to market risk is a function of revenue generating and operating activities in foreign currency. The objective of market risk management is to avoid excessive in our foreign currency revenues and costs. The Company uses derivative to manage market risk.

► 36 Employee Benefits

Post-employment benefits plans

(a) Defined Contribution Plans –

In respect of the defined contribution plans, an amount of Nil (Previous Year Nil) has been provided in the Profit & Loss account for the year towards employer share of PF contribution.

(b) Defined Benefit Plans –

The Liability in respect of gratuity is determined for current year as per management estimate is ₹ 2,39,649 (previous year ₹ 3,42,491/- as per actuarial report) carried out as at Balance Sheet date. Amount recognized in profit and loss account is ₹1,02,842 (previous year ₹ 3,42,491/-).

► 37 Related party transactions

Related party	Nature of relationship
Gunjan Jha	Director
Sony Kumari	Director
Pankaj Sardana	Chief Financial Officer
Pankaj Kumar Sharma	Company Secretary
Gurpreet Singh Bhatia	Director
Arijit Kumar Ojha	Director
Deepak Kumar Gupta	CEO & Whole time director
Puneet Ralhan	Director
Anshumali Bushan	Director
Manoj Kumar Sharma	Whole time director

-CONSOLIDATED SECTION-

Sweta Singh	CFO & Whole time director
Vishesh Gupta	Promoter
Vrindda Advanced Materials Limited	Common Promoter (Vishesh Gupta)
R K Industires	Associate
Brewtus Beverages Pvt Ltd	Associate (29.75 %)

Details of Transactions with related parties are as follows :

Particulars	2024-25	2023-24
Sitting Fees		
Gunjan Jha	1.05	1.20
Sony Kumari	1.05	1.20
Mansi Gupta	-	1.00
Remuneration		
Vishesh Gupta	12.20	12.05
Manoj Kumar Sharma	8.64	8.05
Pankaj Kumar Sharma	7.45	6.14
Pankaj Sardana	0.27	1.71
Arijit Kumar Ojha	3.60	6.48
Dipankar Gambir	-	2.84
Sweta Singh	4.20	-
Deepak Kumar Gupta	12.00	6.00
Vrindda Advanced Materials Limited		
Purchases	2,424.47	
Vrindda Advanced Materials Limited		
Loan Given		
Opening Balance	1,533.99	
Loan Given	10,765.15	
Interest Income	44.82	
Loan Repaid	(12,343.96)	
Closing Balance	-	
Balance as on 31.03.2025		
Gunjan Jha	-	0.18
Sony Kumari	-	0.18
Vishesh Gupta	0.91	0.94
Manoj Kumar Sharma	0.72	0.56
Pankaj Kumar Sharma	0.63	0.52
Pankaj Sardana	-	0.40
Arijit Kumar Ojha	-	0.90
Sweta Singh	0.55	0.61
Deepak Kumar Gupta	0.90	0.90
Vrindda Advanced Materials Limited (Against Purchases)	2,069.36	-
Brewtus Beverages Pvt Ltd (Investment)	75.00	75.00

► 38 Statement of Management

- The current assets, loans and advances are good and recoverable and are approximately of the values, if realized in the ordinary courses of business unless and to the extent if any stated otherwise in the Accounts. Provision for all known liabilities is adequate and not in excess of amount reasonably necessary. There are no contingent liabilities except those stated in the notes.
- Balance Sheet, Statement of Profit & Loss and Cash Flow statement read together with the schedules to the accounts and notes thereon, are drawn up so as to disclose the information required under the Companies Act, 2013 as well as give a true and fair view of the statement of affairs of the Company as at the end of the year and results of the Company for the year under review.

► 39 Segment Reporting

As on 31 March 2025, the Company is engaged in Trading of essential Items like Cashew Rice etc & Infra. which are considered as the reportable business segment. Hence segment reporting is applicable to the company.

► 40 Contingent Liabilities & Commitments

Particulars	As at 31 March 2025	As at 31 March 2024
Claims against the Company, not acknowledged as debts*		
Amount paid to statutory authorities	73.56	73.56

* The office of the Commissioner of Customs (Audit), Custom House, Chennai has raised the claim on company for 73.56 lakh on account of non fulfillment of export obligation for goods imported against the advance authorisation scheme. On receipts of the aforesaid order the company has preferred Appeal before the commissioner of Customs (Appeal) and same is pending as on the balance sheet date.

- A demand of ₹26,13,590/- has been raised by the Income Tax Department under Section 143(1) of the Income-tax Act, 1961 for Assessment Year 2022-23, The company is in process to file rectification application against the intimation under section 143(1) of the Income Tax Act, 1961

- The company has received order under section 143(2) of the Income Tax Act with Respect to AY 2012-13 wherein demand has been determined by the department. Aggrieved by the aforesaid order an appeal before the Commissioner of Income Tax (Appeals) was filed by the company which is under process as on the balance sheet date.

► 41 Previous year figures have been regrouped / reclassified wherever necessary to conform to current year's classification.

► 42 Dividends

- Dividend for Preference Shareholders for the year 2024-25 is ₹ 18,500/-

- Cumulative dividend for Preference Shareholders payable is ₹ 2,62,271/-

► 43 FINANCIAL INSTRUMENTS

A. The carrying value and fair value of financial instruments:

Particulars	As at 31 March 2025		As at 31 March 2024	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial Assets				
At Amortised Cost				
Trade Receivables	6,742.28	6,742.28	3,903.73	3,903.73
Cash & Cash equivalents	11.23	11.23	195.59	195.59
Loans and Advances	3,495.39	3,495.39	6,932.08	6,932.08
Investment	2,894.08	2,894.08	3,583.51	3,583.51
Other Financial Asset	6.57	6.57	6.47	6.47
Total Financial Assets	13,149.56	13,149.56	14,621.37	14,621.37
Financial Liabilities				
At Amortised Cost				
Borrowings	2,641.15	2,641.15	737.66	737.66
Trade Payables	1,731.88	1,731.88	4,668.35	4,668.35
Other Financial Liabilities	323.21	323.21	248.07	248.07
Total Financial Liabilities	4,696.25	4,696.25	5,654.08	5,654.08

B. Fair value measurements recognised in the statement of financial position:

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 based on the degree to which the fair value is observable.

Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

-CONSOLIDATED SECTION-

Particulars	As at 31 March 2025			As at 31 March 2024		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
At Amortised Cost						
Trade Receivables	-	-	6,742.28	-	-	3,903.73
Cash & Cash equivalents	-	-	11.23	-	-	195.59
Loans and Advances	-	-	3,495.39	-	-	6,932.08
Investment	-	-	2,894.08	-	-	3,583.51
Other Financial Asset	-	-	6.57	-	-	6.47
Subtotal	-	-	13,149.56	-	-	14,621.37
Financial Liabilities						
At Amortised Cost						
Borrowings	-	-	2,641.15	-	-	737.66
Trade Payables	-	-	1,731.88	-	-	4,668.35
Other Financial Liabilities	-	-	323.21	-	-	248.07
Subtotal	-	-	4,696.25	-	-	5,654.08

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

Cash and cash equivalents, Trade receivables, Other current Financial assets, Trade payable and other current Financial liabilities approximate their carrying amounts largely due to the short-term maturities or nature of these instruments.

C. Fair values hierarchy

All assets and liabilities for which fair value is measured or disclosed in the Consolidated Financial Statements are categorised within the fair value hierarchy, described as follows:

Level 1: Quoted prices (unadjusted) in active markets for financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data rely as little as possible on entity specific estimates.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Financial assets and liabilities measured at fair value - recurring fair value measurements

As at 31 March 2025	Level 1	Level 2	Level 3	Total
Assets at fair value				
Investments measured at fair value through other comprehensive Income	-	-	-	-
Investments measured at fair value through profit and loss	-	-	-	-
Total	-	-	-	-
As at 31 March 2024	Level 1	Level 2	Level 3	Total
Assets at fair value				
Investments measured at fair value through other comprehensive Income	-	-	-	-
Investments measured at fair value through profit and loss	-	-	-	-
Total	-	-	-	-

There have been no transfers between levels during the period

Valuation process and technique used to determine fair value

- The management assessed that fair value of cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- The fair values of the equity investment which are quoted, are derived from quoted market prices in active markets. The Investments measured at fair value and falling under fair value hierarchy Level 3 are valued on the basis of valuation reports provided by external valuers with the exception of certain investments, where cost has been considered as an appropriate estimate of fair value because of a wide range of possible fair value measurements and cost represents the best estimate of fair values within that range.

- (iii) The fair value of non-current borrowings carrying floating-rate of interest is not impacted due to interest rate changes, and will not be significantly different from their carrying amounts as there is no significant change in the under-lying credit risk of the Company (since the date of inception of the loans).

D. Credit risk

The maximum exposure to credit risks is represented by the total carrying amount of these financial assets in the balance sheet		
Particulars	As at 31 March 2025	As at 31 March 2024
Trade receivables	6,742.28	3,903.73
Cash and cash equivalents	11.23	195.59
Investments	3,495.39	6,932.08
Loans	2,894.08	3,583.51
Other financial assets (including investments)	6.57	6.47

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

Credit risk on cash and cash equivalents and bank deposits is generally limited as the Company transacts with Banks having a high credit ratings assigned by domestic credit rating agencies.

► 44 Details of dues to Micro and Small Enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006.

Particulars	As at 31 March 2025	As at 31 March 2024
Principal amount remaining unpaid to any supplier as at the end of the accounting year	41.92	1,277.82
Interest due thereon remaining unpaid to any supplier as at the end of the accounting year*	-	-
The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
The amount of interest due and payable for the year	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

*Interest due on Micro and small Enterprises is nil, as confirmation from MSME creditors is received that no interest would be claimed or charged on outstanding balance with the company

► 45 Tax Expenses

Particulars	As at 31 March 2025	As at 31 March 2024
Profit before tax as per Companies Act 2013	628.23	717.50
Add : Disallowed expenditure or allowed income under income tax act	604.29	3.01
Less: Allowed expenditure or disallowed income under income tax act	657.01	789.81
Income from business/profession	575.51	(69.30)
Income from other sources	-	296.97
Income from capital gain	24.04	-
Tax rate (Section 115BAA)	25.17	25.17
Long term capital gain rate	14.30	17.16
Income tax expense	148.28	57.30

► 46 Additional Regulatory Information

- Company holds immovable property in its name and the same has been disclosed in the financial statements
- Company doesn't have investment property to revalue the property as is based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017

-CONSOLIDATED SECTION-

- (iii) Company doesn't have Property Plant and Equipment to revalue the same (including Right-of Use Assets), based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017
- (iv) Company doesn't have intangible asset to revalue the same, based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017
- (v) The Company has not provided any loans to Promoters, Directors, Key Managerial Persons or related parties. The loans provided to other body corporates are repayable on demand
- (vi) Company doesn't have any Capital-Work-in Progress
- (vii) Company does not have any intangible assets under developments
- (viii) The Company does not have any Benami Property, where any proceeding has been initiated pending against the company for holding any Benami Property.
- (ix) The Company has no borrowings from banks or financial institutions on the basis of security of current assets
- (x) The company has not been declared as a wilful defaulter by any lender who has the power to declare a Company as a wilful defaulter at any time during the financial year or after the end of the reporting period but before the date when the financial statements are approved.
- (xi) There are no transactions and/or balances outstanding with companies struck off under section 248 of the Companies Act, 2013
- (xii) The Company has not any charges or satisfaction yet to be registered with ROC beyond the statutory period
- (xiii) Section 135 of Companies Act, 2013 relating to CSR Policy is applicable on the Company
- (xiv) Compliance with number of layers of companies is applicable and same has been taken into effect in consolidated financial statements.
- (xv) Compliance with approved Scheme(s) of Arrangements, if any: NA
- (xvi) The additional information pursuant to Schedule III to the Companies Act, 2013 are either nil or not applicable.

► 46 Ratios

Ratio	Numerator	Denominator	Current period	Previous period	% variance	Reason for variance
Current Ratio	Current Assets	Current Liabilities	2.27	0.76	197%	The significant increase in the current ratio is primarily due to a substantial rise in current assets and/or a reduction in current liabilities, indicating improved short-term liquidity and working capital management in the current period.
Debt-Equity Ratio	Total Debt	Total shareholder's Equity	0.16	0.06	147%	The increase in this ratio an increase in debt. This suggests higher reliance on borrowed funds during the current period, though the ratio still remains within a comfortable range.
Debt Service Coverage Ratio	EBITDA	Interest+ Borrowing	0.42	2.93	-86%	The decline in DSCR is due to a lower EBITDA and an increase in debt servicing costs (interest + principal repayments). This indicates a reduced ability to service debt obligations from operational earnings.
Return On Equity	Net Income	Average Shareholder's Equity	0.03	0.16	-83%	The fall in ROE is attributed to a decline in net profit, while the average equity base may have remained stable or increased. This suggests lower profitability on shareholders' funds during the year.
Inventory Turnover Ratio	Cost of Goods Sold	Average Inventories	NA	NA	NA	NA
Trade Receivable Turnover Ratio	Net Credit Sale	Average account Receivable	8.30	11.23	-26%	The decline indicates slower collection from customers or an increase in average trade receivables, pointing to less efficient credit management.
Trade Payable Turnover Ratio	Net Credit Purchase	Average account Payable	13.44	7.59	77%	The rise in this ratio indicates faster payments to suppliers or a decrease in average trade payables, potentially due to improved liquidity or revised vendor payment terms.

Net Capital Turnover Ratio	Total Sale	Shareholder's Equity	2.60	2.37	10%	NA
Net Profit Ratio	Net Profit	Revenue	0.01	0.06	-84%	The significant drop is mainly due to reduced net profit margins, indicating higher operating costs, reduced income, or one-time expenses affecting profitability.
Return On Capital Employed	Earning Before Interest & Tax	Capital Employed	0.04	0.16	-71%	The decline is primarily due to lower EBIT and increased capital employed. This suggests less efficient use of capital in generating earnings.
Return on Investment	Profit from Investment	Cost of Investment	0%	9%	-98%	Return on investment during the current period is decreased.

► 47. Information on Segment Reporting pursuant to Ind AS 108 - Operating Segments

Operating segments:

Dealing in essential items

Trading Division - Infrastructure

Identification of segments:

The chief operational decision maker monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit and loss of the segment and is measured consistently with profit or loss in these financial statements. Operating segments have been identified on the basis of the nature of products.

Segment revenue and results

The expenses and income which are not directly attributable to any business segment are shown as unallocable expenditure (net of unallocable income).

Revenue by nature of products	Quarter Ended			Year Ended	Year Ended
Particulars	31-Mar-25	31-Dec-24	31-Mar-24	31-Mar-25	31-Mar-24
Dealing in Essential Items	9,630.86	12,110.55	-	40,492.49	-
Trading Division - Infrastructure	362.66	352.37	-	3,680.30	-
Total	9,993.52	12,462.92	-	44,172.80	-
2. Segment Results before tax and interest					
Particulars					
Dealing in Essential Items	234.57	304.08	-	1,047.08	-
Trading Division - Infrastructure	3.28	7.03	-	111.80	-
Sub Total	237.84	311.11	-	1,158.87	-
Less: Finance Cost	66.90	50.60	-	152.66	-
Add: Other Income	250.36	178.10	-	647.70	-
Less: Expenses	336.94	249.87	-	1,025.68	-
Profit before tax	84.36	188.73	-	628.23	-
Share in Profit (Loss) in Associate Entity	0.09	(3.61)		(5.94)	
Less: Tax expenses	89.39	61.35	-	238.38	-
Net profit for the year	(4.93)	123.78	-	383.91	-

Segment revenue, assets and liabilities results include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.

Segment assets and liabilities

The assets and liabilities of the Company are used interchangeably amongst segments. Allocation of such assets and liabilities is not practicable and any forced allocation would not result in any meaningful segregation. Hence, assets and liabilities have not been identified to any of the reportable segments.

Major customers

For the quarter ended March 2025, revenue from three customers of the essential item segment represented approximately ₹ 1,217.23 Lakhs, ₹1,154.12 and ₹ 1,060.65 Lakhs of the total revenue.

-CONSOLIDATED SECTION-

For the quarter ended December 2024, revenue from three customers of the essential item segment represented approximately ₹ 1,977.92 Lakhs, ₹1,690.56 and ₹ 1,590.49 Lakhs of the total revenue.

For the Year ended March 2025, revenue from one customers of the essential item segment represented approximately ₹ 5,759.90 Lakhs of the total revenue.

The comparative figures of segment results is not applicable because the company had single segment in the corresponding period/ year.

► 48 Employee benefits

Post-employment benefits plans

(a) Defined contribution plans

Particulars	As at 31 March 2025	As at 31 March 2024
Employer's contribution to provident fund	-	-

a) Reconciliation of present value of defined benefit obligation

Particulars	As at 31 March 2025	As at 31 March 2024
At the beginning of year	3.42	-
Current services cost	1.94	-
Interest cost	0.25	-
Remeasurements of Actuarial (gain)/ loss	(3.22)	-
At the end of year	2.39	-

b) Reconciliation of fair value of plan assets

Particulars	As at 31 March 2025	As at 31 March 2024
At the beginning of year	-	-
Investment income	-	-
At the end of year	-	-

c) Expenses recognised in the statement of profit and loss

Particulars	As at 31 March 2025	As at 31 March 2024
Service cost	1.94	-
Interest cost	0.25	-
Total	2.19	-

d) Amount recognised in other comprehensive income

Particulars	As at 31 March 2025	As at 31 March 2024
Actuarial (gain)/ losses	(3.22)	-

e) Assumptions used to determine the benefit obligation are as follows

Particulars	As at 31 March 2025	As at 31 March 2024
Discount rate	6.90%	
Expected rate of increase in compensation levels	5.00%	
Retirement age (in years)	60	
Attrition rate based on age (per annum)		
upto 30 years	3%	
31-44 years	2%	
Above 44 years	1%	

f) Maturity profile of defined benefit obligation

The weighted average duration of the defined benefit obligation is 12 years (Previous year 13 Years). The expected maturity analysis of undiscounted gratuity is as follows:

Expected cash flows over the next (valued on undiscounted basis)	As at 31 March 2025	As at 31 March 2024
1 year	0.01	-

2 to 5 years	0.27	-
6 to 10 years	0.86	-
More than 10 years	8.32	-

g) Sensitivity analysis

The sensitivity of defined benefit obligation to changes in the weighted principal assumptions is:

Particulars	As at 31 March 2025		As at 31 March 2024	
	Decrease	Increase	Decrease	Increase
Discount rate (1% movement)	2.61	2.20		
Salary growth rate (1% movement)	2.20	2.62		
Attrition Rate (- / + 50% of attrition rates)	2.37	2.42		
Mortality Rate (- / + 10% of mortality rates)	2.39	2.40		

The sensitivity analyses are based on change in above assumption while holding all other assumptions constant. The changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions, the same method (present value of the defined benefit obligation calculated with projected unit credit method at the end of the reporting year) has been applied, as has been applied when calculating the provision for defined benefit plan recognised in the Balance Sheet.

► 49 Other Statutory Informations

- Company holds immovable property in its name and the same has been disclosed in the financial statements
- Company have investment property to revalue the property as is based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017. As the property was acquired during the current financial year, no revaluation has been carried out as of the reporting date. Accordingly, the investment property is carried at cost in the financial statements.
- Company doesn't have Property Plant and Equipment to revalue the same (including Right-of Use Assets), based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017
- The Company does not have any "Benami Property", where any proceeding has been initiated pending against the Company for holding any "Benami Property".
- Company doesn't have intangible asset to revalue the same, based on the valuation by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017
- Company doesn't have any Capital-Work-in Progress
- Company does not have any intangible assets under developments
- The Company has not advanced any loan or advances in the nature of loan to specified persons viz. Promoters, Directors, KMP, and Related Parties which are repayable on demand or where the agreement document not specifies any terms or period of repayment.

(Amount in Lakhs)

S. No.	Name	Opening Balance	Given during the Year	Repaid During the Year	Closing Balance
1	Vrindaa Advanced Material Limited	1,533.99	10,809.97	(12,343.96)	-

- The Company has not been declared as a wilful defaulter by any lender who has the power to declare a Company as a wilful defaulter at any time during the financial year or after the end of the reporting period but before the date when the financial statements are approved.
- The Company has utilized funds raised from the issue of securities or borrowings from banks & financial institutions for the specific purposes, for which they were issued/taken.
- The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies) including foreign entities (intermediaries) with the understanding that the intermediary shall: -
 - 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 guarantees, securities or the like or on behalf of the ultimate beneficiaries
- The Company has not received any funds from any person(s) or entity(ies), including foreign entity(ies) (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall
 - 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 guarantees, securities or the like or on behalf of the ultimate beneficiaries

-CONSOLIDATED SECTION-

- m) There are no transactions and/or balances outstanding with companies struck off under section 248 of the Companies Act'2013.
- n) The Company does not have any transaction which is not recorded in the books of accounts but has been surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act, 1961.
- o) The Company has not traded or invested in cryptocurrency or virtual currency during the financial year.
- p) The Company does not have any charges or satisfaction of charges which is yet to be registered with the registrar of companies (ROC) beyond the satisfactory period.
- q) The Company has not any charges or satisfaction yet to be registered with ROC beyond the statutory period
- r) Section 135 of Companies Act, 2013 relating to CSR Policy is applicable on the Company
- s) Compliance with number of layers of companies is applicable and same has been taken into effect in consolidated financial statements.
- t) Compliance with approved Scheme(s) of Arrangements, if any: NA
- u) The additional information pursuant to Schedule III to the Companies Act, 2013 are either nil or not applicable.
- v) The company has borrowings from banks and accordingly company has submitted monthly stock statements with respective Financial Institutions. Details of security of current assets filed by the Company with banks & their difference is as per table annexed below:

Figure in Crores

Month	Name of the Bank	Particulars of Security Provided	Value as per Bank DP	Value as per Books	Difference	Remarks
April	State Bank of India	Inventories, trade receivables upto 90 days, advance to suppliers upto 90 days, net of trade payables and advances from customers	-	-	-	No material discrepancies, considering volume & size of DP. The reason for the discrepancy is mainly due to re-grouping of debtors or creditors.
May			-	-	-	
June			-	-	-	
July			-	-	-	
August			-	-	-	
September			-	-	-	
October			23.21	24.06	(0.86)	
November			22.77	23.78	(1.01)	
December			25.72	25.24	0.48	
January			22.23	22.02	0.20	
February			22.68	25.18	(2.50)	
March			22.49	22.35	0.14	

Note: The company has availed drawing power against working capital limits sanctioned from State Bank of India. Further no material discrepancies have been reported while submitting monthly drawing power statements to the bank. The company has not availed any excess DP during the year as the sanctioned limit is lower than company's DP eligibility as per stock statement submitted to bank and as per books of accounts for every month or quarter so the above discrepancies is not material or is irrelevant.

Notes forming integral part of the Ind AS Financial Statements- 1 to 49

**As per our Report of even date attached
For A. K. Bhargav & Co.
Chartered Accountants
FRN : 034063N**

**CA ARUN KUMAR BHARGAV
(Proprietor)
Membership No. 548396
UDIN : 25548396BMJAVP9146**

**Place: Delhi
Date: 27 May 2025**

**For and on behalf of the Board Of Directors
Integra Essentia Limited**

**Deepak Kumar Gupta
Director Cum CEO
DIN: 00057003**

**Shweta Singh
Director Cum CFO
DIN:- 09270488**

**Manoj Kumar Sharma
Director
DIN: 09665484**

**Pankaj Kumar Sharma
Company Secretary**



CIN: L74110DL2007PLC396238



Registered Office:

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Contact



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