



SANCHAY FINVEST LTD.

806, Dev Plaza, 68, S. V. Road, Andheri (West), Mumbai - 400 058.

Tel. : 2620 5500, 2671 6288 Fax : 2620 6072

E-mail : sanchayfin21@hotmail.com

Member : National Stock Exchange of India Ltd.

Date: 05th September, 2025

To,
The General Manager,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400 001

BSE CODE: 511563

SUBJECT: ANNUAL REPORT FOR FY 2024-25 NOTICE OF 34TH ANNUAL GENERAL MEETING ("AGM")

As required under Regulation 30 and Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we submit herewith the Annual Report of the Company for the Financial Year 2024-25 along with the Notice convening the 34th Annual General Meeting scheduled to be held on **Monday 29th September, 2025, at 02:00 P.M. (IST)** at registered office of the Company at 209, Rajani Bhuvan, 569 M.G. Road Indore, Madhya Pradesh 452001

In compliance with above mentioned circulars, the Annual Report of the Company for the Financial Year 2024-25 along with the Notice convening the 34th Annual General Meeting has been sent in electronic mode to Members whose email IDs are registered with the Company or the Depository Participant(s).

In compliance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations and Secretarial Standard - 2 on General Meetings issued by The Institute of Company Secretaries of India, the Company is providing the facility to Members to exercise their right to vote by electronic means on Resolutions proposed to be passed at AGM. The Company has engaged CDSL and you will be redirected to website www.evotingindia.com for providing facility for voting through remote e-Voting, for participation in the AGM through VC/OAVM and e-Voting during the AGM. The Register of Members and the Share Transfer books of the Company will remain closed from Tuesday on 23rd September 2025 to Monday on 29th September, 2025 (both days inclusive).

KEY INFORMATION:-

Cut-off date	Monday on 22 nd September, 2025
Day, Date and time of commencement of remote e-Voting	Friday on 26 th September, 2025 from 09:00 A.M
Day, Date and time of end of e-Voting	Sunday on 28 th September, 2025 till 05:00 P.M
Annual General Meeting	Monday on 29 th September, 2025 at 02:00 P.M



SANCHAY FINVEST LTD.

806, Dev Plaza, 68, S. V. Road, Andheri (West), Mumbai - 400 058.

Tel. : 2620 5500, 2671 6288 Fax : 2620 6072

E-mail : sanchayfin21@hotmail.com

Member : National Stock Exchange of India Ltd.

The copy of the Notice of AGM and Annual Report is also available on the company website at www.sanchayfinvest.in and on the website of the Stock Exchange at BSE Limited at www.bseindia.com and on the CDSL for providing e-voting facility through its website www.evotingindia.com, Ankit Consultancy Pvt Ltd, Registrar and Share Transfer Agent (RTA) website www.ankitonline.com at respectively.

Kindly acknowledge and take on record the same.

Thanking You

For and on behalf of Sanchay Finvest Limited

Naresh Kumar Nandlal Sharma
Managing Director
DIN: 00794218



Place: Indore

SANCHAY FINVEST LIMITED

CIN : L67120MP1991PLC006650

Registered Office:

209, Rajani Bhavan, 569, M.G.Road, Indore (M.P.) - 452 001

**34TH ANNUAL REPORT
2024-2025**

CORPORATE INFORMATION BOARD OF DIRECTORS

Mr. Nikhil Saran Mathur	Non-Executive, Independent Director
Mr. Narottam Kumar Nandlal Sharma	Non-Executive, Non- Independent Director
Mr. Naresh Kumar Nandlal Sharma	Executive Director, Managing Director
Mr. Milan Meghnad Shah	Non-Executive, Non- Independent Director
Mr. Sarthak Naresh Sharma	Executive, Whole time Director
Mrs. Neha Milan Shah	CFO and Company Secretary & Compliance Officer

SECRETARIAL AUDITORS

M/S. RAMESH CHANDRA MISHRA & ASSOCIATES, PRACTISING COMPANY
SECRETARIES

AUDITORS

M/S. JAIN JAGAWAT KAMDAR & CO. CHARTERED ACCOUNTANTS
(ICAI FRN:122530W)

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001

Email : sanchaay@gmail.com Website : www.sanchayinvest.in

LISTING

BSE LIMITED

REGISTRAR & SHARE TRANSFER AGENT

ANKIT CONSULTANCY PVT LTD

60, ELECTRONIC COMPLEX, PARDESHIPURA, INDORE (MP)-452010

INDEX

Sr. No	Particulars	Page No.
1.	Notice	1 – 21
2.	Directors' Report	22 – 33
3.	AOC-2 Annexure-I	34
4.	Corporate Governance Report Annexure-II	35 – 56
5.	Management Discussion and Analysis Report Annexure-III	57 - 58
6.	Secretarial Audit Report MR-3 Annexure-IV	59 - 63
7.	Code of Conduct Annexure-V	64
8.	Certification of Non-Disqualification of Director Annexure-VI	65 - 66
10.	MD and CFO Certification Annexure-VII	67
11.	Auditor's Report	68 - 81
12.	Balance Sheet	82
13.	Profit and Loss Accounts	83
14.	Cash Flow Statement	85
15.	Notes Forming part of Financial Statement & Schedule to Financial Statement & SAP	84 - 110
16.	Proxy Form	111 - 113
17.	Polling Paper	114 - 115
18.	Attendance Slip	116 - 117
19.	Route Map	118

NOTICE

NOTICE is hereby given that the **34th Annual General Meeting (AGM)** of the members of **SANCHAY FINVEST LIMITED** will be held on **Monday 29th September, 2025 at 2:00 P.M.** at the Registered office of the company situated at 209, Rajani Bhuvan, 569 M.G. Road Indore, Madhya Pradesh 452001, to transact the following business(es):

ORDINARY BUSINESS:

- 1. To consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon:**

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

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

- 2. To consider Re-appointment of Mr. Sarthak Naresh Sharma (DIN: 08239430) Whole Time Director who retires by rotation:**

To re-appoint Mr. Sarthak Naresh Sharma (DIN: 08239430) Whole Time Director, who retires by rotation and, being eligible, offers himself for re-appointment and in this regard consider and if thought fit, to pass, with or without modification(s), the following Resolution as **Ordinary Resolution**:

“RESOLVED THAT pursuant to Section 152 and other applicable provisions of the Companies Act, 2013 and Rules made there under, if any (including any statutory modifications or re-enactment thereof) and the Articles of Association of the Company, Mr. Sarthak Naresh Sharma (DIN: 08239430) who retires by rotation and being eligible, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

- 3. To consider Re-appointment of Mr. Narottam Kumar Nandlal Sharma (DIN: 00794167) Director who retires by rotation:**

To re-appoint Mr. Narottam Kumar Nandlal Sharma (DIN: 00794167) as Director, who retires by rotation and, being eligible, offers himself for re-appointment and in this regard consider and if thought fit, to pass, with or without modification(s), the following Resolution as **Ordinary Resolution**:

“RESOLVED THAT pursuant to Section 152 and other applicable provisions of the Companies Act, 2013 and Rules made there under, if any (including any statutory modifications or re-enactment thereof) and the Articles of Association of the Company, Mr. Narottam Kumar Nandlal Sharma (DIN: 00794167) who retires by rotation and being eligible, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001
CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

4. To Appoint Statutory Auditors of the Company and to fix their Remuneration :

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

"RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification (s), amendment (s) or re-enactment (s) thereof for the time being in force), and on the basis of the recommendations of the Audit Committee and Board of Directors, M/S. Jain Jagawat Kamdar & Co. Chartered Accountants (ICAI FRN:122530W), be and is hereby appointed as the Statutory Auditors of the Company for a term of five years from the conclusion of the 34th Annual General Meeting till the conclusion of the 39th Annual General Meeting of the Company to be held in year 2030 at such remuneration, as may be mutually agreed between the Statutory Auditors and the Board of Directors and further authorizing the Board of Directors to determine remuneration of remaining period on recommendation of Audit Committee.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

SPECIAL BUSINESS:**5. To Consider the Re-appointment of Mr. Naresh Kumar Sharma (DIN: 00794218) as Managing Director for Term of Three Years:**

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions, if any, read along with Schedule V of the Companies Act, 2013 ("Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the consent of the Members be and is hereby accorded to the re-appointment and terms of remuneration of Mr. Naresh Kumar Sharma (DIN: 00794218) as Managing Director of the Company for a period of three years, with effect from 01st October 2025, upon the terms and conditions set out in the Statement annexed to the Notice convening this Meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during his said tenure within the overall limits of Section 197 of the Companies Act, 2013 with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment and terms of remuneration as it may deem fit and in such manner as may be agreed to between the Board and the Managing Director;

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the period of Mr. Sharma's appointment, he will be paid or provided the salary, the allowances, and the

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001
CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

perquisites as set out in the foregoing part of this resolution as the “Minimum Remuneration”;

AND RESOLVED FURTHER THAT the Board of Directors (the “Board” which term includes a duly constituted Committee of the Board) be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.”

6. Shifting Of Registered Office From State of Madhya Pradesh To State of Maharashtra:-

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

“RESOLVED THAT pursuant to the provisions of Section 12 read with Section 13 and other applicable provisions, if any, of the Companies Act, 2013 read with Articles of Association of the Company and subject to such approvals, consents, sanctions and permissions from any appropriate authority/(ies) as may be necessary and subject to the approval of shareholders of the company and approval of the Central Government, the consent of the board be and is hereby given to shift of registered office of the company from State of **Madhya Pradesh to State of Maharashtra**;

RESOLVED FURTHER THAT Clause 2nd of the memorandum of association of the company is altered to read as:

“The registered office of the company will be situated in the **State of Maharashtra.**”

RESOLVED FURTHER THAT Any director or Company secretary of the company be and are hereby authorized to enter file such e-forms with Registrar of Companies, Mumbai Maharashtra and authorize to do such act, deeds, and things as are necessary to give effect to above Resolution.”

7. Appointment of Secretarial Auditor M/s Ramesh Chandra Mishra & Associates, Practicing Company Secretaries. For Term of Five Financial Years:

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

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and such other applicable provisions if any, and on the recommendation of Audit Committee and Board of Directors of the company, CS Ramesh Chandra Mishra, Practicing Company Secretary (Membership No. FCS 5477 & COP: 3987) from M/s Ramesh Chandra Mishra & Associates, Practicing Company Secretaries, a peer reviewed firm, being eligible, be and is hereby appointed as Secretarial Auditor of the Company for a term of Five (5) consecutive financial years commencing from the conclusion of the ensuing 34th Annual General Meeting till the conclusion of 39th Annual General Meeting to be held in the year 2030 (i.e. to conduct the Secretarial Audit for 5 financial year from 2025- 26 to 2029-30), on such remuneration as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and Secretarial Auditors from time to time;

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001
CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution."

For and on behalf of
Sanchay Finvest Limited

Sd/-
Naresh Kumar Nandlal Sharma
Managing Director
DIN: 00794218

Date: 02ND September, 2025
Place: Indore

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001
CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

NOTES :

(a) Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to **Item Nos. 4 to 7** is annexed hereto.

(b) Additional information, pursuant to Regulations 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('SEBI Listing Regulations') and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director retiring by rotation seeking Appointment/re-appointment at this Annual General Meeting ('Meeting' or 'AGM') as Ordinary Business and Appointment/re-appointment of Managing Director as Special Business is furnished as an **"Annexure-A"** to the Notice.

(c) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself / herself at the venue of the meeting and such proxy need not be a member of the company. The proxies to be effective should be deposited at the registered office of the Company not less than forty-eight (48) hours before the commencement of the meeting and in default, the instrument of proxy shall be treated as invalid. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution / authority, as applicable. A person can act as a proxy on behalf of members not exceeding 50 and holding in aggregate not more than 10% of the total share capital of the Company carrying voting rights. Accordingly, the facility for appointment of proxies by the Members will be available for the AGM and hence the Proxy Form and Attendance Slip are annexed to this Notice.

(d) In the case of Corporate Member, it is requested to send a scanned copy of the Board Resolution/Authorization authorizing the representative to attend the AGM physically and vote on its behalf at the meeting. The said Resolution / Authorization shall be sent to the Company Secretary by email through its registered email address to sanchaay@gmail.com

(e) The Route Map is annexed in this Notice. The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company.

(f) In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the LODR Regulations, the Company has extended remote e-voting facility for its members to enable them to cast their votes electronically on the resolutions set forth in this notice. The instructions for remote e-voting are provided in this notice. The remote e-voting commences on **Friday on 26th September 2025 at 9:00 a.m. (IST) and end on Sunday 28th September, 2025 at 5:00 p.m. (IST)**. The voting rights of the Shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date, i.e., **Monday 22nd September, 2025**.

(g) Any person who is not a member post cut-off date should treat this notice for information purposes only.

(h) A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.

(i) Any person, who acquires shares and becomes a Member of the Company after sending the notice and holding shares as of the cut-off date, i.e., Monday, 22nd September 2025 may obtain the login ID and

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001

CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

password by sending a request at helpdesk.evoting@cdslindia.com or to the Registrar and Share Transfer Agent (RTA) compliance@ankitonline.com. However, if he/she is already registered with Central Depository Services (India) Limited (CDSL) for remote e-voting then he/she can use his/her existing User ID and password for casting the vote.

(j) CS Ramesh Chandra Mishra, Practising Company Secretary (Membership No. FCS 5477 & COP No. 3987) from M/s Ramesh Chandra Mishra & Associates, has been appointed as the Scrutinizer to scrutinize the voting and e-voting process in a fair and transparent manner.

(k) The Scrutinizer shall within a period not exceeding 2 (Two) working days from the conclusion of the e-voting period unblock the votes in the presence of at least 2 (Two) witnesses not in the employment of the Company and make a Scrutinizer's report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company or a person authorised by him in writing.

(l) The Results shall be declared after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website viz. www.sanchayfinvest.in and on the website of CDSL within 2 (Two) working days of passing of the resolutions at the AGM of the Company and the same will also be communicated to the Stock Exchanges.

(m) To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their Depository Participants (DPs) in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form.

(n) Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their Depository Participants

(o) In compliance with the aforesaid MCA Circulars and SEBI Circular, Notice of the AGM along with the Annual Report 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ RTA/ Depositories. Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website www.sanchayfinvest.in, websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and on the website of CDSL at <https://helpdesk.evoting@cdslindia.com>. The Company will also be publishing an advertisement in newspaper containing the details about the AGM, date and time of AGM, availability of notice of AGM at the Company's website, manner of registering the email IDs of those shareholders who have not registered their email addresses with the Company/ RTA and other matters as may be required.

(p) Members attending the AGM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

(q) In case of joint holders, only one of the members whose name appears the Register of Members of the Company will be entitled to vote in respect of the resolutions proposed at the AGM.

(r) The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM but shall not be entitled to cast their vote again.

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001

CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

(s) Pursuant to Section 91 of the Act, the Register of Members of the Company will remain closed from **Tuesday 23rd September 2025 to Monday 29th September, 2025** (both the days inclusive).

(t) The Registers maintained under Section 170 & 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection till the conclusion of AGM by the members based on the request being sent on sanchaay@gmail.com

(u) Member(s) must quote their Folio Number/ DP ID & Client ID and contact details such as email address, contact no. etc. in all correspondences with the Company/ RTA.

(v) As per Regulation 40 of LODR Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the RTA for assistance in this regard.

(w) In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

(x) Pursuant to the provisions of Section 72 of the Act the Member(s) holding shares in physical form may nominate, in the prescribed manner, any person to whom all the rights in the shares shall vest in the event of death of the sole holder or all the joint holders. A nomination form for this purpose is available with the Company or its RTA. Member(s) holding shares in demat form may contact their respective DPs for availing this facility.

(y) Member(s) holding shares in physical form is/ are requested to notify immediately any change of their respective addresses and bank account details. Please note that request for change of address, if found incomplete in any respect shall be rejected. Members holding shares in demat form are requested to notify any change in their addresses, e-mails and/or bank account mandates to their respective DPs only and not to the Company/ RTA for effecting such changes. The Company uses addresses, e-mails and bank account mandates furnished by the Depositories for updating its records of the Shareholders holding shares in electronic/demat form.

CDSL E-VOTING SYSTEM – FOR REMOTE E-VOTING

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

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

(i) The remote e- voting period begins on **Friday on 26th September 2025 at 9:00 a.m. (IST) and end on Sunday on 28th September, 2025 at 5:00 p.m. (IST)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date , i.e.,

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001

CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

Monday on 22nd September, 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

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

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

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001
CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in Demat mode with CDSL Depository</p>	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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.</p> <p>3) 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.</p> <p>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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001

CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS” Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001

CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.comWebsite: www.sanchayfinvest.in

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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

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

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

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001
CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

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

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(i) Click on the **EVSN -250903015** for the relevant **“SANCHAY FINVEST LIMITED”** on which you choose to vote.

(ii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(iii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(iv) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001

CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

- (v) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (vi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (vii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (viii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

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

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; sanchaay@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001
CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33

For any other queries relating to the shares of the Company, you may contact the Registrar and Share Transfer Agent at the following address:

REGISTERED OFFICE OF RTA

ANKIT CONSULTANCY PVT LTD

02ND FLOOR ALANKAR POINT,

GITA BHAVAN CHOURAHA, A.B. ROAD, INDORE, MADHYA PRADESH, 452010

Website: www.ankitonline.com Tel No.: 0731-2491298

**For and on behalf of
Sanchay Finvest Limited**

Sd/-

Naresh Kumar Nandlal Sharma

Managing Director

DIN: 00794218

Date: 02nd September, 2025

Place: Indore

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001

CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

EXPLANATORY STATEMENT***PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND REGULATION 36 OF THE SEBI LISTING REGULATIONS AND SECRETARIAL STANDARD-2 ON GENERAL MEETINGS*****ITEM NO . 4 : TO APPOINT STATUTORY AUDITORS OF THE COMPANY AND TO FIX THEIR REMUNERATION :**

Members at the Extra Ordinary General Meeting of the Company, held on 24th September, 2024 had approved the appointment of M/s. Jain Jagawat Kamdar & Co. Chartered Accountants (ICAI FRN:122530W), as statutory auditors of the Company, to hold office from the conclusion of 34TH AGM till the conclusion of 39^{THS} AGM .

The terms of M/s. Jain Jagawat Kamdar & Co. Chartered Accountants (ICAI FRN:122530W) has been expired on this AGM, due to this your Directors had approved the appointment of Statutory Auditor of the Company for a period of 5 years commencing of 34th AGM to 39th AGM to be held in the year 2030 on following terms and conditions:

- a. Term of appointment: Upto (Five) consecutive years from the conclusion of this AGM till the conclusion of 39th AGM.
- b. Proposed Fees: The Professional audit and other certification fees plus applicable taxes and other out-of-pocket expenses in connection with the statutory audit for Financial Year ending March 31, 2026 and for subsequent year(s) of their term, such fee as determined by the Board, on recommendation of Audit Committee.

The proposed fees are based on knowledge, expertise, industry experience, time and efforts required to be put in by them, which is in line with the industry benchmark. The fees for services in the nature of certifications and other professional work will be in addition to the secretarial audit fee as above and will be determined by the Board in consultation with the Statutory Auditors and as per the recommendations of the Audit Committee.

- c. Basis of recommendations: The recommendations are based on the fulfilment of the eligibility criteria & qualification prescribed under the Act & Rules made thereunder and SEBI LODR Regulations with regard to the full time partners, of the audit firm, experience of the firm, capability, independent assessment, audit experience and also based on the evaluation of the quality of audit work done by them in the past.
- d. Credentials:
Jain Jagawat Kamdar & Co. ("JJK & Co.") formerly known as Jagawat & Associates can trace its roots back in 2002 and since that time it has grown steadily through focus on the fundamentals of providing sound practical advice with value for money.
In recent years, the firm has expanded considerably to become a broad-based provider of advice to owner as well as professionally managed businesses.

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001
CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

Currently Ten (10) partners head the firm. Forty-Five subordinates consisting of Qualified & semi qualified staff members support them.

It started as a firm focused in providing high quality service in the field of Audit, Accounting & Advisory. Today's entrepreneurs demand that chartered accountants do more than crunch the numbers. though the core competency still prevails, JJK&Co. now offers a broad based advisory service that makes it partners in its clients' overall business strategies – and successes. JJK&Co's services are designed to solve problems for entrepreneurs. JJK&Co's comprehensive approach includes information risk management, tax planning, business-information processing and management, and strategic advice. JJK&Co constantly innovates to find new ways to bring value to its clients through hard work and continuous efforts at self-improvement. JJK&Co takes pride in the fact that it is one of the few firms to have managed to combine professionalism with highly personalized service to its clients.

M/s Jain Jagawat Kamdar & Co. Chartered Accountants (ICAI FRN:122530W) is a Practicing Chartered Accountants firm with area of expertise in Direct & Indirect taxation, Accounting & Auditing Business Advisory & Assurance, Consulting & Advisory services.

The Audit Committee and the Board have recommended their appointment as the Statutory Auditors of the Company for a period of 5 years, at such remuneration as may be determined and recommended by the Audit Committee and duly approved by the Board of Directors of the Company. The Company has received consent letter and eligibility certificate from M/s Jain Jagawat Kamdar & Co. Chartered Accountants (ICAI FRN:122530W) to act as the Statutory Auditors of the Company along with a confirmation that their appointment, if made, would be within the limits prescribed under the Companies Act, 2013.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out in Item No.4. The Board recommends their appointment for approval of the shareholders.

ITEM NO. 5: RE-APPOINTMENT OF MR. NARESH KUMAR SHARMA (DIN: 00794218) AS MANAGING DIRECTOR:

The Company has received from Mr. Naresh Kumar Sharma (DIN: 00794218), Managing Director his Consent in writing to act as Director in Form DIR-2 pursuant to Rule & of the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Intimation in Form DIR-8 in terms of the Companies (Appointment and Qualifications of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act and Declaration pursuant to BSE Circular No. LISTYCOMP/14/2018-19 dated June 20, 2018, that he has not been debarred from holding office of a Director by virtue of any Order passed by Securities and Exchange Board of India or any other such authority.

The profile and specific areas of expertise of Mr. Naresh Kumar Sharma (DIN: 00794218), are provided as **Annexure-A** to this Notice.

The Board on 02ND September, 2025 re- appointed Mr. Naresh Kumar Sharma (DIN: 00794218), as

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001
CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

the Managing Director of the Company, for a further period of **three years** effective **1st October, 2025 to 30th September 2028**. Further he shall be liable to retire by rotation. Further on mutual discussion with Mr. Naresh Kumar Sharma (DIN: 00794218), considered and subject to approval of the Shareholders re-consider his re-appointment in this ensuing 34th Annual General Meeting.

The Board, while re-appointing Mr. Naresh Kumar Sharma (DIN: 00794218), as the Managing Director of the Company, considered his background, experience.

The main terms and conditions relating to the appointment and terms of remuneration Mr. Naresh Kumar Sharma (DIN: 00794218), MD are as follows:

(A) Period: For a period of 3 years i.e., from 01st October 2025 to 30th September 2028

(B) Nature of Duties: The MD shall devote his whole time and attention to the business of the Company and perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out in Item No.5.

The Board recommends their appointment for approval of the shareholders.

ITEM NO. 6: CHANGE OF REGISTERED OFFICE OF THE COMPANY FROM STATE OF MADHYA PRADESH TO STATE OF MAHARASHTRA:

The Management is operating from Mumbai in the state of Maharashtra. Presently, the Company's Registered Office has been located in Indore, Madhya Pradesh. The Board of Directors of at their meeting held on 11th August 2025 has proposed to shift the Registered Office of the Company from the State of Madhya Pradesh to the State of Maharashtra, within the jurisdiction of the Registrar of Companies, Mumbai to carry on the business of the Company more economically and efficiently and with better operational convenience. As per provisions of Section 12 and section 13 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, shifting of Registered Office of the Company from one state to another state requires approval of the Members by way of Special Resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out in Item No.6.

The Board recommends their appointment for approval of the shareholders.

ITEM NO. 7: APPOINTED CS RAMESH CHANDRA MISHRA, PRACTISING COMPANY SECRETARY (MEMBERSHIP NO. FCS 5477 & CP NO. 3987) FROM M/S RAMESH CHANDRA MISHRA & ASSOCIATES AS A SECRETARIAL AUDITOR OF THE COMPANY:

SEBI vide its notification dated December 12, 2024, amended the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). As per the amended regulations, listed companies are now required to obtain shareholders' approval, in addition to Board

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001
CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

approval, for the appointment of Secretarial Auditors. The appointed Secretarial Auditor must be a peer-reviewed practicing Company Secretary and must not have any disqualifications as prescribed by the SEBI. Additionally, any association of the individual or firm as the Secretarial Auditor of the listed entity prior to March 31, 2025, shall not be considered for the purpose of calculating the tenure under the said Regulation.

Pursuant to the above requirement, the Board at its meeting held on 29TH May 2025, considering the experience and expertise and based on the recommendation of the Audit Committee, has proposed to the Members of the Company the appointment of M/s. Ramesh Chandra Mishra & Associates, Company Secretaries a peer reviewed firm, as Secretarial Auditor of the Company for a period of Five (5) consecutive financial years, i.e. from financial year 2025-26 to financial year 2029-30 in terms of Regulation 24A of the SEBI Listing Regulations and SEBI Circular No. SEBI/ HO/CFD/CFD-PoD-2/CIR/P/ 2024/185 dated December 31, 2024 ("SEBI Circular") read with provisions of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Brief Profile:

FCS Ramesh Chandra Mishra (Membership No. FCS 5477, CP No. 3987) is the proprietor of M/s. Ramesh Chandra Mishra & Associates and a Practicing Company Secretary with over 25 years of experience in the field. In addition to filing various statutory returns under the Companies Act, he possesses extensive expertise in the incorporation of foreign companies, setting up branch offices in India, and handling matters related to mergers, amalgamations, and acquisitions through NCLT petitions. He also has significant experience representing clients in petitions before the Regional Director (RD), the National Company Law Tribunal (NCLT), the National Company Law Appellate Tribunal (NCLAT), and the Ministry of Corporate Affairs (MCA) on a range of company law matters.

Mr. Ramesh Chandra Mishra is well-versed in the legal frameworks related to Company Law, SEBI, RBI, FEMA, and more. He has practical experience in share transfer and transmission accounting, and is highly proficient in XBRL and IND-AS-based filings of annual returns, particularly for large corporations and Government companies.

Details as per Regulation 36(5) of the SEBI Listing Regulations are as follows :

- a. Term of appointment: Upto 5 (Five) consecutive years from the conclusion of this AGM till the conclusion of 39TH AGM.
- b. Proposed Fees: The professional and other certification fees plus applicable taxes and other out-of-pocket expenses in connection with the secretarial audit for Financial Year ending March 31, 2026 and for subsequent year(s) of their term, such fee as determined by the Board, on recommendation of Audit Committee.

The proposed fees are based on knowledge, expertise, industry experience, time and efforts

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001
CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

required to be put in by them, which is in line with the industry benchmark. The fees for services in the nature of certifications and other professional work will be in addition to the secretarial audit fee as above and will be determined by the Board in consultation with the Secretarial Auditors and as per the recommendations of the Audit Committee.

- c. Basis of recommendations: The recommendations are based on the fulfilment of the eligibility criteria & qualification prescribed under the Act & Rules made thereunder and SEBI LODR Regulations with regard to the full time partners, secretarial audit, experience of the firm, capability, independent assessment, audit experience and also based on the evaluation of the quality of audit work done by them in the past.

The appointment is subject to shareholders' approval at the Annual General Meeting. Accordingly, the approval of the Members is being sought for this proposed appointment.

None of the Directors, Key Managerial Personnel, or their respective relatives have any financial or other interest in the proposed resolution.

The Board seeks for the approval of the members for passing of the resolution as set out at item no. 7 of this Notice as an Ordinary Resolution.

**For and on behalf of
Sanchay Finvest Limited**

**Sd/-
Naresh Kumar Nandlal Sharma
Managing Director
DIN: 00794218**

**Date: 02nd September, 2025
Place: Indore**

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001
CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

“ANNEXURE-A”**DETAILS OF DIRECTORS RETIRING BY ROTATION AND SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING:**

[Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standards-2 on General Meetings]

SR. NO	NAME OF DIRECTOR	SARTHAK NARESH SHARMA	NAROTTAM KUMAR NANDLAL SHARMA	NARESH KUMAR NANDLAL SHARMA
1	DIN	08239430	00794167	00794218
2	Date of Birth	12/05/1997	01/03/1954	21/05/1967
3	Age	28 Years	71 years	58 years
4	Date of first appointment on the Board	29/09/2018	01/06/2000	30/11/2000
5	Qualification	MSC Business	Graduate	Graduate (B. Com)
6	Experience and Expertise	He has experience of more than 3 years in the Business. Presently as per the disclosure he is not associated with any Listed Company as a Director.	He is a Business Man and having experience of more than 15 years. Presently as per the disclosure he is not associated with any Listed Company as a Director.	He is a Business Man having experience of more and having experience of than 15 years.
7	No. of Meetings of the Board attended during the year	6	6	6
8	List of Directorship of other Boards	NIL	1. Sanchay Fincom Limited 2. Sujala Industrial Supplying Private Limited	1. Sanchay Fincom Limited 2. Sujala Industrial Supplying Private Limited
9	The Listed Entity from which Director has resigned in last three years	NIL	NIL	NIL

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001

CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

10	List of Membership / Chairmanship of Committees of other Companies	NIL	NIL	NIL
11	Shareholding in Company	NIL	3,00,000	3,00,000
12	Terms and Conditions of re-appointment	As per the NRC of the Company	As per the NRC of the Company	As per the NRC of the Company
13	Skills & capabilities required for the role and the manner in which the proposed person meets such requirement	Finance, Business Development, Human Resource & Operations and Leadership	Finance, Business Development, Human Resource & Operations and Leadership	Finance, Business Development, Human Resource & Operations and Leadership

Note: For other details such as number of meetings of the board attended during the year and remuneration drawn in respect of above Directors, please refer to the corporate governance report which is a part of this Annual Report

**For and on behalf of
Sanchay Finvest Limited**

Sd/-

Naresh Kumar Nandlal Sharma
Managing Director
DIN: 00794218

Date: 02nd September, 2025

Place: Indore

REGISTERED OFFICE:

209, Rajani Bhavan, 569, M.G. Road, Indore (M.P.) - 452 001
CIN: L67120MP1991PLC006650

Email : sanchaay@gmail.com

Website: www.sanchayfinvest.in

DIRECTOR'S REPORT

Dear Stakeholders,

We have the pleasure in presenting to you the 34th Board Report of the company together with the Audited Financial Statements for the period ended as on 31st March 2025;

1. HIGHLIGHTS OF FINANCIAL RESULTS:

The summarized financial results for the year ended as on 31st March 2025 are as under:

(Amount in Thousand)

Particulars	As on 31st March 2025	As on 31st March 2024
Revenue from Operations	2601.42	5886.99
Other Income	3,644.14	611.20
Total Income	6,245.56	6,498.19
Total Expenditure	8,354.84	4,127.02
Profit/(Loss) before tax	(2,920.42)	(1,408.77)
Total Tax Expenses	274.61	16.19
Net Profit/(Loss)	(3,195.03)	(1,424.96)
Earnings Per Share		
Basic	(1.01)	(0.42)
Diluted	(1.01)	(0.42)

2. STATE OF THE COMPANY'S AFFAIRS:

During the year under review, your company has made total turnover of Rs. 2601.42 Thousand as compared to previous year of Rs. 5886.99 Thousand decreased by 55.81% and Other Income of Rs. 3,644.14 Thousand as compared to previous year of Rs. 611.20 thousand increased by 496.22%. the other Income has been increased due to increase in Profit on sale of Offices Premises and Interest received on advance refunded for purchases of property.

Further, the Profit/(Loss) Before Tax of Rs. (2,920.42) thousand as compared to previous year of Rs. (1,424.96) thousands has been decreased the loss has been incurred due to increase in expenditure and some penalties levied by exchanges.

The Financial Statements for the year ended March 31, 2025 have been prepared in accordance with Indian Accounting Standards (Ind-AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act. There are no material departures from the prescribed norms stipulated by the accounting standards in preparation of the annual accounts.

3. TRANSFER TO RESERVES:-

During the year under review, no amount has been transferred to the general reserve of the Company.

4. DIVIDEND:-

For the Financial Year 2024-25, based on the Company's performance, the Board of Directors does not recommended any dividend.

5. CHANGE IN THE NATURE OF BUSINESS, IF ANY:

There was no change in the nature of business of the Company during the year. The company is mainly into the business of broking activities and cash and derivatives segment at BSE. The Company's main business is Investment in shares and Investment in Equity / Debt Mutual Funds.

6. INCREASE IN ISSUED, SUBSCRIBED AND PAID UP EQUITY SHARE CAPITAL:

During the financial year under review, there was no change in Authorized Share Capital and Equity Shares of the company

7. LISTING OF EQUITY SHARES :

The Company's equity shares are listed the BSE Stock Exchange;

"BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001, Maharashtra, India."

8. SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES :

The Company does not have any Subsidiary, Associates or Joint Venture Companies. Hence, clause is not applicable.

9. CHANGE IN NAME OF THE COMPANY:

During the Financial Year under review, the Company has not changed its name.

10. BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL (KMP):**Composition:**

The Company's Board of Directors consists of distinguished individuals with proven competence and integrity. Besides strong financial acumen, strategic astuteness, experience and leadership qualities, they have a significant degree of dedication to the Company and invest adequate time to Meetings and preparation. In terms of requirement of Listing Regulations, 2015, the Board has defined fundamentals, skills, expertise and competencies of the Directors in the context of the Company's business for effective functioning and how the current Board of Directors is fulfilling the required skills and competences. As of March 31, 2025, the Board consisted of Five (5) Directors, following are as follow:

Sr. No	Name and DIN	Designation
01.	Mr. Narottam Kumar Nandlal Sharma (DIN: 00794167)	Director
02.	Mr. Naresh Kumar Nandlal Sharma (DIN: 00794218)	Managing Director
03.	Mr. Nikhil Saran Mathur (DIN: 00192195)	Independent Director
04	Mr. Sarthak Naresh Sharma (DIN: 00794218)	Whole-time director
05.	Mr. Milan Meghnad Shah (DIN: 02964070)	Independent Director

Change in Directorship during the year:

1. Mr. Milan Meghnad Shah (DIN: 02964070) as an Additional Director (Non-Executive Independent) of the Company with effect from 06th December, 2024, subject to the approval of the members in the 33rd General Meeting to hold office for a term upto 5 (five) consecutive years from 06-12-2024 to 05-12-2029 and not liable to retire by rotation.”
2. Mr. Sureshkumar Nandlal Sharma (DIN: 00873851) has resigned from the post of the designation w.e.f. 19/11/2024 and board has noted the same.

Directors retiring by rotation

Pursuant to section 152 of the Companies Act 2013 and Regulation 36 SEBI (LODR) Regulations 2015 read with Secretarial Standard-2 on General Meetings the relevant rules made thereunder, Mr. Sarthak Naresh Sharma (DIN: 08239430) Whole Time Director and Mr. Narottam Kumar Nandlal Sharma (DIN: 00794167) Director is liable to retire by rotation at the ensuing Annual General Meeting (“AGM”) and being eligible, and has sought re-appointment.

Based on recommendation of the Nomination and Remuneration Committee, the Board of Directors has recommended their re-appointment and the matter is being placed for seeking approval of members at the ensuing Annual General Meeting of the Company.

None of the Directors of the Company are disqualified for being appointed as Directors as specified in Section 164(2) of the Companies Act, 2013 and Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Key Managerial Personnel

There has no change in designation of the Key Managerial Personnel. Mrs. Neha Milan Shah, Company secretary and Chief Financial Officer.

11. INDEPENDENT DIRECTORS:-

Statement on Declaration given by Independent Directors:

The Company has Two Independent Directors, namely Mr. Nikhil Saran Mathur and Mr. Milan Meghnad Shah. Each of them has submitted the requisite declarations under Section 149(7) of the Act, affirming that they meet the criteria of independence as outlined in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations.

In accordance with Regulation 25(8) of the SEBI Listing Regulations, all Independent Directors have further confirmed that they are not aware of any circumstances or situations that could impair their independence or affect their ability to exercise objective judgment free from external influence.

The Board of Directors has reviewed and duly noted these declarations and confirmations after conducting a thorough assessment of their accuracy. The Independent Directors have also affirmed compliance with the provisions of Schedule IV of the Act (Code for Independent Directors) and the Company’s Code of Conduct. There has been no change in the status or circumstances that would affect their designation as Independent Directors during the reporting period.

Additionally, the Company has received confirmation from all Independent Directors regarding their registration in the Independent Directors’ databank, maintained by the Indian Institute of Corporate Affairs, in accordance with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

The terms and conditions of appointment of the Independent Directors are placed on the website of the Company i.e. www.sanchayfinvest.in

Familiarization Programme for Independent Directors:-

Your Company has adopted a formal Familiarization Programme for Independent Directors to support their effective participation on the Board. As part of the familiarization process, the Company provides detailed insights into its business operations, industry dynamics, organizational structure, and group-level businesses. Independent Directors are also informed about the regulatory and compliance obligations under the Companies Act, 2013 and the SEBI Listing Regulations.

12. DIRECTORS' RESPONSIBILITIES STATEMENT:

Pursuant to the requirement under Section 134 (5) of Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- (i) In the preparation of the annual accounts, the applicable accounting standard had been followed along with proper explanation relating to material departures
- (ii) The Directors 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 at the end of the financial year and of the Profit or Loss of the Company for that period.
- (iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (iv) The Directors have prepared the Annual accounts on a going concern basis.
- (v) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (vi) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating.

13. NUMBER OF MEETINGS OF THE BOARD :

During the year under review, the Board has demonstrated a high level of involvement in guiding the Company, supported by detailed discussions and timely decisions. During the financial year, Six (6) meetings of the Board of Directors were held, the details of which are given in the Corporate Governance Report of the Company, which forms a part of the Annual Report. The intervening gap between the meetings was within the prescribed period under the Act and the SEBI Listing Regulations.

14. INDEPENDENT DIRECTOR'S MEETING:

During the year under review, the Independent Directors of the Company met 1 (one) time on February 12, 2025.

15. ANNUAL BOARD EVALUATION:

The Company has established a comprehensive framework for evaluating the performance of the Board of Directors, its Committees, and Individual Directors, in line with the requirements of Sections 134 and 178 of the Act, Regulation 17(10) of the SEBI Listing Regulations, and the Company's Nomination and Remuneration Policy.

As part of this evaluation process, structured and confidential questionnaires were circulated to all Directors to obtain feedback on various aspects of the Board's functioning, the effectiveness of its Committees, and the performance of each Director. The observations and responses received were compiled, analyzed, and subsequently presented to the Chairman of the Board for review and discussion.

The Evaluation of Directors covered several aspects, including their attendance and participation in meetings, understanding of the Company's operations and business environment, application of knowledge and expertise, quality of contributions to discussions, maintenance of confidentiality, integrity, and independent judgment. Directors were also evaluated on their alignment with the Company's core values, commitment to fiduciary responsibilities, and adherence to the Code of Conduct.

The Board's performance was assessed based on criteria such as the effectiveness of its oversight on compliance and governance matters, clarity in the roles of the Chairman and Executive/Non-Executive Directors, the diversity and mix of skills and expertise, strategic involvement, and overall guidance in areas such as risk management, financial reporting, ethics, and succession planning. Particular emphasis was placed on the Board's ability to provide strategic foresight and review the implementation of key initiatives and policies.

The evaluation of Committees considered their structure, independence, frequency of meetings, adherence to defined procedures, effectiveness in fulfilling their responsibilities, and the extent of their contribution to Board decisions. The Committees were also assessed on their ability to engage meaningfully with internal and external auditors, and their role in supporting oversight functions.

Based on the outcome, the Board concluded that the overall performance of the Board, its Committees, and individual Directors, including Independent Directors, was found to be satisfactory.

16. COMMITTEES OF THE BOARD:

As on 31st March 2025, the Board has constituted the following committees:

- Audit Committee;
- Nomination and Remuneration Committee;
- Stakeholder's Relationship Committee.

During the year, all recommendations made by the committees were approved by the Board.

Details of all the Committees such as terms of reference, composition and meetings held during the year under review are disclosed in the Corporate Governance Report, which forms part of this Annual Report.

17. PERFORMANCE OF THE BOARD AND COMMITTEES:

During the year under review, the performance of the Board & Committees and Individual Director(s) based on the below parameters was satisfactory:

- (i) All Directors had attended the Board meetings;
- (ii) The remunerations paid to Executive Directors are strictly as per the Company and industry policy.
- (iii) The Independent Directors only received sitting fees.
- (iv) The Independent Directors contributed significantly in the Board and committee deliberation and business and operations of the Company and subsidiaries based on their experience and knowledge and Independent views.
- (v) The compliances were reviewed periodically;
- (vi) Risk Management Policy was implemented at all critical levels and monitored by the Internal Audit team who places report with the Board and Audit committee.

18. CORPORATE SOCIAL RESPONSIBILITY:

Since the provisions of section 135 of the Companies Act, 2013 is not applicable to the Company as the limits are not breached; a report on CSR activities is not required to be annexed with this report.

19. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT:

The HR function is strategically integrated with the Company's long-term vision and is geared towards enhancing employee experience, performance, and future readiness. This year, our company "SANCHAY FINVEST LIMITED" remained committed to nurturing an inclusive and collaborative workplace culture that encourages transparency, creativity, and mutual respect. The Company actively promotes a learning oriented environment by investing in skill-building, leadership development, and cross-functional exposure, ensuring employees continue to grow and thrive within the organization.

20. NOMINATION AND REMUNERATION POLICY:

The Company has not constituted the NRC according to section 178 of the companies Act 2013 and as per SEBI (LODR) Regulation 2015 due to non-appointment of Non-Executive Directors on board. Further the company is in process for the experienced person to be appointed on board and complied the rules and regulations.

21. BOARD POLICIES:

The Company has the following policies which are applicable as per the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 which are placed on the website of the Company i.e.

- (i) Code of Conduct for Directors and Senior Management
- (ii) Nomination and Remuneration Policy
- (iii) Policy on Disclosure of Material Events
- (iv) Policy on preservation of Documents
- (v) Policy on archival of data
- (vi) Whistle Blower Policy
- (vii) Policy on Related Party Transactions
- (viii) POSH Policy
- (ix) Dividend Distribution Policy
- (x) Policy on Material Subsidiary

22. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENT RELATE AND THE DATE OF THE REPORT:

There was no material changes and commitments have occurred between the end of the Company's financial year of the Company to which the financial statements relate and the date of the report which may affect the financial position of the Company or its status as a "Going Concern".

23. INTERNAL FINANCIAL CONTROL & INTERNAL AUDIT:

The Company has in place a robust internal control system, commensurate with the size, scale, and complexity of its operations. These controls are supported by well-documented policies and standard operating procedures that govern key business processes. The internal control framework is designed to ensure the orderly and efficient conduct of business, including adherence to internal policies, safeguarding of assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records, and timely preparation of reliable financial information.

In compliance with Section 138 of the Act and the applicable provisions of the SEBI Listing Regulations, the Company has established a structured Internal Audit function. The scope, authority, and functioning of the internal audit are defined and reviewed periodically by the Audit Committee. Internal audits are conducted at regular intervals to assess the effectiveness of operational and financial controls and to provide assurance on the design and operating effectiveness of internal systems.

The internal audits during the year focused on key functional areas such as inventory management, stock, Human Resources, IT systems, and operational efficiency. The audit findings were presented to the Audit Committee on a quarterly basis, along with management's responses and action plans. Follow-up mechanisms are in place to ensure the timely implementation of corrective measures.

The internal and operational audit responsibilities are assigned to M/s. SKB J P & Co. Chartered Accountants, Internal Auditor who function independently and report directly to the Audit Committee to ensure objectivity and transparency in the audit process. The primary focus of their audit activities is to conduct a comprehensive assessment of business risks, evaluate the effectiveness of internal controls, and review core business processes for efficiency, compliance, and alignment with industry best practices.

24. INVESTOR EDUCATION AND PROTECTION FUND (IEPF):

There is no amount due to be transferred to the IEPF account. Hence, Clause is not applicable.

25. RELATED PARTY TRANSACTIONS:

During the year under review, The Company has entered into any transactions with related parties therefore, **Form AOC-2** has been annexed as "**Annexure-I**" required to furnish pursuant to 188(1) of the Companies Act 2013 read with Rule 8(1) of the Companies (Accounts) Rules, 2014.

Your Company has in place a Policy on Related Party Transactions for purpose of identification and monitoring of Related Party Transactions and is published on the Company's website i.e. sanchayfinvest.in

26. PARTICULARS OF LOANS, GUARANTEES, SECURITIES OR INVESTMENTS:

The company has neither given any loans or guarantees nor made any investments as covered under the provisions of section 186 of the Companies Act, 2013 during the financial year 2024-25.

27. DEPOSITS U/S 73 TO 76A OF COMPANIES ACT 2013:

During the financial year, The Company has not accepted any deposits within the meaning of Section 73 to 76A of the Companies Act, 2013 of the Act, read with the Rules made thereunder. Hence, Clause is not applicable.

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

The Company has not complied with the requirement of SEBI (LODR) Regulations, 2015 for which fine was levied by BSE on Company.

BSE has raised various mails to Company for various Non-Compliance of Regulation 33, 34, 31, 76 and Corporate Governance for Quarter March 2024, June 2024 and September 2024. They had also freezed Promoter Demat Account for Non-compliance of this Regulation.

Company afterwards complied this Regulations and BSE has levied SOP Fines vide mail dated 12.06.2025 for Late submissions of Rs. 20,06,000/-. Further Company has not paid any of this fine. Following are the details of Fine levied:

- For Quarter March 24 Late submissions of Regulation 33 – Rs. 845000/- and Regulation 34- Rs. 1,74,000/- .
- For Quarter June 24 Late submissions of Regulation 33 – Rs. 565000 /- .
- For Quarter September 24 Late submissions of Regulation 13(3) – Rs. 106000, Regulation 31 – Rs. 216000/- and Regulation 33- Rs. 100000/- .

29. DETAILS OF APPLICATIONS MADE OR PROCEEDINGS UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016:-

During the year under review, there is no application made or proceedings in the name of the company under the Insolvency and Bankruptcy Code, 2016.

30. ENVIRONMENT, HEALTH AND SAFETY:

Your Company remains fully committed to upholding the highest standards of legal compliance and operational excellence in all aspects of Health, Safety, and Environmental (HSE) management. During the year under review, the Company continued to focus on energy and water conservation, enhanced utilization of renewable energy sources, and efforts to minimize waste generation across operations. These initiatives are in alignment with the Company's broader goals of sustainable development and environmental stewardship.

The Company recognizes that safety is not a one-time initiative but an ongoing journey of continuous improvement. Accordingly, it has outlined future plans aimed at further enhancing the overall workforce well-being, promoting a proactive approach to health and safety, and embedding a strong safety-first culture throughout all operational sites.

Additionally, your Company reaffirms its commitment to providing a safe, healthy, and secure working environment across all manufacturing units and office, thereby ensuring a responsible and people-centric approach to organizational growth.

30. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

Your Company is committed to fostering a work environment that upholds the highest standards of safety, ethics, and legal compliance across all levels of its operations. To this end, a structured Vigil Mechanism / Whistle blower Policy have been implemented in line with the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations 2015. The Policy is also available on the Company's official website i.e. sanchayfinvest.in

There were no Complaints received for the financial year ended 31st March, 2025.

31. RISK MANAGEMENT POLICY:

The Company continues to have an effective Risk Management process in place. The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed also discussed at the meetings of the Audit Committee and the Board of Directors of the Company. Major risks, if any, identified by the business and functions are systematically addressed through mitigating action on a continuous basis.

32. AUDITORS & THEIR QUALIFICATION OR REMARKS OR OBSERVATION:

Statutory Auditors:

M/S. V. R. Bhabhra & Co, Chartered Accountants (FRN No. 112B61W) were appointed as Statutory Auditors of the Company for a period of five consecutive years at the Annual General Meeting (AGM) of the Members held on September 29, 2022 But due to non-receipt of renewed peer review certificate the Statutory Auditors has resigned from the Company w.e.f. 13th June, 2024;

M/s Jain Jagawat Kamdar & Co. Chartered Accountants (FRN No. 122530W) were appointed as a Statutory Auditors of the Company due to Casual Vacancy till the ensuing annual general meeting and they has given consent and eligibility for their appointment for term of 5 years from 34th AGM to 39th AGM ended on 2030.

Qualification:

As stated in Note 38 of the Statement, the Company has not made provision for expected credit losses in respect of certain current assets and/or current investments, including member deposit with the M.P. Stock Exchange (Rs. 50 thousand), OTC Exchange (Rs. 225 thousand), Stock Exchange card fees (Rs. 2,300 thousand), fixed deposit balance with Bank of India (Rs. 50 thousand), and doubtful trade receivables (Rs. 67.21 thousand). This is not in compliance with Ind AS 109 - Financial Instruments. Had such provision been made, the loss for the year would have increased and current assets would have been correspondingly reduced.

REPLY:

The Company is in the process of reassessing the recoverability of these balances and will consider recognition of appropriate provisions in accordance with Ind AS 109 in subsequent reporting periods, based on further evaluation of the probability of recovery and updated risk assessments.

This approach has been duly disclosed to ensure transparency and enable users of the financial statements to understand the potential impact on the financial position of the Company.

Secretarial Auditor:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed Ramesh Chandra Mishra & Associates, Company Secretary in practice (Membership No.: 5477 Certificate of Practice No. 3987), Secretarial Auditor to undertake the Secretarial Audit of the Company for the Financial Year ended March 31, 2024.

The Board has further appointed Mr. Ramesh Chandra Mishra, Practicing Company Secretary (Membership No. FCS 5477 & COP: 3987) from M/s Ramesh Chandra Mishra & Associates, Practicing Company Secretaries, a peer reviewed firm, for a term of Five (5) consecutive financial years commencing from the conclusion of the ensuing 34th Annual General Meeting till the conclusion of 39th Annual General Meeting to be held in the year 2030 (i.e. to conduct the Secretarial Audit for 5 financial year from 2025- 26 to 2029-30).

The Secretarial Audit Report is included as **Annexure-IV** and forms an integral part of this Report. The Secretarial Audit Report contain the qualifications, reservations, adverse remarks or disclaimer as provided in the **Annexure-IV**.

33. REPORTING OF FRAUDS BY AUDITORS:

During the year under review, neither the Statutory Auditors nor the Secretarial Auditor has reported to the Audit Committee under Section 143(12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Board's Report.

34. ACCOUNTING STANDARDS:

The Company has followed Indian Accounting Standards (IND AS) issued by the Ministry of Corporate Affairs in the preparation of its financial statements.

35. ANNUAL RETURN:

In accordance with the provisions of Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company has been made available on the Company's official website i.e. sanchayinvest.in

36. CORPORATE GOVERNANCE:

The Company remains steadfast in its commitment to upholding the highest standards of

Corporate Governance, emphasizing transparency, accountability, and ethical business practices in all aspects of its operations. In accordance with Regulation 34 read with Schedule V of the SEBI Listing Regulations, a separate report on Corporate Governance has been included as part of this Integrated Annual Report as **Annexure-II**.

Additionally, a certificate issued by Mr. Ramesh Chandra Mishra, Practicing Company Secretary (Membership No. FCS 5477 & COP: 3987) from M/s Ramesh Chandra Mishra & Associates, Practicing Company Secretaries of the Company, confirming compliance with the Corporate Governance requirements as prescribed under the Listing Regulations is annexed as **Annexure- II**.

37. MANAGEMENT DISCUSSION AND ANALYSIS REPORT :

The Management Discussion and Analysis Report for the year under review, as stipulated under the Regulation 34 read with Schedule V of SEBI Listing Regulations, forms part of this Annual Report and is annexed as **Annexure-III**.

The states of the affairs of the business along with the financial and operational developments have been discussed in detail in the Management Discussion and Analysis Report.

38. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company is firmly committed to fostering a safe, respectful, and inclusive workplace and maintains a zero-tolerance policy towards any form of discrimination or harassment. In alignment with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has implemented a comprehensive Anti-Harassment and Grievance Redressal Policy.

To ensure proper handling of such matters, an Internal Complaints Committee (ICC) is constituted at the Group level to address and resolve complaints related to sexual harassment in a timely and fair manner. The policy clearly outlines the procedures, roles, and responsibilities involved in addressing such concerns and aims to offer guidance and support to employees across all offices of the Company. The policy covers all women employees, including those who are permanent, temporary, or contractual. It is introduced to all employees during their induction.

During the financial year under review, the Company has not received any complaints pertaining to sexual harassment.

The details of complaints reported under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 during F.Y 2024-25 are as follows:

1. Number of complaints at the beginning of the financial year -**Nil**
2. Number of complaints filed and resolved during the financial year -**Nil**
3. Number of complaints pending at the end of the financial year -**Nil**

39. PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:

In accordance with the provisions of Section 134(3)(m) of the Companies Act, 2013, read with Rule 8(3) of the Companies (Accounts) Rules, 2014, the relevant information pertaining to conservation of energy, technology absorption, and foreign exchange earnings and outgo is as follows:

Conservation of energy: -

The steps taken or impact on conservation of energy: N.A.

The steps taken by the Company for utilizing alternate sources of energy: N.A.

The capital investment on energy conservation equipment: N.A.

Technology absorption:-

The efforts made towards technology absorption: N.A.

The benefits derived like product improvement, cost reduction product development or import substitution: N.A.

In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) -

The details of technology imported: N.A.

The year of import: N.A.

Whether the technology been fully absorbed. N.A.

If not fully absorbed, areas where absorption has not taken place and the reasons thereof; and: N.A.

The expenditure incurred on Research and Development. N.A.

Foreign Exchange Earnings and Outgo: N.A.

40. SECRETARIAL STANDARDS COMPLIANCES:

Your Company has complied with the Secretarial Standards issued by the Institute of Company Secretaries of India on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2).

41. DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOAN FROM THE BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:

The Company has not required to do Valuation Report and not required to do any settlement with the bank

42. COMPLIANCE WITH THE MATERNITY BENEFIT ACT, 1961:

The Company affirms that it has duly complied with all provisions of the Maternity Benefit Act, 1961, and has extended all statutory benefits to eligible women employees during the year.

43. LISTING WITH STOCK EXCHANGES:

Shares of the Company are listed on BSE Limited and the Company confirms that it has paid the annual Listing Fees for the year 2024-25.

44. CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT:

The Board of Directors has adopted a policy and procedure on Code of Conduct for the Board Members and employees of the Company in accordance with the SEBI (Prohibition of Insiders Trading) Regulations, 2015. This Code helps the Company to maintain the Standard of Business Ethics and ensure compliance with the legal requirements of the Company.

The Code is aimed at preventing any wrong doing and promoting ethical conduct at the Board and by employees. The Compliance Officer is responsible to ensure adherence to the Code by all concerned. The Code lays down the standard of Conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the workplace, in business practices and in dealing with stakeholders.

All the Board Members and the Senior Management Personnel have confirmed Compliance with the Code. Declaration of Code of Conduct is annexed as **Annexure- V**.

45. DISCLOSURE REQUIREMENTS:-

The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and is of the view that such systems are adequate and operating effectively.

46. MAINTAINANCE OF COST RECORDS:-

The Company is not required to maintain cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.

47. CAUTIONARY STATEMENT:-

Certain statements made in this Report, including those under Management Discussion and Analysis, Corporate Governance, the Notice to Shareholders, and other sections of the Annual Report, may constitute “forward-looking statements” as per applicable laws and regulations. These statements reflect the Company’s current intentions, expectations, projections, or forecasts regarding future performance.

However, actual outcomes may vary materially from those expressed or implied, owing to changes in market conditions, economic developments, or unforeseen circumstances. The Company does not assume any obligation or responsibility for the accuracy or completeness of such forward-looking statements, which may be subject to revision based on future events, developments, or the availability of new information.

47. ACKNOWLEDGEMENTS:

The Directors acknowledge and sincerely appreciate the dedication, perseverance, and hard work demonstrated by all employees across the Company. They also extend their heartfelt thanks to the shareholders, government bodies, regulatory authorities, banks, stock exchanges, depositories, auditors, customers, vendors, business associates, suppliers, distributors, and the communities surrounding the Company’s operations. The Directors are grateful for their continued support, trust, and confidence in the Company’s Management.

**For and on behalf of
Sanchay Finvest Limited**

**Sd/-
Naresh Kumar Nandlal Sharma
Managing Director
DIN: 00794218**

**Sd/-
Sarthak Naresh Sharma
Whole-Time Director
DIN: 08239430**

**Date: 02nd September 2025
Place: Indore**

FORM NO. AOC-2

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 transactions under third proviso thereto (Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

1. Details of contracts or arrangements or transactions not at arm's length basis -

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

2. Details of material contracts or arrangement or transactions at arm's length basis -

Sr No.	Name(s) of Related Party	Nature of Relationship	Nature of Contracts/arrangements/transactions	Duration of Contracts/arrangements/transactions	Salient Terms of the Contracts/arrangements/transactions	Date of Approval by the BOD	Amount paid as Advances if any;
1	Vinita Sharma	Relative of Director	Brokerage Income	As per Contract	During the year the Income has been paid of Rs. 2.75 Thousand	30 th May 2024	NA
2	Narmada N Sharma	Relative of Director	Office Society Maintenance & Property Tax	As per Contract	During the year the Income has been paid of Rs. 162.03 Thousand	30 th May 2024	NA

**For and on behalf of
Sanchay Finvest Limited**

**Sd/-
Naresh Kumar Nandlal Sharma
Managing Director
DIN: 00794218**

**Date: 02nd September 2025
Place: Indore**

REPORT ON CORPORATE GOVERNANCE

[Report on Corporate Governance pursuant to the Companies Act, 2013 ("the Act) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 {"SEBI Listing Regulations"} and forming a part of the report of the Board of Directors]

1. Company's philosophy on Corporate Governance

The Company's corporate governance philosophy revolve around fair and transparent governance and disclosure practices in line with the Principles of Good Corporate Governance. This philosophy is backed by principles of concerns, commitment, ethics, excellence and learning in all its acts and relationships with stakeholders, clients, associates and the community at large. The Company believes that good Corporate Governance is a continuous process and strives to improve its Corporate Governance practices to meet shareholder's expectations. The business is governed and supervised by a strong Board of Directors and together with the management, they are committed to uphold the principles of excellence across all activities.

The Company is compliant with the latest provisions of the SEBI Listing Regulations as amended from time to time.

2. Board of Directors

The composition of the Board as on March 31, 2025 comprised of 5 (Five) Directors with optimum combination of Whole Time Directors and Independent Directors i.e., 2 (Two) Executive Director , 1 (One) are Non-Executive Non-Independent Directors and 2 (two) are Non-Executive Independent Directors (with no Independent Woman Director). All the members are eminent persons with considerable professional expertise and experience.

The Board Members are not related to each other and the number of Directorships/Committee memberships held by Executive and Non-Executive Independent Directors are within the permissible limits under SEBI Listing Regulations, 2015 and the Act.

Board Procedure-

The Board Meeting is conducted at regular intervals i.e. at least once in every quarter to discuss and decide the business strategies, policies and to review the performance of the Company. All the necessary documents and information pertaining to the matters to be considered at each Board Meeting and Committee Meeting is made available to the Board of Directors and Committee Members to discharge their responsibilities effectively.

The details of other Directorships/Chairmanship and Membership of Committees held by Directors of the Company (including the company) as on March 31, 2025 is given below:

Attendance, Directorships and Committee positions-

Name of Directors	Category	No. of Other Directorships and Committee Chairmanship(s)/Membership(s)			Particulars of Directorships in other Listed Entities	
		*Directorships	#Chairmans hip	#Members hip	Name of the Company	Category of Directorsh ip

Mr. Naresh Kumar Nandlal Sharma (DIN: 00794218)	Chairperson, Promoter, Managing Director	3	1	0	0	0
Mr. Sarthak Naresh Sharma (DIN: 08239430)	Whole Time Director	1	0	0	0	0
Mr. Narottam Kumar Nandlal Sharma (DIN: 00794167)	Non-Executive Non-Independent Director	3	0	2	0	0
Mr. Nikhil Saran Mathur (DIN: 00192195)	Non-Executive Independent Director	9	2	0	0	0
Mr. Milan Meghnad Shah*** (DIN: 02964070)	Non-Executive Non-Independent Director	1	0	2	0	0
Mrs. Sushama Anuj Yadav* (DIN: 07910845)	Non-Executive Independent Director	3	2	4	1. Wagend Infra Venture Limited 2. Nutricircle Limited	Independent Director Independent Director
Mr. Suresh Kumar Nandlal Sharma** (DIN: 00873851)	Non-Executive Non-Independent Director	2	0	2	0	0

* Mrs. Sushama Anuj Yadav resigned from the post of Independent Director w.e.f. 09.07.2024.

** Mr. Suresh Kumar Nandlal Sharma resigned from the post of Non- Executive Non-Independent Director w.e.f. 19.11.2024.

*** Mr. Milan Meghnad Shah was appointed as an Non-Executive Independent Director w.e.f. 06.12.2024.

Notes:

1. While considering the total number of directorships, directorships in foreign companies and companies incorporated under Section 8 of the Act have been excluded.
2. While calculating number of Membership of Committee in other Companies, it includes Audit Committee, and Stakeholders' Relationship Committee of Public Companies (listed and unlisted) only.
3. In terms of Part C of Schedule V of the SEBI Listing Regulations, it is hereby disclosed that there is no other inter-se relationship amongst the Directors.
4. The number of Directorship, Chairmanship/ Membership in Committees of all Directors is within prescribed limit under the Act and Regulation 26 of the SEBI Listing Regulations.

Board Meetings

The Board Meeting is conducted at least once in every quarter to discuss the performance of the Company and its Quarterly Financial Results, along with other matters regarding the Company. The Board also meets to consider other business(es), whenever required, from time to time. Agenda of the business(es) to be transacted at the Board Meeting along with explanatory notes thereto are drafted and circulated well in advance to the Board of Directors of the Company.


The Company always ensures that the Board members are presented with all the relevant information on vital matters affecting the working of the Company including the information as inter-alia specified under Part A of Schedule II of Regulation 17(7) of the SEBI Listing Regulations. Every Board Member is free to suggest the inclusion of any item on the agenda and hold due discussions thereto.





Meetings held during the financial year 2024-25

Six (6) Board Meetings were held during the year under review and gap between the two meetings did not exceed 120 days. The meetings were held on the following dates:

Board Meeting Dates	May 30, 2024	August 24, 2024	November 15, 2024	December 06, 2024	December 07, 2024	February 12, 2025
Mode of Meeting	Physical Meeting at the Registered Office of the company					

The attendance of each Director at the Board Meeting and the last Annual General Meeting is given thereunder:

Name of Directors	Particulars of attendance for the Board Meetings		Attendance for last AGM held on 30th September, 2024
	Meetings held during the Director's tenure	Board Meetings Attended	
Mr. Naresh Kumar Nandlal Sharma (DIN: 00794218)	6	6	

Mr. Sarthak Naresh Sharma (DIN: 08239430)	6	6	
Mr. Narottam Kumar Nandlal Sharma (DIN: 00794167)	6	6	
Mr. Nikhil Saran Mathur (DIN: 00192195)	6	6	
Mr. Milan Meghnad Shah*** (DIN: 02964070)	3	3	
Mrs. Sushama Anuj Yadav* (DIN: 07910845)	1	1	X
Mr. Suresh Kumar Nandlal Sharma** (DIN: 00873851)	3	3	X

* **Mrs. Sushama Anuj Yadav resigned from the post of Independent Director w.e.f. 09.07.2024.**

** **Mr. Suresh Kumar Nandlal Sharma resigned from the post of Non- Executive Non-Independent Director w.e.f. 19.11.2024.**

*** **Mr. Milan Meghnad Shah was appointed as an Non-Executive Independent Director w.e.f. 06.12.2024.**

Independent Directors

The term "Independent Director" is defined under Section 149 of the Act and the applicable rules, as well as Regulation 16(1)(b) of the SEBI Listing Regulations. In accordance with Section 149(7) of the Act, all Independent Directors have submitted declarations confirming that they meet the independence criteria laid out in Section 149(6) of the Act and the SEBI Listing Regulations. Based on these declarations, the Board has reviewed and verified their authenticity and confirms that the Independent Directors meet all requirements of independence and are fully compliant with the provisions of the Act and SEBI Listing Regulations.

Additionally, all Independent Directors have affirmed that there are no existing or foreseeable circumstances that could impact their status as Independent Directors or hinder their ability to effectively perform their duties. They are also in compliance with the limit on the number of independent directorships as prescribed under Regulation 17A of the SEBI Listing Regulations.

For the financial year ended March 31, 2025, there were one resignation from Independent Director and one Appointment in Independent Director on the Board. Furthermore, all Directors have confirmed that they do not serve as members in more than 10 committees or as Chairpersons in more than 5 committees, in accordance with Regulation 26(1) of the SEBI Listing Regulations, across all companies where they hold directorships.

In line with Regulation 46 of the SEBI Listing Regulations, the terms and conditions of appointment of Independent Directors are publicly accessible on the Company's website at www.sanchayfinvest.in.

Familiarisation Programmes

At the time of appointment, the Independent Directors are made aware of their roles and responsibilities through a formal letter of appointment which stipulates various terms and conditions. At Board and Committee meetings, the Independent Directors are regularly familiarised on the business model, strategies, operations, functions, policies and procedures of the Company and its Subsidiaries. All Directors attend the familiarisation programmes as these are scheduled to coincide with the Board meeting calendar.

The details of such programmes for familiarization of Independent Directors with the Company are available at the website of the Company at the web link www.sanchayfinvest.in.

Matrix Setting Out the Skills/Expertise/Competence of the Board of Directors

The Board of Directors of the Company plays a pivotal role in guiding the strategic direction and ensuring the effective governance of the organization. In order to fulfil its responsibilities and maintain a high standard of corporate oversight, the Board continually assesses the collective skills and competencies required in the context of the Company's evolving business landscape, sectoral challenges, and regulatory requirements.

In compliance with Regulation 34(3) and Schedule V of the SEBI Listing Regulations, the Board has identified a set of core skills, expertise, and competencies that are necessary for the effective functioning of the Company. These attributes are currently available among the Board members, who bring diverse professional experiences and a strong commitment to ethical governance and strategic excellence.

The identified skills reflect the nature of the industry, the Company's strategic priorities, and the dynamic global business environment in which it operates. The Board regularly reviews these skills to ensure continued alignment with emerging trends, risks, and stakeholder expectations.

Business	Understanding of business dynamics, across various geographical markets, industry verticals and regulatory jurisdictions.
Leadership	Extended Leadership experience for a significant enterprise, resulting in a practical understanding of organizations, processes, strategic planning and risk management. Demonstrated strengths in developing talent, planning succession and driving change and long term growth.
Strategy and Planning	Appreciation of long-term trends, strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.
Governance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability, building long term effective stakeholder engagements and driving corporate ethics and values.
Financial	Leadership of a financial firm or management of the finance function of an enterprise, resulting in proficiency in complex financial management, capital allocation and financial reporting processes or experience in actively supervising a principle financial officer, principle accounting officer,

	controller, public accountant, auditor or person performing similar function.
Marketing	Experience in developing strategies to grow sales and market share, build awareness and equity and enhance enterprise reputation.

In terms of requirement of SEBI Listing Regulations, the Board has identified the following core skills / expertise / competencies of the Directors in the context of the Company's business for effective functioning as follows:

Name of the Director	Area of Expertise					
	Business	Leadership	Strategy and Planning	Governance	Financial	Sales & Marketing
Mr. Naresh Kumar Nandlal Sharma (DIN: 00794218)	✓	✓	✓	✓	✓	✓
Mr. Sarthak Naresh Sharma (DIN: 08239430)		✓		✓	✓	
Mr. Narottam Kumar Nandlal Sharma (DIN: 00794167)	✓					✓
Mr. Nikhil Saran Mathur (DIN: 00192195)	✓	✓	✓	✓	✓	
Mr. Milan Meghnad Shah*** (DIN: 02964070)	✓	✓	✓	✓	✓	✓
Mrs. Sushama Anuj Yadav* (DIN: 07910845)		✓	✓	✓	✓	
Mr. Suresh Kumar Nandlal Sharma** (DIN: 00873851)	✓	✓		✓	✓	

Committees of Board of Directors

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

1. Audit Committee;
2. Nomination and Remuneration Committee;
3. Stakeholder's Relationship Committee.

The composition of all the mandatory Committees meets the requirements of the Act and the SEBI Listing Regulations.

The details of the role and composition of the Committees of the Board including the number of meetings held during the Financial Year under review and attendance there at, are provided below.

Audit Committee

The terms of reference of the Audit Committee satisfy the requirement of Section 177 of the Act read with Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 18 of SEBI Listing Regulations.

The Audit Committee assists the Board in its responsibility for overseeing the quality and integrity of the accounting, auditing and reporting practices of the Company and its compliance with the legal and regulatory requirements. The Chairman of the Committee is financially literate and all other members of the Audit Committee have accounting or related financial management expertise.

Terms of Reference-

The brief terms of reference of the Audit Committee include the following:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a) Matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Act;
 - b) Changes, if any, in accounting policies and practices and reasons for the same;
 - c) Major accounting entries involving estimates based on the exercise of judgment by management;
 - d) Significant adjustments made in the financial statements arising out of audit findings;
 - e) Compliance with listing and other legal requirements relating to financial statements;
 - f) Disclosure of any related party transactions;
 - g) Modified opinion(s) in the draft audit report;
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public issue or rights issue or preferential issue or qualified institutions placement], and making appropriate recommendations to the board to take up steps in this matter;
7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;

8. Approval or any subsequent modification of transactions of the listed entity with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the listed entity, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the whistle blower mechanism;
19. Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the audit committee;
21. Reviewing the utilisation of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision; and
22. Consider and comment on rationale, cost benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders.

Mandatorily review the following information:

- 1) Management discussion and analysis of financial condition and results of operations;
- 2) Management letters / letters of internal control weaknesses issued by the statutory auditors;
- 3) Internal audit reports relating to internal control weaknesses;
- 4) The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee;
- 5) Statement of deviations;
 - a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1);
 - b) Annual statement of funds utilised for purposes other than those stated in the offer document/ prospectus/notice in terms of Regulation 32(7).

Composition, Meetings and Attendance

During the Financial year 2024-25, the Audit Committee met Four (4) times.

The composition of the Audit committee, date of the meeting from 1st April, 2024 to 31st March, 2025 and attendance of the Audit committee meetings is given below:

Name of Members	Category	Meeting Dates	Novemb er 15, 2024	Decem ber 12 , 2024	December 07 , 2024	Februar y 12, 2025	
		Mode of Meeting	Physical Meeting at the Registered Office				
		No of Meetings Attended					
Mr. Nikhil Saran Mathur (Chairperson)	Independent Director	4	✓	✓	✓	✓	
Mr. Narottam Kumar Nandlal Sharma (Member)	Non-Executive Non-Independent Director	4	✓	✓	✓	✓	
Mr. Naresh Kumar Nandlal Sharma (Member)	Executive Director	4	✓	✓	✓	✓	
Mrs. Sushama Anuj Yadav* (Member)	Independent Director	0	X	X	X	X	
Mr. Milan Meghnad Shah*** (Member)	Independent Director	3	X	✓	✓	✓	

* Mrs. Sushama Anuj Yadav resigned from the post of Independent Director w.e.f. 09.07.2024.

*** Mr. Milan Meghnad Shah was appointed as an Non-Executive Independent Director w.e.f. 06.12.2024.

The Functional Heads, Internal Auditors, Representatives of Statutory Auditors attend the meetings of Audit Committee from time to time. The Chairperson of the Audit Committee Meeting was present at the 33rd Annual General Meeting held on December 30, 2024.

4. Nomination and Remuneration Committee

The Nomination and Remuneration Committee ("NRC") of the Company is duly constituted as per Regulation 19 of the SEBI Listing Regulations, read with the provisions of Section 178 of the Act.

The Company has not constituted the NRC according to section 178 of the companies Act 2013 and as per SEBI (LODR) Regulation 2015 due to non-appointment of Non-Executive Directors on board. Further the company is in process for the experienced person to be appointed on board and complied the rules and regulations.

Performance evaluation criteria for Independent Directors

Pursuant to the provisions of Section 134(3)(p) of the Act read with the SEBI Listing Regulations, the Nomination and Remuneration Committee carried out the annual performance evaluation of the 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 performance evaluation of the Independent Non-Executive Directors was carried out by the entire Board on the criteria and framework adopted by Board (the concerned Director being evaluated did not participate). On the basis of ranking filled in the evaluation questionnaire and discussion of the Board, the Directors have expressed their satisfaction on the performance of the Independent Non-Executive Directors.

5. Stakeholders' Relationship Committee

The Stakeholders' Relationship Committee ("SRC") is constituted as per the requirements of Regulation 20 of the SEBI Listing Regulations and Section 178 of the Act.

It consists of three (3) Directors who are non- Executive Directors as on March 31, 2025. The Chairperson of Stakeholders Relationship Committee attends the Annual General Meeting to answer the queries raised by the Shareholders / Security holders, if any.

Composition, Meetings and Attendance

During the Financial Year 2024-25 the Stakeholders Relationship Committee met 2 (Two) times. The Composition of the Committee, date of the meetings and attendance of Stakeholders Relationship Committee members in the said meetings is given below –

Name of Members	Category	Meeting Dates	December 06, 2024	February 12, 2025
		Mode of Meeting	Physical Meeting at the Registered Office	
		No of Meetings Attended		
Mr. Nikhil Saran Mathur (Chairperson)	Independent Director	2	✓	✓
Mr. Narottam Kumar Nandlal Sharma (Member)	Non-Executive Non-Independent Director	2	✓	✓
Mr. Naresh Kumar Nandlal Sharma (Member)	Executive Director	2	✓	✓

Mrs. Sushama Anuj Yadav* (Member)	Independent Director	0	X	X
Mr. Milan Meghnad Shah*** (Member)	Independent Director	2	✓	✓

Name, designation and contact details of the Compliance Officer

Mrs. Neha Milan Shah, Company Secretary and Compliance Officer (ICSI M. NO.: A33674), is the Compliance Officer of the Company.

The Compliance Officer can be contacted at:

INTEGRATED HITECH LIMITED

Office Address- 209, Rajani Bhuvan, 569m.G. Road, Indore,, Madhya Pradesh, India, 452001.

Tel: 022 2620 5500,

- Email: sanchaay@gmail.com
- Website : www.sanchayfinvest.in

Status of investors' complaints as on March 31, 2025

During the year, zero **(0)** Complaints were received through the SCORES portal of SEBI. No request for Share Transfer or Dematerialisation was pending for approval as on March 31, 2025.

The details of shareholders' complaints received and disposed of, during the year under review are as under:

No. of Investor complaints pending at the beginning	0
No. of Investor complaints received	0
No. of Investor complaints disposed off	0
No. of Investor complaints unresolved	0

6. Remuneration of Directors

A. Policy on Remuneration

At Sanchay Finvest Limited, our people are central to our success. We consider our human capital as one of our most valuable assets. Accordingly, our remuneration framework is designed to ensure fair, transparent, and competitive compensation for Directors, senior management, and employees across all levels.

Our remuneration strategy is focused on:

- Attracting and retaining top talent,
- Recognizing and rewarding performance, and
- Aligning individual goals with the Company's long-term vision and objectives.

No loans or advances were made to any Directors during the financial year 2024-25.

The Nomination and Remuneration Policy outlines the guiding principles and is accessible to all stakeholders through the Company's official website at: www.sanchayfinvest.in

B. Remuneration to Independent Directors

Independent Directors are compensated solely through sitting fees for attending Board and Committee meetings. In order to maintain independence, no performance-linked incentives or stock options are extended to Independent Directors.

There are no pecuniary relationships or transactions between the Non-Executive Directors and the Company that require disclosure under applicable regulations.

C. Remuneration to Executive Director

The remuneration of the Managing Director and Whole-Time Directors is governed by applicable provisions of the Companies Act, 2013, relevant rules, SEBI regulations, and shareholder approvals. It includes a combination of fixed pay, allowances, and retirement benefits. No performance-linked incentives were paid during FY 2024-25.

Service Contract, Notice Period and severance Fee

- The term of appointment for Executive Directors is **three years**, subject to retirement by rotation as per the Companies Act, 2013.
- The notice period for termination is **90 days** from either side.
- **No severance fee** is payable on termination of appointment.

8. General Body Meetings

A) Details of Last Three Annual General Meetings are as under

AGM	Financial Year	Day, Date and Time	Venue	Details of Special Resolution Passed
31 ST	2021-2022	Thursday, September 29,2022 2:00 p.m.	Registered Office of the Company	Re-Appointment of Mr, Naresh Kumar Sharma (DIN; 00794218) - as Managing Director.
32 ND	2022-23	Thursday, 28 TH September,2023	Registered Office of the Company	A) Adoption of Memorandum of Association as per provisions of the

		12:30 p.m.		<p>Companies Act, 2013.</p> <p>B) Alteration In Main Object Clause In Memorandum Of Association.</p> <p>C) Change of Registered Office of the Company from State of Madhya Pradesh to State of Maharashtra .</p> <p>D) Adoption of Articles of Association as per the provisions of the Companies Act, 2013</p> <p>E) To consider Regularization/Appointm ent of Mrs. Sushama Anuj Yadav (DIN: 07910845) as Director - Independent (Non-Executive) of the Company</p> <p>F) Appointment of Mr. Sarthak Sharma (DIN: 08239430) as an Executive Director (Whole time Director) of the Company and fixing his Remuneration</p> <p>G) To consider and approve the increase in borrowing limit and to secure them through various Instruments Convertible Debentures and Preference Shares under section 180 of the Companies Act, 2013.</p>
33 RD	2023-24	Monday, 30» December, 2024 01:00 p.m.	Registered Office of the Company	<p>A) To consider Regularization/Appointm ent of Mr. Milan Meghnad Shah (DIN: 02964070) as Director - Independent (Non-Executive) of the Company;</p> <p>B) To consider and approve the increase in borrowing limit up to Rs. 500 crore pursuant to the section 180 (1)(c) of the Companies Act, 2013;</p>

The Chairperson of the Audit Committee was present at all the above AGMs. All resolutions moved at the Annual General Meeting were passed by the requisite majority of shareholders.

B) Extraordinary General Meetings

One Extraordinary General Meetings were held during the financial year 2024-25 i.e. 244TH September, 2024 to consider & approve the Appointment of M/S. Jain Jagawat Kamdar & Co. Chartered Accountants (ICAI FRN:122530W) as a statutory auditors of the company.

C) Details of resolutions passed by way of postal ballot

There is currently no proposal to pass any resolution by way of postal ballot. None of the matters scheduled for consideration at the upcoming Annual General Meeting require approval through a postal ballot process.

9. Means of Communication

Quarterly Results	The Company communicates to the Stock Exchange about the quarterly financial results within 30 minutes from the conclusion of the Board in which the same is approved.
Newspapers wherein results normally published	The results are usually published in the Financial Express (English) and Madras Mani (Regional) newspapers.
Website	All the information and disclosures required to be disseminated as per Regulation 46(2) of the SEBI Listing Regulations and under the Act are being posted at Company's website: www.sanchayinvest.in
	All the official news releases and presentations on significant developments in the Company to the institutional investors or analysts are hosted on Company's website www.sanchayinvest.in and provided to the Stock Exchanges https://www.bseindia.com/
	The Company ensures necessary updation of details pertaining to calls or presentations to institutional investors or analysts to the Stock Exchanges and also uploads the same on the website of the Company.
Designated e-mail address for investor services	To serve the investors better and as required under SEBI Listing Regulations, the designated e-mail address for investors complaints is sanchaay@gmail.com

10. General Shareholder Information

a) Annual General Meeting - Date, Time and Venue	34 TH Annual General Meeting at the Registered Office of the company 209, Rajani Bhuvan, 569 M.G. Road, Indore, Madhya Pradesh, India, 452001
b) Financial Year	April to March

c) Registered Office	209, Rajani Bhuvan, 569 M.G. Road, Indore, Madhya Pradesh, India, 452001
d) Corporate Office	806, Dev Plaza, 68, S.V. Road, Andheri West, Mumbai, Maharashtra, India, 400058
g) CIN	L67120MP1991PLC006650
h) Name and Address of Stock Exchanges where Company's securities are listed	BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001, India.
j) Listing fees	The Annual Listing fees for the financial year 2025-26 has been paid to BSE Limited.
k) Share Registrar and Transfer Agents	M/s. Ankit Consultancy Pvt Ltd, 60, Electronic Complex, Pardeshipura, Indore (MP)-452010 PHONE NO:: 0731-4065799, 4065797 Email: investor@ankitonline.com
l) Company Secretary & Compliance officer	Mrs. Neha Milan Shah

n) Share Transfer System

Pursuant to the directive of the Securities and Exchange Board of India (SEBI), physical transfer of shares has been dispensed with. In reference to SEBI Circular dated January 25, 2022, the security holder/ claimant shall submit duly filled up Form ISR-4 for processing of service request related to transmission, transposition, consolidation/sub-division/endorsement of share certificate, issue of duplicate share certificate along with requisite documents. The Company/RTA shall issue letter of confirmation after processing the service requests which shall be valid for a period of 120 days from the date of its issuance, within which the securities holder/claimant shall make a request to the Depository Participant for dematerializing the said securities. The Form ISR-4 is available on the website of the Company.

o) Shareholding Pattern (Equity) as on March 31, 2025

	No. of Shares	% Equity
Promoter	18,79,863	61.91
Non Resident Indian	137	0.00
Public	10,87,690	35.82
Body Corporate	67,000	2.21

Others	1,694	0.06
Total	30,36,387	100

q) Distribution of Shareholding as on March 31, 2025

Sr. No	Shareholding of Shares Amount(Rs.)	Number of Shareholders Number	% of Total Shareholders %	Shares Amount	% of Total Share Capital %
1	upto 1000	4681	73.83	4527930	14.37
2	1001 to 2000	1035	16.33	2057750	6.53
3	2001 to 3000	151	2.38	446730	1.42
4	3001 to 4000	103	1.63	410750	1.30
5	4001 to 5000	112	1.77	555070	1.76
6	5001 to 10000	141	2.22	1109630	3.52
7	10001 to 20000	59	0.93	842900	2.68
8	20001 to 30000	23	0.36	564690	1.79
9	30001 to 40000	14	0.22	487270	1.55
10	40001 to 50000	7	0.11	314380	1.00
11	50001 to 100000	7	0.11	519850	1.65
12	100001 and above	7	0.11	19663050	62.42
	Total	6340	100	100046000	100

r) Dematerialization of Shares and Liquidity

63.09% of the Paid-up Capital is held in Dematerialised form with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on March 31, 2025 under ISIN No: **INE654D01010**

Particulars	NSDL	CDSL	Physical	Total
Shares	18,74,727	1,13,613	11,61,660	31,50,000
Shares (%)	59.48%	3.61%	36.91%	100%

s) Outstanding GDRs/ ADRs/ Warrants or any convertible instruments

The Company has not issued any GDRs, ADRs, Warrants or any convertible instruments.

t) Commodity Price Risk or Foreign exchange risk and hedging activities

The Company faces risks related to exchange rate fluctuations. Effective planning and strategic measures help protect the Company's interests amid volatility in foreign exchange rates and commodity prices. The Company has not entered into any commodity hedging activities.

u) Plant Locations

There are no Plant Locations of the company.

v) credit rating

Credit Ratings not Applicable to the company.

w) Address for correspondence

Registered Office: 209, Rajani Bhuvan, 569m.G. Road, Indore, Madhya Pradesh, India, 452001.

x) Details with respect to Demat Suspense Account/Unclaimed Suspense Account as per Regulation 34(3) of SEBI Listing Regulations

Particulars	Shareholders		Physical	
	No. of Shareholder	No. of equity shares	No. of Shareholder	No. of equity shares
Aggregate no. of shareholders and the outstanding shares in the suspense account lying as on April 1, 2024	NIL	NIL	NIL	NIL
Number of shareholders who approached the Company for transfer of shares from suspense accounts during the year	-	-	-	-
Number of shareholders to whom shares were transferred from the suspense account during the year	-	-	-	-
Shares Transferred to IEPF A/c	-	-	-	-
Aggregate number of shareholders and the outstanding shares in the suspense account lying as on March 31,	NIL	NIL	NIL	NIL

2025				
------	--	--	--	--

11. Other Disclosures

a) Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large;

During the year under review, all the related party transactions that were entered into were on an arm's length basis and in the ordinary course of business, and there were no material related party transactions that had potential conflict with the interest of the Company at large. The details of the transactions with the related parties are placed before the Audit Committee on a quarterly basis in compliance with the provisions of Section 177 of the Act, and Rules framed thereunder and Regulation 23 of the SEBI Listing Regulations. Details of Related Party Transactions are disclosed in the notes to the Financial Statements as per the applicable Indian Accounting Standards. There were no Related Party Transactions during the year.

b) Details of Non-Compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years:

The Company has not complied with the requirement of SEBI (LODR) Regulations, 2015 for which fine was levied by BSE on Company.

BSE has raised various mails to Company for various Non Compliance of Regulation 33, 34, 31, 76 and Corporate Governance for Quarter March 2024, June 2024 and September 2024. They had also frozen Promoter Demat Account for Non compliance of this Regulation.

Company afterwards complied this Regulations and BSE has levied SOP Fines vide mail dated 12.06.2025 for Late submissions of Rs. 20,06,000/-. Further Company has not paid any of this fine. Following are the details of Fine levied :

- For Quarter March 24 Late submissions of Regulation 33 – Rs. 845000/- and Regulation 34- Rs. 1,74,000/- .
- For Quarter June 24 Late submissions of Regulation 33 – Rs. 565000 /- .
- For Quarter September 24 Late submissions of Regulation 13(3) – Rs. 106000, Regulation 31 – Rs. 216000/- and Regulation 33- Rs. 100000/- .

c) Disclosure of Vigil Mechanism/ Whistle Blower Policy and access to the Chairperson of the Audit Committee;

The Company has put in place a mechanism for employees to report to the Management, concerns about unethical behaviour, actual or suspected fraud or violation of the Companies Code of Conduct or Ethics Policy. The said Policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the higher levels of supervisors, managers including the Audit Committee. We confirm that during the financial year 2024-25 no employee of the Company was denied access to the Chairperson of the Audit Committee. The Whistle Blower Policy is displayed on the Company's website viz.

www.sanchayinvest.in

This policy also provides for adequate safeguards against victimization of employees who avail of the mechanism and provides for direct access to the Ombudsperson/Audit Committee Chairperson under the Code.

No personnel have been denied access to the Audit Committee.

d) Details of compliance with all the mandatory requirements and adoption of the non-mandatory requirements:

The Company has complied with all the mandatory requirements of the SEBI Listing Regulations relating to corporate governance.

e) Web Link where policy for determining 'material' subsidiaries is disclosed;

To determine 'material subsidiary', the Company has adopted a 'Policy for Determining Material Subsidiary' and the same has been hosted on the website of the Company on the following web link; www.sanchayinvest.in

Web link where policy on dealing with related party transactions:

The Company has formulated a policy on materiality of Related Party Transactions and dealing with Related Party Transactions in line with the requirements of Section 177 (4) (iv) and 188 of the Act, read with Rules framed thereunder and the SEBI Listing Regulations, amended from time to time. This Policy has been posted on the website of the Company at the www.sanchayinvest.in.

f) Disclosure of commodity price risk and commodity hedging activities- NA

g) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A): NA

h) A certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority is annexed to this report. (Annexure - V)

i) Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year, the same to be disclosed along with reasons thereof:

During the Financial Year 2024-25 there have not been any instances where the Board of Directors have not accepted any recommendations of any committee of the Board which is mandatorily required.

j) Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditors and all entities in the network firm/network entity of which the statutory auditor is part during the Financial Year 2024-25.

Total fees which is required to be paid by the Company to the Statutory Auditors of the Company 'M/s. Jain Jagawat Kamdar & Co. Chartered Accountants (ICAI FRN:122530W).', on the consolidated basis is as follows; Auditors Remuneration (exclusive of tax & GST)

Particulars	2024-25 (in Rs)
Audit fees and Other Matters	2,05,000

Total	2,05,000
--------------	-----------------

k) Disclosures in relation to Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company is committed to creating and maintaining an environment in which employees can work without any fear of harassment, exploitation or intimidation. The Company makes sure that every employee is made aware that the company is strongly opposed to sexual harassment and such behaviour is prohibited both by law and Integrated Hitech Limited.

Integrated Hitech Limited ensures complete anonymity and confidentiality of information. Disclosure in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

Number of complaints filed during the financial year	Nil
Number of complaints disposed of during the financial year	Nil
Number of complaints pending as on the end of the financial year	Nil

l) Disclosure by the listed entity and its subsidiaries of 'Loans and advances in the nature of loans to firms/ companies in which directors are interested by name and amount':

No loans or advances were extended to firms or companies in whom directors hold interests throughout the year.

m) Details of material subsidiaries of the listed entity; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries:

The Company has no material Subsidiary and hence this clause is not applicable.

12) Non-Compliance of any Requirement of Corporate Governance Report

There have been instances of non-compliance of requirement of the Corporate Governance Report as prescribed by the SEBI Listing Regulations. There is No Independent Women Director in Board.

13) Discretionary Requirements

The Company has voluntarily complied with the following discretionary requirements as provided under Regulation 27 (1) read with Part E of the Schedule II of the SEBI Listing Regulations:

The Board	The Company has Executive Director as Chairperson.
Shareholder Rights	The quarterly and half-yearly financial performances are published in the newspapers and are also posted on the website of the Company, the same are not being sent to the members.

Modified opinion(s) in audit report	The Statutory Auditors have issued an modified audit opinion on the financial statements of the Company for the year ended March 31, 2025.
Separate posts of Chairperson and the Managing Director or the Chief Executive Officer	The Company has same persons to the post of the Chairperson and the Managing Director.
Reporting of internal auditor	The Internal Auditor reports to Chairperson cum Managing Director and has direct access to the Audit Committee.

**For and behalf of Board of Directors
Sanchay Finvest Limited**

**Date: 02.09.2025
Place: Indore**

Sd/- Sarthak Naresh Sharma Whole Time Director DIN: 08239430	Sd/- Naresh Kumar Nandlal Sharma Managing Director DIN: 00794218
---	---

CERTIFICATE OF COMPLIANCE WITH THE CORPORATE GOVERNANCE

**To,
The Members,
Sanchay Finvest Limited
CIN: L67120MP1991PLC006650
Address: 209, Rajani Bhuvan,
569 M.G. Road Indore MP – 452001**

We have examined the compliance on the conditions of Corporate Governance by **Sanchay Finvest Limited** ('the Company') for the year ended on **March 31, 2025**. As stipulated under Regulations 17 to 27, clauses (b) (i) of sub-regulation (2) of Regulation 46 and para C. D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**SEBI Listing Regulations**).

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination has been limited to the procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance as stipulated in the said Listing Regulations. It is neither an audit nor an expression of opinion on the financial statement of the Company.

In our opinion and to the best of our information and according to the explanations given to us and based on the representations made by the Directors and the Management, we certify that the Company has not complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended March 31, 2025.

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

**For Ramesh Chandra Mishra & Associates
Sd/-
Ramesh Chandra Mishra
Company Secretary in Practice
Membership No: FCS 5477
PCS: 3987**

**UDIN NO.: F005477G000494471
Peer Review Certificate No.: 1133/2021**

**Date: 29th May 2025
Place: Mumbai**

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure & Developments:

The Company is mainly into broking activities and cash and derivatives segment at BSE. The related income is mainly from brokerage. During the year under review the income of the company has substantially reduced.

Opportunities & Threats:

The company anticipated growth because of the friendly economic policies of the government to give boost to the capital market. In the years to come the capital market will see a growth. RBI and the financial commission already hinted positive growth rate for the company.

Segment-wise Performance:

The Company's main business is Investment in shares and Investment in Equity / Debt Mutual Funds and all the activities of the Company are related to its main business. As such there are no separate reportable segments.

(a) Outlook:

The Company continues to explore the possibilities of expansion and will make the necessary investments when attractive opportunities arise.

(b) Risks and Concerns:

The Company is exposed to specific risks that are particular to its businesses and the environment within which it operates, including interest rate volatility, economic cycle, market risk and credit risk. The Company manages these risks by maintaining a conservative financial profile and by following prudent business and risk management policies.

(c) Internal Control Systems & their Adequacy:

The Company's operating and business control procedures have been framed in order that they ensure efficient use of resources and comply with the procedures and regulatory requirements. The Company has a proper and adequate system of internal controls to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and the transactions are authorized, recorded and reported correctly. The Audit Committee reviews the quarterly and annual financial statements, adequacy of disclosures treatment of various items involving accounting judgments.

(d) Discussions on Financial Performance with respect to Operational Performance:

The turnover of the company during the year has Increased compared to last year.

(e) Human Resource Development:

The Company believes that the human resources are vital in giving the Company a Competitive edge in the current business environment. The Company's philosophy is to provide congenial work environment, performance oriented work culture, knowledge acquisition/ dissemination, creativity and responsibility. As in the past, the Company has enjoyed cordial relations with the employees at all levels.

(f) Cautionary Statement:

Statements in this report on Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results

could differ materially from those expressed or implied.

**For and on behalf of
Sanchay Finvest Limited**

**Sd/-
Naresh Kumar Nandlal Sharma
Managing Director
DIN: 00794218**

**Date: 02nd September 2025
Place: Indore**

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025
*[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the
Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

To,
The Members,
Sanchay Finvest Limited
CIN: L67120MP1991PLC006650
Address: 209, Rajani Bhuvan,
569 M.G. Road Indore MP – 452001

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Sanchay Finvest Limited (CIN: L67120MP1991PLC006650)** ('the Company') for the financial year ended **31st March, 2025**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2025 complied with the statutory provisions listed hereunder and also that the Company has 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 31st March, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (the Act), and Rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;(Not applicable to the Company during the Audit Period)
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Agreement, Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a. Simplified Listing Agreement for Debt Securities;

- b. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended;
- c. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- e. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- f. Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(Not applicable to the Company during the audit period)**;
- g. Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(Not applicable to the Company during the audit period)**;
- h. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding Companies Act and dealing with client **(Not applicable to the Company during the audit period)**;
- i. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the Company during the audit period)**;
- j. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable to the Company during the audit period)**
- k. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 **(Not applicable to the Company during the audit period)**

(vi) As informed to us, the other laws as may be applicable specifically to the Company are:

- a. The Electricity Act, 2003;
- b. The Environment (Protection) Act, 1986;

We are not reporting on Fiscal Laws, since those are to be covered by the Statutory Auditor in the course of Statutory Audit.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI) relating to Board meetings and General Meetings i.e. SS-1 and SS-2 respectively.

- (ii) The Listing Agreements entered into by the Company with BSE Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments from time to time.

During the period under review and as per the explanations and clarifications given to us and the representations made by the Management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above.

1. The Company has not complied with the 100% promoters holding in the demat form.

2. Filing of various forms and returns with Registrar of Companies in the prescribed time or within the extended time with payment of additional fees under Companies Act, 2013.

* During the period under review, it was observed that the Company has not filed the e-form AOC-4 XBRL (Filing of Annual Financial statement) and MGT-7 (Annual return) for FY 2023-24 with the Registrar of Companies within the prescribed timelines as required under Companies Act, 2013.

3. The Company has not complied with the requirement of SEBI (LODR) Regulations, 2015 for which fine was levied by BSE on Company.

BSE has raised various mails to Company for various Non Compliance of Regulation 33, 34, 31, 76 and Corporate Governance for Quarter March 2024, June 2024 and September 2024. They had also frozen Promoter Demat Account for Non compliance of this Regulation.

Company afterwards complied this Regulations and BSE has levied SOP Fines for Late submissions of Rs. 20,06,000/-. Further Company has not paid any of this fine.

Following are the details of Fine levied :

- For Quarter March 2024 Late submissions of Regulation 33 – Rs. 845000/- and Regulation 34- Rs. 1,74,000/- .
- For Quarter June 2024 Late submissions of Regulation 33 – Rs. 565000 /- .
- For Quarter September 2024 Late submissions of Regulation 13(3) – Rs. 106000, Regulation 31 – Rs. 216000/- and Regulation 33- Rs. 100000/-

4. However due to delay in finalisation of accounts because of resignation of statutory auditor the Audited accounts could not be submitted within the prescribed timeline.

* During the audit period under review, the Company was required to hold its Annual General Meeting (AGM) within the prescribed time in terms of Section 96 of the Companies Act, 2013. However the company made an application to Registrar of companies (ROC) for extension of time to hold the AGM for the financial year ended 31/03/2024. Accordingly, the AGM of the company was held on 30/12/2024.

5. The company has issued and allotted 2,00,000 12% Non-Cumulative Redeemable Preference Shares (NCRPS) On Preferential Basis in the Extraordinary General Meeting (EGM) held on 11/10/2023 but has not yet redeem the balance pending of Rs 4700000/- also the company has not paid dividend at the agreed rate to preference shareholders.

We further report that:

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above Subject to the following Observation/comments/adverse Remarks:

1. The Company has not complied with the Section 149(4) of the Companies Act, 2013, as the Company has only Two Independent Director on the Board. Hence, the Board does not have proper composition. Further out of one Mr. Nikhil Saran Mathur (DIN: 00192195) was appointed as Independent Director on 30th March, 2001 and now he ceased to be as an Independent director as he enjoyed his 2 term of 5 years each.
2. Section 177(2) of the Companies Act of 2013 states that the audit committee must have a minimum of three directors, with independent directors constituting a majority. The Company has not complied with the Section 177(2) of the Companies Act, 2023 with the composition of the Audit committee also.

Note: The Company has now two Independent director in the Board out of one has completed his tenure.

3. The company has 5 Directors out of which 3 Directors are family members and 1 Director (lost his Independence category).
4. The company has to appoint woman Independent director and presently there are no woman director in the Board.

For Ramesh Chandra Mishra & Associates

Sd/-

**Ramesh Chandra Mishra
Company Secretary in Practice
Membership No: FCS 5477
PCS: 3987**

**UDIN NO.: F005477G000476123
Peer Review Certificate No.: 1133/2021**

**Date: 29th May 2025
Place: Mumbai**

This Report is to be read with our letter of even date which is annexed as Annexure -IV and Forms an integral part of this report.

"ANNEXURE – IV"

**To,
The Members,
Sanchay Finvest Limited
CIN: L67120MP1991PLC006650
Address: 209, Rajani Bhuvan,
569 M.G. Road Indore MP – 452001**

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

1. Maintenance of statutory and other records are the responsibility of the management of the Company. Our responsibility is to express an opinion on these records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurances about the correctness of the contents of the records. The verification was done on test basis to ensure that correct facts are reflected in 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 the financial records and books of Accounts of the Company. We have relied on the report of the Statutory Auditor in respect of the same as per the guidance of the Institute of Company Secretaries of India.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules, and regulations and happening of events etc.
5. The Company is following a system of obtaining reports from various departments to ensure compliance with applicable laws.
6. The compliance of the provisions of corporate and other applicable laws, rules, regulations, and standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
7. 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 Ramesh Chandra Mishra & Associates

Sd/-

**Ramesh Chandra Mishra
Company Secretary in Practice
Membership No: FCS 5477
PCS: 3987**

**UDIN NO.: F005477G000476123
Peer Review Certificate No.: 1133/2021**

**Date: 29th May 2025
Place: Mumbai**

CODE OF CONDUCT DECLARATION

DECLARATION UNDER REGULATION 26 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

**To,
The Members,
Sanchay Finvest Limited
CIN: L67120MP1991PLC006650
209, Rajani Bhuvan, 569 M.G. Road, Indore,
Madhya Pradesh, India, 452001.**

In terms of Regulation 26(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the affirmations provided by the Directors and Senior Management Personnel of the Company to whom Code of Conduct is made applicable, it is declared that the Board of Directors and the Senior Management Personnel have complied with the Code of Conduct for the **year ended March 31, 2025.**

**For and on behalf of
Sanchay Finvest Limited**

**Sd/-
Naresh Kumar Nandlal Sharma
Managing Director
DIN: 00794218**

**Sd/-
Sarthak Naresh Sharma
Whole-Time Director
DIN: 08239430**

Date: 02ND September 2025

Place: Indore

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[Pursuant to Regulation 34(3) and Schedule V Para C Clause (10) (i) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

**To,
The Members,
Sanchay Finvest Limited
CIN: L67120MP1991PLC006650
209, Rajani Bhuvan, 569 M.G. Road, Indore,
Madhya Pradesh, India, 452001.**

I have examined the following documents:

Declaration of non-disqualification as required under section 164 of the companies Act 2013, Disclosure of concern of interest as required under section 184 of the Act. (hereinafter referred to as relevant documents) as received from the Directors of **Sanchay Finvest Limited** having (CIN: L67120MP1991PLC006650) having its registered office at 209, Rajani Bhuvan, 569 M.G. Road, Indore, Madhya Pradesh, India, 452001 and the relevant registers, records, forms, and returns maintained by the Company and made available to me by the Company for the purpose of issuing this certificate in accordance with regulation 34(3) read with schedule V Part C Clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015.

Based on the examination as aforesaid, and such other verification carried out by us as deemed necessary and adequate (including Director Identification Number (DIN) status of the respective directors at the portal www.mca.gov.in in our opinion and best of our belief, information and knowledge and according to the explanations provided by the Company its officers and authorised representatives and written representation made by the respective directors, we hereby certify that **None** of the Directors on the board of the Company as stated below for the financial year ending on **31st March 2025** have been debarred or disqualified from being appointed or continuing as the director of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other statutory authority.

Sr. No.	Name of Director	Designation	Date of appointment	Date of Cessation
1	Mr. Narottam Kumar Nandlal Sharma (DIN: 00794167)	Director	01/06/2000	NA
2	Mr. Naresh Kumar Nandlal Sharma (DIN: 00794218)	Managing Director	30/11/2000	NA
3	Mr. Nikhil Saran Mathur (DIN: 00192195)	Independent Director	30/03/2001	NA
4	Mr. Sarthak Naresh Sharma (DIN: 00794218)	Whole-time director	29/09/2018	NA
5	Mr. Milan Meghnad Shah (DIN: 02964070)	Independent Director	06/12/2024	NA

6	Mr. Sureshkumar Nandlal Sharma (DIN: 00873851)	Director	-	19/11/2024
---	--	----------	---	------------

******During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above Subject to the following Observation/comments:**

1. The Company has not complied with the Section 149 (4) of the Companies Act, 2013, as the Company has only **Two** Independent Director on the Board. Thus, the Board does not have proper composition.
2. Section 177(2) of the Companies Act of 2013 states that the audit committee must have a minimum of three directors, with independent directors constituting a majority. The Company has not complied with the Section 177 (2) of the Companies Act, 2023 with the composition of the Audit committee also.
3. Mr. Nikhil Saran Mathur (DIN: 00192195) was appointed as Independent Director on 30th March, 2001 and now he ceased to be as an Independent director as he enjoyed his 2 term of 5 years each.
4. Mr. Milan Meghnad Shah (DIN: 02964070) has been appointed on the board as Independent Director on 06th December 2025.

Note: The company has now only two Independent director on the Board out of Mr. Nikhil Saran Mathur has completed his tenure of 5 terms each.

5. The company has composition of 5 Directors out of 3 is family members and 1 Director is (who lost his Independence category)-
6. The company has to appoint woman Independent director and presently there is no woman director in the Board.

Ensuring the eligibility for the appointment/ continuity as the director of the board is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our verification and representation made by the respective directors.

This Certificate is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Ramesh Chandra Mishra & Associates

Sd/-

Ramesh Chandra Mishra

Company Secretary in Practice

Membership No: FCS 5477

PCS: 3987

UDIN NO.: F005477G000494537

Peer Review Certificate No.: 1133/2021

Date: 29th May 2025

Place: Mumbai

MANAGING DIRECTOR (MD) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

(Pursuant to Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

We do hereby certify that:

- A. We have reviewed Financial Statements and the cash flow statement for the Financial Year ended March 31, 2025 and to the best of our knowledge and belief :
- i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading ;
- ii. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent or illegal or violate of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee :
- i. There have been no significant changes in the above-mentioned internal controls over financial reporting during the relevant period;
- ii. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- iii. We have not noticed any significant fraud particularly those involving the management or an employee having a significant role in the Company's internal control system over Financial Reporting.

**For and on behalf of
Sanchay Finvest Limited**

**Sd/-
Naresh Kumar Nandlal Sharma
Managing Director
DIN: 00794218**

**Sd/-
Neha Milan Shah
CFO**

**Date: 02ND September, 2025
Place: Indore**

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SANCHAY FINVEST LIMITED

Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the accompanying financial statements of **Sanchay Finvest Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred as "Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the effects/possible effects, if any, of the matters described in the "Basis for Qualified Opinion" paragraph of our report, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS"), and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2025, its loss, total comprehensive income, its cash flows and the changes in equity for the year ended on that date

Basis for Qualified Opinion:

As stated in Note 38 of the Statement, the Company has not made provision for expected credit losses in respect of certain current assets and/or current investments, including member deposit with the M.P. Stock Exchange (Rs. 50 thousand), OTC Exchange (Rs. 225 thousand), Stock Exchange card fees (Rs. 2,300 thousand), fixed deposit balance with Bank of India (Rs. 50 thousand), and doubtful trade receivables (Rs. 67.21 thousand). This is not in compliance with Ind AS 109 - Financial Instruments. Had such provision been made, the loss for the year would have increased and current assets would have been correspondingly reduced.

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under Section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in paragraph (a) of Auditor's Responsibilities section below. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Financial Results for the year ended 31 March 2025 under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in



terms of their reports referred to in Other Matters section below, is sufficient and appropriate to provide a basis for our qualified audit opinion.

Emphasis of Matter:

We draw attention to the following:

- a. *As stated in Note 7, the Company has not complied with the provisions of Section 177(2) and Section 178 of the Act regarding constitution of the Audit Committee and the Nomination and Remuneration Committee.*
- b. *We draw attention to Note 37 to the financial statements, which describes that the Company has not paid preference share dividends at the agreed rate, has not paid all shareholders, and has not renewed or redeemed the preference shares post their due date. These matters indicate potential non-compliance with the terms of issue and may have regulatory implications.*
- c. *As detailed in Note 41, the Company does not have a appropriate system of obtaining confirmations and performing reconciliations of balances of deposits, advances, and other receivables/payables. Due to absence of sufficient appropriate audit evidence, we are unable to determine the possible impact, if any, on the financial results.*
- d. *As stated in Note 42, trade payables have been bifurcated into MSME and others and further classified into disputed or undisputed based solely on the management's assessment. However, no audit evidence has been provided in support of such classification. In the absence of adequate audit evidence, we are unable to comment on the accuracy and completeness of such classification and its potential impact on the liabilities and related disclosures.*

Our opinion is not modified in respect of above matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. Except for the matters described in the Basis for Qualified Opinion section, we have determined that there are no other key audit matters to be communicated in our report.

Information other than the Standalone Financial Statements and Auditors' Report thereon

The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the 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 in the 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 are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs (financial position), profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

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



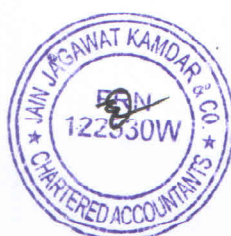
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements 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 the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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.

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

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

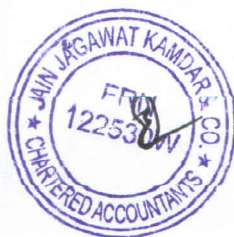
We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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 Section 143 (11) of the Act, we give in the "Annexure-A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and, except for the matters described in the Basis for Qualified Opinion paragraph, obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) Except for the possible effects of the matters described in the Basis for Qualified Opinion paragraph, in our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of the 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 Flows dealt with by this Report are in agreement with the books of account.
 - d) Except for the effects of the matters described in the Basis for Qualified Opinion paragraph, in our opinion, the aforesaid standalone financial statements comply with the Indian 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 as on March 31, 2025 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure -B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company has disclosed the impact of pending litigations if any as at 31 March 2025 on its financial position in its standalone financial statements.
 - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - (iii) There are no amounts that are required to be transferred, to the Investor Education and Protection Fund by the Company.
 - (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds



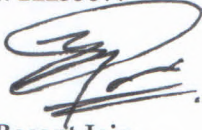
or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

- (b) The management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - (c) lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - (d) Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- (iv) *During the year, the Company has not complied with the provisions of Section 123 of the Companies Act, 2013, as dividend on preference shares was not paid in full to all shareholders and part of the declared dividend remains unpaid. Further, the Company has not redeemed the 12% Redeemable Non-Cumulative Preference Shares upon maturity in October 2024 (Refer note no. 39)*
- (v) Based on our examination, which included test checks, the company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility as per Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014. This feature remained operational throughout the year for all relevant transactions. Furthermore, during our audit, we did not come across any instance of tampering with the audit trail feature. Additionally, the company has preserved the audit trail as per statutory record retention requirements.



3. With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of section 197 (16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, *the company has not paid the Managerial remuneration as per the request of Managing director/other directors. Also The company has not paid the sitting fees to Independent directors, which is violated the provision of Companies Act, 2013.*

For Jain Jagawat Kamdar & Co
Chartered Accountants
FRN: 122530W



CA Basant Jain
Partner
M.No. 122463
UDIN: 25122463BMIIXE5746
Date: 29th May, 2025
Place: Mumbai

**Annexure-A to the Independent Auditor's Report on Financial Statements of
SANCHAY FINVEST LIMITED for the year ended 31st March 2025**

**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory requirements'
section our report of even date)**

i. Property, Plant and Equipment

- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a annual programme of physical verification of its Property, Plant and Equipment which in our opinion is reasonable having regard to the size of the company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deed of immovable property (i.e. office premises) 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 to use assets) or intangible assets or both during the year.
- (e) According to information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

ii. Inventories

- (a) The inventory of shares & securities held in dematerialized format has been verified from the relevant statement received from the depository. In our opinion, the frequency of verification is reasonable & procedure of verification is appropriate. No material discrepancy is noticed on such verification.
- (b) The Company has not been sanctioned any working capital limits from banks or financial institutions during any point of time of the year on the basis of security of current assets. Accordingly, hence reporting under clause 3(ii)(b) of the Order is not applicable.

iii. Investment Guarantee/Security, Loans or Advances



Page 8 of 14

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 made investments, granted loans and advances in the nature of loans, secured or unsecured to companies, limited liability partnership and other parties, hence paragraph 3(iii) of the order is not applicable to the company.

iv. Compliance of provisions of Secs. 185 & 186

According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has not entered into any transactions in respect of any loans or investment or provided any guarantee or security to the parties covered under Section 185 and 186 of the Act, therefore, paragraph 3(iv) of the order is not applicable to the company.

v. Public Deposit

According to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits within the meaning of provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Therefore, the clause (v) of paragraph 3 of the Order is not applicable to the Company.

vi. Maintenance Cost Records

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

vii. Statutory Dues

- (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 generally been regular in depositing its undisputed dues payable. Hence no undisputed amounts payable in respect of Goods and Services Tax ("GST"), Provident fund, Employees' State Insurance, Income Tax, Duty of Customs, Cess and other statutory dues were in arrears as at 31 March 2025 for a period of more than six months from the date they became payable *except as mentioned below:-*

Statue	Nature of dues	Period to which the dues relate	Amount	Forum where dispute is pending
Income Tax	Penalty proceedings towards Under Reporting Income	A.Y.2009-10	15,396	Competent Authority
Income Tax	Tax Deducted At Sources	F.Y.2024-25	62,885	Under Rectification before the competent authority



Income Tax	Tax Deducted At Sources	Prior Years	1,18,082	Under Rectification before the competent authority
------------	-------------------------	-------------	----------	--

- (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 dues relating to Income- tax, Sales tax, Service Tax, Value added tax, Goods and service tax or other statutory dues which have not been deposited on account of any dispute.
- 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.
- The Company did not have any loans or borrowings from any lender during the year. Accordingly, clause 3(ix)(a) of the Order is not applicable.
 - In our opinion, and according to the information and explanations given to us, the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
 - To the best of our knowledge and belief, in our opinion, the Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year hence the reporting under clause 3(ix) c) is not applicable to the company.
 - On an overall examination of the Standalone Financial Statements of the Company, we report that no funds raised on short term basis have been used for long term purposes by the company.
 - On an overall examination of Standalone Financial Statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
 - The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- x. **Application of fund raise through public offer /Preferential allotment**
- The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) Accordingly, clause 3(x)(a) of the Order is not applicable.



- x. **Application of fund raise through public offer /Preferential allotment**
- (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) Accordingly, clause 3(x)(a) of the Order is not applicable.
 - (b) According to the information and explanations given to us the company has complied with section 42 and 62 of the Act and the funds raised have been used for the purposes for which the funds were raised.
- xi. **Frauds**
- (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
 - (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 secretarial auditors or in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
 - (c) Company does not require establishment of whistle blower mechanism under section 177 (9) of the Act. Therefore, the provisions of Clause 3 (xi) (c) of the order are not applicable.
- xii. **Provisions applicable to Nidhi Company**
- According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) a to c of the Order is not applicable.
- xiii. **Compliances of sections 177/188 of Companies Act**
- According to the information and explanations given to us and in our opinion, all the transactions with the related parties as defined under the Act are in compliance with provisions of sections 177 and 188 of Companies Act where applicable and the details have been disclosed in the Financial Statements, as required by the applicable accounting standards.
- xiv. **Internal Audit**
- The company does not have an formal internal audit system and is not required to have an internal audit system as per the provisions of section 138 of the Companies Act, 2013 thus reporting under clause 3(xiv) of the order is not applicable. *But Being a Trading member of Stock Exchange, the Company having Internal Audit system in compliance of SEBI circulars, for their business segment i.e. Future & option and Capital Market .*
- xv. **Non cash transactions with directors**
- In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company
- xvi. **Applicability of section 45-1A of RBI**
- (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
 - (b) In our opinion, and according to the information and explanations provided to us and on the basis of our audit procedures, the Company has not conducted any Non-Banking Financial or Housing Finance activities during the year as per the Reserve bank of India Act 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

2

(c) In our opinion, and according to the information and explanations provided to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.

(d) In our opinion, and according to the information and explanations provided to us, the Group does not have any Core Investment Company (CIC) as part of the Group contained in the Core Investment Companies (Reserve Bank) Directions, 2016. Therefore, provisions of clause (xvi) (d) of paragraph 3 of the Order are not applicable to the Company.

xvii. Cash Losses

In our opinion, and according to the information and explanations provided to us, Company has incurred cash losses amounting to Rs.25.37 Lakh during the current financial year but no cash loss in the immediately preceding financial year.

xviii. Resignation of Statutory Auditors

There has been no resignation of statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

xix. Capability of meeting the liabilities

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

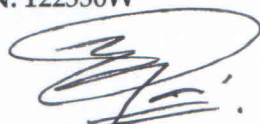
xx. CSR compliances

Since the provisions of Section 135 of the Companies Act, 2013 with regard to corporate social responsibility are not applicable to the company hence clause 3(xx) of the Order is not applicable.

For Jain Jagawat Kamdar & Co

Chartered Accountants

FRN: 122530W

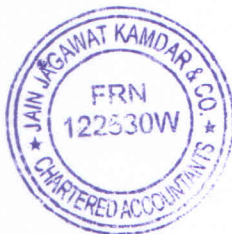


CA Basant Jain

Partner

M.No. 122463

UDIN: 25122463BMIIXE5746



Date: 29th May, 2025

Place: Mumbai

Annexure-B to the Independent Auditors' report on the Standalone Financial Statements of SANCHAY FINVEST LIMITED for the period ended 31st March 2025.

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (Referred to in paragraph 2 (A) (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

We have audited the internal financial controls with reference to standalone financial statements of Sanchay Finvest Limited ("the Company") as of 31st March 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Board of Director's Responsibility for Internal Financial Controls

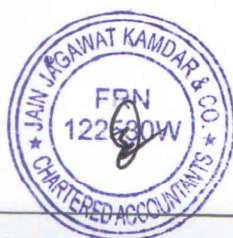
The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal 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 (hereinafter referred to as "the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. 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 standalone financial statements were established and maintained and whether 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 standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of such internal financial controls, 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 with reference to standalone financial statements.

Meaning of Internal Financial Controls with reference to Standalone Financial Statements

A company's internal financial controls with reference to standalone financial statements 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 controls with reference to standalone financial statements include 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 authorisations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to standalone 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 standalone financial statements to future periods are subject to the risk that the internal financial controls with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls were operating effectively as at 31st March 2025, based on the internal financial controls with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

For Jain Jagawat Kamdar & Co
Chartered Accountants
FRN: 122530W



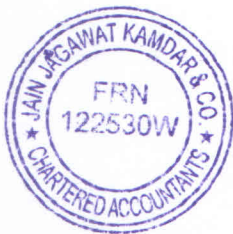
CA Basant Jain
Partner

M.No. 122463

UDIN: 25122463BMIIXE5746

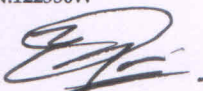


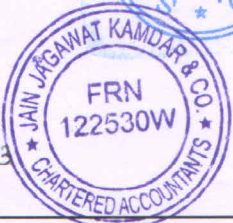

Date: 29th May, 2025

Place: Mumbai



SANCHAY FINVEST LIMITED			
CIN : L67120MP1991PLC006650			
Balance Sheet as at 31st March, 2025			
(Amount in Thousands)			
Particulars	Note No	As at 31-03-2025	As at 31-03-2024
ASSETS			
A) Non-current assets			
Property, Plant and Equipment	2	336.15	453.10
Investments in Property	3	0.00	436.00
Financial Assets			
i) Non Current Investments	4	1,137.85	1,260.94
ii) Other Financial Assets	5	13,775.00	13,275.00
Deferred Tax Assets (Net)			-
Total Non Current assets		15,249.00	15,425.03
B) Current assets			
Inventories	6	9,498.94	24,510.31
Financial Assets			
i) Current Investment	7	6,029.79	5,657.33
ii) Trade receivables	8	102.29	1,737.02
iii) Cash and cash equivalents	9	133.99	234.34
iv) Other Financial Assets	10	1,320.60	9,960.60
v) Short Term Loans & Advances	11	270.80	331.80
Other Current tax assets	12	1,911.22	793.31
Total Current assets		19,267.63	43,224.71
Total Assets		34,517	58,649.74
EQUITY AND LIABILITIES			
EQUITY			
Share Capital	13	31,928.57	55,500.00
Other Equity	14	(2,932.94)	262.09
Total Equity		28,995.63	55,762.09
LIABILITIES			
Non-current liabilities			
Financial Liabilities			
i) Long term Borrowing		0.00	0.00
Deferred Tax Liabilities	15	76.20	23.53
Total Non-current liabilities		76.20	23.53
Current liabilities			
Financial Liabilities			
i) Borrowings			-
ii) Trade payables	16		
(a) total outstanding dues of micro enterprises and small enterprises	16 a)	0.00	0.00
(b) total outstanding dues of creditors other than micro enterprises and small enterprises	16 b)	250.75	746.07
iii) Short Term Financial Liability	17	4,700.00	0.00
Other Current liabilities	18	272.11	797.61
Short Term Provisions	19	221.94	1,320.45
Total Current liabilities		5,444.79	2,864.12
Total Equity and Liabilities		34,517	58,649.74
Material Accounting Policies			-
For Jain Jagawat Kamdar & Co Chartered Accountant FRN:122530W		For and on behalf of the Board of Directors Sanchay Finvest Limited	
CA Basant Jain Partner Membership No : 122463		Mr.Naresh Kumar Sharma Director DIN: 00794218	
Date: 29th May, 2025 Place: Mumbai		Mr.Narottam Kumar Sharma Director DIN: 00794167	

Neharika
Membership No. A33674

SANCHAY FINVEST LIMITED			
CIN :L67120MP1991PLC006650			
Statement of Profit and Loss For the Year Ended 31st March 2025			
Particulars	Note No.	(Amount in Thousands)	
		Year Ended	Year Ended
		31/03/2025	31/03/2024
INCOME			
Revenue From Operations	20	2,601.42	5,886.99
Other Income	21	3,644.14	611.20
Total Income		6,245.56	6,498.19
EXPENDITURE			
Employee benefits expenses	22	2,725.97	676.50
Finance costs	23	2,799.62	0.00
Depreciation and amortisation expenses	24	382.92	128.37
Other expenses	25	2,446.31	3,322.15
Total expenses		8,354.84	4,127.02
Profit before Tax and Exceptional and Extra Ordinary Items		(2,109.27)	2,371.18
Extraordinary Items			
Prior Period Expenses			325.00
Penalties & Fine by Exchange		811.15	2,134.50
Provision for Decree compensation			1,320.45
Profit Before Tax		(2,920.42)	(1,408.77)
Tax expense:			
(1) Current tax		221.94	0.00
(2) Deferred tax		52.67	16.19
Total tax expenses		274.61	16.19
Profit/ (loss) for the year (A)		(3,195.03)	(1,424.96)
Other Comprehensive Income			
Items not to be reclassified subsequently to profit or loss			
- Re-measurement gains / (Loss) on defined benefits plans		0.00	0.00
- Income Tax effect on above		0.00	0.00
Other Comprehensive Income for the Year (B)		0.00	0.00
Total Comprehensive Income for the year (A+B)		(3,195.03)	(1,424.96)
Earnings per equity share:			
Equity shares of Par value of Rs. 10/-each			
Basic		(1.01)	(0.42)
Diluted		(1.01)	(0.42)
Material Accounting Policies			
For Jain Jagawat Kamdar & Co Chartered Accountant FRN:122530W  CA Basant Jain Partner Membership No : 122463 Place : Mumbai Date: 29th May, 2025		For and on behalf of the Board of Directors Sanchay Finvest Limited  Mr. Naresh Kumar Sharma Director DIN: 00794218	
 		 Mr. Narottam Kumar Sharma Director DIN: 00794167	

Nehumshah
Membership no -
A 33674

SANCHAY FINVEST LIMITED

Statement of Changes in Equity for the Year ended March 31, 2025

Note No 14:

(A) Equity share capital

Particulars	Number	(Rs. '000)
Equity shares of Rs. 10 each issued, subscribed and paid		
Balance at 1 April 2022	3,150,000	31,500.00
Changes in equity share capital during the year	-	0.00
As at 31 March 2023	3,150,000	31,500.00
Changes in equity share capital during the year	240,000	24,000.00
As at 31 March 2024	3,390,000	55,500.00
Changes in equity share capital during the year	193,000	23,571.43
As at 31 March 2025	3,197,000	31,928.57

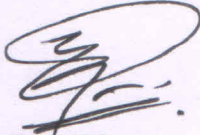
B) Other equity

Particulars	Reserves and surplus		Other comprehensive income	Total equity attributable to equity holders
	Securities premium reserve	Retained earnings	Re-measurement gains / (losses) on defined benefits plans	
As at 01 April 2022	12,000.00	(12,620.72)	0.00	(620.72)
Addition during the year	0.00	2,307.77	0.00	2,307.77
Deletion during the year	0.00	0.00	0.00	0.00
As at 31 March 2023	12,000.00	(10,312.95)	0.00	1,687.05
Addition during the year	0.00	(1,424.96)	0.00	(1,424.96)
Deletion during the year	0.00	0.00	0.00	0.00
As at 31 March 2024	12,000.00	(11,737.91)	0.00	262.09
Addition during the year		(3,195.03)		(3,195.03)
Deletion during the year				
As at 31 December 2025	12,000.00	(14,932.94)	0.00	(2,932.94)

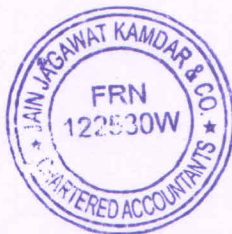
This is the Statement of Changes in Equity referred to in our audit report of even date

For Jain Jagawat Kamdar & Co

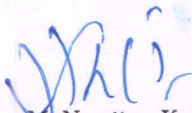
For and on behalf of the Board of Directors
Sanchay Finvest Limited


CA Basant Jain

Partner
Membership No : 122463
Place:
Date:




Mr. Naresh Kumar Sharma
Director
DIN: 00794218


Mr. Narottam Kumar Sharma
Director
DIN: 00794167



Nehemshuk
membership
No. A33674

SANCHAY FINVEST LIMITED

CIN :L67120MP1991PLC006650

Statement of Cash Flows as on 31.03.2025

Particulars	Year Ended	Year Ended
	31/03/2025	31/03/2024
	(Amount in Lakhs)	
Operating activities		
Profit Before Tax	(2,920.42)	(1,408.77)
Adjustments to reconcile profit before tax to net cash inflow		
Depreciation and amortisation expenses	382.92	128.37
Interest Income	(2,689.73)	(385.30)
Dividend	(10.49)	(38.93)
Interest Expenses on financial liabilities measured at amortised cost	428.57	0.00
Interest Expenses	2,798.97	0.00
Profit on Sale of Investment	(1,067.00)	0.00
Fair Value Gain Loss on Investment	123.09	(186.97)
	(2,954.09)	(1,891.61)
Working capital adjustments :-		
(Increase) / Decrease in Investment	15,011.37	(19,199.93)
(Increase) / Decrease in Trade and Other Receivables	1,634.73	1,206.35
(Increase) / Decrease in Other Current Financial Assets	8,140.00	80.48
(Increase) / Decrease in Short term Loans & Advances	61.00	(213.00)
(Increase) / Decrease in Other Current Assets	(1,117.91)	(891.45)
Increase / (Decrease) in Trade Payable	(495.32)	(3,335.57)
Increase / (Decrease) in Other Current Liabilities & Current Provisions	(1,845.94)	1,724.16
	21,387.92	(20,628.96)
Direct taxes paid (Net of Refunds)		
Net cash flow from operating activities	18,433.83	(22,520.57)
Investing activities		
Purchase of fixed assets	(265.98)	(245.00)
Interest received	2,689.73	385.30
Dividend Received	10.49	38.93
Sale Of Investment Property	1,503.00	0.00
Investment in Fixed Deposit	(372.46)	(346.77)
Net cash flow used in investing activities	3,564.79	(167.54)
Financing activities		
Issue of preference shares	0.00	24,000.00
Redemption of Preference Share	(19,300.00)	0.00
Interest Paid	(2,798.97)	0.00
Net cash flow from financing activities	(22,098.97)	24,000.00
Increase in cash and cash equivalents	(100.36)	1,311.89
Cash and cash equivalents at the beginning of the year	234.34	2,537.46
Cash and cash equivalents at the end of the year	133.99	234.34

Components of Cash and Cash Equivalents at the end of year

Particulars	As at 31-03-2025	As at 31-03-2024
Cash on hand	2.83	147.56
Balance with banks	131.16	86.79
Cash and Cash Equivalents (closing)	133.99	234.34

Note : The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) statement of cash flows.

For Jain Jagawat Kamdar & Co
Chartered Accountant
FRN:122530W

CA Basant Jain

Partner

Membership No. 122463

Date: 29th May, 2025

Place: Mumbai



For and on behalf of the Board of Directors
Sanchay Finvest Limited

Mr. Naresh Kumar
Sharma
Director
DIN: 00794218

Mr. Narottam Kumar
Sharma
Director
DIN: 00794167

Nehemshukh
Membership No.
- A33674



Note 44 Financial Ratios

Ratios	As at 31-03-2024	As at 31-03-2024	Variance	Remarks
Current Ratio				
Current Assets / Current liabilities	3.54	15.09	-76.55%	Refer Note 1
Debt-Equity Ratio				
Total Outside Liabilities / Total Shareholder's Equity	-	-	0.00%	NA
Debt Service Coverage Ratio				
EBITDA / (Interest + Principal)	-	-	0.00%	NA
Return on Equity Ratio				
(Net Profit After Taxes - Preference Dividend if any) / Average Shareholders fund	-11.02%	-2.56%	331.20%	Refer Note 2
Trade Receivables Turnover Ratio				
Credit Sales / Average Trade Receivables	25.43	3.39	650.39%	Refer Note 3
Net Capital Turnover Ratio				
Cost of Goods Sold (CO) Sales / Net Assets	0.09	0.11	-15.02%	NA
Net Profit Ratio				
Net Profit / Total Sales	-122.82%	-24.21%	407.40%	Refer Note 4
Return on Capital Employed				
(EBIT / Capital Employed) * 100	2.38%	4.25%	-44.01%	Refer Note 5

Notes

- 1 Due to Increase in current Assets & decrease in current Liabilities
- 2 Due to increase in extraordinary items & decrease in turnover.
- 3 Due to decrease in turnover.
- 4 Due to increase in extraordinary items & decrease in turnover.
- 5 Due to redemption of preference shares.

Note 45

Offsetting financial assets and financial liabilities
There is no offsetting financial assets and liabilities in the Company as at 31 March 2025 and 31 March 2024.

Note 46

Previous period's figures have been regrouped/ reclassified where necessary, to conform with current period's presentation, for the purpose of comparability.

In terms of our report of even date
For JAINJAGAWAT KAMDAR & CO.

Chartered Accountants
Firm Regn. No. 122530W

CA Basant Jain

Partner
Membership No: 122463



For and on behalf of the Board of Directors
Sanjay Finvest Limited

Mr. Naresh Kumar
Sharma
Director
DIN: 00794218
Place: Mumbai



Date: 29th May, 2025
Place: Mumbai

Membership No- 122463

SANCHAY FINVEST LIMITED
CIN :L67120MP1991PLC006650
Notes to the Standalone Financial Statements
for the period ended 31st March, 2025

1. General Information

1.1. Corporate Information

Sanchay Finvest Limited ("the Company") is a Public limited company and was incorporated under the Companies Act, 1956 on 06.09.1991. Its shares are listed on Bombay Stock Exchange in India. The Company is corporate Trading Member of National Stock Exchange of India Ltd. The Company registered office at 209, Rajani Bhawan, 569 MG Road, Indore, MP - 452001. The company primarily engaged into the business of broking activities under cash and derivatives segment at BSE.

0

2. Material Accounting Policies:

2.1. Statement of Compliance

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as prescribed in the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and the financial statement also complies with presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III) notified under section 133 of the Companies Act, 2013 (the Act) along with other relevant provisions of the Act.

The standalone financial statements are presented in Indian Rupee (Rs), which is also the functional currency of the Company, in denomination of thousands ('000) with rounding off to two decimals as permitted by Schedule III to the Act, unless otherwise indicated.

The financial statements are prepared on a going concern basis as the Management is satisfied that the Company shall be able to continue its business for the foreseeable future and no material uncertainty exists that may cast significant doubt on the going concern assumption. In making this assessment, the Management has considered a wide range of information relating to present and future conditions, including future projections of profitability, cash flows and capital resources.

2.2. Basis of Preparation

These financial statements have been prepared on the historical cost basis, except for certain financial instruments that are measured at fair values at the end of each reporting period.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. 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.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, Level 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurements in its entirety which are described as follows:

Level 1 — inputs are quoted (unadjusted) prices in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2 — inputs are inputs, other than quoted prices included in level 1, that are observable for the asset or liability either directly or indirectly.

Level 3 — inputs are unobservable inputs for the assets or liability.

Accounting Policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting policy hitherto in use.

Handwritten signature



2.3. Revenue Recognition

- A) Revenue and cost are generally recognized and accounted on accrual basis as they are earned / incurred except in cases of significant uncertainty.
- a) Operational and other income are accounted for on accrual basis.
- b) Brokerage is recognized on trade date basis and is net of statutory payments.
- c) Profit / loss in dealing in shares & securities are recognized on the day of settlement of the transaction.
- d) Dividend income on equity shares, preference share & on mutual fund units is recognized when the right to receive is established.
- e) Profit / loss from derivatives is recognized on mark to market basis.
- f) All other income and expenses are generally accounted on accrual basis except debenture interest, interest receivable from / payable to Government on tax refunds / late payment of taxes, duties and levies etc.
- g) Revenue does not include GST and other tax component, if any.

2.4 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards incidental to ownership to the lessee.

As a Lessee -

At the date of commencement of the lease, the Company recognises a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Company's lease agreements having period of twelve months or less, hence all lease agreements are short term.

Recent pronouncements

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 Ind AS - 117 Insurance Contracts and amendments to Ind AS 116 - Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. 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.

2.5. Employee Benefits

Short term employee benefits are recognized as expenses at the undiscounted amount in the profit and loss account of the year in which the related services rendered. These benefits include performance incentives, if any. No other post-retirement benefits are provided to employees.

Handwritten signature



2.6. Tax on Income

Income tax expense represents the sum of the tax currently payable and deferred tax.

i. Current Tax

The tax currently payable is based on taxable profit for the period. Taxable profit differs from 'Profit Before Tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible.

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, in accordance with the Income Tax Act, 1961 and the Income Computation and Disclosure Standards (ICDS) prescribed therein. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

ii. Deferred Tax

Deferred tax is recognised on the temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

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

iii. Current and Deferred Tax for the period

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

25/12/2020



2.7. Property, Plant and Equipment

Tangible assets:

Property, Plant & Equipment carried at cost less accumulated depreciation and amortisation and impairment losses, if any. The cost comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses and interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use. Any revaluation of asset is recognized in other comprehensive income and shown as revaluation reserve in other equity.

The residual value, useful life and method of depreciation of the property, plant and equipments are reviewed at each financial year and adjusted prospectively, if appropriate.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in Statement of Profit and Loss.

Class of Property and Equipment	Useful life in years
Plant and Machinery	15 years
Electrical equipment's	10 years
Furniture	10 years
Office equipment	5 years
Computers	3 years
Vehicles	8 years
Office Building	30 Years

Capital Work-in-Progress

Projects under which tangible fixed assets that are not yet ready for their intended use are carried at cost, comprising direct cost, related incidental expenses, and interest attributable.

The property, plant, and equipment (PPE) are recorded at their residual value, which represents the estimated amount the company expects to recover

2.8. Intangible Assets

Intangible assets are recognized when it is probable that the future economic benefits that are attributable to the assets will flow to the enterprise and the cost of the assets can be measured reliably. Intangible assets are carried at cost less accumulated amortization and impairment losses, if any. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities),

and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates. The estimated useful life of intangible assets and the amortization period are reviewed at the end of each financial year and amortization method is revised to reflect the changed pattern.

2.9. Depreciation and Amortisation

Depreciation is charged so as to write off the cost of assets other than Capital work-in-progress less its estimated residual value over the useful lives as prescribed in Schedule II to the Companies Act, 2013, using the straight-line method. Depreciation on property, plant and equipment are added or sold during the year, is provided on pro-rata basis with reference to the date of addition/deletion.

Intangible assets are amortised on a straight line basis. Computer software is amortised over 24 months or useful life, whichever is lower.



2.10. Provision and Contingencies

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made.

Provisions are discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

Contingent Liabilities and Assets

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

Contingent asset is a possible asset that arises from past events the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise. Contingent assets are neither recognised nor disclosed in the financial statements.

2.11. Foreign Currency Transactions and Balances

Transactions in foreign currency are translated into the respective functional currencies using the exchange rates prevailing at the dates of the respective transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at the exchange rates prevailing at reporting date of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of Profit and Loss and reported within foreign exchange gains/ (losses).

2.12. Investments in Subsidiaries and Associates

Investments in subsidiaries and associates are measured at cost. Dividend income if any from subsidiaries and associates is recognised when its right to receive the dividend is established.

2.13. Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. All financial instruments are recognised initially at fair value.

2022



2.14. Financial Assets

Financial assets are classified into the following specified categories: financial assets "at amortised cost", "fair value through other comprehensive income", "fair value through Profit or Loss". The classification depends on the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial asset at the time of initial recognition.

Financial assets are recognised by the Company as per its business model. 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 cost that are attributable to the acquisition of the Financial Asset. However, trade receivables that do not contain a significant financing component are measured at transaction price. Transaction costs directly attributable to the acquisition of financial assets measured at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

All equity instruments are measured at fair value other than investments in unquoted equity shares including investment in subsidiaries and associates. Equity instruments held for trading is classified as FVTPL. For all other equity instruments, the Company may make an irrevocable election to present subsequent changes in the fair value in OCI. The Company makes such election on an instrument-by-instrument basis.

Income and expense is recognised on an effective interest basis for debt instrument. All other investments are classified as Fair Value Through Profit or Loss (FVTPL). The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Impairment of Financial Assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss. Financial assets are assessed for indicators of impairment at the end of each reporting period. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted.

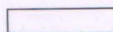
Objective evidence of impairment could include -

- Significant financial difficulty of the users or counterparty; or
- Default or delinquency in interest or principal payments; or
- It becoming probable that the borrower will enter

Note 11 : Of bankruptcy or financial reorganisation.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with

Expected Credit Losses on Trade Receivables



Employee Benefits

Defined employee benefit assets / liabilities to be determined based on the present value of future obligations using assumptions as determined by the Company with advice from an independent qualified actuary.

2.19. Operating cycle

Based on the activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.



SANCHAY FINVEST LIMITED
CIN :L67120MP1991PLC006650
Notes to the Standalone Financial Statements
for the period ended 31st March, 2025

Note no.13			As on 31-03-2025		As on 31-03-2024	
1		SHARE CAPITAL				
		Authorised Capital				
	a	Equity Shares of Rs.10/- each	40,000,000	40,000,000	40,000,000	40,000,000
	b	12% Non-cumulative redeemable preference shares of Rs.100/- each	400,000	40,000,000	400,000	40,000,000
		Total	40,400,000	80,000,000	40,400,000	80,000,000
2		Issued, Subscribed & Paid up Capital				
	a	Equity Shares of Rs.10/- each fully paid up	3,150,000	31,500,000	3,150,000.00	31,500,000.00
	b	12% Non-cumulative redeemable preference shares of Rs.100/- each			240,000.00	24,000,000.00
		Equity Component of 12% Non-cumulative redeemable preference shares of Rs.100/- each	47,000	428,571		
		Total issued, subscribed and fully paid-up share capital	3,390,000	31,928,571	3,390,000.00	55,500,000.00
		Terms / rights attached to Shares				
		Equity Shares				
		The Company has only one class of shares referred to as equity shares having a par value of Rs. 10 per share. Each holder of equity share(s) is entitled to one vote per share. The final dividend, if any, proposed by the board of directors is subject to the approval of the shareholders in the ensuing annual general meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts in proportion to their shareholding.				
		Non-cumulative redeemable preference shares				
		The Company has only one class of Preference shares referred to as Non-cumulative redeemable preference shares ("NCRPS") having a par value of Rs. 100 per share. The NCRPS shall be redeemed at Rs.100/- each on completion of tenure of 1 year. The NCRPS shall carry a dividend rate of 12% p.a.on the face value of NCRPS. The dividend will be non-cumulative . The NCRPS issued will be unsecured and unlisted and NCRPS are not marketable .The NCRP shareholders has no voting rights.				
3		Reconciliation of the number of Equity shares and amount outstanding at the beginning and at the end of the reporting period:				
	a	Shares outstanding at the beginning of the year	3,150,000.00	31,500,000.00		
	b	Shares Issued during the year	-	-		
	c	Shares bought back during the year	-	-		
	d	Shares outstanding at the end of the year	3,150,000.00	31,500,000.00		
4		Reconciliation of the number of Non-cumulative redeemable preference shares and amount outstanding at the beginning and at the end of the reporting period:				
		Particulars	No. of Shares held	Amount	No. of Shares held	Amount
	a	Shares outstanding at the beginning of the year	-	-	-	-
	b	Shares Issued during the year	240,000	240.00	240,000	240.00
	c	Shares bought back during the year	193,000	193.00	-	0.00
	d	Shares outstanding at the end of the year	47,000.00	47.00	240,000	240.00



5	Details of Equity shareholders holding more than 5% equity shares in the Company on reporting date				
	Particulars	No. of Shares held	% of Holding	No. of Shares held	% of Holding
	Mr. Manish Kumar Sharma	493,700.00	15.67%	493,700.00	15.67%
	Mr. Narottam Kumar Sharma	300,000.00	9.52%	300,000.00	9.52%
	Sujala Industrial Supplying Pvt Ltd	1,085,450.00	34.46%	1,085,450.00	34.46%
6	Total	1,879,150.00	59.65%	18.79	59.65%
	Details of Non-cumulative redeemable preference shareholders holding more than 5% equity shares in the Company on reporting date				
	Particulars	No. of Shares held	% of Holding	No. of Shares held	% of Holding
	Mr. Rupesh Praful Satra	50,000	20.83%	50,000	20.83%
	Mrs. Sangeeta Singh	50,000	20.83%	50,000	20.83%
	Mrs. Vrutika Praful Satra	50,000	20.83%	50,000	20.83%
	Mr. Tatsat Singh	50,000	20.83%	50,000	20.83%
	Mrs. Narbada Sharma	40,000	16.67%	40,000	16.67%
	Total	240,000	100.00%	240,000	100.00%
	Note: 1. The Authorized capital of the company reclassified into equity shares and Non cumulative Redeemable preference share by passing special resolution in Extra Ordinary general meetings held on 31.03.2025				
	Note 2. For other equity Refer Statement of changes in equity				

2025



SANCHAY FINVEST LIMITED
Notes to Financial Statements for the Year ended March 31, 2025

Particulars	Gross Block			Depreciation			Net Block	
	Opening Balance as at April 1, 2024	Additions during the year	Deletions/Adjustment during the year	Closing Balance as at March 31, 2025	Opening Balance as at April 1, 2024	For the year	Closing Balance as at March 31, 2025	Closing Balance as at March 31, 2024
(i) Tangible Assets								
EPABX*	156.57	0.00	0.00	156.57	151.63	0.00	151.63	4.94
Photocopy Machine*	75.10	0.00	0.00	75.10	72.58	0.00	72.58	2.52
Typewriter*	33.07	0.00	0.00	33.07	31.96	0.00	31.96	1.11
Vehicle*	195.45	0.00	0.00	195.45	190.83	0.00	190.83	4.62
Audio Visual Equipment*	4.79	0.00	0.00	4.79	4.63	0.00	4.63	0.16
Furniture & Fixture	3,310.01	0.00	0.00	3,310.01	3,220.75	23.11	3,243.86	89.26
Office Equipment*	200.91	0.00	0.00	200.91	197.88	0.00	197.88	3.03
Air Conditioners	188.38	0.00	0.00	188.38	131.27	10.34	141.61	46.77
Computers	2,634.90	265.98	0.00	2,900.88	2,349.54	347.92	2,697.46	285.36
Vehicles	2,515.48	0.00	0.00	2,515.48	2,510.49	1.56	2,512.05	3.43
Total Current Year	9,314.66	265.98	0.00	9,580.64	8,861.57	382.92	9,244.49	453.10

Particulars	Gross Block			Depreciation			Net Block	
	Opening Balance as at April 1, 2023	Additions during the year	Deletions/Adjustment during the year	Closing Balance as at March 31, 2024	Opening Balance as at April 1, 2023	For the year	Closing Balance as at March 31, 2024	Closing Balance as at March 31, 2023
(i) Tangible Assets								
EPABX*	156.57	-	-	156.57	151.63	-	151.63	4.94
Photocopy Machine*	75.10	-	-	75.10	72.58	-	72.58	2.52
Typewriter*	33.07	-	-	33.07	31.96	-	31.96	1.11
Vehicle*	195.45	-	-	195.45	190.83	-	190.83	4.62
Audio Visual Equipment*	4.79	-	-	4.79	4.63	-	4.63	0.16
Furniture & Fixture	3,310.01	-	-	3,310.01	3,189.57	31.18	3,220.75	120.44
Office Equipment*	200.91	-	-	200.91	197.88	-	197.88	3.03
Air Conditioners	188.38	-	-	188.38	118.65	12.62	131.27	69.72
Computers	2,389.90	245.00	-	2,634.90	2,267.25	82.30	2,349.54	122.66
Vehicles	2,515.48	-	-	2,515.48	2,508.22	2.27	2,510.49	7.26
Total Current Year	9,069.66	245.00	-	9,314.66	8,733.20	128.37	8,861.57	336.46
Total Previous Year	11,254.66	115.00	-	9,069.66	8,589.59	143.61	8,733.20	365.07

*The property plant & equipments at their residual value.

Note 3 : Investment in Property

Particulars	(Rs.'000)	(Rs.'000)
Investment in Property	-	436.00



SANCHAY FINVEST LIMITED
Notes to standalone financial statements for the period ended March 31, 2025

Note 4 : Investments

Particulars	As at 31-03-2025	As at 31-03-2024
Investment		
a) Investment in Equity Instruments(Quoted):		
Fully paid up equity shares of Companies	1,136.85	1,259.94
b) Investment in equity instruments(UnQuoted):		
100 Equity shares of Rs. 10/- each fully paid-up of Sanchay Fincom Limited	1.00	1.00
	1,137.85	1,260.94

Note 5 : Other Financial Assets

Particulars	As at 31-03-2025	As at 31-03-2024
Deposit		
Advance Deposit F&O (Future)	700.00	700.00
NSE Membership Deposit & FO Deposit (NSE Deposit)	9,100.00	9,100.00
National Sec. Clg. Corp (NSE Deposit)	900.00	900.00
M.P. Stock Exchange Membership*	50.00	50.00
OTC Exchange*	225.00	225.00
M.P. Stock Exchange Card*	2,300.00	2,300.00
Base Minimum Capital - Nse Cash	500.00	0.00
(*refer note -37)	13,775.00	13,275.00

Note 6 : Inventories

Particulars	As at 31-03-2025	As at 31-03-2024
Equity Shares & Securities	9,498.94	24,510.31
	9,498.94	24,510.31

Note 7 : Current Investment

Particulars	As at 31-03-2025	As at 31-03-2024
Fixed Deposits with		
Bank of India (Indore Branch)*	50.00	50.00
Axis Bank	5,979.79	5,607.33
(Refer note-37)	6,029.79	5,657.33
Total		

Note 8 : Trade receivables

Particulars	As at 31-03-2025	As at 31-03-2024
Undisputed Trade Receivables - (refer note)		
(a) Trade Receivables considered good - Secured	0.00	0.00
(b) Trade Receivables considered good - Unsecured	102.29	1,737.02
(c) Trade Receivables which have significant increase in Credit Risk; and	0.00	0.00
(c) Trade Receivables - credit impaired	0.00	0.00
	102.29	1,737.02
Total Receivables		

2027



Note 9 : Cash and cash equivalents

Particulars	As at 31-03-2025	As at 31-03-2024
Cash in Hand	2.83	147.56
Balance with Banks	131.16	86.79
- Current Accounts	133.99	234.34

Note 10 : Other Financial Assets

Particulars	As at 31-03-2025	As at 31-03-2024
Deposit	900.00	9,540.00
ABC Marging	200.00	200.00
SMC Global Securities Limited	220.60	220.60
Advance BSE (Revocation Fees)		0.00
Margin Deposit	1,320.60	9,960.60
Total		

Cw

Cw

Cw

Note 11 : Short term Loans & Advances

Particulars	As at 31-03-2025	As at 31-03-2024
Staff Loan	135.80	131.80
Advance to Vendor	110.00	200.00
Loans to Others	25.00	0.00
	270.80	331.80

Note 12 : Current Tax Assets

Particulars	As at 31-03-2025	As at 31-03-2024
GST Receivable	1,588.14	751.12
TDS Receivable	311.57	42.20
Prepaid Expenses	2.10	0.00
Dividend receivable	9.41	0.00
	1,911.22	793.31

Note 15 : Deferred Tax Liabilities

Particulars	As at 31-03-2025	As at 31-03-2024
Opening Balance	23.53	7.34
Fixed Assets : Impact of difference between tax depreciation and depreciation /	52.67	16.19
	76.20	23.53

Note 16 : Trade payables

Particulars	As at 31-03-2025	As at 31-03-2024
Due to Micro, Small & Medium enterprises (refer note below)*	250.75	746.07
Others	250.75	746.07



Note : Details of Micro and Small Enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act").

Under Micro and Small Enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act"), certain disclosure are required to be made relating to Micro, Small and Medium Enterprises. The Company is in process of compiling relevant information from its suppliers about their coverage under the said Act. Since the relevant information not available, the disclosure was made to the extent available in the books of accounts. However in view of the management, the impact of interest, if any, that may be payable in accordance with the provision of this Act is not expected to be material.

Particulars*	Year Ended 31-Mar-2025	Year Ended 31-Mar-2024
The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of accounting year;		-
The amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the due date during each accounting year;		-
The amount of interest due and payable for the period (where the principal has been paid but interest under the MSMED Act, 2006 not paid);		-
The amount of interest accrued and remaining unpaid at the end of accounting year; and		-

* 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 to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23. The information regarding applicability of MSMED Act, 2006 to the various suppliers/parties is not maintained as per the disclosure requirement under MSMED Act, 2006.

Note 17 : Other financial liabilities (Current)

Particulars	As at 31-03-2025	As at 31-03-2024
12% Non-cumulative redeemable preference shares of Rs.100/- each	4,700.00	-
Equity Component of 12% Non-cumulative redeemable preference shares of Rs.100/- each		
	4,700.00	-

Note 18 : Other Current liabilities (Current)

Particulars	As at 31-03-2025	As at 31-03-2024
Others Payable		
TDS Payable	(13.65)	74.35
Professional Tax Payable	0.00	3.30
Stamp Duty	0.00	16.79
Other Payable	141.76	603.17
Audit Fees Payable	144.00	100.00
	272.11	797.61

Note 19 : Short Term Provisions

Particulars	As at 31-03-2025	As at 31-03-2024
Provision for Decree compensation	0.00	1,320.45
Provision for Tax	221.94	0.00
	221.94	1,320.45

2027



ANCHAY FINVEST LIMITED

Notes to Financial statements for the period ended March 25, 2025

Note 20 : Revenue From Operations

Particulars	Year Ended 31/Mar/25	Year Ended 31/Mar/24
Brokerage Income	36.20	158.09
Sale of Shares (Delivery)	2,565.22	5,728.91
	2,601.42	5,886.99

Note 21 : Other Income

Particulars	Year Ended 31/Mar/25	Year Ended 31/Mar/24
Interest Income on Fixed Deposit	413.84	385.30
Interest received on advance refunded for purchase of property	2,275.89	0.00
Dividend Income	10.49	38.93
Fair value Gain/loss	(123.09)	186.97
Profit On Sale Of Office Premises	1,067.00	0.00
	3,644.14	611.20

Note 22 : Employee benefits expenses

Particulars	Year Ended 31/Mar/25	Year Ended 31/Mar/24
Salaries, Wages and Bonus	2,682.00	676.50
Staff Welfare	43.97	
	2,725.97	676.50

Note 23 : Finance costs

Particulars	Year Ended 31/Mar/25	Year Ended 31/Mar/24
Bank Charges	0.65	-
Interest Expenses	2,798.97	
	2,799.62	-

* Interest expenses on financial liability i.e. liability component of preference shares

Note 2 : Depreciation and amortisation expenses

Particulars	Year Ended 31/Mar/25	Year Ended 31/Mar/24
Depreciation on Property, Plant and Equipment	382.92	128.37
	382.92	128.37

NBZ



Note 24 : Other expenses

Particulars	Year Ended 31/Mar/25	Year Ended 31/Mar/24
Sales & Distribution expenses		
Marketing & Advertisement	30.06	41.20
Administration & Other Expenses		
Audit Fees	135.00	100.00
Consultancy Charges	45.00	25.00
Coveyance & Vehicle running Expenses	51.00	11.20
Electricity Charges	138.94	160.35
Entertainment & Business Promotion	0.00	25.00
Legal & Professional Fees	618.68	843.80
Office Expenses	176.53	69.30
Postage & Courier Charges	62.51	56.63
Printing & Stationery	111.56	14.50
Society Maintenance Charges	161.03	453.34
Secretarial Charges	15.19	21.28
Telephone & Internet Charges	12.02	14.77
ROC Fees	13.60	15.40
Insurance Charges	11.37	13.47
Internet Charges	32.50	38.35
Leaseline Charges	0.00	192.18
Depository & Demate Charges	72.63	92.96
Listing Fees	325.00	300.00
Short Provision of Income Tax	0.00	672.01
Interest on TDS	0.64	7.88
Computer & Software maintenace charges	171.08	153.53
Rent	172.80	0.00
Repairs & Maintenance	89.18	0.00
(B)	2,446.31	3,322.15
Total (A+B)	2,446.31	3,322.15

Details of Payment to Auditors

Particulars	Year Ended 31/Mar/25	Year Ended 31/Mar/24
For Statutory Annual Audit Fees	135.00	100.00
For Other Matters*	70.00	0.00
	205.00	100.00

*Net off entries

2022



SANCHAY FINVEST LIMITED
CIN :L67120MP1991PLC006650

Note 25 Contingent Liabilities and Other Commitments (to the extent not provided for)

Contingent Liabilities	Year Ended 31-Mar-2025	Year Ended 31-Mar-2024
i) Claims against the company not acknowledge as debts	Nil	Nil
ii) Guarantees	Nil	Nil
iii) Other money for which the Company is contingently liable	Nil	Nil

Note 26 Related Party Disclosures

In accordance with the Ind AS-24 relating to Related Party Disclosures, Information pertinent to related party transaction is given as under:-

a) Names of Related Parties and Relationship

Name	
i) Sanchay Fincom Ltd	Entity in which Director is interested
ii) Naresh Kumar Sharma	Director
iii) Narottam Kumar Sharma	Director
iv) Naresh Kumar Sharma HUF	Entity in which Director is interested as Karta
v) Narmada Sharma	Director Relative

b) Nature and Volume of Transactions during the year with the above Related Parties

Particulars	Year Ended 31-Mar-2025	Year Ended 31-Mar-2024
A) Transaction During The Year		
Brokerage Income		
Narmada Sharma	-	45,200.64
Vinita Sharma	2.75	20,045.00
Sarthak Sharma	-	4,905.92
Office Society Maintenance & Property Tax		
Narmada N Sharma (On behalf)	162.03	453,339.00
		₹
Narmada Sharma	-	20484.83 Dr
	-	16403.20 Cr
Vinita Sharma	549.54 DR	6406.38 Dr
	549.54 CR	6406.38 Cr
Sarthak Sharma	5 DR	1091.16 Dr
	5 CR	1091.16 Cr
Sanchay Fincom Ltd	4299.75 DR	22092.59 Dr
	4299.75 CR	23949.57 Cr
Narmada N. Sharma (Trade Margin)	-	167438.62 Dr
	-	171007.39 Cr
Sanchay Finvest Limited	-	310209.98 Dr
	-	171007.39 Cr
Narmada Sharma Receivable From Sale Of Shares	-	4200 Cr
Sanchay Fincom Limited	3349746.63 DR	
	3349746.63 CR	
Sanchay Fincom LTD	950000 DR	
	950000 CR	₹
B) Outstanding as on 31st -Trade Receivables/Payables		
Narmada Sharma	-	-
Sanchay Fincom Ltd (Client Account)	-	-

NDS



Note 27 Employee Benefits

Short term employee benefits are recognized as expenses at the undiscounted amount in the profit and loss account of the year in which the related services rendered. These benefits include performance incentives, if any. No other post-retirement benefits are provided to employees.

Note 28 Earnings Per Share

Particulars	Year Ended 31-Mar-2025	Year Ended 31-Mar-2024
PAT as per P&L Account	(3,195.03)	(1,424.96)
Weighted Average Number of Equity Shares at the end of the Year / Period	3150000	3150000.00
Weighted Average Number of Equity Shares	(1.01)	(0.45)
Net Worth	28,995.63	55,762.09
Current Assets	19,267.63	43,224.71
Current Liabilities	5,444.79	2,864.12
Earnings Per Share		
Basic & Diluted (Rs.)	-1.01	-0.45
Return on Net Worth (%)	-11%	-3%
Current Ratio	3.54	15.09

*Diluted Earnings per share is equal to the Basic Earnings per share in view of absence of any dilutive potential equity shares.



Note 29

Fair value measurement

As at 31 March 2025	Carrying Value				Fair Value			Total
	FVTPL	FVTOCI	Amortised Cost	Amortised Cost	Level 1 - Quoted price in active markets	Level 2 - Significant observable inputs	Level 3 - Significant unobservable inputs	
Financial assets								
Quoted investment in Equity shares of Bank Of India	31,500	-	-	0.00		74.57	0.00	74.57
Quoted investment in Equity shares of Reliance Industries Limited	56,194	-	-	0.00		52.28	0.00	52.28
Quoted investment in Equity shares of Shantnu Securities & Finance Limited	900	-	-	0.00		10.28	0.00	10.28
Quoted investment in Equity shares of Vippy Spangro Limited	6,379	-	-	0.00		50.42	0.00	50.42
Quoted investment in Equity shares of Bharat Forge Limited	10,080	-	-	0.00		21.00	0.00	21.00
Unquoted investment in Equity shares of Hansu Control Limited	-	-	-	207.00	0.00	0.00	207.00	0.00
Unquoted investment in Equity shares of Oval Foods Limited	-	-	-	182.00	0.00	0.00	182.00	0.00
Unquoted investment in Equity shares of reiko Computer Prints	-	-	-	379.00	0.00	0.00	379.00	0.00
Unquoted investment in Equity shares of Snehia Dhara Industries Limited	-	-	-	159.91	0.00	0.00	159.91	0.00
Unquoted investment in Equity shares of 'Sanchay Finserve' Limited	-	-	-	1.00	0.00	0.00	1.00	0.00
	145,053	-	-	928.91	0.00	208.54	928.91	208.54

As at 31 March 2024	Carrying Value				Fair Value			Total
	FVTPL	FVTOCI	Amortised Cost	Amortised Cost	Level 1 - Quoted price in active	Level 2 - Significant	Level 3 - Significant	
Financial assets								
Quoted investment in Equity shares of Bank Of India	31,500	-	-	0.00	95.90	0.00	0.00	95.90
Quoted investment in Equity shares of Reliance Industries Limited	56,194	-	-	0.00	122.05	0.00	0.00	122.05
Quoted investment in Equity shares of Shantnu Securities & Finance Limited	900	-	-	0.00	42.61	0.00	0.00	42.61
Quoted investment in Equity shares of Vippy Spangro Limited	6,379	-	-	0.00	51.14	0.00	0.00	51.14
Quoted investment in Equity shares of Bharat Forge Limited	10,080	-	-	0.00	20.33	0.00	0.00	20.33
Unquoted investment in Equity shares of Hansu Control Limited	-	-	-	207.00	0.00	0.00	207.00	0.00
Unquoted investment in Equity shares of Oval Foods Limited	-	-	-	182.00	0.00	0.00	182.00	0.00
Unquoted investment in Equity shares of reiko Computer Prints	-	-	-	379.00	0.00	0.00	379.00	0.00
Unquoted investment in Equity shares of Snehia Dhara Industries Limited	-	-	-	159.91	0.00	0.00	159.91	0.00
Unquoted investment in Equity shares of Sanchay Finserve Limited	-	-	-	1.00	0.00	0.00	1.00	0.00
	145,053	-	-	928.91	332.03	0.00	928.91	332.03



Particulars	Year Ended 31-Mar-2025	Year Ended 31-Mar-2024
Financial Assets		
a) Fair Value Through Profit/Loss Investments	1,137.85	1,250.94
b) Amortised cost*		
Trade receivables	102.29	1,737.02
Cash and cash equivalents	133.99	234.34
Other financial assets	13,775.00	13,275.00
Total	14,011.28	15,246.36
Financial Liabilities		
a) Amortised cost*		
Borrowings	0.00	0.00
Trade Payables	250.75	746.07
Total	250.75	746.07

The fair values of the above financial assets and liabilities approximate their carrying amounts

Assets and liabilities which are measured at fair value through Profit & loss which fair values are disclosed as at 31st March, 2025	Fair Value	Carrying value	Fair Value Hierarchy
Financial Assets			
Investments	1,137.85	1,137.85	Level 1

Assets and liabilities which are measured at fair value through Profit & loss which fair values are disclosed as at 31st March, 2024	Fair Value	Carrying value	Fair Value Hierarchy
Financial Assets			
Investments	1,250.94	1,250.94	Level 1

Fair value hierarchy of financial assets and financial liabilities measured at amortised cost:

Assets and liabilities which are measured at amortised cost for which fair values are disclosed as at 31st March, 2025	Fair Value	Carrying value	Fair Value Hierarchy
Trade receivables	102.29	102.29	Level 3
Cash and cash equivalents	133.99	133.99	Level 3
Other financial assets	13,775.00	13,775.00	Level 3
Total	14,011.28	14,011.28	
Financial Liabilities			
Trade Payables	250.75	250.75	Level 3
Total	250.75	250.75	

Assets and liabilities which are measured at amortised cost for which fair values are disclosed as at 31st March, 2024	Fair Value	Carrying value	Fair Value Hierarchy
Trade receivables	1,737.02	1,737.02	Level 3
Cash and cash equivalents	234.34	234.34	Level 3
Other financial assets	13,275.00	13,275.00	Level 3
Total	15,246.36	15,246.36	
Financial Liabilities			
Trade Payables	746.07	746.07	Level 3
Total	746.07	746.07	

22/04



Financial Instruments**Capital Risk Management**

The Group's objectives when managing capital is to safeguard continuity as a going concern and provide adequate return to shareholders through continuing growth and maintain an optimal capital structure to reduce the cost of capital. The Company sets the amount of capital required on the basis of annual business plan and long-term operating plans which include capital investments.

Financial Risk Management

A wide range of risks may affect the Group's business and financial results. Amongst other risks that could have significant influence on the Company are market risk, credit risk and liquidity risk.

The Board of Directors of the Group manage and review the affairs of the Company by setting up short term and long term budgets by monitoring the same and taking suitable actions to minimise potential adverse effects on its operational and financial performance.

The Group is exposed to the following market risks:

(a) Credit Risk

Credit risk refers to risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as investment in mutual funds, other balances with banks, loans and other receivables.

Credit risk arising from investment in mutual funds and other balances with banks is limited and there is no collateral held against these because the counterparties are banks and recognised financial institutions with high credit ratings assigned by the international credit rating agencies.

(b) Market Risk

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

(c) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in raising funds to meet commitments associated with financial instruments that are settled by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Company manages the liquidity risk by having adequate amount of credit facilities from its group companies to ensure that there is sufficient cash to meet all its normal operating commitments in a timely and cost-effective manner.

The table below analyses non-derivative financial liabilities of the the Company into relevant maturity groupings based on the remaining period from the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

Particulars	Less than 1 year	Between 1 to 5 years	Over 5 years	Total
At 31 March 2025				
Trade and other payables (Refer note 16)	250.75			
Borrowings including interest accrued				
Other financial liabilities (Refer note 15)				
At 31 March 2024				
Trade and other payables (Refer note 17)	746.07	-	-	746.07
Borrowings including interest accrued (Refer note 15 & 16)	-	-	-	-
Other financial liabilities (Refer note 15)	-	-	-	-

The Company does not have any derivative financial liabilities.



c) Other Price Risk

Other price risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market traded price. Other price risk arises from financial assets such as investments in equity instruments and bonds.

Note 31

Capital Management

The Company sets the amount of capital required on the basis of annual business and long-term operating plans.

The funding requirements are met through a mixture of equity, internal fund generation, convertible and non convertible debt securities, and other short term borrowings. The Company's policy is to use short term and long-term borrowings to meet anticipated funding requirements.

The Company monitors capital on the basis of the net debt to equity ratio. The Company is not subject to any externally imposed capital requirements.

Net debt are long term and short term debts as reduced by cash and cash equivalents (including restricted cash and cash equivalents) and short-term investments. Equity comprises all components of equity without any exclusion.

The Company's adjusted net debt to equity ratio at March 31, 2025 was as follows:

Particular	As at 31 March, 2025	As at 31 March, 2024
Total borrowings	133.99	234.34
Less: Cash and cash equivalents (Note 10)	(133.99)	(234.34)
Adjusted net debt	2,995.63	55,627.09
Adjusted equity	(0.00)	(0.00)
Adjusted net debt to adjusted equity ratio		

Note 32

Extraordinary Items

The extraordinary items include penalties and dues paid by the company amounting to Rs. 8.11 lakhs levied by the exchange for the year ended 31st March, 2025.

Note 33

Authorisation Of Financial Statements

The financial statements for the year ended March 31, 2025 were approved by the Board of Directors on 29th May, 2025. The management and authorities have the power to amend the Financial Statements in accordance with Section 130 and 131 of The Companies Act, 2013.

Note 34

Segment Reporting

There is only one reportable segment as the company is primarily engaged in the business of "Share Broking & Trading in Shares & Securities" which constitute a single reporting segment. In the context of Ind AS 108, the Company is operating in a single segment only, as specified under section 133 of the Companies Act, 2013. The Company's activities are restricted within India and hence no separate geographical segment disclosure is considered necessary.

Note 35

Payment to Auditors (Excluding GST)

Particulars	Year Ended 31st March, 2025	Year Ended 31st March, 2024
As Auditor	135.00	100.00
For Tax Audit	-	-
For Other Matters**	-	-
For out of Pocket expenses	-	-
Total	135.00	100.00

2025



Note 36
Other Matters
Information with regard to other matters specified in Revised Schedule III to the Act is either nil or not applicable to the Company for the year.

Note 37
Trade Receivables & Trade Payables Balances:
Trade receivables and trade payables balances continue to have a realisable value of at least the amount stated therein in the opinion of the board.

Note 38
The Company has not made provision against expected credit loss in respect of certain current assets and /or current investment mainly includes member deposit with the M.P. Stock Exchange (Rs. 50 thousand), OTC Exchange (Rs. 225 thousand), and the M.P. Stock Exchange card fees (Rs. 2300 thousand) /FD balance with Bank of India (Rs. 50 thousand) and doubtful Trade receivables (67/21 Thousand), apart from provision made in accordance with the usual policy of the Company.

Note 39
a. During the financial year [FY 2024-25], the Company has not paid dividends to all preference shareholders. Out of a total of 240,000 Non cum preference shareholders, dividend was paid only to 2,00,000 shareholders. The remaining 40,000 shareholders have not received their dividend entitlements.
b. The Company has not paid preference share dividends at the agreed rate, has not paid all shareholders, and has not renewed or redeemed the preference shares post their due date. These matters indicate potential non-compliance with the terms of issue and may have regulatory implications.
c. The Company had issued 12% Redeemable Non-Cumulative Preference Shares with a tenure of One Year which was due for redemption on October 2024. As of the reporting date, the board has not extended the terms & conditions of the Preferential shares dividend and the same is not accumulated as per the terms of issue.
d. This preference shares are owned by the promoters. As per Ind AS 109 non-cumulative redeemable preference shares issued by the Company have been classified as a compound financial instrument, which consists of both a liability and an equity component. The liability component is Rs.47.00 Lakhs and the equity component is Rs.4.29 Lakhs.
e. The company booked a dividend of Rs. 25.71 lakhs related to the tenure, as per the terms. However, an actual payment of Rs. 23.71 lakhs was made during the quarter ended 31st March, 2025.

Note 40
During the year, the Company had entered into an agreement for the purchase of a property and, in this regard, had advanced an amount of ₹193.00 lakhs to the seller. Subsequently, the transaction was mutually cancelled, and the advance was refunded along with interest of ₹22.74 lakhs. The interest income has been recognised under 'Other Income' in accordance with the Principles of Ind AS, as it does not arise from the Company's ordinary activities and does not meet the criteria for classification as an exceptional item

Note 41
The Board notes that the Company currently does not have an adequate system in place for obtaining external confirmations and carrying out detailed reconciliations of balances relating to deposits, advances, and other receivables/payables. As a result, in the absence of sufficient appropriate audit evidence, the potential impact, if any, on the financial statements could not be ascertained

Note 42
Under Micro and Small Enterprises as defined under Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act"), certain disclosures are required to be made relating to Micro, Small and Medium Enterprises. The Company is in process of compiling relevant information from its suppliers about their coverage under the said Act. Since the relevant information not available, the disclosure was made to the extent available in the books of accounts. However, the impact of interest, if any, that may be payable in accordance with the provision of this Act is not expected to be material.

Note 43
Subsequent Events
No adjusting or significant non-adjusting events have occurred between the reporting date and the date of authorisation

Note 44
No funds have been advanced or loaned or invested by the Company to/in any intermediary on behalf of ultimate beneficiaries or nor any such sum has been received by the company where the company has act as an intermediary on behalf of ultimate beneficiaries.



Additional Regulatory Disclosures

- (i) The Company have immovable property whose title deeds are held in the name of the company.
- (ii) The Company has not revealed its Property, Plant and Equipment during the reporting year.
- (iii) Loans and Advances granted to Promoters, Directors, KMP and Related Parties. There are no Loans and Advances in the nature of loans that are granted to promoters, directors, KMP's and the related parties either severally or jointly with any other person, that are repayable on demand except as disclosed in financial statements.
- (iv) There are no proceedings initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988).
- (v) The Company has not availed borrowings from banks or financial institutions on the basis of security of current assets.
- (vi) The Company is not declared as wilful defaulter by any bank or financial institution or other lender.
- (vii) The Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013.
- (viii) The Company do not have any charge to be registered with Registrar of Companies beyond the statutory period.
- (ix) The Company has no subsidiaries with one layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.
- (x) No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- (xi) Utilisation of Borrowed funds and share premium.
- A. The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
- (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- B. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall: (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.



100%

Note 44

Financial Ratios

Ratios	As at 31-03-2024	As at 31-03-2024	Variance	Remarks
Current Ratio				
Current Assets / Current liabilities	3.54	15.09	-76.55%	Refer Note 1
Debt Equity Ratio	-	-	0.00%	NA
Total Outside Liabilities / Total Shareholder's Equity	-	-	0.00%	NA
Debt Service Coverage Ratio	-	-	-	NA
EBITDA / (Interest + Principal)	-	-	-	Refer Note 2
Return on Equity Ratio	-11.02%	-2.56%	331.20%	Refer Note 2
(Net Profit After Taxes - Preference Dividend if any) / Average Shareholders fund	-	-	-	Refer Note 2
Trade Receivables Turnover Ratio	25.43	3.39	650.39%	Refer Note 3
Credit Sales / Average Trade Receivables	-	-	-	Refer Note 3
Net Capital Turnover Ratio	0.09	0.11	-15.02%	NA
Cost of Goods Sold (or) Sales / Net Assets	-	-	-	Refer Note 4
Net Profit Ratio	-122.82%	-24.21%	407.40%	Refer Note 4
Return on Capital Employed	-	-	-	Refer Note 5
(EBIT / Capital Employed) * 100	2.38%	4.25%	-44.01%	Refer Note 5

Note

- 1 Due to increase in current Assets & decrease in current Liabilities
- 2 Due to increase in extraordinary items & decrease in turnover.
- 3 Due to decrease in turnover.
- 4 Due to increase in extraordinary items & decrease in turnover.
- 5 Due to redemption of preference shares.

Note 45

Offsetting financial assets and financial liabilities

There is no offsetting financial assets and liabilities in the Company as at 31 March 2025 and 31 March 2024.

Note 46

Previous period's figures have been regrouped / reclassified where necessary, to conform with current period's presentation for the purpose of comparability.

In terms of our report of even date
For JAIN JAGAWAT KAMDAR & CO.
Chartered Accountants
Firm Regn No. 122530W

CA Basant Jain

FRN
122530W
JAIN JAGAWAT KAMDAR & CO.
CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors
Sanchay Finvest Limited

Mr. Naresh Kumar
Sharma
Director
DIN: 00794218
Place: Mumbai

Mr. Naresh Kumar
Sharma
Director
DIN: 00794167
Place: Mumbai

Date: 29th May, 2025
Place: Mumbai

SANCHAY FINVEST LTD.
MUMBAI

SANCHAY FINVEST LIMITED

CIN: L67120MP1991PLC006650

REGD. OFFICE: 209, Rajani Bhavan, 569, M.G.Road, Indore (M.P.) - 452 001

PROXY FORM 34TH ANNUAL GENERAL MEETING

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

Name of the Company: SANCHAY FINVEST LIMITED

Registered office:- 209, Rajani Bhavan, 569 M.G. Road Indore MP 452001 IN .

Tel. No.:- 0731-2432106, 432106, E-Mail;- sanchaay@gmail.com Website: www.sanchayfinvest.in

Name of the Member (s): _____

Registered Address: _____

Email-Id: _____

Folio No/Client ID: _____ DP ID: _____

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

1. Name: _____

Address: _____

E-mail Id: _____

Signature: _____, or failing him / her

2. Name: _____

Address: _____

E-mail Id: _____

Signature: _____, or failing him / her

3. Name: _____

Address: _____

E-mail Id: _____

Signature: _____, or failing him / her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 34th Annual General Meeting of Sanchay Finvest Limited to be held on **Monday, 29th September at 02:00 P.M.** at registered office i.e. 209, Rajani Bhavan, 569 M.G. Road, Indore, Madhya Pradesh, 452001. And at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolutions	For	Against	Abstain
Ordinary Business				
1)	To consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon			
2)	To consider Re-appointment of Mr. Sarthak Naresh Sharma (DIN: 08239430) Whole Time Director who retires by rotation			
3)	To consider Re-appointment of Mr Narottam Kumar Nandlal Sharma (DIN: 00794167) Director who retires by rotation			
4)	To Appoint Statutory Auditors of the Company and to fix their Remuneration			
Special Businesses				
5)	To consider Re-Appointment of Mr. Naresh Kumar Sharma (DIN: 00794218) as Managing Director for Term of Three Years:			
6)	Shifting Of Registered Office From State of Madhya Pradesh To State of Maharashtra			
7)	Appointment of Secretarial Auditor M/s Ramesh Chandra Mishra & Associates, Practicing Company Secretaries, Mumbai For Term of Five Financial Years			

Signed this _____ day of _____ 2025

Signature of shareholder: _____

Signature of Proxy holder(s): _____

Affix
Revenue
Stamp

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than **48 hours** before the commencement of the Meeting.
2. Please complete all details including details of member(s) before submission.

FORM NO. MGT-12
POLLING PAPER

[Pursuant to section 109 (5) of the Companies Act, 2013 and Rule 21 (1) (c) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: SANCHAY FINVEST LIMITED
CIN: L67120MP1991PLC006650
Registered Office: 209, Rajani Bhavan, 569 M.G. Road Indore MP 452001 IN
Website: www.sanchayfinvest.in
Email: sanchaay@gmail.com

BALLOT PAPER

Sr. No.	Particulars	Detail
1	Name of the First-named Shareholder (In BLOCK letters)	
2	Postal address	
3	Registered Folio No./ *DP ID and Client ID No. (*Applicable to investors holding shares in dematerialized form)	

I hereby exercise my vote in respect of Ordinary/ Special Resolution/s enumerated below by recording my assent or dissent to the said Resolution in the following manner:

Sr. No.	Resolutions	No. of shares held by me	I assent to the Resolution	I dissent from the Resolution
ORDINARY BUSINESS:-				
1	To consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon			
2	To consider Re-appointment of Mr. Sarthak Naresh Sharma (DIN: 08239430) Whole Time Director who retires by rotation			

3	To consider Re-appointment of Mr Narottam Kumar Nandlal Sharma (DIN: 00794167) Director who retires by rotation			
4	To Appoint Statutory Auditors of the Company and to fix their Remuneration			
SPECIAL BUSINESS :-				
5	To consider Re-Appointment of Mr. Naresh Kumar Sharma (DIN: 00794218) as Managing Director for Term of Three Years			
6	Shifting Of Registered Office From Madhya Pradesh To Maharashtra			
7	Appointment of Secretarial Auditor M/s Ramesh Chandra Mishra & Associates, Practicing Company Secretaries For Term of Five Financial Years			

Place: INDORE

Date: 2nd September 2025

(Signature of the shareholder)

SANCHAY FINVEST LIMITED
CIN: L67120MP1991PLC006650
REGD. OFFICE: 209, Rajani Bhavan, 569, M.G.Road, Indore (M.P.) - 452001

ATTENDANCE SLIP
34TH ANNUAL GENERAL MEETING (2024-25)
EVSNO: 250903015

I hereby record my presence at the 34th Annual General Meeting of the Company to be held on Monday on 29th September, 2025 at 2:00 P.M. at Registered office of the company i.e. 209, Rajani Bhavan, 569 M.G. Road Indore MP India.

Name of the Member:_____

Folio/Client ID No.:_____

Name of the Proxy/ Representative (in Block Letters)

(To be fill in if the Proxy/Representative attends

Instead of the Member)_____

I certify that I am a member / proxy / authorized representative for the member of the Company.

Signature of the Member or Proxy/Representative:_____

Note:

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2) The Proxy, to be effective should be deposited at the Registered Office of the Company not less than **FORTY-EIGHT HOURS** before the commencement of the meeting.
- 3) A Proxy need not be a member of the Company.
- 4) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 5) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

