

Magnanimous Trade & Finance Ltd.

Regd. Office: Ground Floor, Shop No. 188/2, Shyam Dham Heights, Rampura, Patrakar Colony, Jaipur Rajasthan 302020
Corporate Office: Goyal Auto Parts Ground Floor Room No 8C 12A Netaji Subhash Road, Kolkata, West Bengal, India, 700001
Telephone: 0141-2373164, 2373364 Email: miell@rediffmail.com
CIN No. L65923RJ1991PLC059251 Website: mtfl.in

Date: 08/09/2025

To,
The Deputy Manager
Department of Corporate Services
BSE Limited
P.J. Towers
Dalal Street, Mumbai- 400001

Sub: Annual Report for the Financial Year 2024-25 along with Notice of the 40th Annual General Meeting under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

Ref.: Scrip Code: 512377;

Security Id: MAGANTR

Dear Sir/Madam,

1. In terms of the provisions of Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of Annual Report for the financial year ended on 31st March, 2025 along with Notice of 40th Annual General Meeting ("AGM") of the Company scheduled to be held on Tuesday, 30th September, 2025 at 11:00 A.M, at 21C-Barwara House Colony Civil Line Ajmer Puliya Jaipur 300206, Rajasthan

Further, in accordance with the Regulation 36 (1) (b) of the SEBI Listing Regulations, a letter containing the web-link for accessing the notice of 40th AGM and Annual Report for FY 2024-25 is being sent to all those Members who have not registered their email IDs.

Kindly take the aforesaid information on record in compliance of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015.

Please note it in your records and kindly acknowledge.

Yours sincerely,

For MAGNANIMOUS TRADE & FINANCE LTD.

KURJIBHAI
PREMJIBHAI
RUPARELIYA
Digitally signed by
KURJIBHAI PREMJBHAI
RUPARELIYA
Date: 2025.09.08
15:01:35 +05'30'

KURJIBHAI PREMJBHAI RUPARELIYA

Additional director

Date: 08/09/2025

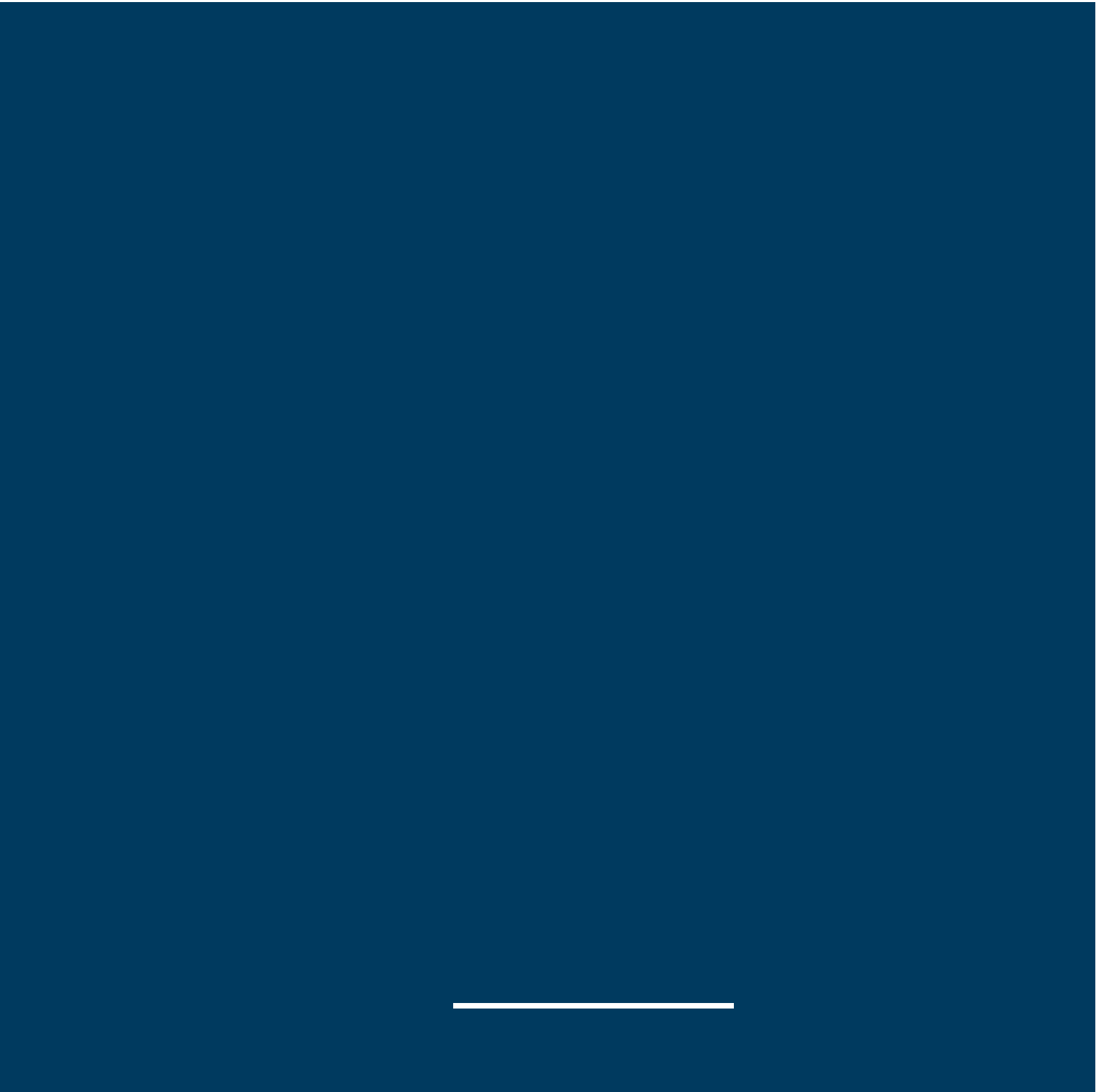
Place: Jaipur

DIN: 00716246

2025

Annual Report

MAGNANIMOUS TRADE & FINANCE LTD



BOARD OF DIRECTORS

Mr. Dhaval Babubhai Parekh
Mrs. Arzoo Raghubhai Rabari
Mr. Nevil Jayeshbhai Kamdar
Mrs. Mr. Priyanshu Alpesh Kumar Sheth
Mr. Kurjibhai Premjibhai
Rupareliya

Additional Director
Non-Executive Independent Director
Non-Executive Independent Director
Non-Executive Independent Director
Additional Director

AUDITORS

M/s. GUPTA & SHAH,
Chartered Accountants
2, Nav Bharat Niketan, 3A/246, Azad Nagar,
Kanpur-208002 Email:
gupta.shah@gmail.com

CHIEF FINANCIAL OFFICER

**Mr. Ankit Poddar (Resigned w.e.f 7
Aug 20225)**

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Jayesh laxmanbhai Bhavsar

BANKER

HDFC Bank Ltd,
Villa Station, Jaipur-302001

REGISTRAR & SHARE TRANSFER AGENT

M/s Beetal Financial & Computer Services Pvt. Ltd
Beetal House, 3rd Floor, 99, Madangir Behind Local Shopping Centre,
Near Dada Harsukhdas Mandir, New Delhi, Delhi, 110062
Tel.: 011 - 29961281, Fax: 011- 29961284, E-mail: beetal@beetalfinancial.com

REGISTERED OFFICE ADDRESS

21C-Barwara House Colony Civil Line Ajmer Puliya Jaipur 300206
Website: www.mtfl.co.in
E-Mail Id: co@mtfl.co.in
Tel: 0141-2373676, Fax: 0141-2379344

DIRECTOR'S REPORT

To

The Members,

MAGNANIMOUS TRADE & FINANCE LTD

Your Directors have pleasure in presenting the 40th Annual Report of your Company along with the Audited Statement of Accounts for the year ended March 31, 2025.

1. SUMMARY OF FINANCIAL RESULTS:

Amount (in hundreds)

Particulars	Standalone	
	For the financial year ended 31 st March, 2025 (Rs.)	For the financial year ended 31 st March, 2024(Rs.)
Revenue from Operation including other income	10,79,735.65	37,17,017.64
Expenses excluding Depreciation	4,05,398.91	14,65,583.17
Depreciation and Amortization	22487.85	11,353.60
Profit (Loss) Before Tax	6,51,848.87	22,40,080.87
Extraordinary items	0.00	0.00
Current Tax	(186934.14)	(4,18,324.18)
Deferred Tax Adjustment	3911.30	314.76
MAT Credit entitlement	0.00	0.00
Excess/short provision relating earlier year tax	0.00	5,569.31
Profit (loss) After Tax	4,68,826.04	18,27,640.76
Net fixed assets	43853.20	90.365.09
Share capital	95,146.80	95,146.80
Reserve & Surplus Profit/(Loss)	3072301.61	26,03,475.58

2. DIVIDEND:

The board of directors has not recommended any dividend for the financial year.

3. OPERATIONS

During the year under review Total Income of the Company has decreased from Rs. Rs. 37,17,01,764.24/- to Rs. 107973565.15/- The Net Profit for the current year stood at Rs as 46882604.02/- against Net profit of Rs. 18,27,64,076.24/-in the previous year.

4. TRANSFER TO RESERVES:

The Company has transfer of Rs. 9376521.00/ - to the statutory reserve.

5. CHANGE IN THE NATURE OF BUSINESS, IF ANY

There has been no change in the objects of the Company. Business is being conducted as per the objectives described in the Memorandum of Association of the Company. There has been no material change in the line or nature of business that the Company is operating in.

6. INFORMATION ABOUT SUBSIDIARY/ASSOCIATE COMPANY:

At the Year end March 2025 Company does not have any Associate and Subsidiary Company. In accordance with the Companies Act, 2013 and Accounting Standard AS-21 on Consolidated Financial Statements read with Accounting Standard AS-23 and 27 on Accounting for Investments in Associates/ Subsidiaries, the Companies are required to prepare Consolidated Financial Statements of its Associate(s) / Subsidiary (ies) to be laid before Annual General Meeting of the Company, accordingly.

However, the Company does not have any Associate, Subsidiary and Joint Venture Company at the year end March 25.

During the year the company has liquidated its entire stake in its Associate Amber Mercantiles Limited

7. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:

The provisions of Section 125(2) of the Companies Act, 2013 is not applicable, as there was no Dividend declared and paid last year.

8. DEPOSITS:

Company has not accepted any deposits from the public, during the year under review.

9. MATERIAL CHANGES AND COMMITMENTS:

As on the date of this report, no material changes and commitments affecting the Financial position of the Company have occurred, between the end of the financial year to which these financial statements relate.

10. ANNUAL RETURN

Annual Return as required under Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, is available on the website of the company at <https://mtfl.in>.

11. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013 with respect to Directors' Responsibility Statement it is confirmed that-

- a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) Such accounting policies have been selected and applied consistently and judgments and estimates have been made 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 of the company for that period;
- c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of Companies Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) The annual accounts have been prepared on a going concern basis.
- e) That internal financial controls were laid down to be followed and that such internal financial controls were adequate and were operating effectively.
- f) That proper system was devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

12. SHARE CAPITAL:

The Company has 951468 Equity Shares of Rs. 10 each amounting to Rs. 95,14,680. During the year under review, the Company has not issued any shares or any convertible instruments.

The Company has only one class of Equity Share having a par value of Rs. 10/-each holder of share is entitled to one vote per share with same rights.

During the Year 2024-25, the company has not made any issue of equity shares with differential voting rights, Sweat Equity Shares and employee stock option.

13. LISTING OF SHARES:

Shares of company have been listed on Bombay Stock Exchange.

14. AUDITORS:**a. Statutory Auditors:**

In accordance with the provisions of Section 139(8) and other applicable provisions of the Companies Act, 2013 M/s K P C M & CO, Chartered Accountants) (FRN: 117390W), are being appointed as statutory Auditors of the Company to fill the Casual Vacancy caused by the resignation of M/s GUPTA & SHAH. Chartered Accountant (FRN: 01416C) to hold office

up to the conclusion of the ensuing Annual General Meeting.

In accordance with Sec 139 of the Companies Act, 2013, The Board has recommended appointment of M/s K P C M & CO, Chartered Accountants) (FRN: 117390W), by the members as Statutory Auditors of the Company at the ensuing Annual General Meeting to be held for the financial year ended on 31st March 2025, for a period of 5 years to hold office from the conclusion of this Annual general meeting till the conclusion of Annual General Meeting of the Company to be held for the F.Y. ending on 31st March 2030.

b. Statutory Auditors' Report:

The observations made by the Auditors in their Report read with relevant notes as given in the Notes on Accounts annexed to the Accounts, are self explanatory and therefore do not call for any further comments under Section 134 (3)(f) of the Companies Act, 2013.

The Auditors of the Company have not raised any queries or made any Qualifications on the Accounts adopted by the Board which were then audited by them.

c. Secretarial Auditor:

The provisions of Section 204 read with Section 134(3) of the Companies Act, 2013, the Board has appointed **M/s. Mahendra Khandelwal & Co.**, a firm of Company Secretaries in Practice, as the Secretarial Auditor of the Company for the financial year 2024-25.

d. Secretarial Audit Report

The Secretarial Audit Report is annexed to this Board report as Annexure-III.

15. DIRECTORS /KEY MANAGERIAL PERSONNEL:

a. Retire by Rotation

The Independent Directors hold office for a fixed period of five years from the date of their appointment and are not liable to retire by rotation. Out of the remaining Non-Executive/ Non-Independent Directors, in accordance with the provisions of the Companies Act and the Articles of Association of the Company, Mr. SHASHANK PARASRAMPURIA (DIN:07182816) is liable to retire by rotation and but he does not offer his candidature for reappointment as Director.

b. Independent Directors and their Declaration of Independence

The Board of the Company as on March 31, 2025 consisted of 5 directors out of which 3 are independent directors.

All Independent Directors have given declaration that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

c. Composition of Board of Director as on 31st March 2025 and changes during the year

The Board of the Company as on March 31, 2025 consist of 5 directors out of which 3 are independent directors, one is Whole Time Director and one is Non-Executive Director, non – independent director.

d. Changes in the composition of Key Managerial Personnel (other than Board of Directors):

There are no changes during the year but after the closure of Financial year CS and CFO of the Company, Rakesh Pawar and Ankit Poddar resigned on 07/08/2025.

16. COMMITTEE DETAILS

❖ Audit Committee

The Audit Committee comprises Independent Directors namely Shri SRIKATH SAMALA (Independent Director and Chairman), Shri ZEESHAN ALI (Independent Director) and Shri SHASHANK PARASRAMPURIA (Director) as other Members. All the recommendations made by the Audit Committee were accepted by the Board.

❖ Nomination and Remuneration Committee

The Nomination and Remuneration Committee comprises of Shri SRIKATH SAMALA (Independent Director and Chairman), Shri ZEESHAN ALI (Independent Director) and Shri SHASHANK PARASRAMPURIA (Director) as other Members. All the recommendations made by the Nomination and Remuneration Committee were accepted by the Board.

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. This policy also lays down criteria for selection and appointment of Board Members. The details of this policy are enclosed herewith as Annexure-'II'.

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

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

A. Conservation of energy:

The company is not engaged in manufacturing activity, the details relating to Conservation of Energy, Technology Absorption. Foreign Exchange Earnings and Outgo as per Section 134 (3) (m) of the Companies Act, 2013 being not applicable, hence not provided.

B. Technology Absorption:

The particulars regarding Technology absorption are: NIL

C. Foreign exchange earnings and Outgo:

Particulars	As on 31.03.2025	As on 31.03.2024
a) Earnings in foreign exchange	Nil	Nil

b) Expenditure / outgo in foreign Nil
exchange (Travelling)

18. MEETINGS

During the financial year 2024-25, following meetings were convened:

❖ Board Meetings

S. No.	Date of Board Meeting	Board's Strength	No. of Directors Present
1.	30/05/2024	5	5
2.	14/08/2024	5	5
3.	06/09/2024	5	5
4.	06/11/2024	4	4
5.	13/11/2024	4	4
6.	09/12/2024	4	4
7.	20/01/2025	5	5
8.	14/02/2025	5	5
9.	06/11/2024	4	4

❖ Audit Committee Meetings

S. No.	Date of Meeting	Strength of Members	No. of Members Present
1.	30/05/2024	3	3
2.	14/08/2024	3	3
3.	13/11/2024	3	3
4.	14/02/2025	3	3

❖ Nomination & Remuneration Committee Meetings

S.No.	Date of Meeting	Strength of Members	No. of members present
1.	23/05/2024	3	3
2.	07/08/2024	3	3
3.	06/09/2024	3	3

❖ Independent Director's Meeting

S. No.	Date of Meeting	Strength of Members	No. of members present
1.	22/03/2025	3	3

❖ Stake-holder Relationship Meeting

S. No.	Date of Meeting	Strength of Members	No. of members present
1.	30/05/2024	3	3
2.	24/03/2025	3	3

❖ **Members Meeting**

S.No.	Type of Meeting	Date of Meeting	Total No. of Members Entitled to Attend	Number of Members Attended
1.	Annual General Meeting	30-09-2024	307	7

19. PERFORMANCE EVALUATION OF THE BOARD, COMMITTEES AND INDIVIDUAL DIRECTORS

The Company has formulated a Board Evaluation template for performance evaluation of the Independent Directors, the Board, its committees and other individual Directors which includes criteria for performance valuation of the Non-Executive Directors and Executive Directors.

The formal Board evaluation as mandated under the Companies Act and Listing Regulations has been carried out during the year.

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

The Company has in place an appropriate Policy on Prevention of Sexual Harassment of Women at Workplace in accordance with the provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, to prevent sexual harassment of its employees.

During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

21. DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES:

The company has established a vigil mechanism for grievances redressal of director and employees of the company which will help in reporting genuine concerns or grievances of directors and employees.

22. CORPORATE SOCIAL RESPONSIBILITY (CSR):

As the Company does not fall under the class of companies as prescribed under Section 135 of Companies Act, 2013 and Rules made thereunder, therefore the provisions related to Corporate Social Responsibility is not applicable to the Company.

Therefore, Company is not liable to contribute towards Corporate Social Responsibility.

23. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

Particulars of Loan given, Investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in financial statement

24. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The particulars of contracts or 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 the proviso thereto have been disclosed in Form No. AOC -2, as Annexure -I.

25. MANAGERIAL REMUNERATION:

(A) Managerial Remuneration of Rs. 6,00,000/- is paid to the Director of the company.

(B) There is no Employee who is in receipt of remuneration of more than Rs. 8,50,000 per month. or Rs. 102,00,000 per annum under Section 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in the financial 2024-25.

(C) The company does not have any material information to report in accordance with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

26. RISK MANAGEMENT POLICY:

In view of minimal operational activities, no Risk Management Policy was framed by the Board.

27. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:

The Company has proper place and adequate internal control systems commensurate with the nature of its business, and size and complexity of its operations. Internal control systems comprising of policies and procedures are designed to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations, and all assets and resources are acquired economically, used efficiently and adequately protected.

28. GREEN INTIATIVES:

Electronic copies of the Annual Report 2024-25 and the notice of 40thAGM are sent to all members whose e-mail address is registered with the company/depository participants. For members who have not registered their email address, physical copies are sent in the permitted mode.

29. 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:

There were no orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

30. OTHER DISCLOSURES AND STATUTORY INFORMATION:

a. Compliance with Secretarial Standards

The Company complies with applicable secretarial standards.

b. Policies and code adopted by the Company

The Board of Directors has from time to time framed and approved policies as required by the SEBI LODR Regulations as well as under the Companies Act, 2013. These policies will be reviewed by the Board at periodic intervals. Some of the key policies that have been adopted are as follows:

- ✓ Code for Disclosure of Unpublished Price Sensitive Information
- ✓ Code of Conduct for Insider Trading
- ✓ Policy on Related Party Transactions
- ✓ Code of Conduct for Directors and Senior Management Personnel

31. HUMAN RESOURCES MANAGEMENT

We firmly believe that employee motivation, development and engagement are key aspect of good human resource management. We provide several forums and communication channels for our employees to not only share their point of view and feedback related to our business, but also share feedback self-development and career advancement. These forums have helped us to identify and implement a number of structural changes during the year under review.

32. ACKNOWLEDGEMENTS:

An acknowledgement with thanks is hereby conveyed to all with whose help, cooperation and hard work the Company was able to achieve the results.

By order of the Board

**For MAGNANIMOUS TRADE & FINANCE LTD
CIN: L65923RJ1991PLC059251**

**Date: 08-09-2025
Place: Jaipur**

**Sd/-
DHAVAL BABUBHAI PAREKH
Additional Director
DIN: 09636606**

**Sd/-
KURJIBHAI PREMJI BHAI RUPARELIYA
Additional Director
DIN: 05109049**

ANNEXURE-I
FORM NO. AOC -2

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

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

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

S. No.	Name	Nature of relationship	Nature of transaction	Amount as at 31 st March, 2025 (in Hundred)
3.	Sudhir Kumar Parasrampur	Director	Purchase of Travel Tickets, Travel Arrangements and Accommodation facilities	3906.54

By order of the Board
For MAGNANIMOUS TRADE & FINANCE LTD
CIN: L65923RJ1991PLC059251

Date:08-09-2025
Place: Jaipur

Sd/-
DHAVAL BABUBHAI PAREKH
Additional Director
DIN: 09636606

Sd/-
KURJIBHAI PREMJBHAI RUPARELIYA
Additional Director
DIN:05109049

**CERTIFICATE PURSUANT TO REGULATION 17(8) OF THE SEBI (LISTING
OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

To

The Board of Directors

MAGNANIMOUS TRADE & FINANCE LTD

Ground Floor, Shop No. 2, 188/1, Shyam Dham Heights, Patrakar Colony, Rampura,
Mansarovar, Jaipur, Rajasthan, India, 302020

We, Sudhir Kumar Parasrampur, Whole Time Director and Ankit Poddar, Chief Financial Officer certify to the Board that in respect to the Financial Year ended on March 31, 2025:

- 1) We have reviewed the financial statements and the Cash Flow Statement for the year ended March 31, 2025 and that to the best of our knowledge and belief:
 - i. These statements do not contain any material untrue statements 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.
- 2) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- 3) We accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of internal control system 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.
- 4) We have indicated to the Auditors and the Audit Committee that:
 - i. there has not been any significant change in internal control over financial reporting during the year under reference;
 - ii. there has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and
 - iii. There has not been any instance during the year of significant fraud of which we had become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

By order of the Board

For MAGNANIMOUS TRADE & FINANCE LTD

CIN: L65923RJ1991PLC059251

Date: 30/05/2025

Place: Jaipur

Sd/-

ANKIT PODDAR
CFO

Sd/-

SUDHIR KUMAR PARASRAMPURIA
Director
DIN: 00358982

DECLARATION TO COMPLIANCE OF CODE OF CONDUCT

This is to certify that the company has laid down its code of conduct for Board of Directors and Senior Management Personnel of the company and copy of the same has been uploaded on the website of the Company.

I hereby declare that all the Directors and Senior Managerial personnel have affirmed the compliance with the Code of Conduct and have given a confirmation thereto in this regard, in respect of financial year ended 31st March 2025.

For the purposes of this declaration, Senior Management Personnel means the Personnel who are members of the core management team, including persons in the cadre of functional heads and above but excluding Board of Directors as on March 31, 2025.

Place: Jaipur

Dated: 30-05-2025

For and on behalf of the Board of Directors

Sd/-
Mr. Sudhir Kumar Parasrampur
Chairman & Whole Time Director
DIN: 00359065

ANNEXURE – “II”**NOMINATION & REMUNERATION POLICY:**

The Board of Directors of Magnanimous Trade & Finance Limited (“the Company”), in view of enforcement of Companies Act, 2013 read with rules framed there under and to align with the objectives and goals of the Company with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended time to time) (Listing Regulations), framed the Nomination and Remuneration Policy.

The Nomination and Remuneration Committee and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as may be amended from time to time).

I. DEFINITIONS:

“The Act” means the Companies Act, 2013 and the Rules framed thereunder as may be amended from time to time

“Board” means Board of Directors of the Company.

“Company” means Magnanimous Trade & Finance Limited

“Committee” means the Nomination and Remuneration Committee of the Board of Directors.

“Compliance Officer” means Company Secretary of the Company.

“Directors” mean members of the Board of Directors of the Company.

“Executive Director” means the Managing Director, Whole-time Director, as the case may be and includes Directors who are in the full-time employment of the Company.

“Key Managerial Personnel” shall have the same meaning as given in Section 2 (51) of the Listing Regulations and Section 203 of the Companies Act, 2013 read with rules framed thereunder.

“Senior Management” shall mean personnel of the company (which include persons engaged as retainer or on contractual basis) and who are members of its core management team excluding the Board of Directors, comprising all members of management one level below the executive directors, including the functional heads.

Explanation 1: In case of any dispute whether a person is member of Senior Management or not, decision of concerned Executive Director shall be final.

Explanation 2: Considering the criticality of a particular function, even if a person is not covered in the above definition, the Chairman will have discretion to treat him/ her as member of Senior Management for the purpose of this Policy.

The words and definitions not described herein above shall have the respective meanings under the Acts and legislations governing the same.

II. TERMS OF REFERENCE / ROLE OF COMMITTEE:

The Terms of Reference of the Committee shall be: -

- a) To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment and removal and to carry out evaluation of every Director's performance.
 - b) To ensure that the level and composition of remuneration is reasonable and is sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully.
 - c) To ensure that relationship of remuneration to performance in respect of Directors, Key Managerial Personnel and employees of Senior Management is clear and meets appropriate performance benchmarks; and
 - d) To ensure that remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and variable pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals:
 - e) To formulate the criteria for determining qualifications of Directors, Key Managerial Personnel and employees of Senior Management, and also to determine criteria for positive attributes and independence of Directors.
 - f) To formulate criteria for evaluation of every Director including Independent Director and the Board.
 - g) To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation by the Board.
 - h) To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and employees of Senior Management.
 - i) To provide to Key Managerial Personnel and Senior Management, reward linked directly to their efforts, performance, dedication and achievement relating to the Company's operations.
- a) To devise a policy on Board diversity from time to time.
 - b) To develop a succession plan for the Board and to regularly review the plan.

III. STATUTORY POWERS OF THE COMMITTEE

The Committee shall have a power to express opinion whether the Director possesses the requisite qualification for the practice of the profession, when remuneration is proposed to be paid for the services to be rendered in any other capacity and such services to be rendered are of a professional nature. Where in any financial year during the currency of tenure of a managerial person, a company has no profits or its profits are inadequate, the

Committee may approve the payment of remuneration as per Section II of Part II of Schedule V to the Companies Act, 2013.

IV. COMPOSITION OF COMMITTEE

The Committee shall comprise of at least three Non-Executive Directors, at least half of whom shall be Independent Directors. The Board may appoint the Chairperson of the Company whether executive or non-executive as member of this committee.

V. CHAIRPERSON

The Chairperson of the Committee shall be an Independent Director. In the absence of the Chairperson, the members of the Committee present at the meeting shall choose one of the Independent Directors amongst them to act as Chairperson.

The Chairperson of the Nomination and Remuneration Committee shall endeavor to be present at the Annual General Meeting of the Shareholders of the Company.

VI. CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES AND INDEPENDENCE OF DIRECTORS

The Committee shall identify:

- a. Persons who possess adequate qualifications, expertise and experience for the position he / she is considered to be appointed. The person should have knowledge of at least one or more domain areas like, finance, law, management, sales, marketing, administration, research, governance, strategy, operations or other disciplines related to the Company's business.
- b. Person shall uphold ethical integrity, have a pedigree of acting objectively, shall have no adverse order(s) passed by any Regulatory body, should have a proven track record of meeting professional obligations including a reputation to manage challenges.
- c. An Independent Director should meet with requirements of the Act read with Schedule IV of the Act and provisions of the Listing Regulations.
- d. An Independent Director shall hold office for a term upto 5 consecutive years and will be eligible for re-appointment on passing of a special resolution by the Company and following the procedure under the Act / Listing Regulations.
- e. No Independent Director shall hold office for more than two consecutive terms of maximum 5 years each. In the event the same person is to be appointed as an Independent Director after two consecutive terms, a cooling period of three years is required to be fulfilled.

VII. CRITERIA FOR APPOINTMENT OF KMP / SENIOR MANAGEMENT PERSONNEL AND PERFORMANCE EVALUATION

- a. The Company has a well-defined and structured recruitment process for Key Managerial Personnel and Senior Management.

- b. The appointment of KMP and Senior Management shall be approved by the Board on prior recommendation of the Nomination and Remuneration Committee.
- c. The management considers various factors while evaluating a person for appointment as senior management including individual's background, business acumen, analytical abilities, competency, skills, abilities (viz. leadership, ability to exercise sound judgment), educational and professional background, personal accomplishment, age, relevant experience and understanding of related field viz; marketing technology, prospective operations of the Company;
- d. The appointee while continuing in his / her office shall not engage in any business or commercial activity, which might detrimentally conflict with the interest of the Company.
- e. The KMP and Senior Management shall have a well-defined appraisal and performance evaluation framework.

VIII. TERM OF EXECUTIVE DIRECTORS, KMP AND SENIOR MANAGEMENT PERSONNEL

The Company shall appoint or re-appoint Executive Directors for a term not exceeding five years at a time.

The KMP and Senior Management Personnel shall retire as per the prevailing HR policy of the Company. In the event any Director, KMP and Senior Management attracts any disqualification mentioned in the Act or under any law, the Committee may recommend to the Board the removal of the said Director, KMP or Senior Management.

IX. REMUNERATION TO DIRECTORS / KMP (NON-BOARD AND OTHER THAN SENIORMANAGEMENT) / SENIOR MANAGEMENT AND OTHER EMPLOYEES:

Remuneration to Directors:

a. Executive Directors

- The remuneration to the Executive Directors shall be governed by the provisions of the Act, Listing Regulations or any other enactment for the time being in force. The remuneration shall take into account the Company's performance, the contribution of the Executive Directors for the same, remuneration trends in general, meeting of appropriate benchmarks (such as remuneration paid in like- size companies) and which will ensure and support a high performance culture. The Executive Directors will also be entitled to sitting fees as paid to Non-Executive and Independent Directors (unless specifically waived by them or not entitled in terms of their respective agreements).

b. Non-Executive Directors

- The Non-Executive Directors and Independent Directors will receive sitting fees / commission as per the provisions of the Act and in compliance with the provisions of the

Listing Regulations. The amount of the sitting fees will not exceed the ceiling / limit under the Act. An Independent Director will not be eligible to any stock option of the Company.

- The Board of Directors will from time-to-time fix the sitting fees for attending the meetings of the Board and its Committees on the recommendations of the Committee. The Board of Directors has fixed the sitting fees payable to Directors for attending the Meetings of the Board and its respective Committees.
- The Non-Executive Directors and Independent Directors will be paid commission in aggregate an amount of 1% of the standalone Net Profit of the Company in the financial year as calculated in terms of Section 198 read with Section 197 of the Act. The Commission to Non-Executive Directors and Independent Directors will be paid on a uniform basis to reinforce the principle of collective responsibility. If a Non-Executive Director or Independent Director works as such only for a part of the year, he will be paid commission for the relevant financial year on a proportionate basis for the period during which he held the post of such Director. The commission will be payable only after the Annual Audited Financial Statements are approved by the Shareholders at the Annual General Meeting of the Company. The Non-Executive Directors and Independent Directors may forgo receiving of commission / sitting fees by making a request to the Board.

c. Remuneration to KMP and Senior Management

- The remuneration to KMPs and Senior Management will be benchmarked on the remuneration package prevailing in the country and industry and will have a fixed component and a performance-based component.
- Remuneration to be paid to Senior Management in whatever form, whether at the time of appointment or during annual revisions shall be recommended by the Committee to the Board for its approval.

d. Remuneration to other employees

- The remuneration including revision in remuneration of other employees shall be decided by the Board of Directors in consultation with the Manager (HR) within the overall framework of compensation and appraisal policy of the Company.

X. BOARD DIVERSITY

- a. The Company acknowledges the importance of diversity within the Board and the Committee is fully committed to ensure that a transparent board nomination process is in place which is based on merit and that encourages diversity of thought, experience, background, knowledge, ethnicity, perspective, age and gender.
- b. The Company recognizes that gender diversity is a significant aspect of diversity and acknowledges the role that woman with the right skills and experience can play in contributing to diversity of perspective in the Boardroom;

- c. The Committee shall ensure that the Company has an appropriate blend of functional and industry expertise;
- d. The Committee shall monitor and periodically review the Board Diversity and recommend to the Board so as to improve one or more aspects of its diversity and measure progress accordingly;
- e. The Committee shall monitor and periodically review the Board Diversity and recommend to the Board any changes so as to improve one or more aspects of its diversity and measure progress accordingly.

SECRETARIAL AUDIT REPORT

Form No. MR-3

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,
MAGNANIMOUS TRADE & FINANCE LTD
Ground Floor, Shop No. 2, 188/1, Shyam Dham Heights,
Patrakar Colony, Rampura,
Mansarovar, Jaipur, Rajasthan, India, 302020

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practice by **M/s MAGNANIMOUS TRADE & FINANCE LTD (L65923RJ1991PLC059251)** (company limited by Shares) (herein after called "The Company") Secretarial audit was conducted in the manner that provided us a reasonable basis for evaluating the corporate conduct/ statutory compliance and expressing our opinion thereon.

Based on the verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the Information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on **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 here in after.

I have examined the books, papers, minutes' book, forms and returns filed and other records maintained by the Company for the financial year ended on **31st March, 2025**, to the extent applicable, according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made there under;
- II. The Securities Contract (Regulation) Act, 1956 and Rules made there under;
- III. The Depositories Act, 1996 and Regulations and Bye-laws framed there under;
- IV. The following Regulations and Guidelines prescribed under the Securities & Exchange Board of India Act, 1992 ("SEBI Act") to the extent applicable:
 - A. SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015;
 - B. SEBI (Substantial Acquisition of Shares and Takeover) Regulation, 2011;
 - C. SEBI (Prohibition of Insider Trading) Regulations, 2015;
 - D. SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018; [**Not applicable as there was no reportable event during the financial year under review for secretarial audit.**]
 - E. SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; [**Not applicable as there was no reportable event during the financial year under review for secretarial audit.**]
 - F. SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
 - G. The SEBI (Delisting of Equity Shares) Regulations, 2021; [**Not applicable as there was no reportable event during the financial year under review for secretarial audit.**]
 - H. The SEBI (Buyback of Securities) Regulations, 2018; [**Not applicable as there was no reportable event during the financial year under review for secretarial audit.**]
- V. As identified by the management, following laws are specifically applicable to the Company:
 - a. Reserve Bank of India Act, 1934
 - b. Guidelines on Fair practices code for NBFC
 - c. Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998

- d. Prudential Norms (Reserve Bank) Directions, 2007
- e. Non-Banking Financial (Non- Deposit Accepting or Holding) Companies
- f. Negotiable Instruments Act 1881
- g. NBFC Auditors Directions, 2008
- h. Guidelines, directions and instructions issued by RBI through notifications and Circulars

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

- a) **Secretarial Standards issued by The Institute of Company Secretaries of India.**
- b) **SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and the Listing agreements entered into by the company with BSE Limited.**

In my observation, during the period under review, Company has complied with the all the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that:

- a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- c) Majority decisions are carried through, while the dissenting member's views are captured and recorded as part of the minutes.
- d) Company has constituted Audit committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee.

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

- As informed, the company has responded appropriately to notices received, if any, from various statutory/regulatory authorities including initiating actions for corrective measures, wherever found necessary

*Note: This report is to be read with my letter of even date which is annexed as Annexure - I which forms an integral part of this report.

**For: M/s Mahendra Khandelwal & Co.
Company Secretaries**

Date: 02/09/2025

Place: Jaipur

**Mahendra Prakash Khandelwal
(Proprietor)
M. No.: 6266
CP No.: 4459
UDIN: F006266G001147505**

Annexure – I

To

The Members

MAGNANIMOUS TRADE & FINANCE LTD

Ground Floor, Shop No. 2, 188/1, Shyam Dham Heights,

Patrakar Colony, Rampura,

Mansarovar, Jaipur, Rajasthan, India, 302020

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

1. It is management's responsibility, to identify the Laws, Rules, Regulations, Guidelines and Directions which are applicable to the Company depending upon the industry in which it operates and to comply and maintain these records with same in letter and in spirit. My responsibility is to express an opinion on those records based on our audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the process and practices I followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained the Management's Representation about the compliance of Laws, Rules, Regulations, Guidelines and Directions and happening events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For M/s Mahendra Khandelwal & Co
Company Secretaries**

Date: 02/09/2025

Place: Jaipur

**Mahendra Prakash Khandelwal
(Proprietor)
FCS No.: 6266
CP No.: 4459
UDIN:F006266G001147505**

INDEPENDENT AUDITOR'S REPORT**TO THE MEMBERS****MAGNANIMOUS TRADE & FINANCE LTD.****Report on the Audit of the Standalone Ind As Financial Statements****Opinion**

We have audited the accompanying standalone Ind As financial statements of Magnanimous Trade & Finance Ltd ("the Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity and Cash Flow Statement for the year ended on that date, and the notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and with the forgoing explanations given to us, the aforesaid Standalone Ind As financial statement give the information required by the Companies Act, 2013 ("the Act") in the manner so required by and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2024 and the total comprehensive income (comprising of profit & other comprehensive income), changes in the equity and its cash flows for the year then ended.

Basis for Opinion

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

Key audit matters

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

Key audit matter	How our audit addressed the key audit matter
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<p>Assessment of carrying value of Investments In Associates and fair value of other Investments</p> <p>The Company has investment in an Associate</p> <p>[Refer to Note No.3.3.3 & 3.3.4 & 29 to the standalone financial statements and The Company Accounts for investment in associates and other investments (subject to impairment assessment). For investment carried at cost accordingly where an indication of impairment exists, the carrying value of investments is assessed for impairment and where applicable an impairment provision is recognised.</p> <p>The accounting for investment is a Key audit matter as the determination of recoverable value for impairment assessment / fair valuation of involves significant management judgement and estimates. The impairment assessment and fair valuation for such investment have been carried out by the management in accordance with AS 36 and AS 113 respectively. The Key input and judgements involved in the impairment / fair valuation assessment of unquoted investment include :</p> <ul style="list-style-type: none"> . Forecast cash flows assumption . Whether unit is in operation or not .Economic and entity specific factors incorporated in the valuation. 	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> . We evaluated the Company's process regarding impairment assessment and for valuation. . We assessed the carrying value/fair value calculations of all individually material investment, where applicable, to determine whether the valuations performed by the Company were within an acceptable range determined by us. . We checked the mathematical accuracy of the impairment model and agreed the relevant data with the latest budgets, actual past results and other supporting documents. . We assessed the sensitivity analysis and evaluated whether any reasonably foreseeable change in the assumptions could lead to impairment or material change in the fair valuation. . We discussed with the components auditors of certain entities to develop an understanding of the operating performance and outlook used in their own valuation model and to assess consistency with the assumptions used in the model. . We had inquired with management to obtain an understanding of the relevant factors in respect of certain investments carried at fair value where a wide range of fair values were possible due to various factor such as absence of recent observable transactions, restrictions on transfer of shares. Existence of multiple valuation techniques, investee's valued nature of portfolio of investments for which significant estimates/judgments are required to arrive at fair value. . We have discussed the key assumptions and sensitivities for certain investments with those charged with governance. . We evaluated the adequacy of the disclosures
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	<p>made in the standalone financial statements.</p> <p>Based on the above procedures performed, we did not identify any significant exceptions in the management's assessment in relation to the carrying value of investments in associates and fair value of other investments.</p>
<p>Compliance and disclosure requirements under the applicable Indian Accounting Standards, RBI Guidelines and other applicable statutory, regulatory and financial reporting framework.</p>	<p>We have assessed the systems and processes laid down by the company to appropriately ensure compliance and disclosures as per the applicable Indian Accounting Standards, RBI Guidelines and other applicable statutory, regulatory and financial reporting framework. We have designed and performed audit procedures to assess the</p> <p>Completeness and correctness of the details disclosed having regard to the assumptions made by the management in relation to the applicability and extent of disclosure requirements; and have relied on internal records of the company and external confirmations wherever necessary.</p>

Information Other than the Standalone financial statements and Auditor's Report Thereon

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

The reports containing the other information as above are expected to be made available to us after the date of this auditor's report. Our opinion on the Ind As financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the standalone Ind AS financial statements, our responsibility is to read the other information identified above when it becomes available 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 material misstatement of this other information, we are required to report that fact. We are

unable to report in this regard as other information was not available till the time of conclusion of our audit.

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

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

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

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

The Board of Directors is also responsible for establishing and maintaining adequate and effective controls in respect of use of accounting software that entails the requisite features as specified by the Companies (Accounts) Rules, 2014, as amended from time to time, including an evaluation and assessment of the adequacy and effectiveness of the company's accounting software in terms of recording and maintaining audit trail (edit log) of each and every transaction and ensuring that the audit trail cannot be disabled and has been operated throughout the year for all transactions recorded in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

Auditor's responsibilities for the audit of the Standalone financial statements

Our objectives are to obtain reasonable assurance about whether the Ind As 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 Ind AS 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 Ind AS 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 Ind AS 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 Ind AS financial statements, including the disclosures, and whether the standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

Report on Other Legal and Regulatory Requirements

- 1) As required by the Companies (Auditor's Report) Order, 2020 ('the Order'), issued by the Central Government of India in terms of sub section (11) of Section 143 of the Act, we give in the "**Annexure A**", a statement on the matters specified in the 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 obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone Ind As financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 as amended;
 - (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 is 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 the requirements of section 197 (16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act; and
 - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. (a) The management has represented that, to the best of their knowledge and belief, that 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 any 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, to the best of their knowledge and belief, other that 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 behalf the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, performed by us, nothing has come to our notice that has caused us to believe that the representations under para iv and v contain any material misstatement.
- v. The company has not declared and paid any interim dividend during the year.
- vi. Based on our examination which included test checks, the company has used accounting software for maintaining its books of accounts for the financial year ended March 31, 2025 which does not have a feature of recording audit trail (edit log) facility in terms of proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014.

For Gupta & Shah
Chartered Accountants
FRN NO: 001416C

CA Sharad Kumar Shah
(Partner)
Membership No.070601

Place: Jaipur
Dated: 30.05.2025
UDIN: 25070601BMJANY5099

Annexure A to the Independent Auditors' Report on the Standalone Financial Statements

(Referred to in paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of the Independent Auditors' Report of even date for the year ended March 31, 2024, we report that;

- (i)
- (a) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment.
 - (b) The Company has a regular program of physical verification of its Property, Plant and Equipment so as to cover all the assets. As explained to us, physical verification has been carried out by the Company and no discrepancy was noticed on such verification. In our opinion the frequency of verification is reasonable, having regard to the size of the Company and nature of its business.
 - (c) According to the information and explanation given to us and on the basis of the examination of the records of the company, no material discrepancies were noticed on such verification and the title deeds of all the immovable properties are held in the name of the company.
 - (d) The Company has not revalued its Property, Plant and Equipment during the year. Accordingly the reporting under clause 3 (i) (d) of the order is not applicable to the Company.
 - (e) Based on information and explanation furnished to us, no proceeding have been initiated on or are pending against the Company for holding Benami property under the prohibition of Benami Property Transactions Act, 1888 (as amended in 2016) (formerly the Banami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in its standalone financial statements does not arise.
- (ii)
- (a) According to the information and explanation given to us and on the basis of the examination of the records of the company, the management has conducted the physical verification of inventory at reasonable intervals and there is no discrepancy noticed on physical verification of the inventory as compared to the books of accounts as the company holds shares and securities, shops, offices and flats as inventory and the same has been properly dealt in the books of account.
 - (b) According to the information & explanation given to us, the Company has not taken any loans from banks during the year therefore the reporting under Clause 3(ii)(b) of the Order is not applicable to the Company.
- (iii) (a) The company has, during the year, granted unsecured loan. The aggregate amount during the year and the balance outstanding at the Balance Sheet date with respect to such loan is as under:

Particulars	Amount (in Hundreds)
Aggregate amount granted during the year	
To associate companies	1279940.25
To others	497632.82
Balance outstanding (gross) as at Balance Sheet date in respect of the above	
To Related Parties	1867010.59
To Others	414750.41

The above amount is disclosed in note no. 6 of the standalone financial statements.

- (b) In respect of the loan so granted is not prejudicial to the company's interest, based on the information and explanation provided by the Company.
- (c) In respect of aforesaid loan to trust no schedule of repayment of the principle and payment of interest has been stipulated. It is classified as payment on demand as and when required by the Company.
- (d) In respect of aforesaid loan there is no overdue amount as it is agreed by the Company as payable on demand as and when required.
- (e) Fresh loan granted to same party but is not due during the year as per information and explanation provided to us.
- (f) The loan granted during the year, including to related party was repayable on demand. No loan were granted during the year to promoters.
- (iv) In our opinion and according to information and explanation given to us, in respect of loans and investments, the Company has complied with the provisions of sections 185 and section 186 of the Companies Act, 2013.
- (v) The Company has not accepted any deposits or amount which are deemed to be deposits within the meaning of Section 73, 74, 75 and 76 of the Act and Rules framed thereunder to the extent notified.
- (vi) The Central Government of India has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Act for any of the activities of the company and accordingly reporting under Clause 3 (vi) of the Order is not applicable to the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales- tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues have been generally regularly deposited during the year by the company with the appropriate authorities.
(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, sales-tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues were in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.
- (viii) According to the information and explanations given to us and the records of the Company examined by us, there are no transaction in the books of account that has been surrendered or disclosed as income during the year in the tax assessment under the Income Tax Act, 1961, that has not been recorded in the books of account.
- (ix) (a) According to the records of the Company examined by us and the information and explanations given to us the Company has not taken any loans therefore reporting under clause 3(ix) (a),(b),(c) and (d) of the Order is not applicable to the Company.

- (e) According to the information and explanations given to us and on overall examination of the standalone financial statements of the Company were report that the Company has not taken any funds from any entity or person on account of or to meet the obligation of its Associated Companies.
- (f) According to the records of the Company examined by us and the information & explanations given to us, the Company has not raised loans during the year on the pledge of securities held in its associated companies.
- (x) The Company has not raised any money by way of initial public offer or further public offer or preferential allotment or private placement of shares (including debt instruments) during the year. Accordingly, reporting under Clause 3 (x) (a) & (b) are not applicable to the Company.
- (xi)
 - (a) During the course of our examination of the books and records of the Company carried out in accordance with generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance or material fraud by the company or on the Company, noticed or reported during the year, nor have we been informed or any such case by the Management.
 - (b) During the course of our examination of the books and records of the Company, carried out in accordance with generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rule 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.
 - (c) During the course of our examination of the books and records of the Company carried out in accordance with generally auditing practices in India, accepted in India, and according to the information & explanations given to us, the Company has not received whistle-blower complaints during the year, therefore reporting under Clause 3(xi)(c) of the Order is not applicable to the Company.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it and accordingly, reporting under Clause 3 (xii) of the Order is not applicable to the Company.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with section 177 and 188 of the Act. Where applicable, the details of such transactions have been disclosed in the Standalone financial statements as required by the applicable Indian Accounting Standard 24 “Related Party Disclosers” specified under Section 133 of the Act.
- (xiv)
 - (a) In our opinion, and according to the information and explanations given to us, the Company has an internal audit system commensurate with the size and nature of its business.
 - (b) The reports of the Internal Auditor for the period under audit have been considered by us.
- (xv) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the Company has not entered into any non-cash transactions with the directors or persons connected with him as specified under

section 192 of the Act. Therefore, reporting Clause 3(xv) of the Order is not applicable to the Company.

- (xvi) (a) According to the information and explanation given to us and the on the basis of our examination of the records of the company, the company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and accordingly the company is registered under section 45-IA of Reserve Bank of India Act 1934 as a non-deposit taking company. Refer Note No. 33 of the Ind As financial statements.
 - (b) The Company has not conducted non-banking financial/housing finance activities during the year. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.
 - (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.
 - (d) Based on the information and explanation provided by the Management of the Company it has no CIC therefore the reporting under Clause 3(xvi)(d) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year accordingly the reporting under Clause 3(xviii) of the Order is not applicable to the Company.
- (xix) According to the information and explanation given to us and the on the basis of financial ratios ,ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on date of audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when date of 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 upto the date of the audit report and we neither give any guarantee not any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) The company has not earned sufficient profits to the extent to spent money for Corporate Social Responsibility as required under Section 135 of the Act. Accordingly reporting under Clause 3(xx)(a) & (b) of the Order is not applicable to the Company.
- (xxi) The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements. Accordingly, no comment in respect of the said clause has been included in this report.

**For Gupta & Shah
Chartered Accountants**

FRN NO: 001416C

**CA Sharad Kumar Shah
(Partner)**

Membership No. 070601

Place: Jaipur

Dated: 30.05.2025

UDIN: 25070601BMJANY5099

Annexure B to the Independent Auditors' Report on the Standalone financial statements (Referred to in paragraph 2(f) under the heading "Report on Other Legal and Regulatory Requirements" of the Independent Auditors' Report of even date for the year ended March 31, 2025)

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Magnanimous Trade & Finance Ltd ("the Company") as of March 31, 2025 in conjunction with our audit of the standalone Ind As financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally

accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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 Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India for our audit opinion on the Company's internal financial controls system over financial reporting.

For Gupta & Shah

Chartered Accountants

FRN NO: 001416C

CA Sharad Kumar Shah

(Partner)

Membership No. 070601

Place: Jaipur

Dated: 30.05.2025

UDIN:25070601BMJANY5099

MAGNANIMOUS TRADE & FINANCE LTD.

Regd. Office: - Ground Floor, Shop No. 188/2, Shyam Dham Heights, Rampura,

Patrakar Colony, Jaipur Rajasthan 302020

CIN: L65923RJ1991PLC059251

Standalone Balance Sheet as at 31st March 2025

(Amount in Rupees)			
Particulars	Notes	As at	As at
		March 31, 2025	March 31, 2024
ASSETS			
(1) Financial Assets			
(a) Cash & cash equivalents	"5"	15733991.53	184695724.48
(b) Receivables		-	-
(c) Loans	"6"	228176100.00	100183905
(d) Investments	"7"	20000000.00	-
(e) Other Financial assets	"8"	48382379.36	1431025.76
(2) Non-financial Assets			
(a) Inventories	"9"	466806.00	12503291.59
(b) Current tax assets (Net)		-	-
(c) Deferred tax assets (Net)	"10"	475572.43	84442.00
(d) Investment Property	"11"	-	-
(e) Property, Plant & Equipment	"12"	4385320.36	9036509.37
(f) Other non-financial assets	"13"	1789201.51	5093828.21
Total Assets		319409371.19	313028748.41
LIABILITIES AND EQUITY			
LIABILITIES			
(1) Financial Liabilities			
(a) Payables		-	-
(b) Other Financial Liabilities	"14"	612681.00	161966.00
(2) Non-Financial Liabilities			
(a) Current tax liabilities (Net)	"15"	1443414.00	41832418.00
(b) Provisions	"16"	560007.52	1002189.76
(c) Other non-financial liabilities	"17"	48427.00	169937.00
(3) EQUITY			
(a) Equity Share Capital	"18"	9514680.00	9514680.00
(b) Other Equity	"19"	307230161.67	260347557.65
Total Liabilities and Equity		319409371.19	313028748.41
Material Accounting Policies	3		
The accompanying notes (1-38) forms intergral part of the Standalone Ind AS financial statements			

As per our report of even date attached

For Gupta & Shah

Chartered Accountants

FRN NO: 001416C

For and on behalf of the Board of Directors

CA Sharad Kumar Shah
(Partner)

Membership No. 070601

Sudhir Kumar Parasrampur

Director

DIN: 00358982

Shashank Parasrampur

Director

DIN: 07182816

Rakesh Panwar
Company
Secretary

Place: Jaipur

Date: 30.05.2025

UDIN: 25070601BMJANY5099

Ankit Poddar

CFO

MAGNANIMOUS TRADE & FINANCE LTD.

Regd. Office: - Ground Floor, Shop No. 188/2, Shyam Dham Heights, Rampura,
Patrakar Colony, Jaipur Rajasthan 302020

CIN: L65923RJ1991PLC059251

Standalone Statement of Profit & Loss for the period ended March 31, 2025

(Amount in Rupees)				
Particulars		Notes	As at March 31, 2025	As at March 31, 2024
	Revenue from Operations			
	(i) Interest Income	"20"	7198693.00	2428111.00
	(ii) Sales	"21"	97016639.00	7977926.19
I	Total Revenue from Operations		104215332.00	10406037.19
II	Other Income	"22"	3758233.18	361295727.05
III.	Total Income (I + II)		107973565.18	371701764.24
	Expenses :			
(i)	Finance costs	"23"	2570.00	-
(ii)	Purchases of Stock in Trade		6202000.00	-
(iii)	(Increase)/Decrease in Stock of Trading Goods		12036485.59	879615.95
(iv)	Employee benefits expenses	"24"	2538489.70	2290982.00
(v)	Depreciation, amortization and impairment	"25"	2248785.97	1135359.92
(vi)	Other expenses	"26"	19760346.33	143387719.13
IV.	Total expenses		42788677.59	147693677.00
V.	Profit before tax (III- IV)		65184887.59	224008087.24
VI.	Tax Expense:	"27"		
(1)	Current tax		(18693414.00)	(41832418)
	Tax as per MAT			
	Less: MAT credit entitlement			
(2)	Deferred tax		391130.43	31476.00
(3)	Taxes relating to prior year		--	556931.00
VII.	Profit for the year (V- VI)		46882604.02	182764076.24
	Transfer to Statutory Reserve		9376521.00	36552815.00
	Profit/Loss transfer to Reserves		37506083.02	146211261.24
VIII.	Other Comprehensive Income			
(A)	(i) Items that will not be reclassified to profit or loss			
-	Remeasurement of defined benefit plans			
-	Fair value changes on equity instruments through other			

	comprehensive income			
	(ii) Income tax relating to items that will not be reclassified		-	-
	to profit or loss			
	Subtotal (A)		-	-
(B)	(i) Items that will be reclassified to profit or loss - -			
	(ii) Income tax relating to items that will be reclassified			
	to profit or loss			
	Subtotal (B)		-	-
	Other Comprehensive Income (A + B) (VIII)		-	-
IX.	Total Comprehensive Income for the year (VII+VIII)		37506083.02	146211261.24
X.	Earnings per equity share	"28"		
	(Face value of 10/- each)			
	Basic (Rs.)		39.42	153.67
	Diluted (Rs.)		39.42	153.67
	Material Accounting Policies	3		
	The accompanying notes (1-38) forms intergral part of the Standalone Ind AS financial statements			

As per our report of even date attached

For Gupta & Shah

Chartered Accountants

FRN NO: 001416C

For and on behalf of the Board of Directors

CA Sharad Kumar Shah

(Partner)

Membership No. 070601

Sudhir Kumar Parasrampur

Director

DIN: 00358982

Shashank Parasrampur

Director

DIN: 07182816

Rakesh Panwar

Company

Secretary

Place: Jaipur

Date: 30.05.2025

UDIN: 25070601BMJANY5099

Ankit Poddar

CFO

MAGNANIMOUS TRADE & FINANCE LTD.

Regd. Office: - Ground Floor, Shop No. 188/2, Shyam Dham Heights, Rampura,

Patrakar Colony, Jaipur Rajasthan 302020

CIN: L65923RJ1991PLC059251

standalone cash flow statement for the period ended march 31, 2025

		(Amount in Rupees)			
	Particulars	As at Mar.31, 2025		As at March 31, 2024	
		AMOUNT (Rs.)	AMOUNT (Rs.)	AMOUN T (Rs.)	AMOUN T (Rs.)
A	<u>CASH FLOW FROM OPERATING ACTIVITIES :-</u>				
	Net Profit before tax as per statement of Profit & Loss		65184887.59		224008087.24
	Adjustment for:				
	Depreciation	2248785.97		1135359.92	
	Interest Income	(7198693.00)		(8469095.00)	
	Lease & Licence Fee	(850961.00)		(357960.00)	
	Profit on sale of investment	--	(5800868.03)	(353950423.16)	(361642118.24)
	Operating Profit before working capital changes.		59384019.56		(137634031.00)
	Adjustment for: -				
	Trade & other receivables	(172030052.33)		(50321571.76)	
	Inventories	12036485.59		879615.95	
	Trade & other payables	(40501981.24)	(200495547.98)	41933812.94	(7508142.87)
	Cash generated form operations		(141111528.42)		(145142173.87)
	Taxes paid (Net)		(18302283.57)		(41244011.00)
	Net cash (used in) Operating Activities		(159413811.99)		(186386184.87)
B.	<u>CASH FLOW FROM INVESTING ACTIVITIES: -</u>				
	Sale of Investment		--		13149576.84
	Interest Income		7198693.00		8469095.00
	Leave and License Fees received		850961.00		357960.00
	Profit on sale of investment		--		353950423.16
	Transfer of Fixed Assets		2463581.00		--
			10513235.00		375927055.00

	Less:				
	Purchases of Fixed Assets		61177.96		4853940.00
	Purchase of Investments		200000000.00		
	Net cash from Investing Activities		(9547942.96)		371073115.00
C	<u>CASH FLOW FROM</u>				
.	<u>FINANCING ACTIVITIES : -</u>				
	Proceeds from Long Term Borrowing		-		-
	Repayment from Long Term Borrowing		-		-
	Short Term Borrowing		-		-
	Net cash from (used in) Financing Activities		-		-
	Net (Decrease)/Increase in Cash and Cash Equivalent ((168961754.95)		184686930.13
	Opening Balance of Cash & Cash Equivalents		184695746.48		8816.35
	Closing Balance of Cash & Cash Equivalents		15733991.53		184695746.48

As per our report of even date attached
For Gupta & Shah
Chartered Accountants
FRN NO: 001416C

For and on behalf of the Board of Directors

CA Sharad Kumar Shah
(Partner)
Membership No. 070601

Sudhir Kumar Parasrampur
Director
DIN: 00358982

Shashank Parasrampur
Director
DIN: 07182816

Rakesh Panwar
Company
Secretary

Place: Jaipur
Date: 30.05.2025
UDIN: 25070601BMJANY5099

Ankit Poddar
CFO

MAGNANIMOUS TRADE & FINANCE LTD.

**Regd. Office: - Ground Floor, Shop No. 188/2, Shyam Dham Heights, Rampura,
Patrakar Colony, Jaipur Rajasthan 302020**

CIN: L65923RJ1991PLC059251

Standalone Statement of Changes In Equity For The Year Ended March 31, 2025

A. Equity Share Capital				
(1) Current reporting period		(Amount in Rupees)		
Balance at the beginning of the current reporting period as at March 31, 2024	Changes in Equity share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in Equity share Capital during the current year	Balance at the end of the current reporting period as at March 31, 2025
9514680.00	0.00	9514680.00	0.00	9514680.00
(2) Previous reporting period				
Balance at the beginning of the current reporting period as at March 31, 2023	Changes in Equity share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in Equity share Capital during the current year	Balance at the beginning of the end of the current reporting period as at March 31, 2024
9514680.00	0.00	9514680.00	0.00	9514680.00

A. Other Equity					
(1) Current reporting period					
Particulars	Share application money pending for allotment	Reserves and Surplus			
		Capital Reserve	Security premium	Other Reserve	
				Statutory Reserve	Debenture redemption fund
Balance at the beginning of the current reporting	-	2517851 2.50	-	43692663.2 4	-
Changes in accounting policy/prior period errors	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	2517851 2.50	-	43692663.2 4	-
Profit for the year	-	-	-	-	-

Other comprehensive income for the year	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-	-
Dividend (interim)	-	-	-	-	-
Dividends (final) for the year ended March 31,2023	-	-	-	-	-
Transfer to/(from) (refer note 18 Other equity)				9376521.00	-
Any other changes :	-	-	-	-	-
Security premium proceeds received on issue of equity shares (refer note 17 Equity and note 18 Other equity)	-	-	-	-	-
Share issue expenses (refer note 17 Equity and note 18 Other equity)	-	-	-	-	-
Money received against share warrants	-	-	-	-	-
Share allotted during the year					
Balance at the end of the current reporting	-	2517851 2.50	-	53069184.2 4	-

(Amount in Rupees)						
				Other Comprehensive Income	Money received against share warrants	Total
Capital redemption reserve	General Reserve	Remeasurement gain/(loss) on defined benefit plan	Retained earning	effective portion for cash flow hedges		
31659655.00	-	-	15981672 6.91			26034755 7.65
-	-	-	-	-	-	-
31659655.00	-	-	15981672 6.91	-	-	26034755 7.65
-	-	-	46882604.0 2	-	-	46882604.0 2
-	-	-	-	-	-	-
-	-	-	-	-	-	-
-	-	-	-	-	-	-
-	-	-	-	-	-	-
-	-	-	(9376521.0 0)	-	-	
-	-	-	-	-	-	

-	-	-	-	-	-	-
-	-	-	-	-	-	-
-	-	-	-	-	-	-
31659655.00	-	-	197322809.93	-	-	307230161.67

A. Other Equity					
(1) Previous reporting period					
Particulars	Share application money pending for allotment	Reserves and Surplus			
		Capital Reserve	Security premium	Other Reserve	
				Statutory Reserve	Debenture redemption fund
Balance at the beginning of the current reporting	-	2517851.250	-	7139848.24	-
Changes in accounting policy/prior period errors	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	2517851.250	-	7139848.24	-
Profit for the year	-	-	-	-	-
Other comprehensive income for the year	-	-	-	-	-
Total comprehensive income for the year	-	-	-	-	-
Dividnd (interim)	-	-	-	-	-
Divinends (final) for the year ended March 31,2022	-	-	-	-	-
Transfer to/(from) (refer note 18 Other equity)				36552815.00	
Any other changes :	-	-	-	-	-
Security premium proceeds received on issue of equity shares (refer note 17 Equity and note 18 Other equity)	-	-	-	-	-
Share issue expenses (refer note 17 Equity and note 18 Other equity)	-	-	-	-	-
Money received against share warrants	-	-	-	-	-

Share allotted during the year					
Balance at the end of the current reporting	-	2517851 2.50	-	43692663.2 4	-

(Amount in Rupees)						
				Other Comprehensiv e Income	Money received against share warrant s	Total
Capital redemptio n reserve	Genera l Reserv e	Remeasuremen t gain/(loss) on defined benefit plan	Retained earning			
31659655.00	-	-	13605465.67			77583481.41
-	-	-	-	-	-	-
31659655.00	-	-	13605465.67	-	-	77583481.41
-	-	-	182764076.24	-	-	182764076.24
-	-	-	-	-	-	-
-	-	-	-	-	-	-
-	-	-	-	-	-	-
-	-	-	-	-	-	-
			(36552815.00)	-	-	-
-	-	-	-	-	-	-
-	-	-	-	-	-	-
-	-	-	-	-	-	-
						-
31659655.00	-	-	159816726.91	-	-	260347557.65

As per our report of even date attached
For Gupta & Shah
Chartered Accountants
FRN NO: 001416C

For and on behalf of the Board of Directors

CA Sharad Kumar Shah
(Partner)
Membership No. 070601

Sudhir Kumar Parasrampur
Director
DIN: 00358982

Shashank Parasrampur
Director
DIN: 07182816

Place: Jaipur
Date: 30.05.2025
UDIN: 25070601BMJANY5099

Rakesh Panwar
Company
Secretary

Ankit Poddar
CFO

NOTES

Forming part of Standalone Financial Statements for the Year ended March 31, 2025

1. Corporate Information

Magnanimous Trade & Finance Limited ("the Company") was incorporated as a public company limited by shares on July 23rd, 1985. The Company obtained permission from the Reserve Bank of India for carrying on the business of Non-Banking Financial Institution on 02-05-1998 vide Regn No. 05.01962. The Company is registered as a Non-Deposit Taking Company. The Registered Office of the Company is Ground Floor, Shop No. 188/2, Shyam Dham Heights, Rampura, Patrakar Colony, Jaipur Rajasthan 302020, Rajasthan, India.

The equity shares of the Company are listed on BSE Limited from April 17th, 1986, delisted in 2001 and again relisted on June 17th, 2013.

2. Basis of preparation and presentation**2.1 Statement of Compliance**

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind-AS) notified under Section 133 of the Companies Act, 2013 (the 'Act') [Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time)]. These financial statements may require further adjustments, if any, necessitated by the guidelines / clarifications / directions issued in the future by RBI, Ministry of Corporate Affairs, or other regulators, which will be implemented as and when the same are issued and made applicable.

2.2 Basis of measurement

The standalone financial statements have been prepared on a historical cost basis, except for following assets and liabilities which have been measured at fair value:

- i. fair value through other comprehensive income (FVOCI) instruments,
- ii. other financial assets held for trading,
- iii. financial assets and liabilities designated at fair value through profit or loss (FVTPL)

2.23 The financial statements of the Company are presented as per Schedule III (Division III) of the Companies Act, 2013 applicable to NBFCs, as notified by the Ministry of Corporate Affairs (MCA). Financial assets and financial liabilities are generally reported on a gross basis except when, there is an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event and the parties intend to settle on a net basis.

2.24 Functional and presentation currency

The financial statements are presented in Indian Rupees (INR) which is also its functional currency and all values are rounded to the nearest hundreds, except when otherwise indicated.

3. Material accounting policies**3.1. Recognition of interest income**

The Company recognises interest income by applying the effective interest rate (EIR) to the gross carrying amount of a financial asset and as per year to year financial contracts as agreed by the management.

3.2. Recognition of revenue from sale of goods

Revenue (other than for Financial Instruments within the scope of Ind-AS 109) is measured at an amount that reflects the considerations, to which an entity expects to be entitled in exchange for transferring goods or services to customer, excluding amounts collected on behalf of third parties.

The Company recognises revenue from contracts with customers based on a five-step model as set out in Ind-AS 115:

Step 1: Identify contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2: Identify performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3: Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4: Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

Step 5: Recognise revenue when (or as) the Company satisfies a performance obligation. Revenue from contract with customer for rendering services is recognised at a point in time when performance obligation is satisfied.

3.2.1. Recognition of Dividend Income

Dividend Income (including from FVOCI investments) is recognised when the Company's right to receive the payment is established. This is established when it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of dividend can be measured reliably.

3.3. Financial instruments

A. Financial Assets

3.3.1. Initial recognition and measurement

All financial assets are recognised initially at fair value when the parties become party to the contractual provisions of the financial asset. In case of financial assets which are not recorded at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial assets, are adjusted to the fair value on initial recognition.

3.3.2. Subsequent measurement

The Company classifies its financial assets into various measurement categories. The classification depends on the contractual terms of the financial assets' cash flows and the Company's business model for managing financial assets.

a. Financial assets measured at amortised cost

A financial asset is measured at Amortised Cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual

terms of the Financial Asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b. Financial assets measured at fair value through other comprehensive income (FVOCI)

A financial asset is measured at FVOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and contractual terms of financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

c. Financial assets measured at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are measured at FVTPL.

3.3.3. Investment in Associates

Investments in associate companies are carried at cost and fair value (deemed cost) as per Ind-AS-101 less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in associate companies, the difference between net disposal proceeds and the carrying amounts are recognised in the Statement of Profit and Loss.

3.3.4. Equity Investments

Equity instruments are instruments that meet the definition of equity from the issuer's perspective; that is, instruments that do not contain a contractual obligation to pay and that evidence a residual interest in the issuer's net assets.

The company subsequently measures all equity investments at fair value. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss following the de-recognition of the investment.

B. Financial liabilities

3.3.5. Initial recognition and measurement

All financial liabilities are recognized initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs.

3.3.6. Subsequent Measurement

Financial liabilities are subsequently carried at amortized cost using the effective interest method.

3.4. De-recognition of financial assets and liabilities

3.4.1. Financial Asset

The Company derecognizes a financial asset when the contractual cash flows from the asset expire or it transfers its rights to receive contractual cash flows from the financial asset in a transaction in which substantially all the risks and rewards of ownership are transferred.

Any interest in transferred financial assets that is created or retained by the Company is recognized as a separate asset or liability.

3.4.2. Financial Liability

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as de-recognition of the original liability and the recognition of a new liability. The difference between the carrying value of the original financial liability and the consideration paid is recognised in profit or loss.

3.5. Offsetting

Financial assets and financial liabilities are generally reported gross in the balance sheet. Financial assets and liabilities are offset and the net amount is presented in the balance sheet when the Company has a legal right to offset the amounts and intends to settle on a net basis or to realise the asset and settle the liability simultaneously in all the following circumstances:

- a. The normal course of business
- b. The event of default
- c. The event of insolvency or bankruptcy of the Company and/or its counterparties

3.6. Impairment of financial assets

In accordance with Ind-AS 109, the Company uses 'Expected Credit Loss' model (ECL), for evaluating impairment of financial assets other than those measured at Fair value through profit and loss.

The measurement of ECL reflects:

- An unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
- The time value of money; and
- Reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

The measurement of ECL allowance is an area that requires the use of complex models and significant assumptions about future economic conditions and credit behaviour.

3.6.1. Write-off policy

The company writes off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and has concluded there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include (i) ceasing enforcement activity and (ii) where the company's recovery method is foreclosing on collateral and the value of the collateral is such that there is no reasonable expectation of recovering in full.

3.7. Determination of fair value of Financial Instruments

The Company measures financial instruments, such as, investments at fair value at each balance sheet date. value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- i. In the principal market for the asset or liability, or
- ii. In the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

3.8. Cash and cash equivalents

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

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts if any, as they are considered an integral part of the Company's cash management.

3.9. Property, plant and equipment

All items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

3.9.1. Depreciation

Depreciation on Property, Plant and Equipment is calculated using written down value method (WDV) to write down the cost of property and equipment to their residual values over their estimated useful lives which are in line with the estimated useful life as specified in Schedule II of the Companies Act, 2013.

The estimated useful lives are as follows:

Particulars	Useful life
Furniture and fixture	10 years
Office equipment	15 years
Computer	3 years
Vehicles	15 years
Plant & Machinery	15 years

The company provides pro-rata depreciation from the day the asset is put to use and for any asset sold, till date of sale. The asset's residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposal are determined by comparing proceeds with carrying amount and are recognised in the statement of profit and loss.

3.10. Impairment of non-financial assets: Property, Plant and Equipment

The Company assesses, at each reporting date, whether there is any indication that any Property, Plant and Equipment or group of assets called Cash Generating Units (CGU) maybe impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount to determine the extent of impairment, if any.

An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

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

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised.

The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years.

Such reversal is recognised in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

3.11. Investment Property

An investment property is accounted for in accordance with cost model. Depreciation on Property, Plant and Equipment is provided in accordance with the provisions of Schedule II of the Companies Act, 2013.

3.12. Inventories

The company has two categories of assets as mentioned hereunder:

- Stock of shares: These are valued at cost.
- Stock of Real Estate: These are valued on the basis of cost or net realized value, whichever is lower.

3.13. Borrowing Costs

Borrowing Costs, which are directly attributable to the acquisition / construction of fixed assets, till the time such assets are ready for intended use, are capitalised as part of the cost of the assets. Other borrowing costs are recognised as an expense in the year in which they are incurred. Brokerage costs directly attributable to a borrowing are expensed over the tenure of the borrowing.

3.14. Provisions, contingent liabilities and contingent assets

The Company creates a provision when there is a present obligation as a result of past events and it is probable that there will be outflow of resources and a reliable estimate of the obligation can be made of the amount of the obligation. Contingent liabilities are not recognised but are disclosed in the notes to the Standalone Ind-AS financial statements. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

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

Contingent assets are not recognised nor disclosed in the Standalone Ind-AS financial statements.

3.15. Employee Benefits Expenses

3.15.1. Short Term Employee Benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

3.15.2. Post-Employment Benefits

A. Defined Benefit schemes

Leave Encashment

The company has not provided leave encashment as the employees are not entitled for that due to availment of leaves & there are no pending dues in this account.

Provident Fund

The company has not provided the provident Fund & ESI as the company is not covered under E.P.F. & ESI Act.

Gratuity

The Company provides for gratuity covering eligible employees under which a lump sum payment is paid to vested employees at retirement, death, incapacitation or termination of employment, of an amount reckoned on the respective employee's salary and his tenor of employment with the Company.

The provision of gratuity is being made on the basis of 15 days salary of completed years of service of employees. The management does not see any need of actuarial valuation of the same as the numbers of employees are very few.

3.16. Taxes

Income tax expense represents the sum of current tax and deferred tax

3.16.1 Current Tax

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Minimum Alternative Tax (MAT) credit entitlement is recognised when there is convincing evidence that the same can be realised in future.

3.16.2 Deferred tax

The recognition of deferred tax assets is based upon whether it is more likely that not that sufficient and suitable taxable profit will be available in the future against which the temporary differences can be deducted. To determine the future taxable profits, reference is made to the latest available profit forecasts. Where the temporary differences are related to losses, relevant tax law is considered to determine the availability of the losses to offset against the future taxable profits. Recognition therefore involves judgement regarding the future financial performance of the particular legal entity or tax group in which the deferred tax asset has been recognised.

3.17. Earnings Per Share

The Company reports basic and diluted earnings per share in accordance with Ind-AS 33 on Earnings per share. Basic EPS is calculated by dividing the net-profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless they have been issued at a later date. In computing the dilutive earnings per share, only potential equity shares that are dilutive and that either reduces the earnings per share or increases loss per share are included.

3.18. Cash-flow statement

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

4. Significant accounting judgements, estimates and assumptions, Fair Value Measurement

The preparation of standalone financial statements in conformity with the Ind-AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosure and the disclosure of contingent liabilities, at the end of the reporting period. Estimates and underlying assumptions are reviewed on an on-going basis.

Revisions to accounting estimates are recognised in the period in which the estimates are revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

4.1. Business Model Assessment

Classification and measurement of financial assets depends on the results of the SPPI and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so prospective change to the classification of those assets.

4.2. Effective Interest Rate (EIR) method

The Company's EIR methodology, recognises interest income using a rate of return that represents the best estimate of a constant rate of return over the expected behavioural life of loans given and recognises the effect of potentially different interest rates at various stages and other characteristics of the product life cycle (including prepayments and penalty interest and charges).

This estimation, by nature, requires an element of judgement regarding the expected behaviour and life-cycle of the instruments, probable fluctuations in collateral value as well as expected changes to India's base rate and other fee income/expense that are integral parts of the instrument

4.3. Impairment of financial assets using expected credit loss method

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's history, existing market conditions as well as forward looking estimates at the end of each reporting period.

4.4. Fair value measurement:

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using various valuation techniques. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

4.5. Other estimates:

These include contingent liabilities, useful lives of tangible and intangible assets etc.

(Amount in Rupees)			
	NOTE NO. "5" : Cash & cash equivalents		
	Particulars	As at March 31, 2024	As at March 31, 2023
(I)	Cash on hand (As certified by the management)	253859.77	76715.35
(II)	HDFC Bank Ltd. Current Account	15480131.76	1846190313.13
	Total Rupees : -	15733991.53	184695746.48

NOTE NO. "6" : LOANS		(Amount in Rupees)				
		As at March 31, 2025				
		At Fair Value				
	Amortised Cost	Through OCI	Throug h Profit or Loss	Sub-total	At Cost	Total
(A) (I) Loans repayable on Demand						
Related Parties:						
Bhooramal Durgi Devi Parasrampur Public Charitable Trust	150456672.00	-	-	-	-	150456672.00
Others :	-					
Parasrampur Forex Services Pvt. Ltd.	444.00					444.00
Morvinandan Infrastructure Pvt. Ltd.	2771959.00					2771959.00
Rohit Kedia	19204282.00					19204282.00
Ruchi Kedia	17040105.00					17040105.00
Rajasthan Vyanjan Pvt. Ltd.	740.00	-	-	-	-	740.00
Krishan Investments Pvt Ltd	20833247.00					20833247.00
Pramod Kumar Parasrampur	55068.00					55068.00
Sanjay International	13662350.00					13662350.00
Sanjay kumar Agarwal	4151233.00					4151233.00

Total (A) - Gross	228176100.00	-	-	-	-	228176100.00
Less: Impairment loss allowance	-	-	-	-	-	-
Total (A) - Net	228176100.00	-	-	-	-	228176100.00
(B) (I) Unsecured						-
Bhooramal Durgi Devi	150456672.00	-	-	-	-	150456672.00

Parasrampur Public Charitable Trust						
Others :						
Parasrampur Forex Services Pvt. Ltd.	444.00					444.00
Rohit Kedia	2771959.00					2771959.00
Ruchi Kedia	19204282.00					19204282.00
Morvinandan Infrastructure Pvt. Ltd.	17040105.00					17040105.00
Rajasthan Vyanjan Pvt. Ltd.	740.00	-	-	-	-	740.00
Krishan Investments Pvt Ltd	20833247.00					20833247.00
Pramod Kumar Parasrampur	55068.00					55068.00
Sanjay International	13662350.00					13662350.00
Sanjay kumar Agarwal	4151233.00					4151233.00
Total (B) - Gross	228176100.00	-	-	-	-	228176100.00
Less: Impairment loss allowance	-	-	-	-	-	-
Total (B) - Net	228176100.00	-	-	-	-	228176100.00
(C) (I) Loans in India						
i) Public Sector	-	-	-	-	-	-
ii) Others						-

Bhooramal Durgi Devi Parasrampur Public Charitable Trust	845,177.80					845,177.80
Others :						
Parasrampur Forex Services Pvt. Ltd.	444.00					444.00
Rohit Kedia	2771959.00					2771959.00
Ruchi Kedia	19204282.00					19204282.00
Morvinandan Infrastructure Pvt. Ltd.	17040105.00					17040105.00
Rajasthan VyanjanPvt. Ltd.	740.00	-	-	-	-	740.00
Krishan Investments Pvt Ltd	20833247.00					20833247.00
Pramod Kumar Parasrampur	55068.00					55068.00
Sanjay International	13662350.00					13662350.00
Sanjay kumar Agarwal	4151233.00					4151233.00
(II) Loans outside India	-	-	-	-	-	-
Total (C) - Gross	228176100.00	-	-	-	-	228176100.00
Less: Impairment loss allowance	-	-	-	-	-	-

Total (C) - Net	228176100.00	-	-	-	-	228176100.00
MAGNANIMOUS TRADE & FINANCE LTD					ANNUAL REPORT 2024-25	(Amount in Rupees)
	As at March 31, 2024					
	At Fair Value					
	Amortised Cost	Through OCI	Through Profit or Loss	Sub-total	At Cost	Total
(A) (I) Loans repayable on Demand						
Related Parties:						
Bhooramal Durgi Devi Parasrampur Public Charitable Trust	845,17780.00	-	-	-	-	845,17780.00
Others :	-					
Parasrampur Forex Services Pvt. Ltd.	3000444.00					3000444.00
Morvinandan Infrastructure Pvt. Ltd.	4108887.00					4108887.00
Rohit Kedia	2044712.00					2044712.00
Ruchi Kedia	1511342.00					1511342.00
Rajasthani Vyanjan Pvt. Ltd.	5000740.00	-	-	-	-	5000740.00
Total (A) - Gross	100183905.00	-	-	-	-	100183905.00
Less: Impairment loss allowance	-	-	-	-	-	-
Total (A) - Net	1,001,839.05	-	-	-	-	1,001,839.05
(B) (I) Unsecured						
Bhooramal Durgi Devi Parasrampur Public Charitable Trust	845,17780.00	-	-	-	-	845,17780.00
Others :	-					
Parasrampur Forex Services Pvt. Ltd.	3000444.00					3000444.00
Morvinandan Infrastructure Pvt. Ltd.	4108887.00					4108887.00

Rohit Kedia	2044712.00					2044712.00
Ruchi Kedia	1511342.00					1511342.00
Rajasthani VyanjanPvt. Ltd.	5000740.00	-	-	-	-	5000740.00
Total (B) - Gross	10018390 5.00	-	-	-	-	10018390 5.00
Less: Impairment loss allowance	-	-	-	-	-	-

allowance						
Total (B) - Net	10018390 5.00	-	-	-	-	10018390 5.00
(C) (I) Loans in India						-
i) Public Sector	-	-	-	-	-	-
ii) Others						-
Bhooramal Durgi Devi Parasrampur Public Charitable Trust	845,17780.00					845,17780.00
Others :						
Parasrampur Forex Services Pvt. Ltd.	3000444.00					3000444.00
Morvinandan Infrastructure Pvt. Ltd.	4108887.00					4108887.00
Rohit Kedia	2044712.00					2044712.00
Ruchi Kedia	1511342.00					1511342.00
Rajasthani VyanjanPvt. Ltd.	5000740.00	-	-	-	-	5000740.00
(II) Loans outside India	-	-	-	-	-	-
Total (C) - Gross	10018390 5.00	-	-	-	-	10018390 5.00

Less: Impairment loss allowance	-	-	-	-	-	-
Total (C) - Net	10018390 5.00	-	-	-	-	10018390 5.00
NOTE NO. "7" : INVESTMENT S						<u>(Amount in Rupees)</u>
	As at March 31, 2025					
	At Fair Value					
	Amortised Cost	Through OCI	Throug h Profit or Loss	Sub-total	At Cost	Total
Debt Securities	-	-	-	-	-	-
Equity Instruments						
i) Associates	-	-	-	-	1030520.00	1030520.00
ii) Others	-	1500300.30	-	1500300.30	-	1500300.30
Investment in Mutual Funds					20000000.0 0	20000000.00
Total (A) - Gross	-	1500300.30	-	1500300.30	21030520.0 0	22530820.30
(i) Investments outside India	-	-	-	-	-	-
(ii) Investments in India	-	1500300.30	-	1500300.30	21030520.0 0	22530820.30
Total (B) - Gross	-	1500300.30	-	1500300.30	21030520.0 0	22530820.30
Total (A) to tally with (B)	-	-	-	-	-	-
Less: Allowance	-	(1500300.3 0)	-	(1500300.3 0)	(1030520.0 0)	(2530820.30)

for Impairment loss (C)						
Total- Net D=(A)-(C)	-	-	-	-	20000000.0 0	20000000.00
						<u>(Amount in Rupees)</u>
	As at March 31, 2024					
	At Fair Value					
	Amortised Cost	Through OCI	Throug h Profit or Loss	Sub-total	At Cost	Total
Debt Securities	-	-	-	-	-	-
Equity Instruments						
i) Associates	-	-	-	-	1030520.00	1030520.00
ii) Others	-	1500300.30	-	1500300.30	-	1500300.30

Total (A) - Gross	-	1500300.30	-	1500300.30	1030520.00	2530820.30
(i) Investments outside India	-	-	-	-	-	-
(ii) Investments in India	-	1500300.30	-	1500300.30	1030520.00	2530820.30
Total (B) - Gross	-	1500300.30	-	1500300.30	1030520.00	2530820.30
Total (A) to tally with (B)	-	-	-	-	-	-
Less: Allowance for Impairment loss (C)	-	(1500300.30)	-	(1500300.30)	(1030520.00)	(2530820.30)
Total- Net D=(A)-(C)	-	-	-	-	-	-

Notes:

i)	The equity securities which are not held for trading, and for which the company has made an irrevocable election at initial recognition to recognise changes in fair value through OCI rather than profit or loss as these are strategic investments and the Company considered this to be more relevant.
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NOTE NO. "8": Other financial assets		<u>(Amount in Rupees)</u>	
Particulars	As at March 31, 2025	As at March 31, 2024	
Security Deposits			
Electricity	--		5584.00
Telephone	2500.00		2500.00
Reliance Industries Ltd.	79301.98		74598
Reliance Infratel Ltd.	21.66		2166
Rates & Taxes Receivable	91433.00		91433
Leave & License Fee	--		81585
Prepaid Expenses	99929.00		1,48021
MAT Credit entitlement	-		-
SPFL Securities Ltd.	139.32		139
Plaza Kalpana Society	--		900000
Suresh Kumar Pareek	50000		50000
Mukesh Agarwal	--		75000
Gupta & Shah	3240.00		--
Khandelwal Consultants	28500.00		--
Manoj Kumar Poddar	90000.00		--
Fixed Deposits with HDFC Bank	40000000		--
Accrued Interest on Fd	2504021.81		--
GST ITC	44145.00		--
Blue Ocean Multi Client Family Office LLP	28644.67		--
Shashank Parasrampur	2910789.00		--
Sudhir Kumar Parasrampur	2449735.58		
Total Rupees :-	48382379.36		1431026

NOTE NO. "9" : Inventories		<u>(Amount in Rupees)</u>
Particulars	As at	As at
	March 31, 2025	March 31, 2024
a) Shares	466806	766806
b) Shops & Office at Plaza Kalpana, Kanpur	--	9900697
c) Car parking space at Plaza Kalpana, Kanpur	--	175000
d) Flats & Offices at Jaipur D - 1	--	1660789
Total Rupees :-	466806	12503292
NOTE NO. "10" : Deferred tax assets		<u>(Amount in Rupees)</u>
Particulars	As at	As at
	March 31, 2025	March 31, 2024
Deferred Tax Asset/(Liabilities) in relation to		
Provision for employee benefits	135731.28	119618
Property, Plant & Equipment	339841.15	(35176)
Total Rupees :-	475572.43	84442
NOTE NO. "11" : Investment Property		<u>(Amount in Rupees)</u>
Particulars	As at	As at
	March 31, 2025	March 31, 2024
Gross carrying amount		
Deemed Cost	-	-
Additions	-	-
Disposals and transfers	-	-
Closing gross carrying amount	-	-
Accumulated amortisation	-	-
Amortisation during the year	-	-
Impairment during the year	-	-
Disposals and transfers	-	-
Closing accumulated depreciation/Impairment	-	-
Net carrying amount	-	-
Notes:		
i) On transition date the company has elected to carry previous GAAP carrying amount as deemed cost.		
ii) The company has not carried out the valuation activity to assess the value of its Investment in Land.		

Information regarding Income & Expenditure of Investment Property		
Particulars	As at	As at
	March 31, 2025	March 31, 2024
Rental Income derived from investment property	-	-
Direct Operating expenses associated with rental income	-	-
Profit/(Loss) arising from sale of investment property	-	-
Impairment during the year	-	-
Depreciation during the year	-	-
Profit/(Loss) arising from investment property before indirect expenses	-	-

NOTE NO. "12": Property, plant and equipment										(Amount in Rupees)
Particulars	Air Conditioner	Cell phone	Computer	Fire Fighting Equipment	Inventor	Furniture	LC D TV	Office Equipment	Vehical (Car)	Total
Gross block-at cost										
As at March 31, 2024	106832	100388	99000	269134	6300	1544751	360.00	191.97	7812491.00	10839701.00
Additions	-	-	61177.96	-	-	--	-	8,456.08	1075000	1136177.96
Disposals	-	-	-	-	-	-	-	-	3538581	3538581.00
As at March 31, 2025	106832	100388	160177.96	269134	6300	1544751	360.00	8,648.05	5348910.00	8437297.96
Accumulated depreciation										
As at March 31, 2024	101086.08	45095.45	94050	237832.83	5635.82	51102.17	342.00	106952.74	1127236.44	1803191.63
Charge for the year	--	12156	31198.40	3624.65	7773	257803.79	-	97448.24	2718667.55	3120976.36

Disposals	-	-	-	-	-	-	-	-	872190.39	872190.39
Impairment	-	-	-	-	-	-	-	-	-	-
As at March 31, 2025	101086.08	57251.45	125248.40	241457.48	5713.55	308905.96	342.00	204400.98	2973713.60	1078264.00
Net Block										
As at March 31, 2024	5745.92	55292.55	4950	31301.17	664	1493648.83	18.00	757852.26	6685254.56	9036509.37
As at March 31, 2025	5745.92	43136.55	34929.56	27676.52	586.15	1235845.04	18.00	660404.02	2375196.40	4385320.36

NOTE NO. "13" : Other non-financial assets	(Amount in Rupees)	
Particulars	As at	As at
	March 31, 2025	March 31, 2025
Balances with government authorities		
~T.D.S. For A.Y. 2004-2005	88005	88005
~T.D.S. For A.Y. 2011-2012	47761	47761
~T.D.S. For A.Y. 2023-2024	--	3,00954
~T.D.S. For A.Y. 2024-2025	--	4623781
~T.D.S. For A.Y. 2025-2026	1620108.30	--
~Income Tax Receivable (A.Y. 2008-09)	33327	33327
Total Rupees: -	1789201.51	5093828
NOTE NO. "14": Other Financial Liabilities	(Amount in Rupees)	
Particulars	As at	As at
	March 31, 2025	March 31, 2024
Security Deposits received	--	87225
J. Loyalka & Co.	10080	10080
HDFC Bank Ltd.	-	-
CDSL	--	10621
S.K.P.Misc.	--	5320
Gupta & Shah	--	41600
Chaudhary Pandiya & Co.	--	7120
NSD Nirman Pvt. Ltd	1125	--
Plaza Kalpana Society	601476	--

Total Rupees : -	612681.00	161966
NOTE NO. "15" : Current Tax Liabilities	<u>(Amount in Rupees)</u>	
Particulars	As at	As at
	March 31, 2025	March 31, 2024
Provision for Current Tax	18693414	41832418
Tax as per MAT	-	-
Less:Advance Tax	(17250000)	--
Total Rupees : -	1443414	41832418
NOTE NO. "16": Provisions	<u>(Amount in Rupees)</u>	
Particulars	As at	As at
	March 31, 2025	March 31, 2024
Provision for employee benefits		
Gratuity Payable	539301	4,60069
Director Remuneration payable	--	540000
Provision for expenses	20706.52	2121
Total Rupees :-	560007.52	1002190
The movement in Provision for employee benefits during 2024-25 is as follows:		
		Amount
As at March 31, 2024		460069
Additions		79232
Reversed		-
Utilised		-
As at March 31, 2025		539301.00
NOTE NO. "17" : Other Non-financial liabilities	<u>(Amount in Rupees)</u>	
Particulars	As at	As at
	March 31, 2025	March 31, 2024
Statutory Dues Payable		
~CGST payable	--	297.66
~SGST payable	---	30171
~TDS Payable	48427	110000
	48427	169937

	NOTE NO." 18": Equity share capital	<u>(Amount in Rupees)</u>	
18.1	The reconciliation of equity shares outstanding at the beginning and at the end of the period		
		As at	As at

Particulars	March 31, 2025	March 31, 2024
<u>AUTHORISED</u>		
23,70,000 (March 31, 2019 & April 01, 2018: 23,70,000,000) Equity shares of ` 10/- each	23700000	23700000
<u>ISSUED, SUBSCRIBED & PAID UP</u>		
7,47,387 (March 31, 2019 & April 01, 2018: 7,47,387) Equity shares of 10/- each		
4,48,000 (March 31, 2019 & April 01, 2018: 4,48,000) Equity shares of 10/- each	4480000	4480000
2,99,387 (March 31, 2019 & April 01, 2018: 2,99,387) Equity shares of 10/- each	2993870	2993870
(Issued to the shares holders of intersee companies on merger / Amalgamation of four companies as per Hon. High Court of Kolkata order)		
2,04,081 (March 31, 2019 & April 01, 2018: 2,04,081) Bonus shares of 10/- each	2040810	2040810
(3:1 shares issued to shareholders other than promoters)		
	9514.80	9514680

18.2	Terms/ rights attached to equity shares
	The Company has only one class of equity shares having a par value of 10/- per share. All these shares have the same rights and preferences with respect to the payment of dividend, repayment of capital and voting.
	In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

18.3	Reconciliation of the number of Equity shares and of Equity share capital amount outstanding at the beginning and at the end of the year
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Particulars	In Numbers	Amount
As at March 31, 2024	951,468.00	9,514,680.00
Shares issued	-	-
As at March 31, 2025	951,468.00	9,514,680.00

18.4 Details of Equity shareholders holding more than 5% shares in the company				
Particulars	As at March 31, 2025		As at March 31, 2024	
	No. of shares held	% holding in the class	No. of shares held	% holding in the class
Amber Mercantiles Ltd.	136,593.00	14.36%	136,593.00	14.36%
Beopar Sahayak Pvt. Ltd.	54,278.00	5.70%	54,288.00	5.71%

Parwati Parasrampur	88,592.00	9.31%	88,592.00	9.31%
Pramod Kumar	--	--	72,816.00	7.65%
Shashank Parasrampur	207,161.00	21.77%	207,161.00	21.77%
S.K.P.(HUF)	89,500.00	9.41%	-	0.00%
Sudhir Kumar Parasrampur	103,226.00	10.85%	103,226.00	10.85%

NOTE NO. "19": Other Equity	(Amount in Rupees)	
Particulars	As at	As at
	March 31, 2025	March 31, 2024
Capital Reserve		
(Arising on amalgamation of four companies as per Hon. High Court of Kolkata order)		
Balance at the beginning of the year	25178513	25178513
Additions during the year	-	-
Balance at the end of the year	25178513	25178513
General Reserve		
(Arising on amalgamation of four companies as per Hon. High Court of Kolkata order)		
Balance at the beginning of the year	31659655	31659655
Additions during the year	-	-
Balance at the end of the year	31659655	31659655
Statutory Reserve		
Balance at the beginning of the year	43692663	7139848
Add: Transfer from Retained earnings	9376521	36552815
Balance at the end of the year	53069184	43692663
Retained Earnings		
Balance at the beginning of the year	159816727	13605466
Adjustment on account of impairment of investments in associates	-	-
Adjustment on account of taxes	-	-
Add: Profit for the period	46882604.02	182764076
Less: Appropriation		
Transfer to Statutory Reserve	(9376521.00)	(36552815)
Total appropriations	37506083.02	146211261
Balance at the end of the year	197322809.93	159816727
Other Comprehensive Income		
Balance at the beginning of the year	-	-
Add: Addition during the year	-	-
Balance at the end of the year	-	-

Total	307230161.67	260347557.65
Nature and purpose of reserve		
General Reserve		
Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of profit for the period at a specified percentage in accordance with applicable regulations. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.		
Statutory reserve		
Statutory Reserve represents the Reserve Fund created under Section 45 IC of the Reserve Bank of India Act, 1934. Accordingly an amount representing 20% of Profit for the period is transferred to the fund for the year.		
Retained earnings		
This Reserve represents the cumulative profits of the Company. This Reserve can be utilized in accordance with the provisions of the Companies Act, 2013.		
FVOCI equity investments		
The company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within the FVOCI equity investments reserve within equity. The company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.		

NOTE NO. "20" : Revenue from Operations**(a) Interest income**(Amount in Rupees)

Particulars	Period ended March 31, 2024				Period ended March 31, 2024			
	On financial asset measured at fair value through OCI	On financial asset measured at amortised cost	Interest income on financial assets classified at fair value through profit or loss	Total	On financial asset measured at fair value through OCI	On financial asset measured at amortised cost	Interest income on financial assets classified at fair value through profit or loss	Total
Interest on loans	-	7198693.00	-	7198693.00	-	2428111.00	-	2428111.00
Total Rupees :-	-	7198693.00	-	7198693.00	-	2428111.00	-	2428111.00

NOTE NO. "21" : Sales**(b) Sales**(Amount in Rupees)

Particulars	Year ended	Year ended
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	March 31, 2025	March 31, 2024
Office	95578489.00	7977675
Shares	1438150.00	251
Total Rupees :-	97016639.00	7977926

NOTE NO. "22" : Other Income		<u>(Amount in Rupees)</u>
Particulars	Year ended	Year ended
	March 31, 2025	March 31, 2024
Lease & Licence Fee	850961.00	1304320
Interest on Late sale proceed	--	6040984
Profit on Sale of investment Property	--	353950423
Interest on FD	2861710.51	--
Interest on Income Tax Refund	16917.00	--
Profit on Sale of investment	28644.67	-
Misc. Balance Written off	-	-
Total Rupees :-	3758233.18	361295727
NOTE NO. "23" : Finance costs		<u>(Amount in Rupees)</u>
Particulars	Year ended	Year ended
	March 31, 2025	March 31, 2024
Interest on TDS	210.00	080
Bank Charges	2360.00	--
Total Rupees :-	2570.00	080
NOTE NO. "24" : Employee benefits expenses		<u>(Amount in Rupees)</u>
Particulars	Year ended	Year ended
	March 31, 2025	March 31, 2024
Salaries	1631000	1412958
Bonus	109000	103000
Staff Welfare Expenses	369257.70	86756
Director's Remuneration	350000	600000
Medical Exp. (Director)	-	-
Gratuity	79232	88268
Total Rupees :-	2538489.70	2290982
NOTE NO. "25" : Depreciation, amortization and impairment		<u>(Amount in Rupees)</u>
Particulars	Year ended	Year ended
	March 31, 2025	March 31, 2024
Depreciation of tangible assets	3120976.36	1135360
Impairment of tangible assets	-	-
Total Rupees :-	3120976.36	1135360

NOTE NO. "26" : Other Expenses		(Amount in Rupees)
Particulars	Year ended	Year ended
	March 31, 2025	March 31, 2024
Payment to auditors :		
(i) Statutory Audit Fee	20000	20000
Advertisement	105266	95057
Brokerage	--	1000000
Cable Charges	--	7641
Cellphone Expenses	16719.09	12599
Compensation	--	140000000
Conveyance	19787.00	36690
Courier	35665.00	22262
Delisting fee	--	118000
Demat charges	--	1770
Donation	5000000.00	-
Electric Expenses	--	28608
Freight	--	116000
House Tax & Water Tax	--	26510
Insurance	172073	175343
Listing Fee	546340	417756
Office Expenses	11362.52	38931
Office Repairing	143974.18	412552
Printing & Stationery	18099	34240
Professional Charges	805073	105020
Rates & Taxes	56626	7800
Rent	--	12000
RTA Charges	34173	27140
Softwatre & Website updation	37760	65355
Subscription	8000	8000
Telephone Charges	468	4129
Travelling Expense	491877.18	348442
Vehicle Running & Maintenance	286564.03	2,45874
Property Maintenance	1876574.29	--
Amount Written off	239892	
Loss on Sale of Property	284660.00	
Stamp Duty Paid	7209500	
Registration Fee	1035620	--
Short Provision for Income Tax	1304273	
Total Rupees :-	19760346.33	143387719
NOTE NO. "27" : Income Tax		
The components of income tax expense for the year ended March 31,2025 and March 31, 2024 are:		(Amount in Rupees)
Particulars	Year ended	Year ended
	March 31, 2025	March 31, 2024
Current tax	18693414.00	41832418
Adjustment in respect of current income tax of prior years	-	-
Deferred tax relating to origination and reversal of temporary differences	(391130.43)	(31476)

Income tax expense reported in statement of profit and loss	18302283.57	41800942
Income tax recognised in other comprehensive income (OCI)		
Deferred tax related to items recognised in OCI during the period:		
~Fair value changes on equity instruments through other comprehensive income	-	-
Income tax charged to OCI	-	-
Reconciliation of the total tax charge:		
The tax charge shown in the Statement of Profit and Loss differ from the tax charge that would apply if all the profits had been charged at India corporate tax rate. A reconciliation between the tax expense and the accounting profit multiplied by India's domestic tax rate for the year ended March 31, 2025 and March 31, 2024 are as follows:		
Particulars	Year ended	Year ended
	March 31, 2025	March 31, 2024
Accounting profit before tax	65184887.59	224008087
Expenses disallowed in Income tax act	1304273.00	143111
Income pertaining to Other head of Income taxable at different rate	28644.67	171909562
Adjustments/Deductions in respect of current income tax of previous year	-	-
Taxable Profit/(Loss)	66517805.26	181840845
India's statutory income tax rate	22%	22%
Capital gain tax	20%	20%
Income tax expense reported in the Statement of Profit and Loss	18693414.00	41832418
Significant components of net deferred tax assets and liabilities for the year ended March 31, 2025 & March 31, 2024 are as follows:		
Particulars	Year ended	Year ended
	March 31, 2025	March 31, 2024
Employee Benefit Obligations		
Opening balance	119618	96668
Recognised in Profit/Loss	16113.28	22950
Recognised in Other Comprehensive Income	-	-
Closing balance (A)	135731.28	119618
Property, Plant and Equipment		
Opening balance	(35176)	(43702)
Recognised in Profit/Loss	375017.15	8526
Recognised in Other Comprehensive Income		
Closing balance (B)	339841.15	(35176)
Deferred Tax Assets (Net) (A+B)	475572.43	84442

NOTE NO. "28" : Earnings per share		(Amount in Rupees)
Particulars	Year ended	Year ended
	March 31, 2025	March 31, 2024
Net profit attributable to ordinary equity holders	37506083.02	146211261
Weighted average number of equity shares for basic earnings per share	951,468.00	951468.00
Effect of dilution:	-	-
Weighted average number of equity shares for diluted earnings per share	951,468.00	951468.00
Earnings per share:		
~Basic earnings per share (Rs.)	39.42	153.67
~Diluted earnings per share (Rs.)	39.42	153.67

Note : 29					
Related Party Transactions					
A.	List of Related Parties and their relationship:				
Names of Related parties					
(a)	Associates				
1	Amber Mercantiles Limited				
(b)	Key Management Personnel Designation				
1	Sudhir Kumar Parasrampur				
2	Parwati Pararampur				
3	Ankit Poddar				
4	Rakesh Pawar				
(c)	Enterprises owned or significantly influenced by key management personnel or their relatives				
1	Bhooramal Durgi Devi Parasrampur Public Charitable Trust				
2	Beopar Sahayak Private Limited				
3	Parasrampur Forex Services Private Limited				
(d)	Relatives of Key Management Personnel				
1	Shashank Parasrampur s/o Sudhir Kumar Parasrampur & Parwati Parasrampur				
2	Ruchi Kedia D/o Sudhir Kumar Parasrampur & Parwati Parasrampur				
3	Rohit Kedia H/o Ruchi Kedia				

Related Party transactions during the year:							
(Amount in Rupees)							
Particulars	Key Management Personnel		Relatives of Key Management Personnel		Entities over which Key Management has significant influence		Associates
	Year Ended March 31, 2025	Year Ended March 31, 2024	Year Ended March 31, 2025	Year Ended March 31, 2024	Year Ended March 31, 2025	Year Ended March 31, 2024	Year Ended March 31, 2025

Purchase of Travel Tickets, Travel Arrangements and Accommodation facilities for Company Executives/Clients/C	288934.44	1,89057	--	31616	-	-	-	-
ustomers								
Directors Remuneration	600000	6,00000	-	-	-	-	-	-
Medical Expenses	89745	-	-	-	-	-	-	-
Staff welfare expenses	11975	78647	-	-	-	-	-	-
Reimbursement of expenses	--	123791	-	-	-	-	21526543.33	2,35165
Lease rent received		-	-	-	-	-	-	-
Interest received on Loan		-	-	-	--	15,92780	-	-
Loans given		-	32688333	-	95416251	70479869	-	-
Loans recovered		-	-	-	29366800	105750000	-	-
Excess payment received-refundable		-	-	-	5670	-	-	-
Excess payment paid back	61666	-	-	-	-	-	-	-
Loan repaid		-	-	-	-	-	-	-
Electricity charges received		-	-	-	-	-	--	13094
Purchase of Assets	1075000	2587863	-	-	-	-	-	-
Rent received		-	-	-	-	-	--	26400
Purchases					5945940.00			
Sales	68372100				25003660			
Sales of Shares	1438150							

Note								
a) Related parties have been identified on the basis of the declaration received by the management and other records available.								
Balance outstanding as at the year-end: Asset/ (Liability)					(Amount in Rupees)			
Particulars	Key Management Personnel		Relatives of Key Management Personnel		Entities over which Key Management Personnel and their relatives are able to exercise significant influence		Associates	
	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024	As at March 31, 2025	As at March 31, 2024
Investments in Equity Shares	-	-	-	-	-	-	-	-
Investments by associate in equity shares of the company	-	-	-	-	-	-	(1365 93)	(1365 93)
Long term loan given	-	-	-	-	4765486 9.00	534884 39.00	-	-
Long term loan accepted	-	-	-	-	-	-	-	-
Directors Remuneration	--	-	-	-	-	-	-	-
Reimbursement of expenses	--	-	-	-	-	-	-	-
Amounts payable (net) to related parties	--	-	-	-	4765486 9.00	534884 39.00	(1365 93)	(1365 93)
Note								
a) Related parties have been identified on the basis of the declaration received by the management and other records available.								

30. Fair value Measurement

a) Fair Value Hierarchy

The Company determines fair value of its financial instruments according to following hierarchy:

Level 1: Category includes financials assets and liabilities that are measured in whole or significant part by reference to published quotes in an active market

Level 2: Category includes financials assets and liabilities that are measured using a

valuation technique based on assumptions that are supported by prices from observable current market transactions. Company's investment in units of AIF funds fall under this category.

Level 3: Category includes financial assets and liabilities that are measured using valuation techniques based on non- market observable inputs. This means that fair value are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

An explanation of each level follows underneath the table:

As at March 31, 2025 (Rupees)

Financial assets & liabilities at fair value	Level 1	Level 2	Level 3	Amortised Cost	Cost	Total
Financial assets						
Financial assets at FVTPL	-	-	-	-	-	-
Financial assets at FVOCI	-	-	-	-	-	-
Financial assets at Amortised Cost						
Cash & cash equivalents	-	-	-	18,46,957.46	-	18,46,957.46
Loans	-	-	-	10,01,839.05	-	10,01,839.05
Other Financial Assets	-	-	-	14,310.26	-	14,310.26
Investments	-	-	-	-	-	-
Total financial assets	-	-	-	28,63,106.77	-	28,63,106.77
Financial liabilities						
Financial liabilities at FVTPL	-	-	-	-	-	-
Financial liabilities at Amortised Cost						
Other Financial Liabilities	-	-	-	1,619.66	-	1,619.66
Total financial liabilities	-	-	-	1,619.66	-	1,619.66

As at March 31, 2024 (Rupees)

Financial assets & liabilities at fair value	Level 1	Level 2	Level 3	Amortised Cost	Cost	Total
Financial assets						
Financial assets at FVTPL	-	-	-	-	-	-
Financial assets at FVOCI	-	-	-	-	-	-

Financial assets at Amortised Cost						
Cash & cash equivalents	-	-	-	88.16	-	88.16
Loans	-	-	-	5,56,548.69	-	5,56,548.69
Other Financial Assets	-	-	-	5947.01	-	5947.01
Investments	-	-	-	-	-	-
Total financial assets	-	-	-	5,62,583.86	-	5,62,583.86
Financial liabilities						
Financial liabilities at FVTPL	-	-	-	-	-	-
Financial liabilities at Amortised Cost						
Other Financial Liabilities	-	-	-	2,657.04	-	2,657.04
Total financial liabilities	-	-	-	2,657.04	-	2,657.04

31. Payment against supplies from small scale and ancillary undertaking are made in accordance with agreed credit terms and to the extent as ascertained from available information, there was no amount overdue as at March 31, 2025.
32. Previous year figures have been regrouped and /or rearranged wherever found necessary.
33. As per RBI prudential norms additional disclosures applicable on NBFC's,
- The Company has obtained certificate of registration under section 45-IA of Reserve Bank of India Act, 1934.
 - The Company is entitled to continue to hold such COR in terms of principal business criteria (Financial Assets/Income Pattern) as on March 31, 2024.
 - The company has a net owned fund of Rs. 2445.99Lakhs which meet the minimum requirement of net owned fund of Rs 1000.00 lakhs as laid down by the regulations of Reserve Bank of India.
 - The company is in compliance with the minimum CRAR i.e. 15 % as laid down by the bank.
34. The Company has not traded or invested in Crypto currency or Virtual currency during the financial years ended March 31, 2024 and March 31, 2023.
35. No proceedings have been initiated or pending against the Company for holding any became property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder in the financial years ended March 31, 2024 and March 31, 2023.
36. The Company has not been declared as a wilful defaulter by any bank or financial institution or other lender in the financial years ended March 31, 2024 and March 31, 2023.

37. ANALYTICAL RATIOS

Particulars	As at 31 March, 2024			As at 31 March, 2023	% Variance	Reasons for variance (If above 25%)
	Numerator	Denominator	Ratio	Ratio		
Capital to risk-weighted assets ratio (CRAR)	25,59,296.14	12,31,547.32	207.81%	97.740%	113%	Due to sale of investment property during the year
Tier I CRAR	24,45,992.83	12,31,547.32	198.61%	82.610%	140%	Due to sale of investment property during the year
Tier II CRAR	1,13,303.00	12,31,547.32	9.20%	15.130%	-39%	Due to sale of investment property during the year
Liquidity Coverage Ratio	NA					

38. CAPITAL ADEQUACY RATIOS

	Particulars	As at 31 March,2024	As at 31 March,2023
I)	Tier I Capital	2446837	618667
ii)	Tier II Capital	113303	113303
iii)	Total Capital	2560140	731970
iv)	Total Risk Weighted Assets	1231547	748862
v)	CRAR (%)	207.88%	97.74%
vi)	CRAR - Tier I capital (%)	198.68%	82.61%
vii)	CRAR - Tier II capital (%)	9.20%	15.13%

As per our report of even date attached

For Gupta & Shah

Chartered Accountants

FRN NO: 001416C

For and on behalf of the Board of Directors

CA Sharad Kumar Shah
(Partner)

Membership No. 070601

Sudhir Kumar Parasrampur

Director

DIN: 00358982

Shashank Parasrampur

Director

DIN: 07182816

Rakesh Panwar
Company
Secretary

Place: Jaipur

Date: 30.05.2025

UDIN: 25070601BMJANY5099

Ankit Poddar

CFO

NOTICE OF 40th ANNUAL GENERAL MEETING

Notice is hereby given that the 40th Annual General Meeting of MAGNANIMOUS TRADE & FINANCE LTD will be held on Tuesday, 30th September, 2025 at 11.00 A.M. at the registered office of the company at 21C-Barwara House Colony Civil Line Ajmer Puliya Jaipur 300206, Rajasthan to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended 31st March, 2025, including the Audited Standalone Balance Sheet as at 31st March, 2025, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Reports of the Board of Directors and Auditors thereon.

2. To appoint a Director in place of Mr. DHAVAL BABUBHAI PAREKH (DIN: 09636606), who retires by rotation and being eligible, offers himself for re-appointment.

3. To re-appointment of Statutory Auditors of the Company and to pass the following resolution as an Ordinary Resolution thereof:

RESOLVED THAT pursuant to provisions of section 139, 142 and other applicable provisions, if any, of the Companies Act 2013, read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification (s) or re-enactments thereof for the time being in force), consent of the company be and is hereby accorded to appoint **M/s. K P C M & CO, Chartered Accountants** having **(FRN 117390W)**, Chartered Accountants of Mumbai, as Statutory Auditors of the Company, for a period of 5 years, to hold office from the conclusion of this Annual General Meeting until the conclusion of 44th Annual General Meeting of the Company to be held in calendar year 2030, at such a remuneration as may be fixed by the Audit Committee Members of the company consultation with Statutory Auditor.

SPECIAL BUSINESS:

4. **To appointment KURJIBHAI PREMIJBHAI RUPARELIYA (DIN: 05109049) as Managing director.**

To consider and if thought fit, to pass, the following resolution as a Special Resolution:

“RESOLVED THAT in accordance with the provisions of Sections 196, 197, 198, 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force) consent of members is be hereby accorded to appoint Shri Kurjibhai PremjiBhai Rupareliya (DIN: 05109049) as Managing Director of the Company for a period of 5 (Five) years with effect from 08th September, 2025 on the terms and conditions including remuneration as may be agreed between the Board of

Directors and Shri KurjiBhai PremjiBhai Rupareliya.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts and take such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. To Confirm appointment of Mrs. Arzoo Raghubhai Rabari (DIN: 10754153) as an Independent Director of the Company.

To consider and if thought fit, to pass, the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mrs. Arzoo Raghubhai Rabari (DIN: 10754153) who was appointed as an Additional Director in the capacity of Independent Director of the Company by the Board of Directors w.e.f. 23th May, 2025 in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as Non-Executive Independent Director of the Company to hold office for a term of 5 (Five) consecutive years w.e.f. 23th May 2025 and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to sign and file e-form with the concerned Registrar of Companies and to do all such act, deeds, things as may be necessary to give effect to this resolution.”

6. To Confirm appointment of Mr. Nevil Jayeshbhai Kamdar (Din: 11271919) as an Independent Director of the Company.

To consider and if thought fit, to pass, the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Nevil Jayeshbhai Kamdar (Din: 11271919) who was appointed as an Additional Director in the capacity of Independent Director of the Company by the Board of Directors w.e.f. 08th September, 2025 in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a

member under Section 160(1) of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as Non-Executive Independent Director of the Company to hold office for a term of 5 (Five) consecutive years w.e.f. 08th September, 2025 and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to sign and file e-form with the concerned Registrar of Companies and to do all such act, deeds, things as may be necessary to give effect to this resolution.

7. To Confirm appointment of Mr. Priyanshu Alpesh Kumar Sheth (Din: 10859312) as an Independent Director of the Company.

To consider and if thought fit, to pass, the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Priyanshu Alpesh Kumar Sheth (Din: 10859312) who was appointed as an Additional Director in the capacity of Independent Director of the Company by the Board of Directors w.e.f. 08th September, 2025 in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as Non-Executive Independent Director of the Company to hold office for a term of 5 (Five) consecutive years w.e.f. 08th September, 2025 and whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to sign and file e-form with the concerned Registrar of Companies and to do all such act, deeds, things as may be necessary to give effect to this resolution.”

8. To Confirm appointment of Mr. DHAVAL BABUBHAI PAREKH (DIN: 09636606) as an Director of the Company.

To consider and if thought fit, to pass, the following resolution as a Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force). Mr. DHAVAL BABUBHAI PAREKH (DIN: 09636606) who was appointed as an Additional Director of the Company with effective from 23/07/2025 by the Board of Directors under Section 161 (1) of the Companies Act, 2013 and who holds office only up to the date of this Annual General Meeting be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the company be and are hereby authorized

to do all acts, deeds and things as necessary to give effect to above resolution and to take all such steps for giving any such direction as may be necessary for it.”

9. To Appoint and fix the Fees of Mr. Krina Gokulkumar Shah, Practicing Company Secretary (Membership No. A66521, COP No. 27764) as Secretarial Auditors of the Company for a term of 5 (five) consecutive years commencing from Financial Year April 1, 2025, to March 31, 2030

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 Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”) as amended from time to time read with the provisions of Section 204 of the Companies Act, 2013 (“The Act”) & Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any amendment, modification or variation thereof for the time being in force and as per the recommendation of the Audit Committee and the Board of Directors, Mr. Krina Gokulkumar Shah, Practicing Company Secretary (Membership No. A66521, COP No. 27764), who is a peer reviewed Company Secretary in practice and submitted his consent to act as Secretarial Auditors of the Company, be and are hereby appointed as the Secretarial Auditors of the Company, for a term of 5 (five) consecutive years commencing from Financial Year April 1, 2025 to March 31, 2030, to undertake secretarial audit of the Company, on such fees as may be mutually agreed between the Board of Directors and the Secretarial Auditors and as mentioned in the explanatory statement.

RESOLVED FURTHER THAT the Board of Directors (which term includes a duly constituted Committee of the Board of Directors) be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient to give effect to this Resolution and / or otherwise considered by them to be in the best interest of the Company.”

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to sign and file e-form with the concerned Registrar of Companies and to do all such act, deeds, things as may be necessary to give effect to this resolution.”

**By order of the Board
For MAGNANIMOUS TRADE & FINANCE LTD
CIN: L65923RJ1991PLC059251**

Date: 08-09-2025

Place: Jaipur

Sd/-
DHAVAL BABUBHAI PAREKH
Additional Director
DIN: 09636606

Sd/-
KURJIBHAI PREMJI BHAI RUPARELIYA
Additional Director
DIN: 05109049

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE “MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM FOR THE MEETING IS ATTACHED TO THIS NOTICE.**

A person can act as a proxy on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to remote e-voting are given in this Notice under Note No. 15.
3. Corporate Members intending to depute their Authorised Representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
4. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the Members at the Registered Office of the Company on all working days during the business hours upto the date of the Meeting.
7. The Register of Members and Share Transfer Books of the Company shall remain closed from Tuesday, 24th September, 2025 to Monday, 30th September, 2025 (both days inclusive).
8. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company or its Registrar and Transfer Agents, Beetal Financial & Computer Services Private Limited, New Delhi (hereinafter referred to as “RTA”).
9. Pursuant to SEBI Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018, the Company is required to obtain the copy of PAN Card and Bank details from all the Shareholders holding shares in physical form. Members are requested to get their details updated by sending the below-mentioned documents along-with a duly signed

request letter to RTA:

- a) Self-attested copy of PAN Card of all the holders;
 - b) Original cancelled cheque leaf with name of member printed on it (if name is not printed, a copy of Bank Passbook/ Statement bearing name, duly attested by the Bank) and;
 - c) Self-attested copy of address proof (viz. aadhaar, voter-id, passport, driving license, any utility bill not older than 3 months).
10. SEBI vide Notification No. SEBI/LAD-NRO/GN/2018/24 dated 8th June, 2018 has come out with SEBI (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018 (effective date of implementation is 5th December, 2018), wherein it has mandated that the requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialised form with a depository except in the cases of transmission or transposition of securities. In view of above amended Regulations, Members are requested to get their shares dematerialised at the earliest to avoid any inconvenience.
11. Members holding shares in single name and physical form are advised to make nomination in respect of their Shareholding in the Company. The nomination form can be obtained from the Company / RTA.
12. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the Share Certificates to RTA for consolidation into a single folio.
13. The Shareholders who wish to make nomination may send their application in prescribed Form No. SH-13 [under Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014 which can be obtained from the Company / RTA.
14. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.
15. Information and other instructions relating to remote e-voting are as under:
- a) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its Members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The Members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').
 - b) The poll shall be conducted at the Meeting and Members attending the Meeting who have not cast their vote by remote e-voting shall be eligible to vote at the Meeting.
 - c) The Members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.

- d) The Company has engaged the Services of Central Depository Services Ltd (“CDSL”) as the Agency to provide e-voting facility.
- e) The Board of Directors of the Company has appointed Shri Mahendra Prakash Khandelwal, Practicing Company Secretary Membership No. 6266 as Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
- f) Voting rights shall be reckoned on the Paid-up value of Shares registered in the name of the Member / Beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 23rd September, 2024.
- g) 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, i.e. 23rd September, 2024 only shall be entitled to avail the facility of remote e-voting.
- h) Any person who becomes a Member of the Company after dispatch of the Notice of the Meeting and holding Shares as on the cut-off date i.e. 23rd September, 2025, may obtain the User ID and Password for remote e-voting by sending a request at helpdesk.evoting@cdslindia.com or at co@mtfl.com .
- i) The remote e-voting facility will be available during the following period:

Commencement of remote e-voting	Saturday, 27th September, 2025, 09.00 A.M. IST
End of remote e-voting	Monday, 29th September, 2025, 05.00 P.M. IST

- j) 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. 23rd September, 2025, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL after voting period ends.
- k) The Scrutinizer, after scrutinizing the votes cast at the meeting and through remote e-voting, will, not later than forty eight hours of conclusion of the Meeting, make a scrutinizer’s report and submit the same to the Chairman. The results declared along with the scrutinizer’s report shall be placed on the website of CDSL: <https://www.cdslindia.com>. The results shall simultaneously be communicated to the Stock Exchange.
- l) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. 30th September, 2025.
- m) Instructions and other information relating to remote e-voting:
- The shareholders should log on to the e-voting website www.evotingindia.com.
 - Click on the “shareholders” tab.
 - Now Enter your User ID
 - For CDSL: 16 digits beneficiary ID;

- For NSDL: 8 Character DP ID followed by 8 Digits Client ID;
- Members holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

- Next enter the Image Verification as displayed and Click on Login.
- 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.
- If you are a first time user follow the steps given below:

	For Shareholders holding shares in Demat Form and Physical Form
PAN	Enter your 10digit 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 as mentioned in instruction (v).

- After entering these details appropriately, click on "SUBMIT" tab.
- 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.
- For shareholders holding shares in physical form, the details can be used only for e- voting on the resolutions contained in this Notice.
- Click on the EVSN for the relevant <Company Name> on which you choose to vote.

- 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.
- Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- 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.
- Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- 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.
- Shareholders can also cast their vote using CDSL’s mobile app “m-Voting”. The m- Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
- **Note for Non – Individual Shareholders and Custodians –Remote Voting**
 - 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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

Alternatively Non Individual shareholders are required 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; co@mtfl.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

- In case you have any queries or issues regarding e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022- 23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).
 - All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, 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 on 022-23058542/43.
 - Since the Company is required to provide Members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd September, 2025 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
 - The voting rights of Shareholders shall be in proportion to their shares of the Paid-up Equity Share Capital of the Company as on 23rd September, 2025.
- n) The results shall be declared on or after the AGM of the Company. The results declared along with the Scrutinizers' Report shall be placed on the website of CDSL and communicated to the BSE Ltd. within the prescribed period.
16. Route map to the Annual General Meeting venue is annexed with the Annual Report.
17. As required under Listing Regulations and Secretarial Standards on General Meetings (SS-2), the relevant details in respect of Director seeking re-appointment under Item Nos. 3, 4 & 5 of this Notice is given below: -

By order of the Board
For MAGNANIMOUS TRADE & FINANCE LTD
CIN: L65923RJ1991PLC059251

Date: 08-09-2025

Place: Jaipur

Sd/-
DHAVAL BABUBHAI PAREKH
Additional Director
DIN: 09636606

Sd/-
KURJIBHAI PREMJI BHAI RUPARELIYA
Additional Director
DIN: 05109049

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013:**Item No. 04**

Mr. KURJIBHAI PREMJBHAI RUPARELIYA (DIN: - 05109049) was appointed as Managing Director of the company for 3 years in the board meeting held on 08/09/2025, subject to approval of the members of the Company.

The Board has recommended the appointment of Mr. KURJIBHAI PREMJBHAI RUPARELIYA as Managing Director of the company. The Board has taken the decision based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members of the company.

A brief profile of Mr. KURJIBHAI PREMJBHAI RUPARELIYA is provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS2"), issued by the Institute of Company Secretaries of India.

Mr. KURJIBHAI PREMJBHAI RUPARELIYA has expertise, knowledge and business acumen required for managing the overall business of the Company and his appointment as Managing Director would be beneficial for the Company given the paucity of experienced and skilled personnel. The remuneration proposed for Mr. KURJIBHAI PREMJBHAI RUPARELIYA is commensurate with the industry and size of the Company.

The terms and conditions are set out herein below:

1. TENURE OF APPOINTMENT:

The appointment of Mr. KurjiBhai PremjiBhai Rupareliya as Managing Director (change in designation from 'Additonal Director' to 'Managing Director') is for a period of 5 years with effect from 08th September 2025.

2. DUTIES AND RESPONSIBILITIES:

Mr. KurjiBhai PremjiBhai Rupareliya, the 'Managing Director' of the Company shall, subject to the provisions of the Companies Act, 2013, and overall superintendence and control of the Board of Directors of the Company, shall perform such duties and exercise such powers, as have been or may, from time to time, be entrusted to, or conferred on him, by the Board of Directors of the Company.

3. REMUNERATION:

Mr. KurjiBhai PremjiBhai Rupareliya shall be entitled to remuneration as stated hereunder in terms of Schedule V of the Companies Act, 2013:

4. OTHER TERMS AND CONDITIONS:

- a. In the event Mr. KurjiBhai PremjiBhai Rupareliya is not in a position to discharge his official duties due to any physical or mental incapacity, the Board shall be entitled to terminate his contract on such terms as the Board may consider appropriate in the circumstances.

- b. Mr. KurjiBhai PremjiBhai Rupareliya will not be liable to retire by rotation
- c. Mr. KurjiBhai PremjiBhai is also a Managing Director in a company LEADING LEASING FINANCE AND INVESTMENT COMPANY LIMITED, He has taken requisite approval for appointment as the Managing Director of the Company.

It is proposed to seek Members ' approval for the appointment of and remuneration payable to Mr. KurjiBhai PremjiBhai Rupareliya as whole time Director, in terms of the applicable provisions of the said Act and the Rules made thereunder.

The Board of Directors recommend the resolution set forth in Item no. 4 of the notice for your approval as a Special Resolution.

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

Item No. 05

Mr. Arzoo Raghubhai Rabari (DIN: 10754153) was appointed as additional director of the company in the board meeting held on 23/05/2025, who holds office only up to the date of this Annual General Meeting.

The Board has recommended the confirmation of Mrs. Arzoo Raghubhai Rabari as Independent Director of the company for a period of five years. The Board has taken the decision based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members of the company.

Mrs. Arzoo Raghubhai Rabari is not disqualified from being appointed as Independent Director in terms of Section 164 of the Companies Act, 2013. he has communicated his willingness to be appointed and has given her consent to act as Independent Director of the company. She satisfies all the conditions as set out in Section 149 of the said Act.

A brief profile of Mrs. Arzoo Raghubhai Rabari is provided in the " Annexure " to the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS2"), issued by the Institute of Company Secretaries of India.

It is proposed to seek Members ' approval for the appointment of and remuneration payable to Mrs. Arzoo Raghubhai Rabari as Independent Director, in terms of the applicable provisions of the said Act and the Rules made thereunder. The Board of Directors recommend the resolution set forth in Item no. 5 of the notice for your approval as a Special Resolution.

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

Item No. 06

Mr. Nevil Jayeshbhai Kamdar (Din: 11271919) was appointed as additional director of the company in the board meeting held on 08/09/2025, who holds office only up to the date of this Annual General Meeting.

The Board has recommended the confirmation of Mr. Nevil Jayeshbhai Kamdar as Independent Director of the company for a period of five years. The Board has taken the decision based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members of the company.

Mr. Nevil Jayeshbhai Kamdar is not disqualified from being appointed as Independent Director in terms of Section 164 of the Companies Act, 2013. he has communicated his willingness to be appointed and has given her consent to act as Independent Director of the company. She satisfies all the conditions as set out in Section 149 of the said Act.

A brief profile of Mr. Nevil Jayeshbhai Kamdar is provided in the " Annexure " to the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS2"), issued by the Institute of Company Secretaries of India.

It is proposed to seek Members ' approval for the appointment of and remuneration payable to Mr. Nevil Jayeshbhai Kamdar as Independent Director, in terms of the applicable provisions of the said Act and the Rules made thereunder. The Board of Directors recommend the resolution set forth in Item no. 6 of the notice for your approval as a Special Resolution.

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

Item No. 07

Mr. Priyanshu Alpesh Kumar Sheth (Din: 10859312) was appointed as additional director of the company in the board meeting held on 08/09/2025, who holds office only up to the date of this Annual General Meeting.

The Board has recommended the confirmation of Mr. Priyanshu Alpesh Kumar Sheth as Independent Director of the company for a period of five years. The Board has taken the decision based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members of the company.

Mr. Priyanshu Alpesh Kumar Sheth is not disqualified from being appointed as Independent Director in terms of Section 164 of the Companies Act, 2013. he has communicated his willingness to be appointed and has given her consent to act as Independent Director of the company. She satisfies all the conditions as set out in Section 149 of the said Act.

A brief profile of Mr. Priyanshu Alpesh Kumar Sheth is provided in the " Annexure " to the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS2"), issued by the Institute of Company Secretaries of India.

It is proposed to seek Members ' approval for the appointment of and remuneration payable to Mr. Priyanshu Alpesh Kumar Sheth as Independent Director, in terms of the applicable provisions of the said Act and the Rules made thereunder. The Board of Directors recommend the resolution set forth in Item no. 7 of the notice for your approval as a Special Resolution.

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

Item No. 08

Mr. Dhaval Babubhai Parekh (DIN: 09636606) was appointed as additional director of the company in the board meeting held on 23/05/2025, who holds office only up to the date of this Annual General Meeting.

The Board has recommended the confirmation of Mr. Dhaval Babubhai Parekh as Director of the company. The Board has taken the decision based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members of the company.

A brief profile of Mr. Dhaval Babubhai Parekh is provided in the " Annexure " to the Notice pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS2"), issued by the Institute of Company Secretaries of India.

It is proposed to seek Members ' approval for the appointment of and remuneration payable to Mr. Dhaval Babubhai Parekh as Director, in terms of the applicable provisions of the said Act and the Rules made thereunder. The Board of Directors recommend the resolution set forth in Item no. 8 of the notice for your approval as a Ordinary Resolution.

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

Item No. 09

To Appoint and fix the Fees of Mr. Krina Gokulkumar Shah, Practicing Company Secretary (Membership No. A66521, COP No. 27764) as Secretarial Auditors of the Company for a term of 5 (five) consecutive years commencing from Financial Year April 1, 2025, to March 31, 2030

In terms of the provisions of Section 204 and other applicable provisions, if any, of the Act, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and in accordance with the provisions of Regulation 24A and other applicable

provisions, if any, of the SEBI Listing Regulations, the Company is required to undertake Secretarial Audit by a Peer Reviewed Secretarial Auditors who shall be appointed by the Members of the Company, on the recommendation of the Board of Directors, for a term of 5 (five) consecutive years.

Brief Profile/ Credentials:

. Mr. Krina Gokulkumar Shah, Practicing Company Secretary (Membership No. A66521, COP No. 27764) is primarily engaged in providing professional services in the field of Corporate Laws, SEBI Regulations, FEMA Regulations, including carrying out Secretarial Audit, Due Diligence Audit and Compliance Audit for various reputed companies and represent their clients before various government agencies, departments and quasi-judicial authorities. Their firm is having a client committed team of Company Secretaries specializing in their respective practice areas. Mr. Krina Gokulkumar Shah, Practicing Company Secretary (Membership No. A66521, COP No. 27764) is peer reviewed by the Institute of Companies Secretaries of India.

Basis of recommendation for Appointment: Based on the experience of the firm, capability, independent assessment, audit experience & evaluation of Audit work done by them in past and on the recommendation of the Audit Committee, the Board of Directors, at its meeting held on September 08 , 2025, subject to the approval of member of the Company, approved the appointment of Mr. Krina Gokulkumar Shah, Practicing Company Secretary (Membership No. A66521, COP No. 27764), who is a peer reviewed Company Secretary in practice, as the Secretarial Auditors of the Company to undertake the Secretarial Audit, for a term of 5 (five) consecutive years, commencing from Financial Year April 1, 2025 to March 31, 2030.

Further, Mr. Krina Gokulkumar Shah, Practicing Company Secretary (Membership No. A66521, COP No. 27764), has also submitted their consent to act as the Secretarial Auditors of the Company and have confirmed that they fulfil the criteria as specified in clause (a) of Regulation 24A(1A) of SEBI Listing Regulations and further confirmed that they have not incurred any of disqualifications as specified by the Securities and Exchange Board of India.

Proposed Fees & Term of appointment: The proposed fees to be paid to Mr. Krina Gokulkumar Shah, Practicing Company Secretary (Membership No. A66521, COP No. 27764), for the financial year 2025-26 shall be determined on the recommendation of the Nomination and Remuneration Committee and mutual discussion between the Board of Directors and Auditor.

Accordingly, the consent of the members is sought for approval of the appointment of Mr. Krina Gokulkumar Shah, Practicing Company Secretary (Membership No. A66521, COP No. 27764) as the Secretarial Auditors, to undertake the Secretarial Audit, for a term of 5 (five) consecutive years, commencing from Financial Year April 1, 2025 to March 31, 2030.

The Board of Directors recommends the resolution as set out at Item No. 9 for the approval of the Members as an Ordinary Resolution.

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

**By order of the Board
For MAGNANIMOUS TRADE & FINANCE LTD
CIN: L65923RJ1991PLC059251**

**Date: 08-09-2025
Place: Jaipur**

**Sd/-
DHAVAL BABUBHAI PAREKH
Additional Director
DIN: 09636606**

**Sd/-
KURJIBHAI PREMJI BHAIRUPARELIYA
Additional Director
DIN: 05109049**

Additional Information on directors recommended for appointment / re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Particulars	Mr. Kurjibhai Premjibhai Rupareliya
DIN	05109049
Date of Appointment on Board	23/05/2025
Qualifications	Master Degree
Experience and Expertise in specific functional area	<p>Mr. Rupareliya's expertise lies predominantly in the Non-Banking Financial Companies (NBFCs) sector, where he has dedicated a significant portion of his career. he also served as the Managing Director in the one of the Leading NBFC Company, Prior to this role, he was also served as Chief Operating Officer (COO) of the same company for four years, honing his skills in operational management and business strategy for NBFCs.</p> <p>Mr. Rupareliya served as the COO in other Company for nine years.</p> <p>This role provided him with extensive experience and a strong command over the operations & management of NBFCs, further solidifying his expertise in the finance sector.</p>
Chairman/ Director of other Companies (excluding foreign Companies)	1. Leading Leasing Finance And Investment Company Limited 2. MPF Systems Limited 3. HITZ MUSIC LIMITED 4. EPC FIRST LIMITED 5. E TRAV TECH LIMITED 6. SKY OCCEAN INFRASTRUCTURE LIMITED 7. BIG UMBRELLA LICENSING & DISTRIBUTION LLP
Shareholding in Magnanimous Trade & Finance Limited	679350 Equity Shares
Relationship with other Directors / KMPs	There is no relationship between Mr. Kurjibhai Premjibhai Rupareliya with the any Director of the Company

Particulars	Mrs. Arzoo Raghubhai Rabari
DIN	10754153
Date of Appointment on Board	23/05/2025
Brief Profile	<p>Ms. Arzoo Rabari is an accomplished finance professional. With three years of experience in accounting and financial management, she brings valuable insights and expertise to</p>

	the company's financial oversight and strategic decision-making. She holds an Inter CA qualification, equipping her with strong analytical skills and a deep understanding of corporate finance, taxation, and auditing. Ms. Arzoo Rabari plays a crucial role in ensuring corporate governance, risk management, and financial transparency within the organization. Her proficiency in financial analysis and regulatory compliance helps strengthen the company's financial discipline and accountability, contributing to the overall growth and sustainability of the Company.
Shareholding in Magnanimous Trade & Finance Limited	0 Equity Shares
Disclosure of relationships between directors (in case of appointment of a director)	There is no relationship between Ms. Arzoo Rabari with the any Director of the Company

Particulars	Mr. Nevil Jayeshbhai Kamdar
DIN	11271919
Date of Appointment on Board	08/09/2025
Brief Profile	<p>Mr. Nevil Kamdar is an associate member of the Institute of Chartered Accountants of India. He has over 8 years of experience in dealing Statutory audits, preparation of standalone and consolidated financials, has worked extensively in financial planning and analysis.</p> <p>Besides being Chartered Accountant, he is holding degree of bachelor's in commerce (B.Com.)</p>
Shareholding in Magnanimous Trade & Finance Limited	0 Equity Shares
Disclosure of relationships between directors (in case of appointment of a director)	There is no relationship between Nevil Kamdar with the any Director of the Company

Particulars	Mr. Priyanshu Alpesh Kumar Sheth
DIN	10859312
Date of Appointment on Board	08/09/2025
Brief Profile	MR. PRIYANSHU ALPESH KUMAR SHETH is a Qualified Chartered Accountant with a demonstrated history of working in the field of Accounting, Direct Taxation, Indirect Taxation, Skilled in Tax Preparation, Microsoft Excel, Word, Communication and presentation skills. Focused on Financial Reporting, Finance, Accounting, Auditing.
Shareholding in Magnanimous Trade & Finance Limited	0 Equity Shares
Disclosure of relationships between directors (in case of appointment of a director)	There is no relationship between Priyanshu Alpesh Kumar Sheth with the any Director of the Company

Particulars	Mr. Dhaval Babubhai Parekh
DIN	09636606
Date of Appointment on Board	23/05/2025
Brief Profile	Mr. Dhaval Parekh is Graduate in the Field of Commerce from the Mumbai University. He also worked as a Senior Sales Manager in the Some Banks and NBFCs. He has also worked with the Insurance Companies as a Sales advisor and Sales manager. He is Sales professional with 10 years of experience in Mortgage loans Proven, track record of exceeding sales targets and building strong client relationships. Skilled in Team Handling lead generation, negotiation, consultative selling, CRM systems, with a passion for driving revenue growth and customer satisfaction.
Shareholding in Magnanimous Trade & Finance Limited	0 Equity Shares

Disclosure of relationships between directors (in case of appointment of a director)	There is no relationship between Mr. Dhaval Parekh with the any Director of the Company
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By order of the Board
For MAGNANIMOUS TRADE & FINANCE LTD
CIN: L65923RJ1991PLC059251

Date: 08-09-2025
Place: Jaipur

Sd/-
DHAVAL BABUBHAI PAREKH
Additional Director
DIN: 09636606

Sd/-
KURJIBHAI PREMJI BHAI RUPARELIYA
Additional Director
DIN: 05109049

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint Shareholders may obtain additional Slip at the venue of the Meeting

Folio No.	
No. of Shares	

NAME AND ADDRESS OF THE

SHAREHOLDER:_____

I hereby record my presence at the 40th Annual General Meeting of 'Magnanimous Trade & Finance Limited' held on Tuesday, the 30th September, 2025 at 11.00 A.M. at the Registered Office of the Company at 21C-Barwara House Colony Civil Line Ajmer Puliya Jaipur 300206, Rajasthan

Signature of the Shareholder(s) / Proxy

PROXY FORM

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

Name of the Shareholder(s)		E-mail id	
Registered Address		Folio No.	

I/We, being the Shareholder(s) of _____ Shares of 'Magnanimous Trade & Finance Limited', hereby appoint:

- 1) _____ of _____ having e-mail id _____
_____ or failing him
- 2) _____ of _____ having e-mail id _____
_____ or failing him
- 3) _____ of _____ having e-mail id _____

And whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 40th Annual General Meeting of the Company, to be held on Tuesday, the 30th September, 2025 at 11.00 A.M. at the Registered Office of the Company at 21C-Barwara House Colony Civil Line Ajmer Puliya Jaipur 300206, Rajasthan and at any adjournment thereof in respect of resolutions as indicated below:

S. No.	ORDINARY BUSINESS	For*	Against*
1.	Ordinary Resolution for adoption of Audited Standalone Financial Statement for the Financial year ended 31 st March, 2025 together with the Reports of Directors and Auditors thereon		
2.	Ordinary Resolution for Re-appointment of Shri Dhaval Babubhai Parekkh as Director who retires by rotation.		
3.	Ordinary Resolution for appointment of M/s. K P C M & CO, Chartered Accountants having (FRN 117390W) as a statutory Auditor for a period of five (5) years		
4.	Special Resolution for appointment of Mr. KURJIBHAI PREMJBHAI RUPARELIYA (DIN: 05109049) as Managing Director of the Company.		
5.	Special Resolution to Confirm appointment of Mrs. Arzoo Raghubhai Rabari (DIN: 10754153) as an Independent Director of the Company.		
6.	Special Resolution to Confirm appointment of Mr. Nevil Jayeshbhai Kamdar (DIN: 11271919) as an Independent Director of the Company.		
7.	Special Resolution to Confirm appointment of Mr. PRIYANSHU ALPESH KUMAR SHETH (DIN: 10859312) as an Independent Director of the Company.		

8.	Ordinary Resolution to Confirm appointment of Mr. DHAVAL BABUBHAI PAREKH (DIN: 09636606) as Director of the Company.		
9.	Ordinary Resolution for appointment of Mr. Krina Gokulkumar Shah as Secretarial Auditor		

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

Affix
Re.1Revenue
Stamp

Signature of First Shareholder

Signature of Second Shareholder

Signature of Third Shareholder

Signature of First Proxy Holder

Signature of Second Proxy Holder

Signature of Third Proxy Holder

Note :

1. *Please put a 'X' in the Box in the appropriate column, If you leave 'For' or 'Against' column blank in respect of any or all of the resolutions, your proxy will be entitled to vote in the matter as he/she thinks appropriate.
2. 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.
3. A Proxy need not be a Shareholder of the Company.
4. Appointing a proxy does not prevent a member from attending the meeting in person if he/she so wishes.
5. A person can act as a proxy on behalf of shareholders not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A shareholder holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
6. In the case of joint holders, the signatures of anyone holder will be sufficient, but names of all the joint holders should be stated.

ROUTE MAP

