



Date: 06th November, 2025

To,
The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400001

Scrip Code: 542146

Scrip Id: SKIFL

Sub.: **Submission of Notice calling 35th Annual General Meeting (AGM) and Annual Report for the Financial Year 2024-25**

Pursuant to Regulation 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed the electronics copy of the Notice of the 35th Annual General Meeting (AGM) and the Annual Report of the Company for the Financial Year ended 31st March, 2025. The 38th Annual General Meeting of the Company will be held on Saturday, 29th, November, 2025 through Video Conference or other audio visual means (OAVM).

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

Thanking You

Yours Faithfully

For SHREE KRISHNA INFRASTRUCTURE LIMITED

NISHA PANCHAL

Director

DIN: 10736984

Encl: As Above

35th

Annual General Meeting

SHREE KRISHNA INFRASTRUCTURE LIMITED



ANNUAL REPORT 2024-25

COMPANY INFORMATION

Board of Directors:

Mr. Ravi Kotia	Chairman & Managing Director (Upto 23.07.2025)
Mr. Prashant Natwarlal Lakhani	Executive Director (w.e.f 23.07.2025)
Mr. Keyur Sharadchandra Gandhi	Non-Executive Non-Independent Director (Upto 07.08.2025)
Ms. Arshita Devpura	Non-Executive Independent Director (Upto 07.08.2025)
Mr. Yogesh Prajapati	Non-Executive Independent Director (Upto 28.06.2024)
Ms. Shiwangi Kumari	Non-Executive Independent Director (Upto 07.08.2025)
Mr. Sumitkumar Jayantibhai Patel	Non-Executive Independent Director (w.e.f. 07.08.2025)
Ms. Nisha Panchal	Non-Executive Non- Independent Director (w.e.f. 07.08.2025)

Chief Financial Officer (CFO):

Mr. Amit Rameshbhai Kotia (Upto 24.07.2025)

Company secretary & Compliance officer:

Ms. Komal Chauhan (Upto 07.01.2025)
Ms. Priyal Dangi (w.e.f. 29.04.2025 Upto 11.06.2025)

Statutory Auditor:

M/s. Bharat Gupta & Company, Chartered Accountants
(Firm Registration No 131010W) (Upto 21.08.2025)
M/s. NKSC & Co, Chartered Accountants
(Firm Registration No. 020076N) (w.e.f 27.08.2025)

Internal Auditor:

M/s. Ravjani Jemani & Company.
Chartered Accountants, Ahmedabad (Upto 21.08.2025)

Secretarial Auditor:

M/S Vineeta Patel & Co.,
Practicing Company Secretaries, Mumbai (Upto 21.08.2025)
M/s. Ramesh Chandra Bagdi &
Practicing Company Secretaries

Registrar and Share Transfer Agent:

M/s. Satellite Corporate Services Pvt. Ltd.

Registered Office Address:

Office no.106 & 107, Dattani Plaza,
East West Compound,
Andheri Kurla Road, Sakinaka-
Mumbai-400072.

Bankers:

HDFC Bank Limited
Bandhan Bank Limited

Listing

BSE LIMITED- SME PLATFORM
PJ Towers, Dalal Streeet, Mumbai-400001

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INFORMATION FOR SHAREHOLDER:

**AGM WILL CONDUCT THROUGH VIDEO CONFERENCING
("VC") / OTHER AUDIO-VISUAL MEANS ("OAVM")**

Date: Saturday 29th November 2025

Time: 03:00 P.M.

**Registered Office: 13, Radhakrushna Mandir Compound,
Village Rajpipla, Narmada, Nandod, Gujarat, India,
393145**

Email: shreekrishnainfrastructureltd@gmail.com

CIN: L45201GJ1990PLC013979

Website: www.skifl.com

NOTICE

NOTICE IS HEREBY GIVEN THAT THE THIRTY-FIFTH ANNUAL GENERAL MEETING OF THE MEMBERS OF SHREE KRISHNA INFRASTRUCTURE LIMITED WILL BE HELD THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”) TO TRANSACT SATURDAY, 29TH NOVEMBER 2025 AT 03:00 P.M. TO TRANSACT, WITH OR WITHOUT MODIFICATION(S) THE FOLLOWING BUSINESS, THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. ADOPTION OF ACCOUNTS

To receive, consider and adopt the Audited Financial Statements of the Company along with the Board and Auditor’s Report thereon, for the financial year ended March 31, 2025 and, in this regard, to consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** the audited Financial Statements of the company for the financial year ending on 31st March, 2025 and the reports of Board of Directors and Auditors, thereon as circulated to the Members, be and are hereby considered and adopted.”

2. RE-APPOINTMENT OF MR. PRASHANT NATWARLAL LAKHANI (DIN: 00559519)

To appoint Mr. Prashant Natwarlal Lakhani, who retires by rotation as a Director and, in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Prashant Natwarlal Lakhani (DIN: 00559519), who retires by rotation at this meeting, be and is hereby re-appointed as a Director of the Company.”

3. APPOINTMENT OF M/S. NKSC & CO, CHARTERED ACCOUNTANTS AS THE STATUTORY AUDITORS OF THE COMPANY TO FILL THE CASUAL VACANCY DUE TO RESIGNATION OF EXISTING STATUTORY AUDITORS FOR THE FINANCIAL YEAR 2025-26:

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

“**RESOLVED THAT** pursuant to the provisions of Section 139(8), 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s), re-enactments thereof for the time being in force and pursuant to the recommendation of the Audit Committee and the Board of Directors, M/s. NKSC & Co, Chartered Accountants (Firm Registration No. 020076N), who have given their consent letter along with required certificate under Section 141 to the effect that their appointment, if made, would be within the limits specified under Section 139 of the Act, be and are hereby appointed as Statutory Auditors of the Company upto the next Annual General Meeting to be held in the year 2025-26, to fill the casual vacancy caused by the resignation of the existing Statutory Auditors, M/s. Bharat Gupta & Co. (Firm Registration No: 131010W).

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and are hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution, for matters connected therewith, or incidental thereto and to settle any questions, difficulties or doubts that may arise in this regard.”

SPECIAL BUSINESS:

4. APPOINTMENT OF M/S. RAMESH CHANDRA BAGDI & ASSOCIATES COMPANY SECRETARIES (MEMBERSHIP NO. F8276) AS A SECRETARIAL AUDITOR FOR 5 YEARS.

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”) read with Circulars issued thereunder from time to time and Section 204 and other applicable provisions of the Companies Act, 2013, if any, read with

Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (“the Act”), M/s. Ramesh Chandra Bagdi & Associates Company Secretaries (Membership No. F8276) and Peer Review Certificate no. 1560/2021) be and is hereby appointed as Secretarial Auditors of the Company for a period of 5 consecutive years commencing from the conclusion of 35th Annual General Meeting (“AGM”) till the conclusion of 40th AGM of the Company to be held in the year 2030 (i.e., to conduct the secretarial audit for FY 2025-26 to FY 2029-30), on such terms & conditions, including remuneration as may be determined by the Board of Directors (hereinafter referred to as the ‘Board’ which expression shall include any Committee thereof or person(s) authorized by the Board).

RESOLVED FURTHER THAT approval of the Members is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates or reports which the Secretarial Auditor may be eligible to provide or issue under the applicable laws at a remuneration to be determined by the Board.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution.”

5. RE-APPOINTMENT OF MS. NISHA PANCHAL (DIN: 10736984) AS A NON-EXECUTIVE AND NON-INDEPENDENT DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the ‘Companies Act, 2013 (‘the Act’)’ (including any statutory modification or re-enactment thereof for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, Articles of Association of the Company, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors in their meeting held on 07th August 2025, consent of the members in terms of Regulation 17(1) (c) of the SEBI Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby accorded for appointment of MS. NISHA PANCHAL (DIN: 10736984) as a Director (Non-Executive and Non-Independent Director) of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) be and are hereby authorized to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution, for matters connected therewith, or incidental thereto and to settle any questions, difficulties or doubts that may arise in this regard.”

6. RE-APPOINTMENT OF MR. SUMITKUMAR JAYANTIBHAI PATEL (DIN: 08206567), AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY, NOT LIABLE TO RETIRE BY ROTATION AND TO HOLD OFFICE FOR A TERM OF 5 (FIVE) CONSECUTIVE YEARS ON THE BOARD OF THE COMPANY WITH EFFECT FROM NOVEMBER 29, 2025 UP TO NOVEMBER 28, 2030

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV to the Act and Regulation 17 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) as amended from time to time, Mr. Sumitkumar Jayantibhai Patel (DIN: 08206567), who was appointed as an Additional Independent Director of the Company by the Board at their Meeting held on 07TH August 2025 and who is eligible for appointment and who meets the criteria for independence as provided in Section 149(6) of the Act read with the Rules framed there under along with Regulation 16(1)(b) of Listing Regulations and who has submitted a declaration to that effect, be and is hereby appointed as an Independent Director of the Company, based on the recommendation of the Nomination and Remuneration Committee, to hold office for a term of five years commencing from November 29, 2025, until November 28, 2030.”

“RESOLVED FURTHER THAT any director or Company Secretary of the company be and is hereby is authorized to sign and file required E-form with Registrar of Companies regarding and to do all such acts and deed and take all such actions as may be necessary to give the effect to the above resolution”.

7.APPOINTMENT OF MR. ANIL SHIV CHARAN SINGH (DIN: 09338444) AS A MANAGING DIRECTOR OF THE COMPANY:

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 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the Members be and is hereby accorded to re-appoint Mr. Anil Shiv Charan Singh (DIN: 09338444) as Managing Director of the Company, who were appointed as Additional Directors with effect from 06th November, 2025 on the Board of the Company in terms of Section 161 of the Companies Act, 2013, for a period of 5 (five) years, i.e. with effect from November 29, 2025, until November 28, 2030, on the terms and conditions as set out in the Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment as it may deem fit;

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby authorized to do sign digitally or otherwise all such necessary e-forms, returns, deeds, documents and writings and to do all such acts, deeds and things as may be considered necessary to give effect to the above said resolution.”

8.RE-APPOINTMENT OF Mr. PRASHANT NATWARLAL LAKHANI (DIN: 00559519) AS A EXECUTIVE DIRECTOR OF THE COMPANY.

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

“RESOLVED THAT pursuant to Section 152, 161 and other applicable provisions (including any modification or re-enactment thereof for the time being in force), Rules made there under and Article of Association of the Company, Mr. Prashant Natwarlal Lakhani (DIN: 00559519), who was appointed as an Additional Director (Executive Director) by the Board of Directors with effect from 23rd July, 2025 and who holds office upto the date of this Annual General Meeting, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby authorized to do sign digitally or otherwise all such necessary e-forms, returns, deeds, documents and writings and to do all such acts, deeds and things as may be considered necessary to give effect to the above said resolution.”

9.APPOINTMENT OF MR. VISHAL GUPTA AS A CHIEF FINANCIAL OFFICER (CFO) OF THE COMPANY

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

“RESOLVED THAT pursuant to the provisions of Sections 2(51), 203, 196, 197, and 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) and any other applicable provisions of law (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members be and is hereby accorded for the appointment of Mr. Vishal Gupta as the Chief Financial Officer (CFO) of the Company, designated as a Key Managerial Personnel (KMP) in terms of Section 203 of the Companies Act, 2013, with effect from 29TH November 2025, on the terms and conditions including remuneration as set out in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT the Board of Directors (hereinafter referred to as “the Board”, which term shall include any Committee thereof) be and is hereby authorized to alter, vary and modify the terms and conditions of appointment and/or remuneration of Mr. Vishal Gupta, including any incentive, perquisite, or allowance payable, as may be agreed between the Board and the appointee, subject to applicable provisions of the Companies Act, 2013 and SEBI LODR Regulations.

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper or expedient to give effect to this resolution including filing of necessary forms with the Registrar of Companies and making disclosures as required under SEBI LODR Regulations and other applicable laws.”

10. Shifting of Registered Office Within The Same City:

To consider and if thought fit, to pass with or without modification, the following as an Special Resolution.

“**RESOLVED THAT** pursuant to the provisions of section 12 & 13 of the Companies Act, 2013 and any other provisions applicable, if any, the registered office of the company be and is hereby shifted:

From

13, Radhakrushna Mandir Compound, Village Rajpipla, Rajpipla, Narmada, Nandod, Gujarat-393145

To

Office No. 37, Cabin 01, 4th Floor, Shri Krishna Centre, Near Passport Office, Mithakhali, Navrangpura, Ahmedabad 380009, Gujarat, India

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized, in the best interest of the Company, to accede to such modifications and alterations to the aforesaid resolution as may be suggested by the Registrar of Companies or such other Authority arising from or incidental to the said amendment.”

Date: 06th November, 2025

Place: Gujarat

**For & on behalf of the Board of Directors
SHREE KRISHNA INFRASTRUCTURE LIMITED**

Sd/-

REGISTERED OFFICE

**13, Radhakrushna Mandir Compound, Village Rajpipla,
Rajpipla, Narmada, Nandod, Gujarat, India, 393145**

**PRASHANT NATWARLAL LAKHANI
Director
DIN: 00559519**

NOTES:

1. The Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013 (“the Act”) with respect to the special business set out in the Notice is annexed hereto. Additional information pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI LODR] in respect of Director seeking re-appointment at the Annual General Meeting (AGM) is annexed as Annexure to this Notice.

2. In accordance with the provisions of the Act, read with the Rules made thereunder and in accordance with the General Circular No.09/2024 dated September 19, 2024/14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 10/2022 dated December 28, 2022 (“MCA Circulars”) and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022 and Circular No. SEBI/ HO/ CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (“SEBI Circulars”) companies are allowed to hold AGM through video conference/other audio visual means (“VC/OAVM”) upto November 29, 2025 without the physical presence of members. In compliance with the applicable provisions of the Act, MCA & SEBI circulars, the 35th AGM of the Company is held through VC/OAVM on Saturday, November 29, 2025 at 3.00 p.m. (IST). The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company at 13, Radhakrushna Mandir Compound, Village Rajpipla, Rajpipla, Narmada, Nandod, Gujarat, India, 393145, which shall be the deemed venue for the AGM

In compliance with the aforesaid circulars, Notice of the AGM along with the Annual Report for the Financial Year ended March 31, 2025 is being sent only in electronic mode to those Members whose e-mail addresses are registered with the Company / Satellite Corporate Services Private Limited or the Depository Participant(s). The physical copies of Annual Report will be sent only to those shareholders who request for the same. Notice and Annual Report for the Financial Year 2024-25 are also available on the website of the Company www.skifl.com.

3. Members who are desirous to have a physical copy of the Annual Report should send a request to the Company’s e-mail id viz., shreekrishnainfrastructureltd@gmail.com clearly mentioning their Folio number / DP and Client ID.

4. Since the AGM is being held pursuant to the Circulars issued by the Ministry of Corporate Affairs through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly the facility to appoint a proxy by a Member will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under section 103 of the Act. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate there at and cast their vote through remote e-voting.

5. Institutional / Corporate Members are requested to send to the Company a scanned copy (pdf/jpg format) of certified Authorisation / Board Resolution with attested specimen signature of the duly authorized signatory(ies) who are authorised to participate in the AGM through VC/OAVM on their behalf and to vote through remote e-voting to the Scrutinizer by email to rcbagdipcs@yahoo.in with a copy marked to evoting@nsdl.co.in/

6. The Register of Members and the Share Transfer Books of the Company will remain closed from Saturday, November 22, 2025 to Saturday, November 29, 2025 (both days inclusive).

7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA General Circular No.09/2024 dated September 19, 2024/ MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

8. Members are requested to immediately notify the REGISTRARS AND SHARE TRANSFER AGENTS or the DEPOSITORY PARTICIPANTS (in case of shares which have been dematerialized) of any change in their address.

9. Members are requested to update their email address with Depository Participant/Company to enable us to send Annual Report and other communications electronically.

10. Members who wish to claim dividend of earlier years, which remain unclaimed, are requested to either correspond with the Company or the Registrar and Share Transfer Agents, **Satellite Corporate Services Private Limited, Unit: Shree Krishna Infrastructure Limited, 13, Radhakrushna Mandir Compound, Village-Rajpipla, Taluka-Nandod, , Narmada, Gujarat, 393145.**

Pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSDPoD1/P/CIR/2023/37 dated March 16, 2023 issued in supersession of earlier circulars nos. SEBI/HO/MIRSD/MIRSD_RTAMB/P/ CIR/2021/655 and SEBI/HO/MIRSD/MIRSD RTAMB/P/ CIR/2021/687 dated

November 3, 2021 and December 14, 2021 has mandated all the listed companies to record the PAN, Address with PIN code, Email address, Mobile Number, Bank Account details, Specimen Signature and Nomination by holders of physical shares/securities.

10. Members desiring any additional information/clarification on the Financial Statements are requested to send such requests at the earliest through email on shreekrishnainfrastructureltd@gmail.com on or before November 22, 2025. The same will be replied by the Company suitably at the AGM.

11. Members desiring inspection of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act during the AGM may send their request in writing to the Company to shreekrishnainfrastructureltd@gmail.com by November 22, 2025.

12. Since the AGM will be held through VC/OAVM Facility, the Route Map is not annexed in this Notice.

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

14. National Securities Depositories Limited (“NSDL”) will be providing facility for voting through remote e-Voting, for participation in the 35th AGM through VC/OAVM Facility and e-Voting during the 35th AGM.

15. Members may join the 35th AGM through VC/OAVM Facility by following the procedure as mentioned below which shall be kept open for the Members 30 minutes before the time scheduled to start the 35th AGM and 15 minutes after the scheduled time to start the 35th AGM.

16. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.

17. E-Voting

I. In compliance with provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI LODR, the Company is pleased to provide Members facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means, through e-Voting Services provided by National Securities Depository Limited (NSDL). Those Members participating in the AGM through VC/OAVM Facility and who have not cast their vote by remote e-voting shall be able to exercise their right to vote through e-voting system during the AGM.

II. The Members who have cast their vote by remote e-voting prior to the AGM may also participate in the AGM through VC/ OAVM facility but shall not be entitled to cast their vote again.

III. The remote e-voting period commences on **Wednesday, November 26, 2025 (9:00 am) (IST) and ends on Friday, November 28, 2025 (5:00 pm) (IST)**. During this period Members’ of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date of Saturday, November 22, 2025** may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

IV. The process and manner for remote e-voting are as under:

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

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

Step 1: Access to NSDL e-Voting system

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

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1.Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2.If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3.Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4.Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	1) Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2) After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022- 23058542-43

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

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

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

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to rcbagdips@yahoo.in with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories/ company for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to shreekrishnainfrastructureltd@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to shreekrishnainfrastructureltd@gmail.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-Voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for remote e-Voting.

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at shreekrishnainfrastructureltd@gmail.com. The same will be replied by the company suitably.
6. Members who would like to express their views during the AGM may per-register themselves as a speaker by sending their request from their registered e-mail address mentioning their name, demat account number/folio number, PAN, mobile number at shreekrishnainfrastructureltd@gmail.com upto September 23, 2024. Members who have registered as speakers will only be allowed to

express their views during the AGM. The Company reserves the right to restrict the number of speakers depending on the available of time for the AGM.

A. Other Instructions:

- I. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date of November 22, 2025** as per the Register of Members/Statements of beneficial ownership maintained by the Depositories, i.e., NSDL and CDSL. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holds shares as of the **cut-off date i.e. November 22, 2025, 2025**, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or shreekrishnainfrastructureltd@gmail.com . However, if you are already registered with NSDL for remote e-Voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evoting.nsdl.com or contact NSDL at the following no.: 022-48867000 and 022-24997000.
- II. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- III. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or casting vote through e-voting system during the meeting.
- IV. Ramesh Chandra Bagdi, Practicing Company Secretaries has been appointed as the Scrutinizer for providing facility to the Members of the Company to scrutinize the remote e-voting process and casting vote through the e-voting system during the meeting in a fair and transparent manner.
- V. During the AGM, the Chairman shall, after response to the questions raised by the Members in advance or as a speaker at the AGM, formally propose to the Members participating through VC/OAVM Facility to vote on the resolutions as set out in the Notice of the 35th AGM and announce the start of the casting of vote through the e-Voting system. After the Members participating through VC/OAVM Facility, eligible and interested to cast votes, have cast the votes, the e-Voting will be disabled by NSDL for voting 15 minutes after conclusion of meeting.
- VI. The Scrutinizer shall after the conclusion of voting at the AGM, will first download the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- VII. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed at the date of AGM.

None of the Directors, Key Managerial Persons or their relatives, except the director whose loan is converted into the Equity Shares and his relatives, in any way, concerned or interested in the said resolution, except to their respective Shareholding of the company, if any.

Date: 06th November, 2025

Place: Gujarat

**For & on behalf of the Board of Directors
SHREE KRISHNA INFRASTRUCTURE LIMITED**

Sd/-

REGISTERED OFFICE

13, Radhakrushna Mandir Compound, Village Rajpipla,
Rajpipla, Narmada, Nandod, Gujarat, India, 393145

PRASHANT NATWARLAL LAKHANI
Director
DIN: 00559519

Explanatory Statement [Pursuant to Section 102(1) Of the Companies Act, 2013]

Item No. 03

Appointment Of M/s. NKSC & CO, Chartered Accountants as Statutory Auditors of the Company to fill the casual vacancy due to resignation of existing Statutory Auditors.

M/s. Bharat Gupta & Co. (Firm Registration No: 131010W), the existing Statutory Auditors have tendered their resignation with effect from 21st August 2025. This has resulted into a casual vacancy in the office of Statutory Auditors of the Company. As per the Section 139 (8) of the Companies Act, 2013, the casual vacancy caused due to resignation of auditor is required to be approved by the Shareholders in the General Meeting within three (3) months from the date of recommendation of the Board of Directors of the Company, who shall hold office till the conclusion of next annual general meeting”.

As the upcoming Annual General Meeting falls within this prescribed period, the Company has proposed the as appointment of M/s. NKSC & Co, Chartered Accountants (ICAI Firm Registration No.: 020076N) as Statutory Auditors in the ensuing General Meeting upto the next Annual General Meeting held in the financial year 2025-26. The Board of Directors, on the recommendation of the Audit Committee, have at their meeting held on 27th August 2025 recommended the appointment of M/s Sarang Shivajirao Chavan & Associates Chartered Accountants (FRN: 159649W) as the Statutory Auditors of the Company to fill the casual vacancy.

M/s. NKSC & Co., Chartered Accountants (FRN.: 020076N) which is a well-established Chartered Accountancy firm. The firm is working in Delhi and Mumbai, with its operations adequately supported by qualified professionals and staff. It is an independent group of companies consisting of Business Advisors and Chartered Accountants, offering an array of services to support companies' accounting, tax and finance needs. The firm has been the statutory auditors of large listed companies to cross section of industries and carries a good professional track-record.

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

The Audit Committee and the Board of Directors shall consider approval of revisions to the remuneration of the Statutory Auditors for the remaining part of the tenure. The Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

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

The Board recommends the resolution set forth in Item No3 for the approval of Members as an Ordinary Resolution.

Item No 04

Appointment of M/s. Ramesh Chandra Bagdi & Associates Company Secretaries (Membership No. F8276) as a Secretarial Auditor for 5 Years

This explanatory statement is provided in accordance with Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”). In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) (“the Act”), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board’s report, prepared under Section 134(3) of the Act.

Furthermore, pursuant to recent amendments to Regulation 24A of the SEBI Listing Regulations, every listed entity is required to conduct a Secretarial Audit and annex the Secretarial Audit Report to its annual report. Based on the recommendation of the Audit Committee, the Board of Directors has approved the appointment of M/s. Ramesh Chandra Bagdi & Associates Company Secretaries (Membership No. F8276), as the Secretarial Auditors of the Company for a period of five years. The appointment is subject to shareholders’ approval at the Annual General Meeting.

While recommending M/s. Ramesh Chandra Bagdi & Associates Company Secretaries (Membership No. F8276) for appointment, the Board and the Audit Committee evaluated various factors, including the firm’s capability to handle a diverse and complex business environment, its existing experience in the Company’s business segments, its industry standing, the clientele it serves, and its technical expertise.

M/s. Ramesh Chandra Bagdi was found to be well-equipped to manage the scale, diversity, and complexity associated with the Secretarial Audit of the Company. M/s. Ramesh Chandra Bagdi is a peer reviewed and a well-established firm of Practicing Company Secretaries, registered with the Institute of Company Secretaries of India. M/s. Ramesh Chandra Bagdi specializes in compliance audit and assurance services, advisory and representation services, and transactional services.

The terms and conditions of appointment include a tenure of five years. The remuneration of the years from 2025 to 2030 will be approved by the Board and/ or the Audit Committee. M/s. Ramesh Chandra Bagdi has provided its consent to act as the Secretarial Auditors of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the SEBI Listing Regulations. Accordingly, the consent of the shareholders is sought for the appointment of Ramesh Chandra Bagdi & Associates as the Secretarial Auditors of the Company.

The Board of Directors shall have authority to revise the fee payable to him during his tenure. The proposed fee is based on knowledge, expertise, industry experience, time and efforts required to be put in by the Secretarial Auditor. Basis the rationale and justification provided above, the Board recommends Ordinary resolution under Item No. 4 of the accompanying Notice for approval of Members.

None of the Directors and/ or Key Managerial Personnel of the Company and/ or their relatives is concerned or interested, financially or otherwise, in the resolution

Item 05

Re-appointment of Ms. Nisha Panchal (DIN: 10736984) as a Non-Executive and Non-Independent Director of the Company.

The Board of Directors of the Company ('the Board') at its meeting held on 24th April 2025, based on the recommendation of the Nomination & Remuneration Committee of the Board (the Committee), recommended for the approval of the Members, the appointment of Ms. Nisha Panchal (DIN: 10736984) as a Non-Executive & Non-Independent Director as an Additional Director of the Company to hold office up to the date of the next Annual General Meeting as per the provisions of the Companies Act, 2013 and Articles of Association of the Company.

However, in terms of the amended Regulation 17(1C) of the Listing Regulations, a listed entity shall ensure that the approval of shareholders for appointment of a person on the Board of Directors has to be taken either at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, approval of the shareholders is sought to comply with the Listing Regulations. Ms. Nisha Panchal (DIN: 10736984) is eligible for appointment as a Director liable to retire by rotation. Ms. Nisha Panchal has given her consent to act as a Director of the Company pursuant to Section 152 of the Act. She is not entitled to any remuneration. The Company has received a Notice under Section 160 of the Act from a Member signifying his candidature as a Director of the Company.

She has held key leadership positions across various functions, contributing significantly to business growth and strategic decision-making. As a Non-Executive Director, she can participate in the oversight of the company's governance and performance, providing valuable insights to the Board.

Ms. Nisha Panchal is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act 2013 read with applicable rules made thereunder and has given his consent to act as a Non-Executive and Non-Independent Director of the Company.

Ms. Nisha Panchal has further confirmed that he is neither disqualified nor debarred from holding the Office of Director under the Companies Act or pursuant to any Order issued by SEBI.

Additional information in respect of Ms. Nisha Panchal, pursuant to Regulation 36 of the Listing Regulations and the SS-2, is given under Annexure I of this Notice.

None of the Directors and/ or Key Managerial Personnel of the Company and/ or their relatives is concerned or interested, financially or otherwise, in the resolution

Item No. 6:

Re-appointment of Mr. Sumitkumar Jayantibhai Patel (DIN: 08206567), as a Non-Executive Independent Director of the company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years on the board of the company with effect from November 29, 2025 Up to November 28, 2030

Pursuant to the recommendation of the Nomination and Remuneration Committee of the Company, MR. SUMITKUMAR JAYANTIBHAI PATEL (DIN: 08206567) was appointed as an Independent Director of the Company, not liable to retire by rotation, by the

Board of Directors for a term of 5 (five) consecutive years with effect from November 29, 2025 Up to November 28, 2030, subject to the approval of the Members by way of Special Resolution.

Mr. Sumitkumar Jayantibhai Patel fulfills the conditions for appointment as an Independent Director as specified in the Act and the Listing Regulations and is independent of the Management.

Mr. Sumit Kumar Jayantibhai Patel is a qualified Company Secretary and an experienced professional in the field of law and corporate governance. He possesses in-depth knowledge of legal, secretarial, and regulatory compliances and brings valuable expertise to the Board. Mr. Patel has been associated with various companies as an Independent Director, contributing to their governance frameworks and compliance systems. His professional insight and strategic approach are expected to strengthen the Company's oversight functions and enhance transparency in its operations. The Board believes that his rich professional background and independent perspective will contribute significantly to the Company's growth and governance excellence.

The Company has received from Mr. Sumitkumar Jayantibhai Patel

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014
- (ii) Intimation in Form DIR-8 in terms of the Companies (Appointment and Qualifications of Directors) Rules, 2014, to the effect that she is not disqualified under Section 164(2) of the Act,
- (iii) Declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act read with Regulation 16 and Regulation 25(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('Listing Regulations') and
- (iv) Declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, that he has not been debarred from holding office of a Director by virtue of any Order passed by Securities and Exchange Board of India or any other such Authority.

In terms of Sections 149, 152 and other applicable provisions of the Act, read with Schedule IV to the Act and the Rules made there under, and in terms of the applicable provisions of the Listing Regulations, each as amended, the appointment of Mr. Sumitkumar Jayantibhai Patel as an Independent Director of the Company a term of 5 (five) consecutive years with effect from November 29, 2025 Up To November 28, 2030 is being placed before the Members for their approval by way of a Special Resolution.

In the opinion of the Board, Mr. Sumitkumar Jayantibhai Patel is a person of integrity, fulfils the conditions specified in the Act and the Rules made there under read with the provisions of the Listing Regulations, each as amended, and is independent of the Management of the Company.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives, to whom the resolution relates, is concerned or interested in the Resolution mentioned at Item No. 5 of the Notice.

Further, the relevant details as required to be furnished under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to Item No. 6 have been given in Annexure I to this Notice. The Board recommends the Special Resolution set forth in Item No. 6 for the approval of the Members.

Item No. 7:

Appointment Mr. Anil Shiv Charan Singh (DIN: 09338444) as a Managing Director of the company.

Members are requested to note that the Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee at its meeting held on 06th November, 2025 appointed Mr. Anil Shiv Charan Singh (DIN: 09338444) as 'Managing Director' of the Company, for a period of period of 5 **(five) years with effect from 29th November, 2025**, subject to approval of the Members of the Company.

He brings a fresh perspective and enthusiasm to the Company's management and decision-making processes. His understanding of modern business practices and commitment to corporate governance are expected to contribute significantly towards the Company's growth and operational efficiency

The terms and conditions are set out herein below:

- i. **TENURE OF APPOINTMENT:** The appointment of Mr. Anil Shiv Charan Singh (DIN: 09338444) as Managing Director (change in designation from 'Director' to 'Managing Director') is for a period of 5 years with effect from 29th November, 2025.

ii. **DUTIES AND RESPONSIBILITIES:** Mr. Anil Shiv Charan Singh 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.

iii. **REMUNERATION:** Mr. Anil Shiv Charan Singh shall be entitled to remuneration as stated hereunder in terms of Schedule V of the Companies Act, 2013: Subject to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors. Since the basic salary to be paid will be net of tax, hence, the tax component on actual basis shall be paid by the Company and accordingly it shall also be considered as perquisite subject to the maximum limit of 30% of the basic salary. The aforesaid perquisites shall be valued as per the provisions of the Income-tax Act and the Rules thereunder, wherever applicable and in absence of any such provision, perquisites shall be valued at actual cost. Minimum Remuneration - Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of tenure of Mr. Anil Shiv Charan Singh, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of basic salary and perquisites as specified above

iv. **OTHER TERMS OF APPOINTMENT:**

- a. Mr. Anil Shiv Charan Singh shall not become interested or otherwise concerned, directly or through his spouse and/ or children, in any selling agency of the Company.
- b. The terms and conditions of the appointment of Mr. Anil Shiv Charan Singh may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and Mr. Anil Shiv Charan Singh, subject to such approvals as may be required.
- c. The appointment may be terminated by either party by giving to the other party six months' notice of such termination or the Company paying six months' remuneration in lieu thereof.
- d. Mr. Anil Shiv Charan Singh will be liable to retire by rotation. The Board of Directors is of the opinion that the above remuneration being paid / payable to Mr. Anil Shiv Charan Singh, as Managing Director of the Company, is commensurate with his duties and responsibilities.

The Board considers that his association as Managing Director will be beneficial to and in the interest of the Company. Additional details of Mr. Anil Shiv Charan Singh as required pursuant to 28 Companies Act, 2013 (hereinafter referred to as 'the Act') and the Secretarial Standard-2 issued by the Institute of Company Secretaries of India are provided in the table annexed to this Notice.

None of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested financially or otherwise, in the resolution set out at Item Nos7 of the Notice.

Item No. 8

RE-APPOINTMENT OF Mr. PRASHANT NATWARLAL LAKHANI (DIN: 00559519) AS A EXECUTIVE DIRECTOR OF THE COMPANY

Mr. Prashant Natwarlal Lakhani was appointed as an Additional Director of the Company with effect from 23rd July, 2025 by the Board of Directors under Section 161 of the Act. In terms of Section 161(1) of the Act, Mr. Prashant Natwarlal Lakhani holds office only upto the date of the forthcoming Annual General Meeting but is eligible for appointment as a Director. A notice under Section 160(1) of the Act has been received from a Member signifying her intention to propose Mr. Prashant Natwarlal Lakhani appointment as a Director.

Mr. Prashant Natwarlal Lakhani He is experienced in leading all sectors of a business to make progressive and sustainable organization. Possessing excellent communication skills with ability to establish long lasting and mutually profitable relationships with customers, suppliers and stakeholders. With more than 30 years of experience in logistics, He has established an expanding reach in the corporate world.

Pursuant to the provisions of Section 152 of the Companies Act, 2013 the directors shall be appointed by the members through Ordinary Resolution in the General Meeting of the company. In view of the same, Mr. Prashant Natwarlal Lakhani shall be appointed as Director by the members in the ensuing Annual General Meeting of the company.

None of the other Directors or Key Managerial Personnel of the Company, is in any way, concerned or interested, financially or otherwise, in the resolution.

Item No 9.

APPOINTMENT OF MR. VISHAL GUPTA AS A CHIEF FINANCIAL OFFICER (CFO) OF THE COMPANY

The Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee, has appointed **Mr. Vishal Gupta** as the **Chief Financial Officer (CFO)** and **Key Managerial Personnel (KMP)** of the Company with effect from **29th November 2025**, in accordance with Section 203 of the Companies Act, 2013 read with the applicable rules made thereunder.

Mr. Vishal Gupta has an experience in the field of finance, accounts, taxation, audit, and corporate management. He brings valuable expertise to the Company's financial operations and strategic management.

The terms of appointment, including remuneration, as approved by the Board are as under:

- **Designation:** Chief Financial Officer (KMP)
- **Effective Date:** 29th November 2025
- **Remuneration:** as decided by the Board/Nomination and Remuneration Committee in accordance with the Company's policy and applicable laws.

Pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015, the appointment and terms of remuneration of the CFO have been duly disclosed to the stock exchanges.

None of the Directors, Key Managerial Personnel, or their relatives, is in any way, concerned or interested, financially or otherwise, in this resolution.

The Board recommends the passing of the **Ordinary Resolution** set out at Item No. 9 of the Notice for approval of the Members.

Item No 10.

SHIFTING OF REGISTERED OFFICE WITHIN THE LOCAL LIMITS OF THE CITY.

The board in meeting held on 06th November, 2025 has approved the change in the place of registered office of the Company:

From

13, Radhakrushna Mandir Compound, Village Rajpipla, Rajpipla, Narmada, Nandod, Gujarat-393145

To

Office No. 37, Cabin 01, 4th Floor, Shri Krishna Centre, Near Passport Office, Mithakhali, Navrangpura, Ahmedabad 380009, Gujarat, India

The Board recommends the resolution given at Sr. No. 10 of this notice for your approval as a Ordinary Resolution.

Further, no other Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said Resolution, except to the extent of their shareholding in the Company.

Date: 06th November, 2025

Place: Gujarat

**For & on behalf of the Board of Directors
SHREE KRISHNA INFRASTRUCTURE LIMITED**

Sd/-

REGISTERED OFFICE

13, Radhakrushna Mandir Compound, Village Rajpipla,
Rajpipla, Narmada, Nandod, Gujarat, India, 393145

PRASHANT NATWARLAL LAKHANI
Director
DIN: 00559519

ANNEXURE -I

Pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings details of the Directors seeking appointment/re-appointment are given below:

Names of the Director appointed	PRASHANT NATWARLAL LAKHANI	NISHA PANCHAL
DIN	00559519	10736984
Date of Birth		
Original/First Date of Appointment	23/07/2025	07/08/2025
Nationality	Indian	Indian
Designation/ category of Director	Executive Director	Non- Executive Non- Independent
Qualification	Graduation	Graduation
Expertise in specific functional area	He is experienced in leading all sectors of a business to make progressive and sustainable organization. Possessing excellent communication skills with ability to establish long lasting and mutually profitable relationships with customers, suppliers and stakeholders. With more than 30 years of experience in logistics, He has established an expanding reach in the corporate world.	She has held key leadership positions across various functions, contributing significantly to business growth and strategic decision-making. As a Non-Executive Director, she can participate in the oversight of the company's governance and performance, providing valuable insights to the Board.
Directorship held in other public companies (excluding foreign companies)	• GB LOGISTICS COMMERCE LIMITED • NORBEXI INDUSTRIES PRIVATE LIMITED • GB RESOURCE MANAGEMENT PRIVATE LIMITED • GB CHARITABLE FOUNDATION	EARTH CAPITAL FINVEST LIMITED
Relationship with other Directors, Managers, and other Key Managerial Personnel of the Company	NA	NA
Names of other listed entities in which the person also holds the directorship and the membership of Committees of the board;	GB LOGISTICS COMMERCE LIMITED	NA
Chairmanships/Memberships of the Committee of other public companies (including only Audit Committee and Stakeholders Relationship Committee)	Member in Audit committee of GB LOGISTICS COMMERCE LIMITED	NA
Shareholding of Director [including shareholding as beneficial owner]	NA	NA
Name of listed entities from which the person has resigned in the past three years	NA	NA
No. of Board meetings attended during the Financial Year 2023-2024	NA	NA
Terms and conditions of appointment or re-appointment	As mutually decided between the Board of Director and Mr. Prashant Lakhani.	As mutually decided between the Board of Director and Ms. Nisha Panchal.
Details of Remuneration sought to be paid	As mutually decided between the Board of Director and Mr. Prashant Lakhani.	As mutually decided between the Board of Director and Ms. Nisha Panchal.
Remuneration last drawn (including sitting fees, if any) for financial year 2023- 24	NA	NA

Pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings details of the Directors seeking appointment/re-appointment are given below:

Names of the Director appointed	MR. ANIL SHIV CHARAN SINGH	SUMIT KUMAR JAYANTIBHAI PATEL
DIN	09338444	08206567
Date of Birth		
Original/First Date of Appointment	06/11/2025	07/08/2025
Nationality	Indian	Indian
Designation/ category of Director	Executive Director	Independent
Qualification	Graduation	Professional
Expertise in specific functional area	He brings a fresh perspective and enthusiasm to the Company's management and decision-making processes. His understanding of modern business practices and commitment to corporate governance are expected to contribute significantly towards the Company's growth and operational efficiency.	He is a qualified Company Secretary and have experienced in the field of Law. Also he is serving as an Independent Director in many other Companies.
Directorship held in other public companies (excluding foreign companies)	NA	• ORBIT PHARMA LABORATORIES LIMITED • SIDDHI COTSPIN LIMITED • PATRON EXIM LIMITED • SVS VENTURES LIMITED
Relationship with other Directors, Managers, and other Key Managerial Personnel of the Company	NA	NA
Names of other listed entities in which the person also holds the directorship and the membership of Committees of the board;	NA	• SIDDHI COTSPIN LIMITED
Chairmanships/Memberships of the Committee of other public companies (including only Audit Committee and Stakeholders Relationship Committee)	NA	2
Shareholding of Director [including shareholding as beneficial owner]	NA	NA
Name of listed entities from which the person has resigned in the past three years	NA	NA
No. of Board meetings attended during the Financial Year 2023-2024	NA	NA
Terms and conditions of appointment or re-appointment	As mutually decided between the Board of Director and Mr. Anil Shiv Charan Singh.	As mutually decided between the Board of Director and Mr. Sumit Kumar Jayantibhai Patel
Details of Remuneration sought to be paid	As mutually decided between the Board of Director and Mr. Anil Shiv Charan Singh.	As mutually decided between the Board of Director and Mr. Sumit Kumar Jayantibhai Patel
Remuneration last drawn (including sitting fees, if any) for financial year 2023- 24	NA	NA

Date: 06th November, 2025

Place: Gujarat

For & on behalf of the Board of Directors
SHREE KRISHNA INFRASTRUCTURE LIMITED

Sd/-

REGISTERED OFFICE

13, Radhakrushna Mandir Compound, Village Rajpipla,
Rajpipla, Narmada, Nandod, Gujarat, India, 393145

PRASHANT NATWARLAL LAKHANI
Director
DIN: 00559519

BOARD'S REPORT

To,
The Members,

Your Directors have pleasure in presenting their 35th Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2025.

FINANCIAL SUMMARY OR HIGHLIGHTS/ PERFORMANCE OF THE COMPANY:

The Board's Report shall be prepared based on the standalone financial statements of the company.

(Amount in Lakhs)

Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024
Revenue from operation	79.55	86.72
Other Income	4.57	0.10
Total revenue	84.13	86.82
Total Expense (excluding Depreciation)	74.29	77.41
Gross Profit before depreciation and tax	9.84	9.41
Depreciation	5.23	5.24
Net Profit before tax	4.61	4.18
Tax Expense	1.16	1.05
Net Profit After Tax	3.45	3.13
Earning Per Shares (EPS)		
Basic	0.03	0.03
Diluted	0.03	0.03

STATE OF COMPANY'S AFFAIRS & FUTURE OUTLOOKS

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act, 2013 ("Act") read with the Companies (Accounts) Rules, 2014.

During the year ended March 31, 2025, the Company recorded total revenue of ₹84.13 lakhs as against ₹86.82 lakhs in the previous year, mainly due to a slight decline in revenue from operations. However, other income increased to ₹4.57 lakhs from ₹0.10 lakhs. Total expenses reduced to ₹74.29 lakhs from ₹77.41 lakhs, reflecting better cost management. As a result, profit before tax improved to ₹4.61 lakhs compared to ₹4.18 lakhs in the previous year. After tax, the Company achieved a net profit of ₹3.45 lakhs as against ₹3.13 lakhs in the previous year, showing a modest improvement in overall performance. The directors are continuously looking for new avenues for future growth of the Company.

ANNUAL RETURN

As required pursuant to section 92(3) read with Section 134 (3) (a) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the Annual return as on March 31, 2025 is available on the Company's website on: shreekrishnainfrastructureltd@gmail.com.

DIVIDEND

As the Board of Directors wishes to plough back the profit in the business, No dividend is being recommended by the Directors for the year ending on 31st March, 2025.

AMOUNT TRANSFER TO RESERVE

No amount is required to be transferred to reserve.

CAPITAL STRUCTURE

The Authorized Share Capital of the company at the end of Financial Year 2025 is ₹ 12,50,00,000 (Rupees Twelve Crore Fifty Lakhs Only) divided into 1,25,00,000 (One Crore Twenty-Five Lakh) equity shares of ₹10 each.

Pursuant to the approval accorded by the shareholders in Annual General Meeting held on 25th August, 2022, The company has allotted 80,00,000 Convertible Warrants convertible into 80,00,000 equity share of Rs. 10/- each to be issued at par to Promoters and Non - Promoters on preferential basis 03.10.2022. Out of 80,00,000 convertible warrants 5,00,000 warrants of Rs. 10/- each were converted into equity shares in the Board of Directors meeting held on 09th April, 2024. The issue of new shares will rank pari passu with existing equity shares. During the year, the Company's Paid-Up Equity Share Capital increased from ₹10,50,00,000 to ₹11,00,00,000 following the allotment of 5,00,000 equity shares on April 09, 2024. The increase was made pursuant to the conversion of an equal number of convertible warrants on a preferential basis to a non-promoter. Post this allotment, the total paid-up share capital stands at ₹11,00,00,000 divided into 1,10,00,000 equity shares of ₹10 each.

During the year under review, the Company neither issued any shares with differential voting rights nor granted stock options and sweat equity. As on March 31, 2025 none of the Directors of the Company holds instrument convertible into equity shares of the Company.

NATURE OF BUSINESS

Shree Krishna Infrastructure Limited is engaged in buying, taking on lease, large size of plots to provide roads, drains, water supply, electricity and lights and within such lands and plots to build residential houses and business premises and colonies; to carry on the business of financier and the hire purchase and hire sales and of commission agents arthias; to acquire, purchase, hire or lease agricultural lands and to cultivate any crop or crops

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:

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

BOARD POLICIES

The details of various policies approved and adopted by the Board as required under the Act and SEBI Listing Regulations are provided in ANNEXURE-I to this report.

RELATED PARTY TRANSACTIONS:

All contracts/arrangements/transactions entered by the Company during the FY 2024-25 with related parties were in the ordinary course of business and on an arm's length basis. During the year under review, the Company has entered into any contract/arrangement/transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. Since all related party transactions entered into by the Company were in the ordinary course of business and were on an arm's length basis, Form AOC-2 forms the part of this Board report in ANNEXURE II.

Your directors draw the attention of the members to the Financial Statement which sets out related party disclosures.

CORPORATE SOCIAL RESPONSIBILITY:

The present financial position of the Company does not mandate the implementation of CSR activities pursuant to the provisions of Section 135 and Schedule VII of the Companies Act, 2013. The Company will constitute CSR Committee, develop CSR policy and implement the CSR initiatives whenever it is applicable to the Company.

MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY DURING THE YEAR UNDER REVIEW:

Except as mentioned below there is no Material changes and commitment affecting the Financial Position of the Company.

- *During the year, an Open Offer was made by Mr. Prashant Lakhani to the shareholders of Shree Krishna Infrastructure Limited under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, following the execution of a Share Purchase Agreement dated November 14, 2024 with the existing promoters. Under the agreement, the Acquirer proposed to purchase 43,53,763 equity shares (39.58%) of the Company at a price of ₹11 per share, triggering an Open Offer to acquire up to 28,60,000 equity shares (26%) at ₹12 per share. Upon successful completion of the offer, the Acquirer's total holding will increase to 65.58%, resulting in a change in control of the Company. The offer period was scheduled from February 18, 2025 to March 5, 2025, with Navigant Corporate Advisors Limited acting as the Manager to the Offer and Satellite Corporate Services Private Limited as the Registrar.*

- During the year, the Company, with the approval of shareholders through a **Special Resolution passed at the Annual General Meeting held on September 2, 2024**, amended its **Memorandum of Association** to include additional business activities under the *Main Object Clause*. The new clauses were inserted as **Clause III (A) (8) to (12)** to enable diversification into businesses related to **beverages, food processing, pharmaceuticals, healthcare products, and agriculture and allied activities**. These additions were made to expand the scope of operations and explore new growth opportunities in related sectors.

MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF REPORT:

Except as below there is no material changes and commitments, affecting the financial position of the company which have occurred during the financial year of the Company to which the financial year relate and the date of this report.

During the year, the **Registered Office of the Company** was shifted **within the local limits of the city/town** from 101, 1st Floor, 36, Shri Rang Residency, Vadia, Rajpipla, Narmada, Gujarat – 393145 to 13, Radhakrushna Mandir Compound, Village-Rajpipla, Taluka-Nandod, District – Narmada, Gujarat – 393145 with effect from **August 07, 2025**. The shift was carried out to facilitate better administrative convenience and operational efficiency.

SIGNIFICANT/MATERIAL ORDERS PASSED BY THE REGULATORS:

There were no significant material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its operations in future.

DETAILS OF HOLDING/SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES:

There was no Holding/Subsidiary/Joint Ventures/Associate Companies during the FY 2024-25.

PERFORMANCE AND FINANCIAL POSITION OF EACH OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES

Your Company does not have any subsidiary(s), associate(s) and/or joint venture(s) company. Accordingly, this information is not applicable on your Company

PARTICULARS OF EMPLOYEES:

There was no employee drawing remuneration in excess of limits prescribed under section 197 of the Companies Act, 2013 read with Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has in place adequate internal controls commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Auditors report to the Chairman of the Audit Committee of the Board. Internal Auditors monitor and evaluate the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company.

Based on the report of Internal Auditors, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are presented to the Audit Committee of the Board.

DIRECTORS & KEY MANAGERIAL PERSONNEL:

Your Company is having dynamic, qualified, experienced, committed and versatile professionals in the Management of the Company. The Board of Directors includes the Executive, Non-Executive Independent Directors so as to ensure proper governance and management.

The Company is having the following Board of Directors and Key Managerial Personal:

APPOINTMENT AND RESIGNATION OF KEY MANAGERIAL PERSONAL DURING AND AFTER THE CLOSURE OF FINANCIAL YEAR.

- Ms. Komal Vijaybhai Chauhan (Membership No. A67925) who was appointed as the Company Secretary and Compliance Officer of the Company with effect from August 24, 2023. Resigned from the said position during the year on 07th January 2025.
- Ms. Priyal Dangi (Membership No. A76462) was appointed as the Company Secretary and Compliance Officer of the Company with effect from April 29, 2025.
- Ms. Priyal Dangi (Membership No. A76462) resigned from the position with effect from June 11, 2025.

- d) Mr. Amit Kotia resigned from the position of Chief Financial Officer (CFO) of the Company with effect from July 24, 2025.

CHANGES TAKE PLACE IN COMPOSITION OF BOARD OF DIRECTOR DURING AND AFTER THE CLOSURE OF FINANCIAL YEAR.

- e) The Board of Directors, at its meeting held on **July 23, 2025**, appointed **Mr. Prashant Natwarlal Lakhani (DIN: 00559519)** as an **Additional Director** in the capacity of **Executive Director**, subject to the approval of shareholders. Mr. Lakhani brings with him over **30 years of experience** in the logistics sector and has a proven track record of business leadership and strategic management.
- f) Mr. Ravi Kotia (DIN: 01761963) resigned from the position of Chairman and Managing Director of the Company with effect from July 23, 2025.
- g) Mr. Sumitkumar Jayantibhai Patel (DIN: 08206567) was appointed as an Additional Director in the capacity of Non-Executive Independent Director of the Company with effect from August 7, 2025.
- h) Ms. Nisha Panchal (DIN: 10736984) was appointed as an Additional Director in the capacity of Non-Executive Non-Independent Director of the Company with effect from August 7, 2025.
- i) Ms. Shiwangi Kumari (DIN: 10551531) is appointed as a Non-Executive Independent Director of the Company w.e.f 28.06.2024.
- j) Ms. Shiwangi Kumari (DIN: 10551531) resigned from the post of Non-Executive Independent Director with effect from the close of business hours on August 7, 2025.
- k) Ms. Arshita Devpura (DIN: 09649553) resigned from the post of Non-Executive Independent Director with effect from the close of business hours on August 7, 2025.
- l) Mr. Keyur Sharadchandra Gandhi (DIN: 03494183) resigned from the post of Non-Executive Non-Independent Director with effect from the close of business hours on August 7, 2025.
- m) Mr. Yogesh Prajapati resigned from the post of Non-Executive Independent Director with effect from the close of business hours on June 28, 2024.

In accordance with the provisions of the Act and the Articles of Association of the Company Mr. Keyur Gandhi (DIN: 03494183) is liable to retire by rotation and being eligible has offered herself for re-appointment.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed under sub-section 6 of Section 149 of the Companies Act, 2013 and under Regulation 16 (b) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

MEETINGS OF THE BOARD OF DIRECTORS:

The following Meetings of the Board of Directors were held during the Financial Year 2023-24:

Sr. No.	Date of Meeting	Board Strength	No. of Directors Present
1	18-02-2025	4	4
2	24-10-2024	4	4
3	05-08-2024	4	4
4	*28-06-2024	4	4
5	23-05-2024	4	4
6	09-04-2024	4	4

- a) Ms. Shiwangi Kumari (DIN: 10551531) is appointed as a Non-Executive Independent Director of the Company w.e.f 28.06.2024.
- b) Mr. Yogesh Prajapati resigned from the post of Non-Executive Independent Director with effect from the close of business hours on June 28, 2024

During the Financial Year 2024-25, Thirty-Fourth Annual General Meeting of the Members of Shree Krishna Infrastructure Limited will be held at registered office of the company situated at 101, 1st Floor, 36, Shri Rang Residency, Vadia, Rajpipla, Narmada, Gujarat – 393145 on Monday, September 02, 2024 at 10:00 A.M.

The compositions of the Board, attendance at the Board meetings held during the FY 2024-25 under review and at the last Annual General Meeting, number of directorships in other companies, Memberships/Chairmanships of the Committees and their shareholding as on March 31, 2024 in the Company are as follows:

Name of Director	DIN	Category	No. of Board Meetings held during the tenure	No. of Board Meetings attended during the tenure	Attendance in last AGM dated 03.08.2023	*No. of Director ships in other Companies	**Committee Position		Sharehold ing (Equity shares of FV of Rs. 10/-each)
							Chairperson	Member	
Mr. Ravi Kotia	01761963	Promoter, Chairman & Managing Director	6	6	√	NIL	0	2	36,33,763

Mr Keyur Gandhi	03494183	Non- Executive Director	6	6	√	1	1	1	0
Mr. Yogesh Prajapati	02733610	Independent Director	2	2	NA	NIL	3	3	0
Ms. Arshita Devpura	09649553	Independent Director	6	6	√	NIL	2	0	0
Ms. Shiwangi Kumari	10551531	Independent Director	4	4	√	NIL	3	3	0

* Excludes Directorship in private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013.

** Audit Committee, Nomination & Remuneration Committee & Stakeholders Relationship Committee in all Indian Public Limited Companies (including this listed entity) have been considered for the Committee positions.

*** There is no inter- se relationship between the directors.

MEETING OF INDEPENDENT DIRECTORS:

During the year under review, the Independent Directors met once on 09-04-2024 inter alia, to:

- i) Evaluate the performance of non-independent directors and the Board as a whole;
- ii) Evaluate the performance of chairperson of the Company taking into account the views of the Executive and Non-Executive Directors of the Company; and
- iii) Evaluate the quality, quantity and timelines of flow of information between the management and the Board.

All Independent Directors were present at the meeting.

COMMITTEES OF THE BOARD AS ON 31ST MARCH, 2025

Board has constituted the following three Committees in accordance with the requirements of Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- A. Audit Committee
- B. Nomination & Remuneration Committee
- C. Stakeholders Relationship Committee

All three committees are appropriately constituted

(A) AUDIT COMMITTEE

Composition:

Audit committee of the Board of Directors ["the Audit Committee"] is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process. The composition, quorum, powers, role and scope are in accordance with Section 177 of the Companies Act, 2013 and the provisions of Regulation 18 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. All members of the Audit Committee are financially literate and bring in expertise in the fields of Finance, Taxation, Accounts, etc. It functions in accordance with its terms of reference that defines its authority, responsibility and reporting function

Meetings and Attendance, Composition, Chairperson and Name of Members as on March 31, 2025:

During the year under review, four (4) meetings of the Audit Committee were held on 18.02.2025, 24.10.2024, 28.06.2024 and 23.05.2024.

During the Financial Year 2024-2025, the Audit Committee met Four times. According to Regulation 18 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the maximum gap between two meetings shall not be more than 120 days.

Name of the Members	Category of Directorship	Designation	Audit Committee Meeting (S)	
			Held	Attended
Ms. Arshita Devpura	Non-Executive Independent Director	Chairman	4	4
Mr. Ravi Kotia	Executive Director (Chairman & Managing Director)	Member	4	4
Mr. Yogesh Prajapati	Non-Executive Independent Director	Member	1	1
Ms. Shiwangi Kumari	Non-Executive Independent Director	Member	3	3

Notes:

There is no inter-se relationship between the directors.

The Company Secretary acts as Secretary to the Committee

The Chairman of the Audit Committee was present at the last Annual General Meeting.

Terms of Reference:

The terms of reference of Audit Committee are wide enough, covering the matters specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as in Section 177 of the Companies Act, 2013, which inter alia includes the following:

- a. Oversee the Company's financial reporting process and disclosure of its financial information;
- b. Recommend appointment, remuneration and terms of appointment of auditors of the Company;
- c. Approve payment to statutory auditors for any other services rendered by them;
- d. Review with the management, the annual financial statements before submission to the Board for approval, focusing particularly on:
 - (1) Matters to be included in Directors Responsibility Statements to be included in Board's report;
 - (2) Any changes in accounting policies and practices;
 - (3) Major accounting entries involving estimates based on the exercise of judgment by management;
 - (4) Significant adjustments resulting from the audit findings;
 - (5) Compliance with listing and other legal requirements relating to financial statement;
 - (6) Disclosure of related party transactions;
 - (7) Qualification in draft audit report.
- e. Review with the management, the half yearly financial statement before submission to the board for their approval;
- f. Recommend appointment, remuneration and terms of appointment of internal auditors, tax auditors, secretarial auditor and any matters of resignation or dismissal;
- g. Discuss with the statutory auditors before the audit committee, the nature and scope of the audit as well as post audit discussion to ascertain areas of concern;
- h. Review the internal audit program, ensuring co-ordination between the internal and statutory auditors, ensuring that the internal audit function is adequately resourced and has appropriate standing within the Company, and to request internal auditor to undertake specific audit projects, having informed the management of their intentions;
- i. Consider the major findings of internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or failure of internal control systems of a material nature and reporting the matter to the Board;
- j. Consider any material breaches or exposure; breaches of regulatory requirements or of ethical codes of practice to which the Company subscribes, or of any related codes, policies and procedures, which could have a material effect on the financial position or contingent liabilities of the Company;
- k. Discuss significant findings with internal auditors and initiate follow-up action thereon;
- l. Look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- m. Review performance of statutory and internal auditors and adequacy of internal control systems;
- n. Approve transaction with related parties and subsequent modification to terms of contract/transaction;
- o. Scrutinize inter-corporate loans and investments;
- p. Valuation of any of the undertakings or assets as and when necessary;
- q. Evaluate adequacy of internal financial control and risk management system;
- r. Review with management, the statement of uses /application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making recommendation to the Board for taking steps in relation thereto;
- s. Approve appointment of CFO (i.e. the Whole time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualification, experience and background of the candidate;
- t. View functioning of the Whistle Blower Policy;
- u. Carry out any other functions as may be falling within the terms of reference of the Audit Committee or as may be delegated to the Committee from time to time.

(B) NOMINATION & REMUNERATION COMMITTEE:**Composition:**

Shree Krishna Infrastructure Limited

35th Annual Report FY 2024-2025

The Nomination and Remuneration Committee is constituted in compliance with the requirements of Regulation 19 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 178 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of the Board and its Powers) Rules, 2014.

Meetings and Attendance, Composition, Chairperson and name of members as on March 31, 2025:

During the year under review, two meeting of the Nomination and Remuneration Committee were held on 23.05.2024 and 28.06.2024.

Name of the Members	Category of Directorship	Designation	Nomination and Remuneration Committee Meeting (s)	
			Held	Attended
Ms. Arshita Devpura	Non-Executive Independent Director	Chairperson	1	1
Mr. Keyur Gandhi	Non- Executive Director	Member	1	1
Mr. Yogesh Prajapati	Non-Executive Independent Director	Member	1	1
Ms. Shiwangi Kumari	Non-Executive Independent Director	Member	1	1

Terms of reference:

- Review& recommend to the Board on the structure and composition of the Board of Directors of the Company;
- Formulation of the criteria for determining qualification, positive attributes and independence of a director and recommend to the Board of directors a policy relating to, remuneration of directors, key managerial personnel and other employees of the Company;
- Formulation of the criteria for evaluation of performance of independent directors and the board of directors;
- Devising a policy on diversity of Board of directors;
- Formulate appropriate policies, institute processes which enable the identification of individuals who are qualified to become Directors and who may be appointed in Senior Management and recommend the same to the Board;
- Review and implement succession and development plans for Managing Director, Executive Directors and Senior Management.
- To supervise and monitor the process of issuance/ grant/vesting/ cancellation of ESOPs and such other instruments as may be decided to be granted to the employees of the Company/ Subsidiary Company, from time to time, as per the provisions of the applicable laws, more particularly in terms of Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.

Performance Evaluation of Board, its Committees and Directors:

Pursuant to the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors has carried out an annual evaluation of its own performance and that of its Committees and Individual Directors.

The performance of the Board and Individual Directors was evaluated by the Board seeking inputs from all the Directors. The performance of the Committees was evaluated by the Board seeking inputs from the Committee members. The Nomination and Remuneration Committee reviewed the performance of the Individual Directors.

A separate meeting of Independent Directors was also held to review the performance of the Board, Non-Independent Directors and Chairman of the Company taking into account the views of Executive Directors and Non-Executive Directors.

The criteria for performance evaluation of the Board include aspects like Board composition and structure, effectiveness of Board processes, information and functioning, etc. The criteria for performance evaluation of committees of the Board include aspects like composition of committees, effectiveness of committee meetings, etc. The criteria for performance evaluation of the Individual Directors include aspects like contribution to the Board and Committee Meetings, professional conduct, roles and functions, etc. In addition, the performance of Chairman is also evaluated on the key aspects of his roles and responsibilities.

(C) STAKEHOLDERS RELATIONSHIP COMMITTEE:

COMPOSITION:

The composition of the Stakeholders Relationship Committee is in compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Meetings and Attendance, Composition, Chairperson and name of members as on March 31, 2025:

During the year under review, Two (2) meeting of the Stakeholders Relationship Committee was held on 23.05.2024 and 28.06.2024.

Name of the Members	Category of Directorship	Designation	Stakeholders Relationship Committee Meeting (S)	
			Held	Attended
Mr. Keyur Gandhi	Non- Executive Director	Chairman	1	1
Mr. Ravi Kotia	Executive Director (Managing Director)	Member	1	1
Mr. Yogesh Prajapati	Non- Executive Independent Director	Member	1	1
Ms. Shiwangi Kumari	Non-Executive Independent Director	Member	1	1

Stakeholders Relationship Committee ensures quick Redressal of security holder and investor's complaints/grievances pertaining to transfers, no receipt of annual reports, dividend payments, issue of duplicate certificates, transmission of securities and other miscellaneous complaints;

In addition, the Committee also monitors other issues including status of Dematerialization/ Rematerialisation of shares issued by the Company. Oversee the performance and service standards of the Registrar and Share Transfer Agent, and recommends measures to improve level of investor services. The Company is in compliance with the SCORES, which has initiated by SEBI for processing the investor complaints in a centralized web-based redress system and online Redressal of all the shareholders complaints.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION:

The current policy is to have an appropriate mix of executive, non-executive and independent directors to maintain the independence of the Board, and separate its functions of governance and management. As on 31st March, 2025, the Board consists of 4 Members, 1 is Executive Director and 1 is a Non-Executive Director and 2 of who are Non-Executive Independent Directors. The Board periodically evaluates the need for change in its composition and size.

The Policy of the Company on Director's appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of director and other matters provided under Section 178(3) of the Companies Act, 2013, adopted by the Board can be viewed on our website viz www.skifl.com We affirm that the remuneration paid to the director is as per the terms laid out in the said policy.

WHISTLE BLOWER POLICY/VIGIL MECHANISM:

The Board has adopted a Whistle Blower Policy to maintain highest standards of professionalism, honesty, integrity, ethical behaviour and to provide a vigil mechanism for Directors/Employees to voice concern in a responsible and effective manner regarding unethical matters involving serious malpractice, abuse or wrongdoing within the organization. The Company affirms that during the year no personnel have been denied access to the Audit Committee.

The Whistle Blower Policy is available on the website of the Company www.skifl.com.

BOARD EVALUATION:

The Company has devised a policy for performance evaluation of Independent Directors, Board, Committees and other individual Directors. The Nomination and Remuneration Committee of the Board is entrusted with the responsibility in respect of the same. The Committee studies the practices prevalent in the industry and advises the Board with respect to evaluation of Board members. On the basis of the recommendations of the Committee, the Board carries an evaluation of its own performance and that of its committees and individual Directors.

PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORKPLACE

Disclosure under Section 22 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The company has setup the Internal complaints committee and the said committee has framed the policy "Prevention of Sexual Harassment" on prevention, prohibition and Redressal of complaints related to sexual harassment of women at the workplace. All women employees whether permanent, temporary or contractual are covered under the above policy.

Disclosure of complaints during the year:

- (a) Number complaints of sexual harassment received in the year: Nil

- b) Number of complaints disposed off during the year: Nil
- (c) Number of cases pending for more than ninety days: Nil

However, during the year no complaints were received by the Internal Complaints committee for sexual harassment from any of the women employees of the company.

This Policy is available on the website of the Company www.skifl.com

A STATEMENT WITH RESPECT TO THE COMPLIANCE OF THE PROVISIONS RELATING TO THE MATERNITY BENEFIT ACT 1961 [DISCLOSURE MADE IN ACCORDANCE WITH THE COMPANIES (ACCOUNTS) SECOND AMENDMENT RULES, 2025, NOTIFIED BY MCA ON MAY 30, 2025]

The provision relating to the Maternity Benefit Act 161 [disclosure made in accordance with the Companies (Accounts) Second Amendment Rules, 2025, notified by MCA on May 30, 2025] is not applicable on Company since the number of Employee in the Company is less than 10.

CORPORATE INSOLVENCY RESOLUTION PROCESS INITIATED UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016

During the year under review, there was no application filed by or against the Company for the corporate insolvency process under Insolvency and Bankruptcy Code, 2016 before the NCLT

STATUTORY AUDITORS:

M/s. Bharat Gupta & Co. (Firm Registration No: 131010W) the existing Statutory Auditors of the Company, have tendered their resignation with effect from 21st August 2025. Consequently, a casual vacancy has arisen in the office of Statutory Auditors of the Company.

In accordance with the provisions of Section 139(8) of the Companies Act, 2013, such a vacancy caused due to resignation of the auditors is required to be filled by the Board of Directors within 30 days, and such appointment shall be approved by the shareholders at a General Meeting within three (3) months from the date of the Board's recommendation. The auditors so appointed shall hold office until the conclusion of the next Annual General Meeting.

As the forthcoming Annual General Meeting is scheduled to be held within the aforesaid period, the Company proposes to appoint M/s. NKSC & Co, Chartered Accountants (Firm Registration No. 020076N) as the Statutory Auditors of the Company to fill the said casual vacancy, to hold office until the conclusion of the next Annual General Meeting to be held in the financial year 2025-26.

The Board of Directors, based on the recommendation of the Audit Committee, has approved and recommended the appointment of M/s. NKSC & Co, Chartered Accountants (Firm Registration No. 020076N), as Statutory Auditors of the Company to fill the aforementioned vacancy.

The Report of M/s. Bharat Gupta and Co. Chartered Accountants (Firm Registration No. 131010W) for the financial year 2024-25 do not contain any qualifications, observations or comments on the Financial transactions or matters which have any adverse effect on the functioning of the Company.

During the Year under review, the Auditors have not reported any matter under Section 143 (12) of the Act, therefore no detail is required to be disclosed under Section 134 (3)(ca) of the Act.

Auditors Report:

The observation made in the Auditors Report read together with relevant notes thereon are self-explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013.

Secretarial Audit Report:

A Secretarial Audit was conducted during the year by the Secretarial Auditor, M/s. Ramesh Chandra Bagdi & Associates Company Secretaries (Membership No. F8276) in accordance with Provisions of Section 204 of the Act. The Secretarial Auditors Report is attached as **Annexure -III** and forms part of this Report.

Cost Auditors:

Requirement of appointment of Cost Auditor is not applicable to the Company.

Internal Auditor:

The Company has appointed M/s. Ravjani Jemani & Co, Chartered Accountant, (FRN: 134564W and M. No: 149421) as an Internal Auditor of the Company for a term of five consecutive Financial Years from 2025-2026 to 2029-2030.

DISCLOSURE RELATING TO REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL

AND EMPLOYEES:

A statement containing the details of the Remuneration of Directors, Key Managerial personnel (KMP) and Employees as required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as **[Annexure-IV]** to this Report.

The Company have no employee working throughout the Financial year drawing a remuneration more than as per terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

CORPORATE GOVERNANCE REPORT

The Company being listed on the Small and Medium Enterprise platform is exempted from provisions of corporate governance as per Regulation 15 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Hence no corporate governance report is disclosed in this Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report on the operations of the Company as required under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed herewith as part to this Report as **Annexure-V**.

RISK MANAGEMENT POLICY AND MITIGATING STEPS

The Company has identified various risks faced by the Company from different areas. Appropriate Structures are present so that risks are inherently monitored and controlled inter alia through strict quality assurance measures.

The Company has adequate internal control system and procedures to combat risks. The risk management procedure is reviewed by the Audit Committee and Board of Directors on regular basis as and when required. The Policy on Risk Management can be viewed on our website: www.skifl.com.

DIRECTORS RESPONSIBILITY STATEMENT:

In accordance with the provisions of Section 134(5) of the Companies Act 2013, your directors confirm that:

- a) In the preparation of the annual accounts for the financial year ended 31st March, 2025, the applicable Ind-AS had been followed along with proper explanation relating to material departures;
- b) The directors had selected such accounting policies and applied and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2025.
- c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) The directors had prepared the annual accounts on a going concern basis;
- e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.
- f) The proper internal financial controls are in place and that such internal financial controls are adequate and are operating effectively.
- g) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

EXPLANATION OR COMMENTS OR QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS

The Statutory Auditors' Report for FY 2023-24, does not contain any qualification, reservation or adverse remark or disclaimer, the same forms part of this Annual Report.

Also, The Secretarial Auditors' Report for FY 2023-24, does not contain any qualification, reservation or adverse remark or disclaimer, the same forms part of this Annual Report.

DETAILS IN RESPECT OF FRAUDS, IF ANY, REPORTED BY THE AUDITORS

During the year under review, no offence involving fraud committed against the Company by any officers or employees of the Company was reported by the Auditors to the Board pursuant to Section 143(12) of the Companies Act, 2013 including rules made thereunder.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

(A) Conservation of energy and technology absorption:

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act 2013, read with rule 8 of the Companies (Accounts) Rules 2014, relating to conservation of energy and technology absorption do not apply to this company as the Company has not carried out any manufacturing activities.

(B) Foreign Exchange Earnings and Outgo:

There was no foreign exchange Earnings and outgoing for the year ended as on 31st March, 2024.

DEPOSITS (SECTION 73 OF THE COMPANIES ACT 2013):

i. Deposits covered under Chapter V of the Companies Act, 2013:

During the financial year under review, the Company has not accepted or renewed any deposits within the meaning of Section 73 and 76 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014.

ii. Deposits not in compliance with Chapter V of the Companies Act, 2013:

During the financial year under review, the Company has not accepted or renewed any deposits which are not in compliance with Chapter V of the Companies Act, 2013.

STATEMENT ON MATERIAL SUBSIDIARY:

The Company currently does not have any Material Subsidiary. The Policy on Identification of Material Subsidiaries can be viewed on our website: www.skifl.com.

SECRETARIAL STANDARDS:

The Directors state that applicable Secretarial Standards with regard to Meeting of Board of Directors (SS-1) and General Meetings (SS- 2) as well as the Report on Board of Directors(SS-4) issued by The Institute of Company Secretaries of India, have been duly followed by company.

INSIDER TRADING:

In compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, your Company has constituted a comprehensive Code titled as “Code of Conduct for Internal Procedures and to Regulate, Monitor and Report Trading by Insiders”, which lays down guide lines and advises the Directors and Employees of the Company on procedures to be followed and disclosures to be made while dealing in securities of the Company. The said policy can be viewed on our website: www.skifl.com.

DETAILS OF APPLICATION MADE OR PENDING PROCEEDINGS UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016 (IBC) DURING THE YAER

During the period under review, there is no application made or no pending proceedings under Insolvency and Bankruptcy Code, 2016 (IBC).

DECLARATION BY AN INDEPENDENT DIRECTOR

All the 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 SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015.

CHANGE IN NATURE OF BUSINESS

There were no changes in the nature of business during the year under review.

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

During the period under review, the Company has not taken any loan from any banks and Financial Institutions and there is no one-time settlement made by the Company.

OTHER DISCLOSURES

In terms of applicable provisions of the Act and SEBI Listing Regulations, the Company discloses that during the financial year under review:

- a) There was no issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except under Employee Stock Option Scheme referred to in this Report.
- b) There was no Scheme for provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
- c) There was no public issue, rights issue, bonus issue or preferential issue, etc. except
- d) There was no issue of shares with differential rights.
- e) There was no transfer of unpaid or unclaimed amount to Investor Education and Protection Fund (IEPF).
- f) No significant or material orders were passed by the Regulators or Hon'ble Courts or Tribunals which impact the going concern status and Company's operations in future.
- g) There were no proceedings for Corporate Insolvency Resolution Process initiated under the Insolvency and Bankruptcy Code, 2016.
- h) There was no failure to implement any Corporate Action.
- i) There were no borrowings from Banks or Financial Institution and no instance of one-time settlement with any Bank or Financial Institution.

ACKNOWLEDGEMENTS:

The Directors wish to acknowledge and place on record their sincere appreciation and sincere gratitude to the Government of India and Government of Gujarat and their respective ministries and departments various Central and State Government authorities; for continued assistance and co-operation received from all the members, regulatory authorities, financial institutions, bankers, lenders, Suppliers, Vendors, Clients, Prospective lessees, tenants and other business associates.

The Directors also recognize and appreciate all the employees for their commitment, commendable efforts, teamwork, professionalism and continued contribution to the growth of the Company.

Date: 06th November, 2025

Place: Gujarat

**For & on behalf of the Board of Directors
SHREE KRISHNA INFRASTRUCTURE LIMITED**

Sd/-

REGISTERED OFFICE

13, Radhakrushna Mandir Compound, Village Rajpipla,
Rajpipla, Narmada, Nandod, Gujarat, India, 393145

PRASHANT NATWARLAL LAKHANI
Director
DIN: 00559519

ANNEXURE –I**BOARD POLICIES**

SR. NO.	LIST OF POLICY	LINK OF WEBSITE
1	Policy on Board Diversity	https://skifl.com/wp-content/uploads/2024/06/01.-POLICY-ON-BOARD-DIVERSITY.pdf
2	Code Of Conduct For Independent Directors	https://skifl.com/wp-content/uploads/2024/06/02.-CODE-OF-CONDUCT-FOR-INDEPENDENT-DIRECTOR.pdf
3	Code Of Conduct For Directors And Senior Management Personnel	https://skifl.com/wp-content/uploads/2024/06/03.-CODE-OF-CONDUCT-FOR-DIRECTORS-AND-SENIOR-MANAGEMENT- PERSONNEL.pdf
4	Dividend Distribution Policy	https://skifl.com/wp-content/uploads/2024/06/04.-DIVIDEND-DISTRIBUTION-POLICY.pdf
5	Policy on Determination of Materiality Events	https://skifl.com/wp-content/uploads/2024/06/05.-POLICY-FOR-DETERMINATION-OF-MATERIALITY-OF-EVENTS.pdf
6	Nomination And Remuneration Policy	https://skifl.com/wp-content/uploads/2024/06/06.-NOMINATION-AND-REMUNERATION-POLICY.pdf
7	Policy on Preservation of Documents	https://skifl.com/wp-content/uploads/2024/06/07.-POLICY-ON-PRESERVATION-OF-DOCUMENTS.pdf
8	Policy on Materiality of Related Party Transactions and dealing with Related Party Transactions	https://skifl.com/wp-content/uploads/2024/06/08.-POLICY-ON-MATERIALITY-OF-RELATED-PARTY-TRANSACTIONS-AND-ON- DEALING-WITH-RELATED-PARTY-TRANSACTION.pdf
9	Terms and Conditions for Appointment of Independent Directors	https://skifl.com/wp-content/uploads/2024/06/09.-TERMS-AND-CONDITIONS-FOR-APPOINTMENT-OF-INDEPENDENT-DIRECTOR.pdf
10	Web Archival Policy	https://skifl.com/wp-content/uploads/2024/06/10.-WEB-ARCHIVAL-POLICY.pdf
11	Vigil Mechanism/Whistle Blower Policy	https://skifl.com/wp-content/uploads/2024/06/11.-VIGIL-MECHANISM-WHISTLE-BLOWER-POLICY.pdf
12	Familiarization Program for Independent Directors	https://skifl.com/wp-content/uploads/2024/06/12.-FAMILIARIZATION-PROGRAMME-FOR-INDEPENDENT-DIRECTOR.pdf
13	Code of Conduct For Insider Trading	https://skifl.com/wp-content/uploads/2024/06/13.-CODE-OF-CONDUCT-FOR-INSIDER-TRADING.pdf
14	Policy On Corporate Social Responsibility	https://skifl.com/wp-content/uploads/2024/06/14.-POLICY-ON-CORPORATE-SOCIAL-RESPONSIBILITY.pdf
15	Policy on Prevention of Sexual Harassment at Workplace	https://skifl.com/wp-content/uploads/2024/06/15.-POLICY-ON-PREVENTION-OF-SEXUAL-HARASSMENT-AT-WORKPLACE.pdf
16	Policy On Code Of Practices And Procedures For Fair Disclosure of Unpublished Price Sensitive Information	https://skifl.com/wp-content/uploads/2024/06/16.-CODE-OF-PRACTICES-AND-PROCEDURE-FOR-FAIR-DISCLOSURE-OF-UPSI.pdf
17	Policy on Material Subsidiary	https://skifl.com/wp-content/uploads/2024/06/17.-POLICY-ON-MATERIAL-SUBSIDIARIES.pdf
18	Criteria/Policy of Making Payments to Non-Executive Directors	https://skifl.com/wp-content/uploads/2024/06/18.-CRITERIA-FOR-MAKING-PAYMENT-TO-NON-EXECUTIVE-DIRECTOR.pdf
19	Risk Management Policy	https://skifl.com/wp-content/uploads/2024/08/20.-RISK-MANAGEMENT-POLICY.pdf

FORM NO. AOC -2

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

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

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

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

2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Shilpa Kotia (Relative of KMP)
b)	Nature of contracts/arrangements/transaction	-
c)	Duration of the contracts/arrangements/transaction	-
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 6,57,600 /-
e)	Justification for entering into such contracts or arrangements or transactions	Salary paid as an employee of the Company
f)	Date of approval by the Board	-
g)	Amount paid as advances, if any	-
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	-

Date: 06th November, 2025

Place: Gujarat

For & on behalf of the Board of Directors
SHREE KRISHNA INFRASTRUCTURE LIMITED

Sd/-

REGISTERED OFFICE

13, Radhakrushna Mandir Compound, Village Rajpipla,
Rajpipla, Narmada, Nandod, Gujarat, India, 393145

PRASHANT NATWARLAL LAKHANI
Director
DIN: 00559519

DETAILS OF DIRECTORS AND EMPLOYEE REMUNERATION
Information as per Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

1. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year

Mr. Ravi Kotia (DIN: 01761963) is the Chairman and Managing Director (CMD) of the Company as on date of this Report. Further he is paid a remuneration of Rs. 9.96 Lakhs.

Name of the Director	DIN	Designation	Ratio of the remuneration to the median remuneration of the employees
Mr. Ravi Kotia	01761963	Promoter, Chairman & Managing Director	1.23 : 1
Mr Keyur Gandhi	03494183	Non- Executive Director	NA
Mr. Yogesh Prajapati	02733610	Independent Director	NA
Ms. Arshita Devpura	09649553	Independent Director	NA
Ms. Shiwangi Kumari	10551531	Independent Director	NA

Note: Sitting Fees to Independent Directors not considered as remuneration. Further, increase in remuneration of directors were within limits approved by shareholders and as prescribed under provisions of section 197 of companies act, 2013 read with provisions of Part II of Schedule V to the act.

Ratio of Remuneration to Median Remuneration:

- Ravi Kotia — 1.23:1
- Amit Kotia — 1.19:1
- Komal Chauhan — 0.34:1
- Shilpa Kotia — 0.81:1

2. The median remuneration of the employees of the Company as on March 31, 2025 was 8.08.
3. The percentage increase /decrease in the median remuneration of Employees for the financial year was approximately NIL
4. The number of permanent employees on the rolls of Company as of March 31, 2025: 4 (FOUR)
5. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration; It was made as per industrial standards.
6. The Company confirms that the remuneration is as per the remuneration policy of the Company

Date: 06th November, 2025
Place: Gujarat

For & on behalf of the Board of Directors
SHREE KRISHNA INFRASTRUCTURE LIMITED

Sd/-

REGISTERED OFFICE
 13, Radhakrushna Mandir Compound, Village Rajpipla,
 Rajpipla, Narmada, Nandod, Gujarat, India, 393145

PRASHANT NATWARLAL LAKHANI
Director
DIN: 00559519

**CEO/CFO certification under Regulation 17(8) of
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**To,
The Board of Directors,
Shree Krishna Infrastructure Limited 13,
Radhakrushna Mandir Compound,
Village Rajpipla, Rajpipla, Narmada,
Nandod, Gujarat, India, 393145**

I, Mr. PRASHANT NATWARLAL LAKHANI, Director of Shree Krishna Infrastructure Limited, to the best of our knowledge and belief, certify that:

1. We have reviewed financial statements and the cash flow statement of Shree Krishna Infrastructure Limited for the year ended March 31, 2025 and to the best of our knowledge and belief:

i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

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 violate of the Company's code of conduct.

3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.

4. We have indicated to the auditors and the Audit committee:

- a. That there are no significant changes in internal control over financial reporting during the year;
- b. That there are no significant changes in accounting policies during the year;
- c. That there are no instances of significant fraud of which we have become aware.

Date: 06th November, 2025

Place: Gujarat

**For & on behalf of the Board of Directors
SHREE KRISHNA INFRASTRUCTURE LIMITED**

Sd/-

Sd/-

REGISTERED OFFICE

13, Radhakrushna Mandir Compound, Village
Rajpipla, Rajpipla, Narmada, Nandod, Gujarat,
India, 393145

MR. VISHAL GUPTA
CFO

PRASHANT NATWARLAL LAKHANI
Director
DIN: 00559519

DECLARATION OF COMPLIANCE WITH CODE OF CONDUCT

I, PRASHANT NATWARLAL LAKHANI, Director of the Company hereby declare that, Members of the Board and Senior Management Personnel have confirmed their compliance with the Code of Conduct for the year ended March 31, 2025.

Date: 06th November, 2025

Place: Gujarat

**For & on behalf of the Board of Directors
SHREE KRISHNA INFRASTRUCTURE LIMITED**

Sd/-

REGISTERED OFFICE

13, Radhakrushna Mandir Compound, Village
Rajpipla, Rajpipla, Narmada, Nandod, Gujarat,
India, 393145

**PRASHANT NATWARLAL LAKHANI
Director
DIN: 00559519**

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR

[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and 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,
Shree Krishna Infrastructure Limited
101, 1st Floor, 36, Shri Rang Residency, Vadia,
Rajpipla, Narmada, Gujarat, 393145

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Shree Krishna Infrastructure Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provides us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

We have examined the statutory registers, papers, minute books, forms and returns filed with the ROC and other relevant records maintained by the Company for the financial year ended on 31st March, 2025 according to the provisions of:

- (i) The Companies Act, 2013 ('the Act') and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercials Borrowings – applicable only to the extent of Foreign Direct Investment and Overseas Direct investment;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') : -
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading Regulations, 2015;
 - c) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.
 - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - e) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015.
 - f) The Securities and Exchange Board of India (Mutual Funds) Regulations, 1996;

Though the following Laws are prescribed in the format of Secretarial Audit Report by the Government, the same were not applicable to company for the financial year ended 31st March, 2025 : -

- a) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock purchase Scheme) Guidelines, 1999;
- b) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- c) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulation, 2014;
- e) The Securities and Exchange Board of India (Issue and listing of Debt securities) Regulation, 2008;

- f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulation, 2013.
- (vi) The management has identified and confirm the other Laws as specifically applicable to the Company and the Company have proper system to comply with the provisions of the respective Acts, rules and Regulations;

We have also examined compliance with the applicable clauses of the Secretarial Standards with regard to meeting of the Board of Directors (SS-1) and general meeting (SS-2) issued by the Institute of Company Secretaries of India.

During the period under review, we are of the opinion that the Company has prima facie complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above except the following:

We further report that we have not examined the Financial statements, Financials Books & related financial Acts like Income tax, Sales Tax, Value Added Tax, Goods and Service Tax Acts, ESIC, Provident Fund & Professional Tax, Related Party Transactions etc. For these matters, we rely on the report of statutory auditors for Financial statement for the year ended 31st March, 2025.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Director. The change in the composition of the Board of Directors that took place during the period under review were carried out under compliance with the provisions of the Acts. However, during the audit period, Mr. Yogesh Prajapati has been resigned as Independent Director of the company on June 28, 2024 and Ms. Shiwangi Kumari was appointed as Independent Director of the company for the period of Five Years, commencing from June 28, 2024 to June 27, 2029 in 34th Annual General Meeting held on September 02, 2024.

We further report that as per the information provided, adequate notice/intimation was given to all the directors to schedule the Board meetings, agenda and details notes on agenda were sent atleast seven days in advance, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting. All the decisions were carried out unanimously by the members of the boards and the same were duly recorded in the minutes of the meeting of the Board of Directors.

We further report that there are adequate system and processes in the company commensurate with the size and operation of the company to monitor and ensure compliance with applicable rules, Regulations and Guidelines.

We further report that the management is responsible for compliance of all business Laws. This responsibility includes maintenance of statutory register/records required by the concerned authorities and internal control of the concerned department.

We further report that during the audit period, pursuant to Section 203 of the Companies, Acts, 2013 read with rule 8 and 8A of (Companies Appointment & Remuneration of Managerial Personnel) Rules, 2014 and regulation 6 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, Ms. Komal Vijaybhai Chauhan has resigned w.e.f. January 07, 2025 and Ms. Priyal Dangi has been appointed w.e.f. April 29, 2025 as Company Secretary and Compliance officer in the Company.

We further report that during the audit period the Board of Directors at their Board Meeting held on 09th April, 2024 has made Allotment of 5,00,000 Equity Shares on Conversion of Warrants issued on Preferential Basis.

We further report that during the period under review, the company has received the Public Announcement dated February 17, 2025, in relation to the open offer made by Mr. Prashant Natwarlal Lakhani (the "Acquirer") to the public shareholders of Shree Krishna Infrastructure Limited (the 'Target Company') pursuant to Regulations 3(1) and 4, and other applicable provisions of SEBI of the (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended and Mr. Prashant Natwarlal Lakhani was added as a Promoter in the Category of Promoter and Promoter Group in the shareholding pattern of the Company by way of tendering of shares in an Open Offer.

We further report that during the audit period, there were no instance of:

- i. Public/ Rights/ debentures/ sweat equity, etc;
- ii. Issue of equity shares under Employee Stock Option Scheme except cancellation of various Stock Option granted ESOP;
- iii. Redemption/ Buy-back of Securities;
- iv. Major decision taken by the Members in pursuance of Section 180 of the Companies Act, 2013 which would have major bearing on the Company's affairs.
- v. Foreign Technical Collaborations.
- vi. As informed, the company has not received any direction from the SEBI.

Date: 20.05.2025
Place: Mumbai

For Vineeta Patel & Co.,
Practicing Company Secretaries

Vineeta Piyush Patel
ASC No.: 37699/ COP No.: 19111
Peer Review Cert. No.:1229/2021
UDIN: A037699G000383913

Annexure 'A'

To,
The Members,
Shree Krishna Infrastructure Limited
101, 1st Floor, 36, Shri Rang Residency, Vadia,
Rajpipla, Narmada, Gujarat, 393145

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

We further report that:

1. Maintenance of Secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these Secretarial Records based on our audit.
2. We have followed the audit practices 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 the Secretarial records. We Believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. Wherever our Audit has required our examination of books and records maintained by the company, we have also relied upon electronic versions of such books and records, as provided to us through online communication.
4. Where ever required, we have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events etc.
5. We have not verified the correctness and appropriateness of financial records and books of accounts of the company as well as correctness of the values and figures reported in various disclosures and returns as required to be submitted by the Company under the specified laws, though we have relied to a certain extent on the information furnished in such returns.
6. The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulation, Standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
7. Due to inherent limitation of an audit including internal, financial and operating controls, there is an unavoidable risk that some misstatements or material non-compliance may not be detected, even though the audit is properly planned and performed in accordance with audit practices.
8. The contents of this report has be read in conjunction with and not in isolation of the observations, if any, in the report(s) furnished/to be furnished by any other auditor(s)/ agencies/ authorities with respect to the company.
9. The Secretarial Audit report is neither an assurance as to the future viability of the company nor the efficacy or effectiveness with which the Management has conducted the affairs of the company.

Date: 20.05.2025
Place: Mumbai

For Vineeta Patel & Co.,
Practicing Company Secretaries

Sd/-

Vineeta Piyush Patel
ASC No.: 37699/ COP No.: 19111
Peer Review Cert. No.:1229/2021
UDIN: A037699G000383913

Annexure 'B'

To,
The Members,
Shree Krishna Infrastructure Limited
101, 1st Floor, 36, Shri Rang Residency, Vadia,
Rajpipla, Narmada, Gujarat, 393145

List of documents verified

1. Memorandum & Articles of Association of the Company;
2. Annual Reports for the financial year ended 31st March, 2025;
3. Minutes of the Board of Directors and Audit Committee, Nomination & Remuneration Committee, Stakeholder Relationship Committee, of the company along with the respective Attendance Registers for meetings held during the Financial years under reports;
4. Minutes of General Body Meeting/ Postal Ballot(s) held during the financial Year under report;
5. Proof of the compliance with the Secretarial Standards in respect of Board meetings and General meetings, to the extent applicable;
6. Policies framed by the company pursuant to the applicable laws and Regulations
7. Statutory register under Companies Act, 2013
8. Copies of Notice, Agenda and notes to Agenda papers submitted to all the directors/ members for the Board Meeting and Committee Meetings.
9. Declarations received from the Directors of the company pursuant to the provisions of section 184(1), Section 164(2) and Section 149(7) of the Companies Act, 2013;
10. Forms filed by the Company, from time to time, under applicable provisions of the Companies Act, 2013 and attachments thereof during the Financial Year under report;
11. Intimations/ documents/ reports/ returns filed with the Stock Exchanges pursuant to the provisions of Listing Agreement entered with the Stock Exchanges and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year under reports;
12. E-mails evidencing dissemination of information related to closure of Trading window;
13. Internal Code of Conduct for prevention of Insider Trading by Employee/ Directors/ Designated Persons of the Company;
14. Compliance Certificate placed before the Board of Directors from time to time;
15. Related Party Transactions statement;
16. Details of Sitting Fees paid to all Directors for attending the Board meetings and Committees.

Date: 20.05.2025
Place: Mumbai

For Vineeta Patel & Co.,
Practicing Company Secretaries
Sd/-

Vineeta Piyush Patel
ASC No.: 37699/ COP No.: 19111
Peer Review Cert. No.:1229/2021
UDIN: A037699G000383913

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

**To,
The Members,
Shree Krishna Infrastructure Limited
101, 1st Floor, 36, Shri Rang Residency, Vadia,
Rajpipla, Narmada, Gujarat, 393145**

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of the Shree Krishna infrastructure Limited having CIN: L45201GJ1990PLC013979 and having registered office 101, 1st Floor, 36, Shri Rang Residency, Vadia, Rajpipla, Narmada, Gujarat, 393145 (hereinafter referred to as "the Company"), produced before us by the company for the purpose of issuing this Certificate, in accordance with regulation 34(3) read with Schedule V Para - C sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015).

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the company & its Officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on 31st March, 2025 have been disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India and Ministry of Corporate Affairs:

SR. No	Name of the Director	DIN	Designation	Date of Appointment
1.	Ravi Rajiv Kotia	01761963	Managing director	30/06/2017
2.	Shiwangi Kumari	10551531	Director	28/06/2024
3.	Keyur Sharadchandra Gandhi	03494183	Director	11/10/2013
4.	Arshita Devpura	09649553	Director	25/06/2022

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

**For Vineeta Patel & Co.,
Practicing Company Secretaries**

Sd/-

**Vineeta Piyush Patel
ASC No.: 37699/ COP No.: 19111
Peer Review Cert. No.:1229/2021
UDIN: A037699G000383781**

**Date: 20.05.2025
Place: Mumbai**

MANAGEMENT DISCUSSION AND ANALYSIS REPORT
(Pursuant to Regulation 34(2)(e) of SEBI (LODR) Regulations, 2015 and Section 134 of the Companies Act, 2013)

1. INDUSTRY STRUCTURE AND DEVELOPMENTS

The Indian infrastructure sector is one of the key drivers of the economy, encompassing power, bridges, roads, urban infrastructure, and water supply. With the Government's consistent emphasis on "Gati Shakti" and "National Infrastructure Pipeline," the sector has witnessed growing investments and private participation. The real estate and construction markets are also showing steady recovery, supported by policy reforms, affordable housing initiatives, and improving demand outlook.

Globally, economic activity has remained steady, with global GDP expected to grow by 2.8% in 2025. India continues to be among the fastest-growing large economies, propelled by infrastructure expansion, public investment, and resilient domestic consumption.

2. COMPANY OVERVIEW

Shree Krishna Infrastructure Limited operates in the infrastructure and construction segment, focusing on the development of residential and commercial projects. The Company remains committed to sustainable growth through prudent financial management and operational efficiency.

During the financial year 2024-25, the Company achieved total revenue of ₹84.13 lakhs as compared to ₹86.82 lakhs in the previous year. Profit before tax stood at ₹4.61 lakhs and profit after tax was ₹3.45 lakhs, reflecting improved cost management and operational discipline.

3. OPPORTUNITIES AND THREATS

Opportunities:

- Government-led infrastructure spending under PM Gati Shakti, Smart Cities Mission, and PM Awas Yojana.
- Rising demand for affordable housing and commercial infrastructure in Tier-II and Tier-III cities.
- Increasing focus on sustainable and green infrastructure.

Threats:

- Fluctuating prices of construction materials and rising interest rates.
- Delay in regulatory approvals and project execution.
- High competition and dependence on government contracts.

4. SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

The Company primarily operates in a single segment — *infrastructure and construction development*. During the year, the Company continued its focus on optimizing cost efficiency and ensuring quality standards in ongoing projects.

5. OUTLOOK

The outlook for the infrastructure sector remains positive. With strong government focus and private sector participation, demand for quality infrastructure is expected to grow. The Company aims to expand its operational base by exploring new projects, enhancing execution capabilities, and strengthening its financial position.

6. RISKS AND CONCERNS

The Company operates in a highly regulated sector, exposed to risks such as policy changes, interest rate volatility, and project delays. The Company has a comprehensive risk management policy in place to identify, evaluate, and mitigate these risks.

The Audit Committee periodically reviews the effectiveness of internal control and risk management systems.

7. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate internal financial controls commensurate with its size and nature of business. Regular internal audits are conducted by independent professionals, and significant audit findings and corrective actions are reviewed by the Audit Committee to ensure the system's adequacy and effectiveness.

8. FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

Particulars	FY 2024-25 (₹ in Lakhs)	FY 2023-24 (₹ in Lakhs)
Total Revenue	84.13	86.82
Total Expenses	74.29	77.41
Profit Before Tax	4.61	4.18
Profit After Tax	3.45	3.13

The improvement in profitability was primarily driven by cost optimization and effective utilization of resources.

9. HUMAN RESOURCES / INDUSTRIAL RELATIONS

The Company considers human resources as a key asset. Efforts are made to retain and motivate employees through training, performance appraisal, and professional development programs. The relationship between management and employees continued to remain cordial during the year.

10. ENVIRONMENT, HEALTH & SAFETY (EHS)

The Company is committed to maintaining a safe and healthy work environment. Regular safety drills and compliance audits are conducted to ensure workplace safety and adherence to environmental norms.

11. CAUTIONARY STATEMENT

This report contains forward-looking statements that are based on certain assumptions and expectations of future events. Actual results may differ materially from those expressed herein due to various factors such as economic conditions, government policies, and natural calamities. The Company assumes no responsibility for any outcome that may arise from these forward-looking statements.

Date: 06th November, 2025

Place: Gujarat

**For & on behalf of the Board of Directors
SHREE KRISHNA INFRASTRUCTURE LIMITED**

Sd/-

REGISTERED OFFICE

13, Radhakrushna Mandir Compound, Village Rajpipla,
Rajpipla, Narmada, Nandod, Gujarat, India, 393145

PRASHANT NATWARLAL LAKHANI
Director
DIN: 00559519



INDEPENDENT AUDITOR'S REPORT

TO THE BOARD OF DIRECTORS OF SHREE KRISHNA INFRASTRUCTURE LIMITED

Report on the Audit of the Ind AS Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of **SHREE KRISHNA INFRASTRUCTURE LIMITED** ("the Company"), which comprise the Balance sheet as at March 31, 2025, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the Ind AS financial statements, including a summary of significant accounting policies and other explanatory information

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

Basis for Opinion

We conducted our audit of the 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 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 financial statements under the provisions of the Act and the Rules there under, 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 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 for the financial year ended March 31, 2025. 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.

We have determined that there are no key audit matters to be communicated in our report.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report but does not include the Ind AS financial statements and our auditor's report thereon.

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



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

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

Responsibilities of Management 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 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.

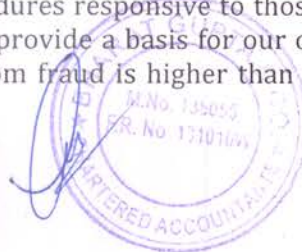
The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Ind AS 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 statement

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Ind AS financial statements for the financial year ended March 31, 2025 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 I**" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, we report 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 the Statement of Other Comprehensive Loss, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account

(d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended by the Companies (Indian Accounting Standards) Amendment Rules, 2018;

(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 with reference to these Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "**Annexure II**" to this report;

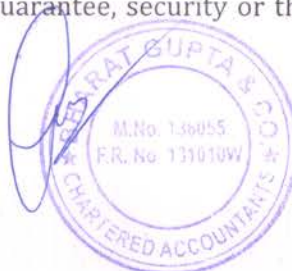
(g) In our opinion, the managerial remuneration for the year ended March 31, 2025 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

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

- The Company does not have pending litigations on its financial position in its Ind AS financial statements
- The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company

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

b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and



- c) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- (j) No dividend has been declared or paid during the year by the Company.

For M/s. Bharat Gupta & Company
Chartered Accountants
Firm Registration No:131010W

Bharat Gupta
Proprietor
Membership No. 136055



UDIN: 25136055BmHXFZ8492

Place: Bhayander (East) Thane
Date: 20.05.2025

ANNEXURE I TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF SHREE KRISHNA INFRASTRUCTURE LIMITED

- i) (a)(A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of all fixed assets.
- (a)(B) The Company has not capitalized any intangible assets in the books of the Company and accordingly, the requirement to report on clause 3(i)(a)(B) of the Order is not applicable to the Company.
- (b) The Management has conducted physical verification of fixed assets during the year. We have been informed that no major discrepancies were noticed on such verification.
- (c) There is no immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), held by the Company and accordingly, the requirement to report on clause 3(i)(c) of the Order is not applicable to the Company.
- (d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2025.
- (e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- ii) (a) The company has conducted physical verification of inventory as at balance sheet date.
- (b) The Company has not been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks or financial institutions during any point of time of the year on the basis of security of current assets. Accordingly, the requirement to report on clause 3(ii)(b) of the Order is not applicable to the Company.
- iii) (a) During the year the Company has provided loans, advances in the nature of loans as follows. However the company has not stood guarantee or provided security to other entity as per clause 3(iii)(a) of the Order

	Guarantees	Security	Loans	Advances in nature of loans
Aggregate amount granted/ provided during the year	NA	NA	NA	INR 3,01,18,833
- Subsidiaries - Joint Ventures - Associates - Others	NA	NA	NA	To Others INR 3,01,18,833
Balance outstanding as at balance sheet date in respect of above cases - Subsidiaries - Joint Ventures - Associates - Others	NA	NA	NA	To Others INR 7,10,31,130



(b) In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company's interest. Accordingly, the requirement to report on clause 3(iii)(b) of the Order is not applicable to the Company.

(c) The Company has granted loans and advances in during the year to entities where the schedule of repayment of principal and payment of interest has been stipulated and the repayment or receipts are regular as per clause 3(iii)(c) of the Order.

(d) The following amounts are overdue for more than ninety days to whom loan has been granted during the year, and reasonable steps have been taken by the Company for recovery of the overdue amount of principal and interest as per clause 3(iii)(e) of the Order.

Number of Cases	Principal Amount Overdue	Interest Overdue	Total Overdue	Remarks (if any)
24	6,25,81,850	36,37,209	6,62,19,059	Reasonable steps have been taken by the company for recovery

(e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties as per clause 3(iii)(e) of the Order.

(f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.

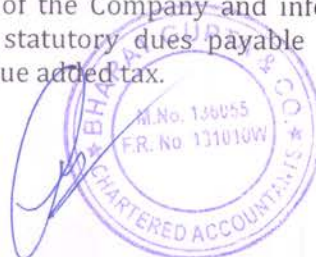
iv) According to the information and explanations given to us, the Company has not given any loan, guarantee, made investment, nor provided any security under the provisions of Section 185 and 186 of the Act.

v) According to the information and explanations given to us, the Company has not accepted deposits from the public in terms of provisions of sections 73 to 76 of the Companies Act, 2013.

vi) We have been informed that the maintenance of cost records has not been prescribed by the Central government under section 148(1) of the Companies Act 2013.

vii)(a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing undisputed statutory dues including provident fund, income tax, sales tax, service tax, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities.

(b) As at the year-end, according to the records of the Company and information and explanations given to us, there was no disputed statutory dues payable in respect of provident fund, income tax, sales tax, service tax, value added tax.



- viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix)(a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.
- (b)The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c)The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- (d)On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e)On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.
- (f)The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- x) (a) The Company did not raise any money by way of initial public offer or further public offer (including debts instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the order is not applicable.
- (b) The Company has made preferential allotment during the year and the requirements of Section 42 and Section 62 of the companies act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised.
- xi) According to the information and explanations given to us and on the basis of representation of the management which we have relied upon, no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- xii) In our opinion and according to information and explanation given to us, the company is not the Nidhi company, accordingly para 3(xii) of the order is not applicable to the company.
- xiii) According to the information and explanations given to us, all transactions with the related parties are in compliance section 177 and 188 of Companies Act, 2013 as applicable and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- xiv) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (xv) According to information and explanation given to us and based on our examination of the records of the company, the company has not entered into any non cash transactions with directors or persons connected with him.



(xvi) According to the information and explanations given to us and documents produced before us the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

xviii) There has been no resignation of the statutory auditors of the Company during the year.

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

For M/s. Bharat Gupta & Company
Chartered Accountants
Firm Registration No:131010W


Bharat Gupta
Proprietor
Membership No. 136055



UDIN: 25136055 BMHXFZ 8492

Place: Bhayander (East) Thane
Date: 20.05.2025

ANNEXURE II TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE IND AS FINANCIAL STATEMENTS OF SHREE KRISHNA INFRASTRUCTURE LIMITED

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 **SHREE KRISHNA INFRASTRUCTURE LIMITED** ("the Company") as of March 31, 2025 in conjunction with our audit of the 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these Ind AS financial statements 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 as specified under section 143(10) of the Companies Act, 2013, to the extent 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 with reference to these Ind AS financial statements was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls over financial reporting with reference to these Ind AS financial statements.



Meaning of Internal Financial Controls Over Financial Reporting With Reference to these Financial Statements

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting With Reference to these Ind AS financial statements

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

Opinion

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

For M/s. Bharat Gupta & Company
Chartered Accountants
Firm Registration No: 131010W

Bharat Gupta
Proprietor
Membership No. 136055



UDIN: 25136055BMHXFZ8492

Place: Bhayander (East) Thane
Date: 20.05.2025

1. Summary of significant accounting policies

1. 1 Basis of preparation

Compliance with Ind AS

The financial statements have been prepared to comply in all material respects with the Indian Accounting Standard ('Ind AS') notified under section 133 of the Companies Act, 2013 read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016 issued by the Ministry of Corporate Affairs, except additional disclosures required by the Companies Act 2013.

The financial statements are based on the classification provisions contained in Ind AS 1, 'Presentation of Financial Statements' and division II of schedule III of the Companies Act 2013. Further, for the purpose of clarity, various items are aggregated in statement of profit and loss and balance sheet. Nonetheless, these items are disaggregated separately in the notes to the financial statements, where applicable or required.

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

1.2 Use of Estimates and Judgments

In preparing the financial statements, the Management has to make certain assumptions and estimates that may substantially impact the presentation of the Company's financial position and/ or results of operations.

Such assumptions and estimates mainly relate to the useful life of Property, Plant and Equipment, the recognition of provisions and impact of COVID-19.

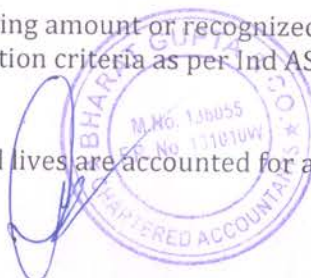
The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors (including expectations of future events) that the Company believes to be reasonable under the existing circumstances. Although the Company regularly assesses these estimates, actual results may differ from these estimates. Changes in estimates are recorded in the periods in which they become known.

1.3 Property, plant and equipment ('PPE')

Freehold land is carried at historical cost. Property, plant and equipment is carried at the cost of acquisition or construction and depreciated over its estimated useful life. An impairment loss is recognized in addition if an asset's recoverable amount falls below its carrying amount.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it meets the asset recognition criteria as per Ind AS 16 - Property, Plant and Equipment.

Significant asset components with different useful lives are accounted for and depreciated separately.



If there are indications that an individual item of property, plant and equipment may be impaired, the recoverable amount is compared to the carrying amount. The recoverable amount is the higher of an asset's fair value less costs to sell and its value in use. If the recoverable amount is less than the carrying amount, an impairment loss is recognized for the difference. If the reasons for a previously recognized impairment loss no longer apply, the impairment loss is reversed provided that the reversal does not exceed the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognized for the asset in prior years.

1.4 Financial Liabilities

Financial liabilities are initially recognized at fair value if the Company has a contractual obligation to transfer cash or other financial assets to another party. Borrowings and payables are recognized net of directly attributable transaction costs. In subsequent periods, such liabilities are measured at amortised cost using the effective interest method.

Financial liabilities are derecognized when the contractual obligation is discharged or cancelled or has expired.

1.5 Taxes

The income tax expense comprises of current and deferred income tax. Income tax is recognized in the statement of profit and loss, except to the extent that it relates to items recognised in the other comprehensive income or directly in equity, in which case the related income tax is also recognised accordingly.

a. Current tax

The current tax is calculated based on the tax rates, laws and regulations, which have been enacted or substantively enacted as at the reporting date. The payment made in excess / (shortfall) of the Company's income tax obligation for the period are recognized in the balance sheet as current income tax assets / liabilities.

Any interest / penalties, related to accrued liabilities for potential tax assessments are not included in Income tax charge or (credit), but are rather recognised within finance costs.

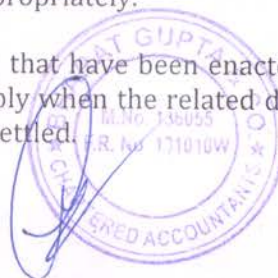
b. Deferred tax

Deferred tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying values in the financial statements. However, deferred tax are not recognised if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized.

The unrecognised deferred tax assets / carrying amount of deferred tax assets are reviewed at each reporting date for recoverability and adjusted appropriately.

Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.



1.6 Cash and cash equivalents

Cash and cash equivalents include cash in hand, bank balances and any deposits with original maturities of three months or less (that are readily convertible to known amounts of Cash and cash equivalents and subject to an insignificant risk of changes in value). However, for the purpose of the Statement of cash flows, in addition to above items, any bank overdrafts / cash credits that are integral part of the Company's cash management, are also included as a component of Cash and cash equivalents.

1.7 Share capital / Share premium

Ordinary shares are classified as Equity when the Company has an un-conditional right to avoid delivery of cash or another financial asset, that is, when the dividend and repayment of capital are at the sole and absolute discretion of the Company and there is no contractual obligation whatsoever to that effect.

1.8 Employee benefits

The Company's employee benefits mainly include wages, salaries and bonuses. The employee benefits are recognised in the period in which the associated services are rendered by the Company employees.

1.9 Provisions

a. General

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources will be required to settle the said obligation, and the amounts of the said obligation can be reliably estimated.

Provisions are measured at the present value of the expenditures expected to be required to settle the relevant obligation, using a pre-tax rate that reflects current market assessments of the time value of money (if the impact of discounting is significant) and the risks specific to the obligation. The increase in the provision due to un-winding of discount over passage of time is recognised within finance costs.

b. Contingencies

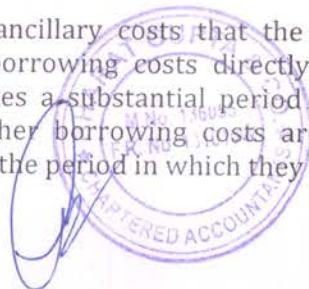
A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

1.10 Revenue recognition

Revenue is recognised when it is probable that the entity will receive the economic benefits associated with the transaction and the related revenue can be measured reliably. Revenue is recognised at the fair value of the consideration received or receivable, which is generally the transaction price, net of any taxes / duties, discounts and process waivers.

1.11 Borrowing costs

Borrowing costs consist of interest and other ancillary costs that the Company incurs in connection with the borrowing of funds. The borrowing costs directly attributable to the acquisition or construction of any asset that takes a substantial period to get ready for its intended use or sale are capitalized. All the other borrowing costs are recognised in the statement of profit and loss within finance costs of the period in which they are incurred.



1.12 Earnings per share ('EPS')

The Company presents the Basic and Diluted EPS data.

Basic EPS is computed by dividing the profit for the period attributable to the shareholders of the Company by the weighted average number of shares outstanding during the period.

Diluted EPS is computed by adjusting, the profit for the year attributable to the shareholders and the weighted average number of shares considered for deriving Basic EPS, for the effects of all the shares that could have been issued upon conversion of all dilutive potential shares.

1.13 Segment Reporting

The Company operates only in one business and geographical segment. Therefore, segment information as per Ind AS-108, 'Segment Reporting', has not been disclosed.

1.14 Recent Accounting Pronouncements

The Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2022.



SHREE KRISHNA INFRASTRUCTURE LIMITED
Balance Sheet as on March 31, 2025
(CIN: L45201GJ1990PLC013979)

Particulars		Notes	As at 31.03.2025 in Lakhs	As at 31.03.2024 in Lakhs
I. ASSETS				
(1) Non-current assets				
Property, Plant and Equipment		2	10.37	9.99
Intangible Assets Under Development			26.73	18.96
<u>Financial Assets</u>				
i. Non Current Investments		3	90.11	90.11
ii. Other Financial Assets		4	710.31	953.10
Deferred Tax Assets (Net)		22	0.27	0.27
Other Non-Current Assets	A		837.79	1,072.43
(2) Current assets				
Inventories		5	6.62	6.62
<u>Financial Assets</u>				
i. Trade receivables		6	11.91	11.91
ii. Cash and cash equivalents		7	328.76	45.99
Other Financial Assets		4	0.10	0.10
Other Current Assets	B	8	11.09	13.87
			358.48	78.49
	(A+B)		1,196.27	1,150.92
II. EQUITY AND LIABILITIES				
(1) Equity				
Equity Share capital		9	1,100.00	1,050.00
Prefential Convertible Warrants			-	12.50
Other Equity		10	90.25	86.80
			1,190.25	1,149.30
(2) Liabilities				
Non-current liabilities				
<u>Financial Liabilities</u>				
i. Borrowings	C		-	-
(3) Current liabilities				
<u>Financial Liabilities</u>				
i. Trade payables				
Total outstanding dues of micro enterprises and small enterprises			-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		11	1.06	-
Other Current Liabilities		12	3.79	0.57
Short Term Provisions (Net)		13	1.16	1.05
	D		6.01	1.62
	(C+D)		1,196.27	1,150.92

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

Bharat Gupta & Co
Chartered Accountants
Firm Registration No : 131010W

CA Bharat Gupta
Proprietor
Membership No. 136055

UDIN: 25136055BMHXFZ8492

Place: Bhyander (East) Thane
Date : 20.05.2025

For and on behalf of the Board

Ravi R. Kotia
Ravi Kotia
Chairman & Managing Director
DIN: 01761963

Amit Kotia
Amit Kotia
Chief Financial Officer

Shiwangi
Shiwangi Kumari
Director
DIN: 10551531

Priyal
Priyal Dangi
Company Secretary

SHREE KRISHNA INFRASTRUCTURE LIMITED
Statement of Profit and Loss for the year ended March 31, 2025
(CIN: L45201GJ1990PLC013979)

Particulars	Notes	31.03.2025 in Lakhs	31.03.2024 in Lakhs
INCOME			
Revenue from operations	14	79.55	86.72
Other income	15	4.57	0.10
Total income		84.12	86.82
EXPENSES			
Purchases of Stock-in-Trade		-	-
Change in Inventories of Finished Goods and Work in Progress and Stock in Trade	16	0.00	0.00
Employee benefits expense	17	42.28	42.84
Finance costs	18	-	-
Depreciation and amortisation expense	19	5.23	5.24
Other expenses	20	32.00	34.56
Total expenses		79.50	82.64
Profit / (Loss) before tax		4.62	4.18
Profit / (Loss) before tax			
Less : Tax expenses			
- Current tax	21	1.16	1.05
- Deferred tax	22	-	-
Total tax expense		1.16	1.05
Profit / (loss) for the year		3.45	3.13
Other Comprehensive Income			
<u>Items that will not be reclassified subsequently to profit or loss</u>			
Total comprehensive income for the year		3.45	3.13
Earnings per equity share			
1. Basic	23	0.03	0.03
2. Diluted		0.03	0.03

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

Bharat Gupta & Co
Chartered Accountants
Firm Registration No : 131010W

CA Bharat Gupta
Proprietor
Membership No. 136055
UDIN: 25136055BMHXF28492
Place: Bhyander (East) Thane
Date : 20.05.2025



For and on behalf of the Board

Ravi R. Kotia
Ravi Kotia
Chairman & Managing Director
DIN: 01761903
Amit Kotia
Amit Kotia
Chief Financial Officer

Shiwangi Kumari
Shiwangi Kumari
Director
DIN: 10551531
Priyal Dangi
Priyal Dangi
Company Secretary

SHREE KRISHNA INFRASTRUCTURE LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2025

Figures in Lakhs

A Equity Share Capital	Notes	As at	As at
		31-Mar-2025	31-Mar-2024
Balance as at the beginning of the year		1,062.50	1,062.50
Changes during the year	9	37.50	-
Balance as at the end of the year		1,100.00	1,062.50

B Other Equity

	Notes	Preferential Convertible Warrant	Reserves and Surplus		Total
			Securities Premium	Retained Earnings	
Balance as at April 1, 2023	10	12.50	72.73	10.95	96.19
Profit for the year		-	-	3.13	3.13
Payment towards SH-7 (Preferential Allotment)		-	-	-	-
Other Comprehensive Income for the year		-	-	-	-
Total Comprehensive Income for the year		-	-	3.13	3.13
Balance as at March 31, 2024		12.50	72.73	14.08	99.31
Profit for the year		-	-	3.45	3.45
Other Comprehensive Income for the year		-	-	-	-
Issue of Preferential Convertible Warrant		-	-	-	-
Conversion of Preferential Warrant to Equity Shares		-12.50	-	-	-12.50
Total Comprehensive Income for the year		-12.50	-	3.45	-9.05
Balance as at March 31, 2025		-	72.73	17.53	90.25



SHREE KRISHNA INFRASTRUCTURE LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March 2025
(CIN: L45201GJ1990PLC013979)

Particulars	2024-25 Amount in Lakhs	2023-24 Amount in Lakhs
A. Cash Flow From Operating Activities		
Net Profit Before Tax and Extraordinary item :-	4.62	4.18
Adjustment for:		
Depreciation	0.28	0.29
Interest Received	-4.57	-0.10
	-4.29	0.19
	0.33	4.37
Operating Profit before Working Capital Charges		
Adjustment for:		
(Increase) / Decrease in Inventories	-	-
(Increase) / Decrease in Trade Receivables	-	-
(Increase) / Decrease in Other Current Assets	2.79	2.66
(Increase) / Decrease in Other Financial Assets	242.79	-60.59
Increase / (Decrease) in Other Current Liabilities	3.20	0.01
Increase / (Decrease) in Trade Payables	1.06	-
	249.84	-57.93
Cash generated from Operations	250.17	-53.56
Cash Flow before Extraordinary items	250.17	-53.56
Taxes Paid	-1.05	-0.84
Net Cash Flow from operating activity	249.11	-54.40
B. Cash Flow from Investing Activities		
Purchase & Sale of Fixed Assets	-8.42	-9.71
Investment in Equity Shares	-	-
Income from other activities	4.57	0.10
	-3.85	-9.61
Net Cash used in Investing Activities	-3.85	-9.61
C. Cash Flow from Financing Activities		
Repayment of Long Term Borrowing	-	-
Proceeds from issue from equity shares	50.00	-
Preferential Share Warrant	-12.50	-
Payment towards SH-7	-	-
	37.50	-
Net cash flow from Financing Activities	37.50	-
Net Increase / (Decrease) in cash and other equivalents (A+B+C)	282.77	-63.99
Cash and cash equivalents		
Opening Balance	45.99	110.00
Cash and cash equivalents		
Closing Balance	328.76	45.99
Increase / (Decrease) in Cash equivalents	282.77	-64.01

Note: Previous year's figures have been regrouped/rearranged to confirm to the current year's presentation, wherever necessary.

Bharat Gupta & Co.
Chartered Accountants
Firm Registration No : 131010W

CA Bharat Gupta
Proprietor
Membership No. 136055

UDIN: 25136055BMHXF28492

Place: Bhyander (East) Thane
Date : 20.05.2025

For and on behalf of the Board

Ravi R. Kotia

Ravi Kotia
Chairman & Managing
DIN: 01761063

Amit Kotia
Amit Kotia
Chief Financial Officer

Shiwangi

Shiwangi Kumari
Director
DIN: 10551531

Priyal Dangl
Priyal Dangl
Company Secretary

SHREE KRISHNA INFRESTRUCTURE LTD. Fixed Asset Schedule for the year 2024-25							
Description	Gross Block			Depreciation			Net Block
	As at 01.04.2024	Additions	Deductions	As at 31.03.2025	For the period	Deletions	As at 31.03.2025
Computer & Printer							
Camera	0.11	-	-	0.11	0.01	-	0.07
Computer	4.27	-	-	4.27	0.08	-	4.11
Printer	0.15	-	-	0.15	-	-	0.15
Server	0.87	-	-	0.87	0.01	-	0.85
Mobile	0.60	-	-	0.60	0.01	-	0.53
Laptop	-	0.17	-	0.17	0.07	-	0.10
Paper Shredder Machine	-	0.18	-	0.18	0.03	-	0.15
Furniture & Fixtures							
Furniture	1.24	0.29	-	1.53	0.07	-	1.09
Land							
Mahuva	9.35	-	-	9.35	-	-	9.35
Intangible Asset							
Website	0.36	-	-	0.36	-	-	0.36
Total	16.95	0.64	-	17.59	0.28	-	10.37

SHREE KRISHNA INFRESTRUCTURE LTD. Fixed Asset Schedule for the year 2023-24							
Description	Gross Block			Depreciation			Net Block
	As at 01.04.2023	Additions	Deductions	As at 31.03.2024	For the period	Deletions	As at 31.03.2024
Computer & Printer							
Camera	-	0.11	-	0.11	0.03	-	0.08
Computer	4.09	0.18	-	4.27	0.10	-	4.03
Printer	0.15	-	-	0.15	0.01	-	0.15
Server	0.87	-	-	0.87	0.01	-	0.84
Mobile	0.60	-	-	0.60	0.03	-	0.52
Furniture & Fixtures							
Furniture	1.24	-	-	1.24	0.09	-	1.02
Land							
Mahuva	9.35	-	-	9.35	-	-	9.35
Intangible Asset							
Website	0.36	-	-	0.36	0.01	-	0.36
Total	16.66	0.29	-	16.95	0.29	-	9.97



Shree Krishna Infrastructure Ltd.
Notes Forming Part of Balance Sheet

Figures in Lakhs

Note: 3 Non Current Investment

Particulars	As at 31st March 2025	As at 31st March 2024
9,01,090 Equity shares @ Rs.10/- each of Sungold Media Limited	90.11	90.11
Total	90.11	90.11

Note: 4 Other Financial Assets

Particulars	As at 31st March 2025	As at 31st March 2024	As at 31st March 2025	As at 31st March 2024
	Non-Current	Non-Current	Current	Current
Long Term Loans and Advances				
Unsecured, Considered Good [Refer Note (a)]	710.31	514.25	-	-
Inter Corporate Deposits				
ICD	-	438.85	-	-
Security Deposits				
- Considered Good	-	-	0.10	0.10
Total	710.31	953.10	0.10	0.10

Note a: Details of loans and advances in the nature of loans granted to promoters, directors, key managerial personnel and related parties (as defined under Companies Act, 2013):

	Amount outstanding	Percentage to total loans Loans and Advances in the nature of loans	Amount outstanding	Percentage to total loans Loans and Advances in the nature of loans
	2024-25		2023-24	
Promoters	-	-	-	-
Directors	-	-	-	-
KMPs	-	-	-	-
Related parties	-	-	-	-
Total	-	-	-	-

Note: 5 Inventory

Particulars	As at 31st March 2025	As at 31st March 2024
Stock in Trade	6.62	6.62
Total	6.62	6.62

Note: 6 Trade Receivable

Particulars	As at 31st March 2025	As at 31st March 2024
Trade Receivable [Refer Note below]	11.91	11.91
Total	11.91	11.91

Note: Aging of trade receivables

Particulars	Outstanding for following periods from the due date (Current Year)					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables, considered	-	-	-	-	11.91	11.91
(ii) Undisputed Trade receivables, considered	-	-	-	-	-	-
(iii) Disputed Trade receivables, considered good	-	-	-	-	-	-
(iv) Disputed Trade receivables, considered doubtful	-	-	-	-	-	-

Particulars	Outstanding for following periods from the due date (Previous Year)					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables, considered	-	-	-	-	11.91	11.91
(ii) Undisputed Trade receivables, considered	-	-	-	-	-	-
(iii) Disputed Trade receivables, considered good	-	-	-	-	-	-
(iv) Disputed Trade receivables, considered	-	-	-	-	-	-

Note: 7 Cash and Cash Equivalents

Particulars	As at 31st March 2025	As at 31st March 2024
Balance with Banks	304.41	23.64
-In Current Accounts	24.36	22.36
Cash in Hand	-	-
Total	328.76	45.99



Note: 8 Other Current Assets

Particulars	As at 31st March 2025	As at 31st March 2024
Balance with Govt Authorities	10.79	8.62
Capital Advance	0.30	0.30
Business Development asset (Refer note (a) below)	-	4.95
Total	11.09	13.87

Note (a): The business development asset comprises of expenditures incurred without revenue being recognised on account of agreements signed but yet to be implemented/marketed by the company. Land is yet to be allocated by GIDC, and therefore Electric charging station installation is delayed. Due to Chip and Control Shortage in India we are unable to set up charging stations at various places such as society, colleges, etc. There were lot of hurdles during the set up of Electric Vahan Platform.

Note: 9 Share Capital

Particulars	As at 31st Mar 2025	As at 31st Mar 2024
Authorized: 1,25,00,000 [31st March 2024: 1,25,00,000]	1,250.00	1,250.00
	1,250.00	1,250.00
Issued, Subscribed and Paid-up: 1,10,00,000 [31st March 2024: 1,05,00,000]	1,100.00	1,050.00
Total	1,100.00	1,050.00

1.1) Details of the rights, preference and restrictions attached to each class of shares:

The Company has only one class of shares referred to as equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. The dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company the shareholders of equity shares will be entitled to receive 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.

1.2) Reconciliation of the number Equity Shares

Particular	As at 31st Mar 2025 Qty	As at 31st Mar 2024 Qty
Opening number of outstanding shares	105.00	105.00
Share Issue	5.00	-
Share brought back	-	-
Closing number of outstanding shares	110.00	105.00

1.3) Other Information

	Balance as at 1st April, 2024	Changes in equity share capital during the year	Balance as at 31st March, 2025
	Qty	Qty	Qty
Equity Share Capital:			
Paid up Capital	1,050.00	50.00	1,100.00

1.4) Details of shares held by each

Name of Shareholder	As at 31st Mar 2025		As at 31st Mar 2024	
	Qty	% Holding	Qty	% Holding
RAVI KOTIA	36.34	33.03	36.34	34.61
PRASHANT NATWARLAL LAKHANI	9.90	9.00	-	-
MAGIC TOUCH SECURITIES PRIVATE LIMITED	-	-	20.90	19.90
SHREE MANIBHADRA BROKING PRIVATE LIMITED	-	-	20.10	19.14
NAMRA TRADERS AND DISTRIBUTORS LLP	-	-	9.90	9.43
CHHAYA GAURANG SHAH	20.20	18.36	-	-
SPRING TRADE MERCANTILE PRIVATE LIMITED	20.86	18.97	-	-

1.5) Details of shareholding of promoters

Name of the promoter in Current Year	Number of shares	% of total number of shares	% of change during the year
RAVI KOTIA	36.34	33.03%	-1.58 (due to increase in paid up capital)
PRASHANT NATWARLAL LAKHANI	9.90	9.00%	+9.00%

Name of the promoter in Previous Year	Number of shares	% of total number of shares	% of change during the year
Ravi Kotia	36.34	34.61%	+0.05



Note: 10 Reserve & Surplus

Particulars	As at 31st Mar 2025	As at 31st Mar 2024
Security Premium Account		
Balance as per last Financial Statement	72.73	72.73
During the year	-	-
Balance at the end of the year	72.73	72.73
Profit and Loss Account		
Balance as per last Financial Statement	14.07	10.95
Excess provision made earlier year	-	-
Net Profit for the year	3.45	3.13
Payment towards SH-7 (Preferential Allotment)	-	-
Net Surplus in Profit and Loss Account	17.52	14.07
Total	90.25	86.80

Note: 11 Trade Payables [Refer Note below]

Particulars	As at 31st Mar 2025	As at 31st Mar 2024
Total outstanding dues of Micro Enterprises and	-	-
Total outstanding dues of Creditors other than	1.06	-
	1.06	-

Note: Aging of trade payables

Particulars	Outstanding for following periods from the due date (Current Year)				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
<u>Undisputed trade payables</u>					
Micro enterprises and small enterprises	-	-	-	-	-
Others	1.06	-	-	-	1.06
<u>Disputed trade payables</u>					
Micro enterprises and small enterprises	-	-	-	-	-
Others	-	-	-	-	-

Particulars	Outstanding for following periods from the due date (Previous Year)				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
<u>Undisputed trade payables</u>					
Micro enterprises and small enterprises	-	-	-	-	-
Others	-	-	-	-	-
<u>Disputed trade payables</u>					
Micro enterprises and small enterprises	-	-	-	-	-
Others	-	-	-	-	-

Note: 12 Other Current Liabilities

Particulars	As at 31st Mar 2025	As at 31st Mar 2024
Audit Fees Payable	0.12	0.12
Duties and tax	0.36	0.01
Professional Fees	0.11	0.11
Salary Payable	2.94	0.33
RTA Fees Payable	0.26	-
Total	3.79	0.57

Note: 13 Short Term Provisions

Particulars	As at 31st Mar 2025	As at 31st Mar 2024
Income Tax Provision	1.16	1.05
Total	1.16	1.05



Shree Krishna Infrastructure Ltd.
Notes Forming Part of the Profit & Loss Account

Figures in Lakhs

Note: 14 Revenue from operation

Particulars	For the year ended 31st Mar 2025	For the year ended 31st Mar 2024
Income from Operation	79.55	86.72
Total	79.55	86.72

Note: 15 Other Income

Particulars	For the year ended 31st Mar 2025	For the year ended 31st Mar 2024
Interest	2.75	0.10
Reversal of excess income tax provision	1.82	-
Total	4.57	0.10

Note: 16 Change in Inventories of Finished Goods and Work in Progress and Stock in Trade

Particulars	For the year ended 31st Mar 2025	For the year ended 31st Mar 2024
Opening Stock : - Stock in Trade	6.62	6.62
Closing stock : - Stock in Trade	6.62	6.62
Decrease/ (Increase) in Inventories	0.00	0.00

Note: 17 Employee Benefit Expense

Particulars	For the year ended 31st Mar 2025	For the year ended 31st Mar 2024
Salary [Refer note 24]	42.17	42.69
Staff Welfare Expenses	0.11	0.15
Total	42.28	42.84

Note: 18 Finance Cost

Particulars	For the year ended 31st Mar 2025	For the year ended 31st Mar 2024
Interest on Bank Loan	-	-
Others	-	-
Total	-	-

Note: 19 Depreciation and Amortization Expense

Particulars	For the year ended 31st Mar 2025	For the year ended 31st Mar 2024
Depreciation	0.28	0.29
Amortisation of Business Development	4.95	4.95
Total	5.23	5.24



Shree Krishna Infrastructure Ltd.
Notes Forming Part of the Profit & Loss Account

Figures in Lakhs

Note: 20 Other Expenses

Particulars	For the year ended 31st Mar 2025	For the year ended 31st Mar 2024
Advertisement Expenses	8.35	1.37
Business Promotion	1.14	1.19
Expenses for Operation	3.29	2.77
Postage and Courier	0.10	0.57
Legal & Professional Fees	2.52	9.86
Rent	-	0.60
Printing and Stationery	0.11	0.45
Travelling expenses	0.65	0.79
Office Expenses	0.50	1.01
Electricity Expenses	0.29	0.65
Rates and Taxes	0.01	0.02
Website Expenses	0.40	0.67
Sitting Fees	0.38	0.36
Director Remuneration	9.98	9.60
Communication	0.10	0.19
News Paper and periodical expenses	-	0.02
Membership Fees	3.76	4.21
<u>Payment to Auditor:</u>	-	-
Audit Fees [Refer Note (a) below]	0.12	0.12
Secretarial Audit Fees	0.11	0.11
Total	32.00	34.56

(a) Payments to Auditor:	For the year ended 31st Mar 2025	For the year ended 31st Mar 2024
As Auditor:		
- Statutory Audit	0.12	0.12

Note: 23 Earning per share

Particulars	For the year ended 31st Mar 2025	For the year ended 31st Mar 2024
EARNINGS PER SHARE		
Net Profit/(Loss) as per Statement of Profit & Loss (A)	3.45	3.13
Weighted average number of Equity Share used in computing (B)	110.00	105.00
Earning Per Share (C) Basic/Diluted- (A/B)	0.03	0.03

* There is no Potential Equity Shares



Note 24:

Name of the related party	Relationship
Ravi Kotia	Chairman & Managing Director
Amit Kotia	Chief Financial Officer
Komal Vijaybhai Chauhan	Company Secretary & Compliance Officer (upto 07.01.2025)
Priyal Dangi	Company Secretary & Compliance Officer (from 29.04.2025)
Shilpa Kotia	Relative of Key Managerial Personnel
Dhaval Kotia	Relative of Key Managerial Personnel

Transactions with Related Party	Year ended 31.03.2025	Year ended 31.03.2024
Directors Remuneration		
Ravi Kotia	9.96	9.58
Salary Paid		
Amit Kotia	9.58	9.24
Anupama Sharma (upto 29.05.2023)		1.00
Komal Vijaybhai Chauhan (upto 07.01.2025)	2.75	2.03
Shilpa Kotia	6.58	6.13

Note 25: The company has no transactions with the companies struck off under Companies Act, 2013 or Companies Act, 1956.

Name of the struck off company	Nature of transactions with struck off company	Balance outstanding as at current period	Relationship with the struck off company, if any, to be disclosed	Balance outstanding as at previous period	Relationship with the struck off company, if any, to be disclosed
	Receivables				
	Payables				

Note 26: The Company does not have immovable property whose title deeds are not held in the name of the Company. The Company has not revalued its property, plant and equipment. The Company does not have any Capital WIP. The Company does not have any circuitous financial transactions. The Company has not traded in any Crypto/Virtual currency.

Note 27: Previous year figure has been rearranged/ regrouped wherever necessary, to correspond with those of the current periods's classification.



Note 29: Ratios

S.No	Ratio	Formula	Numerator	Denominator	CV	PV	% Variation	Reason
1	Current Ratio	[Current Assets/Current Liabilities]	Current Asset	Current Liability	59.66	48.36	23%	NA
2	Debt Equity Ratio	[Debt/Shareholders Equity]	Debt	Shareholders Equity	-	-	0%	NA
3	Debt Service Coverage Ratio	[Net Operating Income/ Total Debt Service]*	Earning available for debt service*	Total Debt Service*	-	-	-	NA
4	Return on Equity Ratio	[Profit after tax for the year/ Shareholders Equity]	Profit after tax	Average Shareholder's Equity	0.00	0.00	-27%	Due to increase in shareholders equity
5	Inventories Turnover Ratio	[COGS/ (Average Inventories)]	COGS	Average Inventories	-	-	0%	NA
6	Trade Receivables Turnover Ratio	[Revenue from Operations/ Average Trade Receivables]	Revenue from Operations	Average Trade Receivables	6.68	7.28	-8%	NA
7	Trade Payables Turnover Ratio	[Total Purchases/ Average Trade Payables]	Total Purchases	Average Trade Payables	-	-	-	NA
8	Net Capital Turnover Ratio	[Revenue from Operations/ Average Working Capital]	Revenue from Operations	Working Capital	0.23	1.13	-80%	Due to increase in working capital
9	Net Profit Ratio	[Profit after Tax/ Revenue from Operations]	Profit after tax	Revenue from Operations	0.04	0.04	20%	NA
10	Return on Capital Employed	[EBIT / Capital Employed*]	EBIT	Capital Employed*	0.004	0.004	7%	NA
11	Return on Investment	[Profit after tax/ Capital Employed*]	Profit after tax	Capital Employed*	0.003	0.003	7%	NA

