

# SOURCE INDUSTRIES (INDIA) LIMITED

CIN: L45400TG1984PLC004777

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Date: 03.09.2025

To,  
Department of Corporate Services  
**BSE LIMITED,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
**Mumbai - 400 001**

Dear Sir,

*Sub:- Submission of Annual Report for the Financial Year 2024-2025.*  
*Ref:-Regulation 34(1) of SEBI (Listing Obligation and Disclosure Requirements),*  
*Regulations 2015.*  
*Script Code: - 521036*

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, we are enclosing here with, 41<sup>st</sup> Annual Report of the Company along with Notice of 41<sup>st</sup> Annual General Meeting of the members of the Company for the Financial Year 2024-25.

This is for your information and necessary records.

Thanking you,

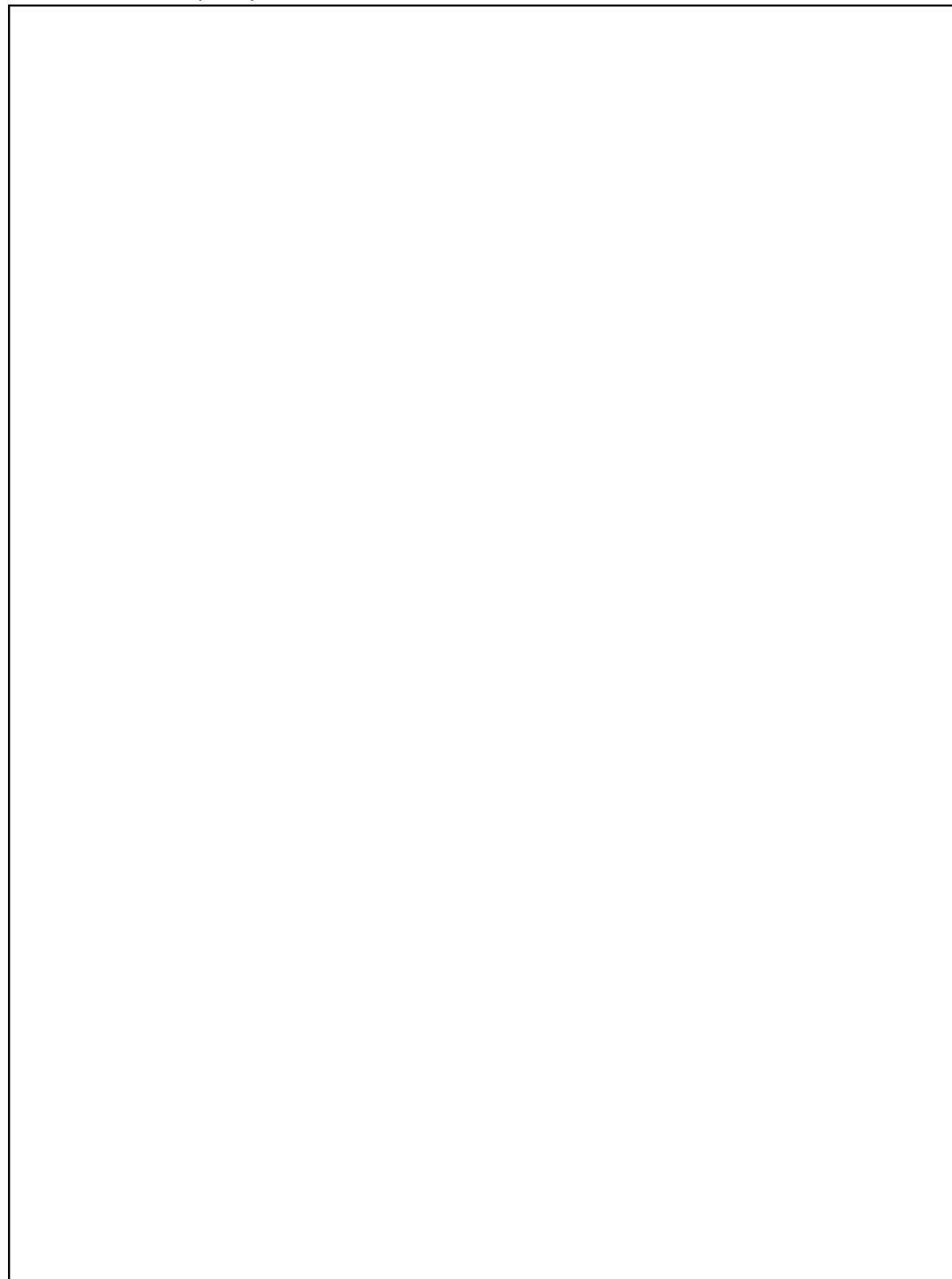
Yours truly,

**For SOURCE INDUSTRIES (INDIA) LIMITED**

**SUDHIR REDDY POSIREDDY**  
**CHAIRMAN & MANAGING DIRECTOR**  
**DIN: 02813098**

**41<sup>ST</sup>**  
**ANNUAL REPORT**  
**2024 - 2025**

**SOURCE INDUSTRIES**  
**(INDIA) LIMITED**



**41<sup>st</sup> Annual General Meeting**

Saturday 27<sup>th</sup> September 2025  
at 5:30 PM

through Video Conferencing ("VC") /  
Other Audio Visual Means ("OAVM")

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## **COMPANY INFORMATION**

### **BOARD OF DIRECTORS**

Mr. SUDHIR REDDY POSIREDDY	: CHAIRMAN AND MANAGING DIRECTOR (w.e.f 28.07.2025)
Mr. MOHAN KRISHNA NARAHARISETTY	: WHOLE-TIME DIRECTOR (w.e.f 28.07.2025)
Mrs. SWATHI RAM REDDY	: WHOLE-TIME DIRECTOR (w.e.f 28.07.2025)
Mr. RAJA SUMAN KARINGULA	: INDEPENDENT DIRECTOR (w.e.f. 28.07.2025)
Mr. RAJU KOYYALA	: INDEPENDENT DIRECTOR (w.e.f. 28.07.2025)
Mr. VENKATA SRINIVASAN KODAKALLA	: INDEPENDENT DIRECTOR (w.e.f 05.09.2024)
Ms. TULIKA SRIVASTAV	: COMPANY SECRETARY AND COMPLIANCE OFFICER (w.e.f 01.05.2024)
Mr. VISWESWARA RAO KOTHAPALLI	: CHIEF FINANCIAL OFFICER

**CIN-L45400TG1984PLC004777**

**LISTED AT**  
BSE Limited

### **REGISTERED OFFICE**

D6 IDA Phase V , Sangareddy, Patancheru,  
Medak, Patancheru, Telangana, India, 502319  
Email Id: source.investors@gmail.com  
Website: www.sourceindustriesindia.com

### **SHARE TRANSFER AGENTS**

M/s. Bigshare Services Private Limited,  
Flat No. 306, Right wing,  
3rd floor, Amrutha Ville,  
Opp: Yashodha Hospital,  
Somajiguda, Rajbhavan Road,  
Hyderabad-500082

### **INTERNAL AUDITOR**

M/s. NSVR and Associates LLP.  
Chartered Accountants  
Hyderabad

### **STATUTORY AUDITORS**

M/s. M.N RAO & ASSOCIATES.  
Chartered Accountants  
Flat No-303, Plot No-135, Prabha Manision,  
Kalyan Nagar, Phase I, Hyderabad-500 038

## **BOARD OF COMMITTEES**

### **AUDIT COMMITTEE:**

Mr. RAJU KOYYALA (Chairman)  
Mr. RAJA SUMAN KARINGULA (Member)  
Mr. SUDHIR REDDY POSIREDDY (Member)

### **STAKEHOLDERS RELATIONSHIP COMMITTEE:**

Mr. RAJU KOYYALA (Chairman)  
Mr. RAJA SUMAN KARINGULA (Member)  
Mr. VENKATA SRINIVASAN KODAKALLA (Member)

### **NOMINATION AND REMUNERATION COMMITTEE:**

Mr. RAJU KOYYALA (Chairman)  
Mr. RAJA SUMAN KARINGULA (Member)  
Mr. VENKATA SRINIVASAN KODAKALLA (Member)

**NOTICE**

Notice is hereby given that the 41st Annual General Meeting of the members of the Company will be held on Saturday 27th September 2025 at 5:30 P.M through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") facility to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider, approve and adopt the Audited Balance Sheet of the Company as at 31st March, 2025 and the Profit and Loss account for the year ended on that date and the Report of Directors' and the Auditors thereon.

2. **Appointment of Statutory Auditors:**

To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution for appointment of M/s PRSV & Co. LLP (Firm Reg. No. S200016), Chartered Accountants as the Statutory Auditors of the Company:

**"RESOLVED THAT** pursuant to the provisions of Sections 139,141,142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed there under, as amended from time to time, M/s. PRSV & Co. LLP (Firm Reg. No. S200016) Chartered Accountants, Hyderabad be and are hereby appointed as the Statutory Auditors of the Company to hold the office for a period of 5 years from the conclusion of this Annual General Meeting till the conclusion of 46th Annual General Meeting, on such remuneration as may be agreed upon by the Board of Directors and the Auditors, in addition to reimbursement of all out of pocket expenses in connection with the audit of the accounts of the Company."

**SPECIAL BUSINESS:**

3. **To consider the appointment of Mr. Sudhir Reddy Posireddy (DIN:02813098) as Director of the Company:**

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 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Sudhir Reddy Posireddy (DIN:02813098) who was appointed as an Additional Director in accordance with the provisions of Section 161(1) of the Act and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Executive Director of the Company, who is liable to retire by rotation."

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

4. **To consider the appointment of Mr. Sudhir Reddy Posireddy (DIN:02813098) as Chairman and Managing Director of the Company:**

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 section 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V of the said act and Companies (Appointment and Remuneration of Managerial Personal) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force, the recommendations of Nomination & Remuneration Committee and the Board of Directors, the consent of the members

## Source Industries (India) Limited

of the Company be and is hereby accorded for the appointment of Mr. Sudhir Redddy Posireddy (DIN:02813098) as the Chairman and Managing Director of the Company, who being liable to retire by rotation, for a term of three years commencing from July 28, 2025 at a remuneration of Rs. 2,00,000/- (Rupees Two Lakhs only) per month."

**"FURTHER RESOLVED THAT** in the event, the Company does not have profits, or the profits of the Company are inadequate in any financial year during his tenure as referred above, the amount of Salary and perquisites referred to above shall be paid as minimum remuneration in terms of Part II of Schedule V to the Companies Act, 2013."

**"FURTHER RESOLVED THAT** the Board be and is hereby authorized to do all such acts, deeds and things and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

5. **To consider the appointment of Mr. Naraharisetty Mohan Krishna (DIN: 07126524) as Director of the Company:**

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 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Naraharisetty Mohan Krishna (DIN: 07126524) who was appointed as an Additional Director in accordance with the provisions of Section 161(1) of the Act and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Executive Director of the Company, who is liable to retire by rotation."

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

6. **To consider the appointment of Mr. Naraharisetty Mohan Krishna (DIN: 07126524) as Whole Time Director of the Company:**

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 section 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V of the said act and Companies (Appointment and Remuneration of Managerial Personal) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force, the recommendations of Nomination & Remuneration Committee and the Board of Directors, the consent of the members of the Company be and is hereby accorded for appointment of Mr. Naraharisetty Mohan Krishna (DIN: 07126524) as Whole Time Director of the Company who being liable to retire by rotation, for a term of three years commencing from July 28, 2025 at a remuneration of Rs. 2,00,000/- (Two Lakhs only) per month."

**"FURTHER RESOLVED THAT** in the event, the Company does not have profits, or the profits of the Company are inadequate in any financial year during his tenure as referred above, the amount of Salary and perquisites referred to above shall be paid as minimum remuneration in terms of Part II of Schedule V to the Companies Act, 2013."

**"FURTHER RESOLVED THAT** the Board be and is hereby authorized to do all such acts, deeds and things and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

7. **To consider the appointment of Mrs. Ramreddy Swathi (DIN: 07199226) as Director of the Company:**

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 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mrs. Ramreddy Swathi (DIN: 07199226) who was appointed as an Additional Director in accordance with the provisions of Section 161(1) of the Act and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Executive Director of the Company, who is liable to retire by rotation."

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

8. **To consider the appointment of Mrs. Ramreddy Swathi (DIN: 07199226) as Whole Time Director of the Company:**

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 section 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V of the said act and Companies (Appointment and Remuneration of Managerial Personal) Rules, 2014 (including any statutory modification(s) or reenactment(s) thereof, for the time being in force, the recommendations of Nomination & Remuneration Committee and the Board of Directors, the consent of the members of the Company be and is hereby accorded for appointment of Mrs. Ramreddy Swathi (DIN: 07199226) as Whole Time Director of the Company, who being liable to retire by rotation, for a term of three years commencing from July 28, 2025 at a remuneration of Rs. 2,00,000/- (Two Lakhs only) per month."

**"FURTHER RESOLVED THAT** in the event, the Company does not have profits, or the profits of the Company are inadequate in any financial year during his tenure as referred above, the amount of Salary and perquisites referred to above shall be paid as minimum remuneration in terms of Part II of Schedule V to the Companies Act, 2013."

**"FURTHER RESOLVED THAT** the Board be and is hereby authorized to do all such acts, deeds and things and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

9. **To consider the appointment of Mr. Raja Suman Karingula (DIN: 11183097) as an Independent Director of the Company.**

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, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended from time to time, the consent of the members of the Company be and is hereby accorded for appointment of Mr. Raja Suman Karingula (DIN: 11183097), as an Independent Director of the Company for a period of 5 years i.e., from July 28, 2025 to July 27, 2030 and she shall not be liable to retire by rotation, who has submitted a declaration that he meets the criteria of independence as provided in Section 149 of the Act."



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

**10. To consider the appointment of Mr. Raju Koyyala (DIN: 10734973) as an Independent Director of the Company.**

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, 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended from time to time, the consent of the members of the Company be and is hereby accorded for appointment of Mr. Raju Koyyala (DIN: 10734973), as an Independent Director of the Company for a period of 5 years i.e., from July 28, 2025 to July 27, 2030 and she shall not be liable to retire by rotation, who has submitted a declaration that he meets the criteria of independence as provided in Section 149 of the Act."

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

**11. Increase in the Borrowing Powers of the Company:**

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

**RESOLVED THAT** pursuant to the provisions of section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013, including any statutory modifications or any amendments or any substitution or reenactment thereof, if any, for the time being in force, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company ("the Board") to borrow, from time to time as they may think fit, any sum or sums of money which together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may exceed the aggregate of the paid up capital of the Company and its free reserves, that is to say reserves not set apart for any specific purpose, provided that the total amount of moneys so borrowed shall not, at any time exceed the limit of Rs.100 Crore (Rupees One Hundred Crores)."

**"RESOLVED FURTHER THAT** the Board of Directors of the company be and is hereby authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required in order to effect to this resolution."

**12. To create charges on the movable and immovable properties of the Company, both present and future, in respect to borrowings under Section 180 (1)(a) of the Companies Act, 2013.**

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

**"RESOLVED THAT** pursuant to the provisions of section 180(1)(a) of the Companies Act, 2013, and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and all other enabling provisions if any, and the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors ("the Board") to hypothecate / mortgage /pledge and/or create charge on all or any immovable and movable properties of the Company both present and future or the whole or substantially the whole of the undertaking(s) of the Company in favour of the Banks/ Financial Institutions/ Companies / individuals / any other instruments / securities for securing any loans of the Company or obtaining any other facility, together with interest, costs, charges, expenses and any other monies payable by the Company within the overall borrowing powers delegated to the Board of Directors from time to time pursuant to section 180(1)(c) of the Companies Act, 2013.

**FURTHER RESOLVED THAT** for the purpose of giving effect to this resolution, the Board (including any Committee of the Board) be and is hereby authorized to finalise, settle and execute such documents/deeds/writings/papers/agreements as may be required and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to resolve any question, difficulty or doubt that may arise in relation thereto or otherwise considered by the Board to be in the best interest of the Company."

13. **To appoint M/s. P.S Rao & Associates, Company Secretaries in Practice (PCS) as Secretarial Auditors for a term of up to 5 (Five) consecutive years, fix their remuneration.**

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

**"RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, if any and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to receipt of such other approvals, consents and permissions as may be required, M/s. P.S Rao & Associates, Firm of Company Secretaries in Practice be and are hereby appointed as Secretarial Auditors of the Company for a term of 5 (Five) consecutive years, to hold the office from the conclusion of this Annual General Meeting ('AGM') till the conclusion of 46th Annual General Meeting of the Company to be held in the Year 2030, at a remuneration to be fixed by the Board of Directors of the Company or any Committee of the Board of Directors ('the Board')."

**"FURTHER RESOLVED THAT** the Board be and is hereby authorized to do all such acts, deeds, things and to sign all such documents and writings as may be necessary to give effect to this resolution and for matters connected therewith or incidental thereto."

14. **Alteration of Objects Clause**

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

**"REOSLVED THAT** pursuant to the provisions of Sections 4, 13 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with applicable rules made thereunder, including any statutory modification(s) or re-enactment(s) thereto for the time being in force, and subject to the necessary approvals, consents, permissions and sanctions required, if any, by the Registrar of Companies, and / or any other appropriate authority and subject to such terms, conditions, amendments or modifications as may be required or advised by any such appropriate authority(ies), the consent of Members of the Company be and is hereby accorded to amend the Objects clauses of the Memorandum of Association ("MOA") of the Company by inserting the following clauses after 1 to 5 of 3 (A) of the MOA:

- 6) To design, develop, manufacture, construct, assemble, integrate, maintain, repair, supply, trade, import, export, and deal in all types of railway systems, components, equipment, rolling stock, locomotives, coaches, wagons, track equipment, signalling systems, communication systems, electrical and electronic systems, propulsion technologies, safety systems, control systems, computers, microprocessors, modules, systems and related accessories. To plan, design, develop, construct, erect, execute, operate, maintain, and carry out works and contracts in relation to railway infrastructure projects, including but not limited to railway lines, metro railways, monorails, tramways, bridges, tunnels, viaducts, stations, depots, workshops, yards, electrification systems, signalling and telecommunication systems, civil works, track laying, and allied infrastructure. To engage in research, development, and application of new technologies in railway transportation, including but not limited to automation, digital signalling, smart transportation systems, AI-based traffic management, IoT-enabled railway solutions, high-speed rail systems, metro rail systems, and urban mass rapid transport solutions.

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- 7) To provide consultancy, project management, technical advisory, installation, commissioning, and maintenance services in relation to railways, metro systems, monorails, tramways, light rail systems, electrification, signalling and communication, and related infrastructure including IT services as programmers, system analysts, software engineers, To establish, acquire, operate, and maintain testing facilities, laboratories, and training centres for development, validation, and skill enhancement in railway engineering, signalling, electronics, and transport safety technologies, To design, develop, manufacture, integrate, and supply defence technology solutions including software systems, simulation platforms, electronic systems, avionics, radar, sonar, navigation, communication, drones, unmanned vehicles, and related non-lethal equipment; and to undertake research and development in the fields of defence electronics, information technology, artificial intelligence, and cybersecurity, excluding weapons and ammunition manufacturing.
- 8) To establish, construct, and operate infrastructure, laboratories, and training facilities for defence and security purposes; to provide professional training, simulators, VR/AR-based solutions, and other non-lethal defence training modules; and to engage in logistics, maintenance, repair, and overhaul of defence equipment and technologies for armed forces, paramilitary, and homeland security agencies. To collaborate with government bodies, defence organizations, research institutions, and private enterprises in India and abroad for technology transfer, joint ventures, consultancy, and innovation in non-lethal defence and civil security systems; and to provide solutions for border management, disaster management, surveillance, and other homeland security applications in furtherance of national interest.

**"RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall deem to include any of its duly authorized Committees) and / or Company Secretary or any of?cer(s) so authorised by the Board, be and are hereby severally authorised to do all acts, deeds, matters and things as may, in their absolute discretion, be deemed necessary, expedient, proper or desirable to give effect to the resolution including ?lings of statutory forms and to settle any matter, question, dif?culties or doubts that may arise in this regard and accede to such modi?cations and any alterations to the aforesaid resolution as may be advised by the Registrar of Companies without requiring the Board to secure any further consent or approval of the Members of the Company; and that the Members of the Company are hereby deemed to have given their approval thereto expressly by the authority of this resolution and acts and things done or caused to be done shall be conclusive evidence of the authority of the Company for the same."

**By order of the Board  
For Source Industries (India) Limited**

**Sd/-  
Sudhir Reddy Posireddy  
Chairman and Managing Director  
(DIN: 02813098)**

Place: Hyderabad  
Date : 28.07.2025

**NOTES:**

1. Explanatory Statement setting out all material facts as required under Section 102 of the Companies Act, 2013 in respect of special business of the Company is appended and forms part of the Notice.
2. The Ministry of Corporate Affairs ("MCA") vide its General Circular dated May 5, 2020 read with Circulars dated April 8, 2020, April 13, 2020, January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as "MCA Circulars") and SEBI vide its Circular No. 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/DDHS/P/CIR/2022/0063 dated May 13, 2022, SEBI/HO/DDHS/DDHS-RACPOD1/P/CIR/2023/001 dated January 5, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and SEBI/HO/CFD/CFD-PoD 2/P/CIR/2024/133 dated October 3, 2024, has permitted the holding of the Annual General Meeting ("AGM") through Video Conference/Other Audio Visual Means, without the physical presence of the Members at a common venue. Pursuant to the provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Circulars issued by MCA and SEBI, 41st AGM of the Company being conducted through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) herein after called as "e-AGM".
3. Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution / Authorization shall be sent to the Scrutinizer by email through its registered email address to psraoassociates@gmail.com with a copy marked to source.investors@gmail.com.
4. Pursuant to the provisions of the circulars on the VC / OAVM (e-AGM) members can attend the meeting through login credentials provided to them to connect to Video Conference (VC) / Other Audio-Visual Means (OAVM). Physical attendance of the Members at the Meeting venue is not required. A proxy is allowed to be appointed under Section 105 of the Companies Act, 2013 to attend and vote at the general meeting on behalf of a member who is not able to attend personally. Since the AGM will be conducted through VC / OAVM, there is no requirement of appointment of proxies. Hence, Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
5. The Company has notified closure of Register of Members and Share Transfer Books from Sunday 21st September 2025 to Friday 26th September 2025, for the purpose of ensuing Annual General Meeting of the company held on Saturday 27th September 2025.
6. In case you are holding the Company's shares in dematerialized form, please contact your depository participant and give suitable instructions to update your bank details in your demat account and to notify any changes with respect to their addresses email id, ECS mandate. In case you are holding Company's shares in physical form, please inform Company's STA viz. M/s. Bigshare Services Private Limited, Flat No. 306, right wing, 3rd floor, Amrutha Ville, Opp: Yashodha Hospital, Somajiguda, Rajbhavan Road, Hyderabad-500082. by enclosing a photocopy of blank cancelled cheque of your bank account.
7. M/s. Bigshare Services Private Limited, Flat No. 306, right wing, 3rd floor, Amrutha Ville, Opp: Yashodha Hospital, Somajiguda, Rajbhavan Road, Hyderabad-500082 Phones 040 4014 4967 Email: bsshyd@bigshareonline.com is the Registrar & Share Transfer Agent (STA) of the Company. All communications in respect of share transfers and change in the address of the members may be communicated to them.
8. Members holding shares of the same name under different Ledger Folios are requested to apply for consolidation of such Folios and send the relevant share certificates to the Share Transfer

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Agent / Company. In the 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.

9. Members seeking any information with regard to any matter to be placed at the AGM, are requested to write to the Company atleast one week before, through email on [source.investors@gmail.com](mailto:source.investors@gmail.com). The same will be replied by the Company suitably.
10. Relevant documents referred to in the accompanying Notice are open for inspection by the members at the Registered office of the Company on all working days, between 11.00 A.M. to 1.00 P.M. upto the date of the meeting.
11. In line with the Ministry of Corporate Affairs ("MCA") vide its Circular dated May 5, 2020 read with Circulars dated April 8, 2020, April 13, 2020, January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 (collectively referred to as "MCA Circulars") and SEBI vide its Circular No. 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, SEBI/HO/DDHS/DDHS-RACPOD1/P/CIR/2023/001 dated January 5, 2023, SEBI/HO/CFD/CFD-PoD 2/P/CIR/2023/167 dated October 7, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, the Notice calling the e-AGM and Annual Report has been uploaded on the website of the Company at <https://www.Sourceindustriesindia.com/investors>. The Notice can also be accessed from the websites of the Stock Exchange i.e., BSE Limited. The Annual Report for the Financial year ended March 31, 2025 and Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s), owing to the difficulties involved in dispatching of physical copies of the financial statements including Board's Report, Auditor's Report or other documents required to be attached therewith (together referred to as Annual Report). A physical copy of the Annual Report shall be sent to those shareholders who request the same.
12. The attendance of the Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
13. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market for transaction of transfer, transmission/transposition and deletion of name of deceased holder. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Registrar & Share Transfer Agents of the Company i.e., Venture capital and corporate investments private limited.
14. Members who hold shares in physical form can nominate a person in respect of all the shares held by them singly or jointly. Members who hold shares in single name are advised, in their own interest to avail of the nomination facility. Members holding shares in dematerialized form may contact their respective depository participant(s) for recording nomination in respect of their shares.
15. Section 108 of the Companies Act, 2013, read with rules made there under and Sub-regulation (1) of Regulation 44 of SEBI (LODR) Regulations, 2015, requires a listed Company to provide e-voting facility to its shareholders, in respect of all shareholders' resolutions, to be passed at General Meetings. Accordingly, the Company is pleased to offer e-voting facility as an alternate, for all its Members to enable them to cast their vote electronically.
16. In case a member desires to exercise his/her/its vote by using e-voting facility then he/she/it has to carefully follow the instructions as given for E-Voting. He/she/it can use the facility and log in any number of times till he/she/it has voted on the Resolution or till the end of the voting period whichever is earlier. The detailed instructions for E-Voting are given as part of this Notice.

17. The results of the e-voting will be declared within two working days of conclusion of the meeting and the results along with the scrutinizer's report shall be placed on the website of the Company.
18. The members of the Company, holding shares either in physical form or in dematerialized form, as on, Saturday, 20th September 2025, being the cutoff date, may cast their vote (for or against) electronically.
19. Mr. Jineshwar Kumar Sankhala, Practicing Company Secretary has been appointed by the Board as Scrutinizer for the purpose of ascertaining the requisite majority for all the businesses in a fair and transparent manner. The results declared along with the scrutinizer's report shall be placed on the website of the Company.
20. Pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015, and Secretarial Standard on General Meetings (SS-2), with respect to director seeking appointment/re-appointment at the AGM, a brief profile of the Directors proposed to be appointed, re-appointed, is annexed to this notice
21. Pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015, brief profile of the Auditors proposed to be appointed, re-appointed, is annexed to this notice.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:**

**Item No. 2**

Due to the resignation of M/s. M N RAO and Associates, Chartered Accountants (FRN: 005386S), Statutory Auditors of the Company, and pursuant to compliance of Section 139(8) of Companies Act, 2013 and rules there under, Based on the recommendation of the Audit Committee, the Board of Directors at its meeting held on 28th day of July, 2025, considering the evaluation of experience and expertise of M/s PRSV & Co. LLP, Chartered Accountants (Firm Reg. No. S200016), the Board proposed to appoint M/s PRSV & Co. LLP, Chartered Accountants as Statutory Auditors of the Company to fill in causal vacancy caused due to resignation of M/s M N RAO and Associates, Chartered Accountants (FRN: 005386S), and to hold office for a period of five years from the conclusion of this Annual General Meeting (AGM) till the conclusion of 46th AGM at such remuneration as shall be fixed by the Board of Directors of the Company subject to the approval of shareholders.

The Company has received eligibility certificate as required under Section 141 of Companies Act 2013. PRSV & Co. LLP, Chartered Accountants (Firm Reg. No. S200016), have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

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

The Board commends the **Ordinary Resolution** set out at Item No. 3 of the Notice for approval by the Members.

**Item No. 3 & 4**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ('the Act') and the Articles of Association of the Company, appointed Mr. Sudhir Reddy Posireddy (Din: 02813098) as Additional Director of the Company with effect from July 28, 2025 to hold the office up to the date of this meeting.

Mr. Sudhir Reddy Posireddy is not disqualified from being appointed as director in terms of Section 164 of the Act and have given his consent to act as director.

The Company has received notices under Section 160 of the Act from Members proposing the candidature of Mr. Sudhir Reddy Posireddy and accordingly the Board proposed to appoint him as Executive Director in the capacity of Managing Director whose period of office will be liable to determination by retirement of rotation.

Based on the recommendation of Nomination and Remuneration Committee, taking into consideration his rich experience and expertise, the Board of Directors subject to the approval of the members' approval, appointed Mr. Sudhir Reddy Posireddy as Chairman and Managing Director at their meeting held on July 28, 2025 for a period of three years commencing from July 28, 2025 with a remuneration of Rs. 2, 00, 000/- (Rupees Two Lakhs only) per month.

Mr. Sudhir Reddy Posireddy holds 29,81,783 (26.15%) Equity shares in the Company.

Mr. Sudheer Reddy Posireddy is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

Brief profile of Mr. Sudhir Reddy Posireddy provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India as follows:

- He holds the degree of Master of Science in Mechanical Engineering from Florida International University, USA.
- He has around fifteen (15) years of experience in Designing and Manufacturing of complex and task specific Industrial Robots.

The following is the additional information as per Section II of Part II of Schedule V of the Companies Act, 2013:

I. General Information:				
a) Nature of industry	Textiles and Infra related to Rail and Defence			
b) Date or expected date of commencement of commercial production.	Existing Unit			
c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable			
d) Financial performance based on given indicators	(Rs. In Lakhs)			
	Particulars	2024-25	2023-24	2022-23
	Revenue	13.72	6.57	5.20
	Profit before Tax	0.78	(14.55)	(7.56)
	Provision for Taxation	--	--	--
	Profit/(Loss) after tax	0.78	(14.55)	(7.56)
e) Foreign investments or collaborators, if any	Not Applicable			
II. Information about the appointee:				
a) Reasons of loss or inadequate profits	Accumulated losses			
b) Steps taken or proposed to be taken for improvement	Measures already taken to improve the performance			
c) Expected increase in productivity and profits in measurable terms	Barring unforeseen circumstances, the Company hopes to increase the revenue and profits by improving margins in current year			

Pursuant to the provisions of section 196, 197 read with Schedule V to the Companies Act, 2013 the company needs to obtain the consent of its members by way of special resolution.

Hence, the Board recommends the resolution for your consideration and approval.

Mr. Sudhir Reddy Posi Reddy shall be deemed to be interested / concerned in the aforesaid resolution. Except as aforesaid, none of the Directors, Key Managerial Personnel and their relatives is interested in this resolution except to the extent of their shareholding in the Company.

**Item No. 5 & 6**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ('the Act') and the Articles of Association of the Company, appointed Mr. Naraharisetty Mohan Krishna (DIN: 07126524) as Additional Director of the Company with effect from July 28, 2025 to hold the office up to the date of this meeting.

Mr. Naraharisetty Mohan Krishna is not disqualified from being appointed as director in terms of Section 164 of the Act and have given his consent to act as director.

The Company has received notices under Section 160 of the Act from Members proposing the candidature of Mr. Naraharisetty Mohan Krishna and accordingly the Board proposed to appoint him as Executive



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Director in the capacity of Whole time director whose period of office will be liable to determination by retirement of rotation.

Based on the recommendation of Nomination and Remuneration Committee, taking into consideration his rich experience and expertise, the Board of Directors subject to the approval of the members' approval, appointed Mr. Naraharisetty Mohan Krishna as Whole Time Director at their meeting held on July 28, 2025 for a period of three years commencing from July 28, 2025 with a remuneration of Rs. 2, 00, 000/- (Rupees Two Lakhs only) per month.

Mr. Naraharisetty Mohan Krishna holds 10,29,800 (9.03%) Equity shares in the Company. He is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

Brief Profile of Mr. Naraharisetty Mohan Krishna pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India as follows:

- He holds the degree of Bachelor of Technology in Electrical and Electronics Engineering from Shanmugha Arts, Science, Technology & Research Academy (SASTRA), Tirumalaisamudram, and Tamil Nadu.
- He has around two (2) decades of experience in Business Development and executing Technology projects

The following is the additional information as per Section II of Part II of Schedule V of the Companies Act, 2013:

IV. General Information:				
f) Nature of industry	Textiles and Infra related to Rail and Defence			
g) Date or expected date of commencement of commercial production.	Existing Unit			
h) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable			
i) Financial performance based on given indicators	(Rs. In Lakhs)			
	Particulars	2024-25	2023-24	2022-23
	Revenue	13.72	6.57	5.20
	Profit before Tax	0.78	(14.55)	(7.56)
	Provision for Taxation	--	--	--
	Profit/(Loss) after tax	0.78	(14.55)	(7.56)
j) Foreign investments or collaborators, if any	Not Applicable			
V. Information about the appointee:				
h) Background details	He holds the degree of Bachelor of Technology in Electrical and Electronics Engineering from Shanmugha Arts, Science, Technology & Research Academy (SASTRA), Tirumalaisamudram, Tamil Nadu. He has around two (2) decades of experience in Business Development and executing technology projects			
i) Past Remuneration	Not Applicable			
j) Recognition or awards	Nil			

k) Job profile and his suitability	He has around two (2) decades of experience in Business Development and executing technology projects
l) Remuneration proposed	As mentioned in the resolution.
m) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	In the past few years, the remuneration of Senior Executives in the industry in general has gone up manifold. The remuneration proposed to be paid to the Whole time Director is purely based on merit. Further, the Board, perused the remuneration of managerial person in other companies comparable with the size of the Company, industry benchmarks in general, profile and responsibilities of Mr. Naraharisetty Mohan Krishna before approving the remuneration as proposed hereinabove.
n) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	Mr. Naraharisetty Mohan Krishna Holds 10,29,800 Equity Shares in The Company.  Other than shareholding there is no other relation.
<b>VI. Other information:</b>	
d) Reasons of loss or inadequate profits	Accumulated losses
e) Steps taken or proposed to be taken for improvement	Measures already taken to improve the performance
f) Expected increase in productivity and profits in measurable terms	Barring unforeseen circumstances, the Company hopes to increase the revenue and profits by improving margins in current year

Pursuant to the provisions of section 196, 197 read with Schedule V to the Companies Act, 2013 the company needs to obtain the consent of its members by way of special resolution.

Hence, the Board recommends the resolution for your consideration and approval.

Mr. Naraharisetty Mohan Krishna shall be deemed to be interested / concerned in the aforesaid resolution.

Except as aforesaid, none of the Directors, Key Managerial Personnel and their relatives is interested in this resolution except to the extent of their shareholding in the Company

#### Item No: 7 & 8

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ('the Act') and the Articles of Association of the Company, appointed Mrs. Ramreddy Swathi (DIN: 07199226) as Additional Director of the Company with effect from July 28, 2025 to hold the office up to the date of this meeting.

Mrs. Ramreddy Swathi is not disqualified from being appointed as director in terms of Section 164 of the Act and have given her consent to act as director.

The Company has received notices under Section 160 of the Act from Members proposing the candidature of Mrs. Ramreddy Swathi and accordingly the Board proposed to appoint her as Executive Director in the capacity of Whole time director whose period of office will be liable to determination by retirement of rotation.

Based on the recommendation of Nomination and Remuneration Committee, taking into consideration her experience and expertise, the Board of Directors subject to the approval of the members' approval, appointed Mrs. Ramreddy Swathi as Whole Time Director at their meeting held on July 28, 2025 for a period of three years commencing from July 28, 2025 with a remuneration of Rs. 2, 00, 000/- (Rupees Two Lakhs only) per month.

Mrs. Ramreddy Swathi holds 26,90,110 (23.59%) Equity shares in the Company. She is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

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Brief profile of Mrs. Ramreddy Swathi pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India as follows:

- She holds a Bachelor of Technology (B. Tech) degree in Computer Science & Engineering from Jawaharlal Nehru Technological University, Hyderabad.
- She is also admitted as Advocate on the Rolls of the Bar Council of the State of Telangana under the Advocates Act of 1961. She has around five years of experience as Legal consultant and Administration.

The following is the additional information as per Section II of Part II of Schedule V of the Companies Act, 2013:

VII. General Information:				
k) Nature of industry	Textiles and Infra related to Rail and Defence			
l) Date or expected date of commencement of commercial production.	Existing Unit			
m) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not Applicable			
n) Financial performance based on given indicators	(Rs. In Lakhs)			
	Particulars	2024-25	2023-24	2022-23
	Revenue	13.72	6.57	5.20
	Profit before Tax	0.78	(14.55)	(7.56)
	Provision for Taxation	--	--	--
	Profit/(Loss) after tax	0.78	(14.55)	(7.56)
o) Foreign investments or collaborators, if any	Not Applicable			
VIII. Information about the appointee:				
o) Background details	She holds a Bachelor of Technology (B. Tech) degree in Computer Science & Engineering from Jawaharlal Nehru Technological University, Hyderabad. She is also admitted as Advocate on the Rolls of the Bar Council of the State of Telangana under the Advocates Act of 1961. She has around five years of experience as Legal consultant and Administration.			
p) Past Remuneration	Not Applicable			
q) Recognition or awards	Nil			
r) Job profile and his suitability	She has around five years of experience as Legal consultant.			
s) Remuneration proposed	As mentioned in the resolution.			
t) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	In the past few years, the remuneration of Senior Executives in the industry in general has gone up manifold. The remuneration proposed to be paid to the Whole time Director is purely based on merit. Further, the Board, perused the remuneration of managerial person in other companies comparable with the size of the Company, industry benchmarks in general, profile and responsibilities of Mrs. Ramreddy Swathi before approving the remuneration as proposed hereinabove.			

u) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	Mrs. Ramreddy Swathi Holds 26,90,110 Equity Shares in the Company.  Other than shareholding there is no other relation.
<b>IX. Other Information</b>	
g) Reasons of loss or inadequate profits	Accumulated losses
h) Steps taken or proposed to be taken for improvement	Measures already taken to improve the performance
c) Expected increase in productivity and profits in measurable terms	Barring unforeseen circumstances, the Company hopes to increase the revenue and profits by improving margins in current year

Pursuant to the provisions of section 196, 197 read with Schedule V to the Companies Act, 2013 the company needs to obtain the consent of its members by way of special resolution.

Hence, the Board recommends the resolution for your consideration and approval.

Mrs. Ramreddy Swathi shall be deemed to be interested / concerned in the aforesaid resolution.

Except as aforesaid, none of the Directors, Key Managerial Personnel and their relatives is interested in this resolution except to the extent of their shareholding in the Company

**Item No: 9**

The Board of Directors of the Company at its Meeting held on 28th July, 2025, pursuant to the recommendation of the Nomination and Remuneration Committee ("NRC"), has approved the appointment of Mr. Raja Suman Karingula (DIN: 11183097) as an Additional Director (Non-Executive Independent) of the Company with effect from 28th July, 2025 to hold office up to the date of the next Annual General Meeting of the Company pursuant to section 161 of the Companies Act, 2013 ("the Act") and subject to approval of the Members at the said Annual General Meeting, to hold office as an Independent Director, not liable to retire by rotation, for a term of 5 (five) consecutive years commencing from 28th July, 2025.

As per Regulation 17(1C) and 25(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to take approval of shareholders for appointment of a person on the Board of Directors at the next general meeting or within a period of three months from the date of appointment, whichever is earlier, through a special resolution.

**Brief Profile of Mr. Raja Suman Karingula:**

Raja Suman Karingula is a strategic technologist and founder with over 19 years of experience across Microsoft and TCS, now leading two ventures under Pivot Point Ventures-a D2C brand and an AI Automation Agency. He brings deep expertise in AI driven transformation, ethical automation, and systems thinking, with a track record of building scalable, compliance-conscious solutions across Real Estate, Manufacturing, E-Commerce, and Online Coaching sectors.

At Microsoft, Raja led multi-tenant architecture for M365 Security-protecting user identity across Office 365 and Azure ecosystems. He embedded Zero Trust principles and regulatory compliance into platform design, shaping Microsoft's security posture at scale. He also drove GDPR compliance for credentialing platforms and bridged global teams during a \$3B integration initiative.

Raja's multi-geography experience-collaborating with teams across India, the U.S., Ireland, and China-has shaped his inclusive, systems-level approach to innovation and stakeholder alignment. As a founder, he empowers organizations through modular automation while prioritizing responsible AI and long-term trust.

Keeping in view of Mr. Raja Suman Karingula vast expertise and knowledge, it is proposed by the Management of the Company that Mr. Raja Suman Karingula be appointed as an Independent Director of the Company.

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He does not hold any equity shares in the Company and is not debarred from holding the office of the Independent Director by virtue of any Order of SEBI or any other Authority.

Except Mr. Raja Suman Karingula, none of the Directors on the Board or Manager or the Key Managerial Personnel of the Company or their relatives are in anyway concerned or interested financially or otherwise in the above Resolution set out at Item No.9 of the Notice.

The Resolution set out at Item No.9 of the notice is put forth for consideration by the members as a Special Resolution pursuant to Section 149 read with Schedule IV of the Companies Act, 2013 for the appointment of Mr. Raja Suman Karingula as an Independent Director of the Company.

### **Item No 10:**

The Board of Directors of the Company at its Meeting held on 28th July, 2025, pursuant to the recommendation of the Nomination and Remuneration Committee ("NRC"), has approved the appointment of Mr. Raju Koyyala (DIN: 10734973) as an Additional Director (Non-Executive Independent) of the Company with effect from 28th July, 2025 to hold office up to the date of the next Annual General Meeting of the Company pursuant to section 161 of the Companies Act, 2013 ("the Act") and subject to approval of the Members at the said Annual General Meeting, to hold office as an Independent Director, not liable to retire by rotation, for a term of 5 (five) consecutive years commencing from 28th July, 2025.

As per Regulation 17(1C) and 25(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to take approval of shareholders for appointment of a person on the Board of Directors at the next general meeting or within a period of three months from the date of appointment, whichever is earlier, through a special resolution.

### **Brief Profile of Mr. Raju Koyyala:**

Mr. Raju Koyyala, a Fellow Member of the Institute of Chartered Accountants of India, practicing since August 2009. He currently serving as the Managing Partner of M/s. Raju Koyyala & Associates, a firm founded in 2014 and based in Hanamkonda, Telangana. With a career spanning over a decade and a half, he had rendered services across auditing, taxation, finance, compliance, and consulting, building a reputation for practical insights and professional integrity.

Keeping in view of Mr. Raju Koyyala's vast expertise and knowledge, it is proposed by the Management of the Company that Mr. Raju Koyya be appointed as an Independent Director of the Company.

He does not hold any equity shares in the Company and is not debarred from holding the office of the Independent Director by virtue of any Order of SEBI or any other Authority.

Except Mr. Raju Koyyala, none of the Directors on the Board or Manager or the Key Managerial Personnel of the Company or their relatives are in anyway concerned or interested financially or otherwise in the above Resolution set out at Item No.10 of the Notice.

The Resolution set out at Item No.10 of the notice is put forth for consideration by the members as a Special Resolution pursuant to Section 149 read with Schedule IV of the Companies Act, 2013 for the appointment of Mr. Raju Koyyala as an Independent Director of the Company.

### **Item no 11 & 12 :**

The Board of Director are glad to inform you that the Company is proposed to expand its scale of business operations of the Company in this regard the Company may need additional funds in the form of working capital assistance and term loans or any other form of credit facilities.

Pursuant to the provisions of the Section 180 (1) (a ) and 180 (1) (c) of the Companies Act, 2013 the Board of Directors cannot, except with the consent of the members of the Company in a general meeting by means of a special resolution, borrow moneys which together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), are in excess of the aggregate of the paid up capital of the Company and its free reserves (i.e., reserves not set apart for any specific purpose).

The proposed borrowings of the Company, if necessary, be secured by way of charge / mortgage / hypothecation on the Company's assets in favor of the security holders or any other lender(s). As the documents

to be executed between the security holders / trustees for the holders of the said securities and the Company may contain the power to take over the management of the Company in certain events, it is necessary to pass a special resolution under section 180 (1) (a) and 180 (1) (c) of the Companies Act, 2013 for creation of charges / mortgages / hypothecations for an amount not exceeding the borrowing limit of upto Rs.100 (Rupees One Hundred) Crores.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 11 & 12.

The Board of Directors recommends the special resolution as set out in item no. 11 & 12 for approval

**Item No 13**

Pursuant to the amended provisions of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR Regulations') vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Companies Act, 2013 ('Act') and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Audit Committee and the Board of Directors at their respective meetings held on July 28, 2025, have approved and recommended the appointment of M/s. P S Rao & Associates, Peer Reviewed Firm of Company Secretaries in Practice as Secretarial Auditors of the Company for a term of up to 5 (Five) consecutive years to hold office from the conclusion of this Annual General Meeting ('AGM') till the conclusion of 46th AGM of the Company to be held in the Year 2030 on following terms and conditions:

- a. Term of appointment: 5 (Five) consecutive years from the conclusion of this AGM till the conclusion of 46th AGM.
- b. Proposed Fees: At such fee plus applicable taxes and other out-of-pocket expenses in connection with the secretarial audit as determined by the Board of Directors from time to time.
- c. Basis of recommendations: The recommendations are based on the fulfilment of the eligibility criteria & qualification prescribed under the Act & Rules made thereunder and SEBI LODR Regulations with regard to the full time partners, secretarial audit, experience of the firm, capability, independent assessment, audit experience and also based on the evaluation of the quality of audit work done by them in the past.
- d. Credentials: M/s. P S Rao & Associates ('Secretarial Audit Firm'), established in the year 1994, is a reputed firm of Company Secretaries in Practice specialized in Secretarial Audit and other corporate law matters. The firm is registered with the Institute of Company Secretaries of India and has an experience of more than 30 years in providing various corporate law services. The Firm also holds a valid Peer Review Certificate.

M/s. P S Rao & Associates have given their consent to act as Secretarial Auditors of the Company and confirmed that their aforesaid appointment (if made) would be within the prescribed limits under the Act & Rules made thereunder and SEBI LODR Regulations. They have also confirmed that they are not disqualified to be appointed as Secretarial Auditors in terms of the provisions of the Act & Rules made thereunder and SEBI LODR Regulations. None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution except to the extent of their shareholding, if any, in the Company.

The Board of Directors of the Company recommends the resolution set out at Item No.13 for approval of the Members as an Ordinary Resolution.

**Item no 14:**

The Company proposes to amend the Clause III (A) of the Memorandum of Association ('MOA') by new inserting new clauses mentioned in the accompanying Notice in the Objects Clause in the Memorandum of Association ("MOA") of the Company, subject to the approval of Shareholders.

In order to Diversify the Company's present scope of operations and to avail the opportunity at the new emerging area of business of the company to do the business as above mentioned.

Section 13 of the Companies Act, 2013 stipulates that a company may, by way of Special Resolution, alter the provisions of its MOA. The Board of Directors, on 28th July, 2025 has approved the aforesaid alteration in the Objects Clause of the MOA of the Company, subject to the approval of the Members of

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the Company. The Special Resolution passed by the members of the Company shall be filed with the Registrar of Companies who shall register the alteration of the MoA with respect to the objects of the Company and certify the registration.

The draft Copy of the Memorandum of Association of the Company is available for inspection at the registered office of the Company on any working day during Business Hours till last date of E Voting. The Amendment shall be effective upon the registration of the resolution with the Registrar of the Companies. The proposed change of object clause requires the approval of shareholders through Special Resolution pursuant to the provisions of Section 13 of the Companies Act, 2013.

The Board of Directors of the Company recommends the Special Resolution set forth at Item No. 14 of the Notice for approval by the Members.

None of the Directors and / or Key Managerial Personnel of the Company or their relatives in any way, concerned or interested, Financially or otherwise, in the proposed resolution.

**By order of the Board  
For Source Industries (India) Limited**

**Sd/-  
Sudhir Reddy Posireddy  
Chairman and Managing Director  
(DIN: 02813098)**

Place: Hyderabad  
Date : 28.07.2025

**Annexure to the Notice**  
**Details of Directors seeking Appointment/Re-appointment**  
**[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and**  
**Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on**  
**General Meetings issued by the Institute of Company Secretaries of India]**

SL No	Particulars	Name of the Directors		
		Mr. Sudhir Reddy Posireddy	Mr. Naraharisetty Mohan Krishna	Mrs. Ramreddy Swathi
1.	DIN	02813098	07126524	07199226
2.	Date of Birth	02/04/1985	22/11/1983	18/11/1992
3.	Qualification	Master of Science in Mechanical Engineering from Florida International University, USA	B.Tech from Shanmugha Arts, Science, Technology & Research Academy (SASTRA)	B.Tech in CSE and also LLB
4.	Experience and expertise in specific functional areas	He has around fifteen (15) years of experience in Designing and Manufacturing of complex and task specific Industrial Robots.	He has around two (2) decades of experience in Business Development and executing technology projects.	She has around five years of experience as Legal consultant and Administration.
5.	Brief Profile	Brief Profile is given in the Explanatory Statement forming part of Notice.	Brief Profile is given in the Explanatory Statement forming part of Notice.	Brief Profile is given in the Explanatory Statement forming part of Notice.
6.	Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	No relation	No relation	No relation
7.	Nature of appointment ( a p p o i n t m e n t / reappointment)	Appointment	Appointment	Appointment
8.	Terms and Conditions of appointment / reappointment	Appointment as the Managing Director of the Company for a period of 3 years i.e., from 28th July, 2025.	Appointment as the Whole Time Director of the Company for a period of 3 years i.e., from 28th July, 2025.	Appointment as the Whole Time Director of the Company for a period of 3 years i.e., from 28th July, 2025.
9.	Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person	As mentioned in the explanatory statement above	As mentioned in the explanatory statement above	As mentioned in the explanatory statement above
10.	Date of first appointment on the Board	28.07.2025	28.07.2025	28.07.2025



## Source Industries (India) Limited

SL No	Particulars	Mr. Sudhir Reddy Posireddy	Mr. Naraharisetty Mohan Krishna	Mrs. Ramreddy Swathi
11	Shareholding in the company including shareholding as a beneficial owner;	29, 81,783 (26.15%)	10, 29,800 (9.03%)	26,90,110 (23.59%)
12.	The number of Meetings of the Board attended during the FY 2023-24	Nil	Nil	Nil
13.	Remuneration last drawn by such person, if applicable and remuneration sought to be paid	Nil	Nil	Nil
14.	Directorship Details of the Board	1. Jay Robotix Learning India Private Limited. 2. Invensis Robotics Private Limited 3. Alpha Beat Technologies Private Limited	1.Jay Robotix Learning India Private Limited.	1. Arka Defence Private Limited  2. Sterling Corporate Consultants Private Limited.
15.	Membership / Chairmanship of Committees of other Boards	Nil	Nil	Nil
16.	Names of listed entities from which the person has resigned in the past three years	Nil	Nil	Nil

**Annexure to the Notice**  
**Details of Directors seeking Appointment/Re-appointment**  
**[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and**  
**Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on**  
**General Meetings issued by the Institute of Company Secretaries of India]**

SL No	Particulars	Name of the Directors	
		Mr. Raju Koyyala	Mr. Raja Suman Karingula
1.	DIN	10734973	11183097
2.	Date of Birth	08/06/1982	19/09/1984
3.	Qualification	Chartered Accountant (CA), B.com and LLB graduate	
4.	Experience and expertise in specific functional areas	He is having more than 15 years of experience in various fields such as Valuations, Internal Audits, Statutory Audits, Tax Audits, TP Audits, Payroll Audits, Stock Audits, etc.	Raja Suman Karingula is a strategic technologist and founder with over 19 years of experience across Microsoft and TCS, now leading two ventures under Pivot Point Ventures-a D2C brand and an AI Automation Agency.
5.	Brief Profile	Brief Profile is given in the Explanatory Statement forming part of Notice.	Brief Profile is given in the Explanatory Statement forming part of Notice.
6.	Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	No relation	No relation
7.	Nature of appointment (appointment/ reappointment)	Appointment	Appointment
8.	Terms and Conditions of appointment / reappointment	Appointment as the Non-Executive Independent Director of the Company for a period of 5 years i.e., from 28th July, 2025.	Appointment as the Non-Executive Independent Director of the Company for a period of 5 years i.e., from 28th July, 2025.
9.	Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person	Appointment as Independent Director for a period of five years	Appointment as Independent Director for a period of five years
10.	Date of first appointment on the Board	28.07.2025	28.07.2025
11.	Shareholding in the company including shareholding as a beneficial owner;	Nil	Nil
12.	The number of Meetings of the Board attended during the FY 2023-24	Nil	Nil
13.	Remuneration last drawn by such person, if applicable and remuneration sought to be paid	Nil	Nil

## Source Industries (India) Limited

SL No	Particulars	Name of the Directors	
		Mr. Raju Koyyala	Mr. Raja Suman Karingula
14.	Directorship Details of the Board	1. RETINA PAINTS LIMITED	Nil
15.	Membership / Chairmanship of Committees of other Boards	Nil	Nil
16.	Names of listed entities from which the person has resigned in the past three years	Nil	Nil

**DIRECTORS' REPORT**

To  
The Members

Your Directors have pleasure in presenting the **FOURTY-FIRST ANNUAL REPORT** together with the Audited Accounts of the Company for the year ended 31<sup>st</sup> March 2025.

**FINANCIAL HIGHLIGHTS****(Amount in Lakhs)**

<b>PARTICULARS</b>	<b>YEAR ENDED 31.03.2025</b>	<b>YEAR ENDED 31.03.2024</b>
Revenue	13.72	6.57
Other Income	0	0
Total Income	13.72	6.57
Expenditure	12.94	21.13
<b>Profit/Loss for the year before tax</b>	<b>0.78</b>	<b>(14.55)</b>
Income tax	-	-
Deferred Tax	-	-
<b>Profit / (Loss) after tax</b>	<b>0.78</b>	<b>(14.55)</b>

**SUMMARY OF OPERATIONS:**

During the financial year under review the overall performance of the company has shown significant improvement in its turnover when compared to previous financial year; the Overall turnover of the Company is 13.72 lakhs as compared to last year turnover of Rs 6.57 Lakhs and the Net Profit is Rs. 0.78 Lakhs for financial year 2024-25 when compared to a Net loss of Rs. (14.55) Lakhs during the previous year.

**DIVIDEND DECLARATION:**

Due to inadequate profits your Directors do not recommend any dividend for the Financial Year 2024-25.

**CHANGE IN THE NATURE OF BUSINESS**

There has been no change in the nature of business of the Company.

**TRANSFER TO RESERVES:**

The Company did not transfer any amount to the Reserves for the Financial Year ended March 31, 2025.

**DETAILS OF SUBSIDIARIES, JOINT VENTURES, OR ASSOCIATE COMPANIES**

The Company did not have any subsidiary or joint venture or associate company.

**BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL**

Mr. Y Mallikharjuna Rao has ceased to be Independent Director of the Company with effect from September 30, 2024, upon completion of his second term as Independent Director.

During the Financial Year , the Company has appointed Ms. Tulika Srivastav as Company Secretary and Compliance Officer (A-71738) w.e.f 01-05-2024.

For Directors seeking appointment/re-appointment in the forth coming Annual General Meeting of the Company; the particulars as required to be disclosed in accordance with Regulations 17 to 27 and para C, D & E of Schedule V of SEBI (Listing Obligations & Disclosure Requirements) 2015, forms part of Corporate Governance Report.

**LISTING OF EQUITY SHARES :**

The equity shares of the Company are listed on the trading platform of BSE Limited, a recognized stock exchange having a nationwide trading terminal.

## Source Industries (India) Limited

### SHARE CAPITAL

The Authorized Share Capital of the Company as on March 31, 2025, is Rs.12,00,00,000/- (Rupees Twelve Crores only) divided into 1,20,00,000 (One Crore Only) Equity Shares of Rs.10/- (Rupees Ten Only) each.

The Paid-up Share Capital of the Company as on March 31, 2025, is Rs. 11,40,31,100/-(Rupees Eleven Crores Forty Lakhs Thirty One Thousand and One Hundred) divided into 1,14,03,110 (One Crore Fourteen Lakhs Three Thousand One Hundred and Ten) equity shares of Rs.10/- (Rupees Ten Only) each fully paid up.

#### During the year under review:

- The company has not bought back any of its securities.
- The Company has not issued any Sweat Equity Shares.
- No Bonus shares were issued during the year.
- Company has not issued any Preference shares/Debentures.
- Has not provided any Stock Option Scheme.

### VARIATIONS IN NETWORTH:

The Standalone Net worth of the Company for the Financial Year ended March 31, 2025, is Rs. 430.00 Lakhs as compared to Rs. 429.22 Lakhs for the previous financial year ended March 31, 2024.

### FIXED DEPOSITS

The Company has neither accepted nor renewed any deposits falling within the provisions of Section 73 and 76 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 from its member and public during the Financial Year.

### NUMBER OF BOARD MEETINGS:

The Company has conducted 6 board meetings during the year on following dates with a gap not exceeding 120 days between any two meetings and All the Directors attended the all the meetings.

01 <sup>st</sup> May, 2024	28 <sup>th</sup> May 2024	12 <sup>th</sup> August 2024
05 <sup>th</sup> September, 2024	13 <sup>th</sup> November 2024	12 <sup>th</sup> February 2025

### BOARD COMMITTEES AND THEIR COMPOSITION

We have in place all the Committees of the Board which are required to be constituted under the Companies Act, 2013, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A detailed note on the Board and its committees is provided under the Corporate Governance Report section in this Annual Report.

The Present Composition of various Committees of the Board is hereunder:

#### Audit Committee

Mr. Venkata Srinivasan Kodakalla	-	Chairman
Mrs. Lakshmi Nekkanti Satyasri	-	Member
Mr. Jaya Mahadev Yerramsetti	-	Member

#### Nomination and Remuneration Committee

Mr. Venkata Srinivasan Kodakalla	-	Chairman
Mrs. Lakshmi Nekkanti Satyasri	-	Member
Mr. Jaya Mahadev Yerramsetti	-	Member

#### Stakeholders Relationship Committee

Mr. Venkata Srinivasan Kodakalla	-	Chairman
Mrs. Lakshmi Nekkanti Satyasri	-	Member
Mr. Jaya Mahadev Yerramsetti	-	Member

**BOARD EVALUATION**

The performance evaluation of all the Directors and that of the Board as a whole and its committees was conducted based on the criteria and framework adopted by the board. The Nomination and Remuneration Committee carried out independent evaluation of every Director's performance. The outcome of the board evaluation for the FY 2024-25 was discussed by the said committee as well as by the Board.

The manner in which the formal annual evaluation has been made by the Board and other related details are enumerated in the Corporate Governance Report, which is annexed to the Boards' Report. None of our Independent Directors is due for reappointment.

**STATEMENT OF DECLARATION BY INDEPENDENT DIRECTORS:**

"Pursuant to the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, the Company has received necessary declarations from all Independent Directors confirming that they meet the criteria of independence as laid down under the said regulations. Further, in the opinion of the Board, all Independent Directors fulfill the conditions specified in the Act and LODR Regulations and are independent of the management."

**POLICY ON APPOINTMENT, REMUNERATION OF DIRECTORS**

The following policies have been uploaded in the website of the Company <https://sourceindustriesindia.com/>

1. Policy for selection of Directors and determining Directors Independence; and evaluation mechanism.
2. Remuneration Policy for Directors, Key managerial Personnel and other employees.

**INTERNAL FINANCIAL CONTROL SYSTEMS**

We have adopted policies and procedures which enables implementation of appropriate internal financial controls across the organization and also ensures the orderly and efficient conduct of business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of fraud, error reporting mechanism, the accuracy and completeness of the accounting records, and timely preparation of reliable financial disclosures. Internal Financial Controls are an integrated part of the Risk Management Process, addressing financial and financial reporting risks. The Internal Financial Controls have been documented, digitized and embedded in the business process.

Assurance on the effectiveness of the Internal Financial Controls is obtained through our management reviews; control self-assessment, continuous monitoring by functional experts as well as testing of the Internal Financial Control systems by the Internal Auditor during the course of audits. We believe that these systems provide reasonable assurance that our Internal Financial Controls are commensurate with the requirements of our organization.

**POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORK PLACE:**

We strongly support the rights of all our employees to work in harassment - free environment. The Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. The policy aims to provide protection to Employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where Employees feel secure. The Company has also constituted an Internal Committee, known as Anti Sexual Harassment Committee to address the concerns and complaints of sexual harassment and to recommend appropriate action.

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

**CORPORATE SOCIAL RESPONSIBILITY**

Since our Company does not fall within any of the parameters specified under the provisions of Section 135 of the Companies Act, 2013 read with Rules made thereunder, reporting pursuant to Section 134(3) (o) is Not Applicable.

### **DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to Section 134 (5) of the Companies Act, 2013, your Directors confirm that to the best of their knowledge and belief and according to the information and explanation obtained by them,

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii. Such accounting policies as mentioned in the notes to the financial statements have been selected and applied consistently and judgments and estimates that are reasonable and prudent made so as to give a true and fair view of the state of affairs of the Company at the end of the financial year 2024-25 and of the profit or loss of the Company for that period;
- iii. Proper and sufficient care has been taken 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;
- iv. The annual accounts for the year 2024- 25 have been prepared on a going concern basis.
- v. That proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- vi. That system to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

### **REMUNERATION POLICY**

The Board of Directors, on recommendation of the Nomination and Remuneration Committee framed a Nomination and Remuneration policy for selection, appointment and remuneration of Directors, KMP and Senior Management and matters covered u/s 178(3) of the Companies Act 2013.

### **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

Pursuant to the provisions of section 177 (9) and read with all other applicable provisions of the Companies Act, 2013 and the Companies (meetings of board and its powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 22 of SEBI (Listing Obligations & Disclosure Requirements) 2015, The Company has a Whistle Blower Policy framed to deal with instance of fraud and mismanagement, if any in the Group. The details of the Policy are explained in the Corporate Governance Report and also posted on the website of the Company.

### **RISK MANAGEMENT**

Pursuant to the provisions of section 134 (3) (n) and read with all other applicable provisions of the Companies Act, 2013 and the Companies (Accounts) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 21 of SEBI (Listing Obligations & Disclosure Requirements) 2015, the Risk management is not applicable to the Company.

### **STATUTORY AUDITORS**

Pursuant to the provisions of Section 139(2) of the Companies Act, 2013, M/s. M N Rao & Associates, Chartered Accountants, Hyderabad (Registration No. 005386S/S000195) appointed as Statutory Auditors of the Company for a period 5 years from the conclusion of 38th Annual General Meeting till the conclusion of 43rd Annual General Meeting at such remuneration as decided by the Board.

### **RELATED PARTY TRANSACTIONS**

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

All related party transactions are placed before the Audit Committee as also the Board for approval. Prior omnibus approval of the Audit Committee is obtained as per Regulation 23 of SEBI (Listing Obligations & Disclosure Requirement) 2015, for the transactions which are of a foreseen and repetitive nature. The Company has developed a Policy on Related Party Transactions for the purpose of identification and monitoring of such transactions.

The Policy on Related Party Transactions as approved by the Board is uploaded on the website of the Company. The particulars of contracts or arrangements with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 is referred in Notes to Accounts.

**INTERNAL AUDITOR:**

The Board of Directors based on the recommendation of the Audit Committee has re-appointed M/s. VNS Srinivasa Rao, Chartered Accountants, Hyderabad, as the Internal Auditors of your Company. The Internal Auditors are submitting their reports on quarterly basis.

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

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

**MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

"During the year under review, a Share Purchase Agreement was executed between the existing promoters and the acquirers, thereby triggering an open offer in accordance with the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of The Companies (Accounts) Rules, 2014, is annexed herewith as **"Annexure A"** to this report.

**MANAGEMENT DISCUSSION & ANALYSIS**

Pursuant to the provision of Schedule V of SEBI (Listing Obligations & Disclosure Requirements) 2015, a report on Management Discussion & Analysis is set out as an **"Annexure B"**.

**SECRETARIAL AUDIT**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. P.S Rao & Associates, a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed herewith as **"Annexure C"** to this report.

**CORPORATE GOVERNANCE:**

The Company has been making every endeavor to bring more transparency in the conduct of business. As per the requirements of Listing Agreement with the Stock Exchanges, a compliance report on Corporate Governance for the year 2024-2025 and a certificate from the Secretarial Auditors of the Company are furnished as a part of this Annual Report **"Annexure D"**.

**ANNUAL RETURN**

In accordance with Section 134 (3) (a) of the Companies Act, 2013, a copy of Annual Return in the prescribed format i.e. Form MGT-7 is placed on the website of the Company and may be accessed at Link: [www.sourceindustriesindia.com](http://www.sourceindustriesindia.com)



## Source Industries (India) Limited

### **PARTICULARS OF EMPLOYEES:**

The information required pursuant to Section 197 read with Rule 5 (1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Rule 5 (2) Of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, No employee of your company is in receipt of remuneration exceeding Rs. 8,50,000 per month or Rs. 1,02,00,000 per annum during the Financial Year.

### **COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND ANNUAL GENERAL MEETINGS:**

During the year under review, the Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board Meetings and Annual General Meetings.

### **LISTING FEE:**

Your Company's shares are presently listed and traded on the BSE Limited; Your Company is regular in paying the listing fee to the BSE Limited.

### **DETAILS OF APPLICATION MADE OR ANY PROCEEDING PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 (31 OF 2016) DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR:**

No application was made or any proceedings pending under the IBC, 2016 during the year ended on 31st March, 2025.

### **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:**

Not Applicable

### **ACKNOWLEDGEMENTS:**

Your Directors place on record their appreciation and gratitude for the continuous support and assistance extended by all the Statutory Authorities. The Board also extends its heartfelt gratitude to the Creditors and Shareholders for the confidence reposed by them in the Company. Your Directors also place on record their sincere appreciation for the continued contributions made by the employees at all levels.

**By order of the Board  
For Source Industries (India) Limited**

**Sd/-**  
**Naraharisetty Mohan Krishna**  
Wholetime Director  
(DIN: 07126524)

**Sd/-**  
**Sudhir Reddy Posireddy**  
Chairman and Managing Director  
(DIN: 02813098)

Place: Hyderabad

Date : 28.07.2025

## Annexure - A

**CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS/OUTGO:**

Particulars pursuant to Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988. (Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014)

**A. CONSERVATION OF ENERGY:**

- a) Energy conservation measures taken:  
Proper control points are set up at all levels to identify the wastage in power & fuel consumption and to take/initiate corrective steps.
- b) Additional investments and proposals, if, any, being implemented for reduction of conservation of energy: NIL
- c) Impact of the clause (1) and (2) above the reduction of energy consumption and consequent impact on the production of goods: N.A

**B. TECHNOLOGY ABSORPTION:****Research and Development (R&D)**

1. Specific areas in which R&D carried out by the Company : NIL
2. Benefits derived as a result of the above R&D : NIL
3. Future plans of action
4. Expenditure on R&D
 

Capital	: NIL
Recurring	: NIL
Total	: NIL
Total R&D Expenditure as % of total turnover	: NIL

**Technology Absorption, Adaptation and Innovation**

1. Efforts made towards technology absorption adaptation and innovation : NIL
2. Benefits derived as a result of above efforts : NIL
3. Information about imported technology : NIL
  - a. Technology imported :
  - b. Year of Import :
  - c. Whether Technology fully absorbed :
  - d. If not fully absorbed, areas and reasons for future plans actions

**C. FOREIGN EXCHANGE EARNINGS AND OUTGO:**

Foreign Exchange earnings and outgo: (on receipts and payments basis)

Foreign exchange earnings and outgo:	2024-25
Foreign Exchange Earnings	NIL
Foreign Exchange Outgo	NIL

MANAGEMENT DISCUSSION ANALYSIS REPORT

OVERVIEW OF INDUSTRY:

The Indian textile industry holds a pivotal position in the global textile market and is one of the most significant contributors to the Indian economy in terms of output, employment, and exports. As per the Ministry of Textiles, the Indian textile and apparel market was valued at approximately **USD 160 billion in 2024** and is expected to reach **USD 250 billion by 2030**, driven by increasing domestic consumption and export potential.

Within this vast ecosystem, the **"Other Textile Products"** segment-which includes **processed cloth, blankets, home furnishing textiles, and technical/functional fabrics**-has shown steady growth. This segment primarily caters to domestic institutional demand (hospitals, defense, hospitality), export markets, and semi-urban retail.

The textile processing industry, which involves dyeing, bleaching, and finishing of fabrics, plays a crucial role in the textile value chain. However, it remains highly fragmented and concentrated among MSMEs. Key challenges include rising costs of dyes and chemicals, compliance with **Zero Liquid Discharge (ZLD)** and environmental norms, and competition from integrated textile players.

Railways are a backbone of national logistics, enabling efficient movement of goods and passengers across vast distances. Rail transport is among the most energy-efficient modes, contributing to reduced carbon emissions compared to road and air travel. High-speed rail, automation, and smart signaling systems are transforming the industry worldwide.

Key Industry Trends:

- Shift toward sustainability: Brands and buyers are demanding eco-friendly processing, leading to investments in green chemistry and water-efficient technologies.
- Policy support: Government schemes like the PLI Scheme, Amended Technology Upgradation Fund Scheme (ATUFS), and the National Technical Textile Mission (NTTM) are encouraging modernization and investment.
- Global opportunity: India is emerging as a competitive alternative to China in the global supply chain, especially in semi-processed and value-added textile products.

Challenges:

- Input cost volatility (cotton, dyes, chemicals).
- Capital-intensive compliance with environmental norms.
- Fragmented market with price-based competition.

The growth of organized retail, e-commerce in home textiles, and export incentives continue to provide growth avenues for small and mid-sized processors like Source Industries (India) Limited, provided there is sustained focus on quality, compliance, and modernization.

INDUSTRY STRUCTURE AND DEVELOPMENTS:

The Indian textile and apparel industry is one of the oldest and most important sectors, contributing significantly to employment generation, industrial production, and exports. The **"Other Textile Products"** segment, including processed cloth and woolen goods like blankets, continues to be a niche but steady sub-sector.

During FY 2024-25, the industry experienced moderate growth, backed by increased demand for home furnishing and institutional textiles. Government initiatives under the National Technical Textile Mission (NTTM), PLI Scheme, and support for MSMEs further contributed to capacity expansion in textile processing.

However, input cost volatility, dependence on imported dyes and chemicals, and energy costs remained areas of concern. Sustainability and environmental compliance (like ZLD norms) have also become increasingly important in textile processing operations.

The Railway Industry has been allocated Rs. 2.62 lakh crore in FY 2024-25, a 77% increase over the past five years. - Over 31,180 km of new tracks commissioned in the last decade. 41,655 route kilometers electrified between 2014-2024, nearly doubling the previous total. Ahmedabad-Mumbai corridor underway; four more corridors planned by 2035. Indigenous Train Collision Avoidance System being deployed across 37,000 km. 15,000 km being upgraded to automated signaling for safer and faster operations.

## **OPPORTUNITIES & THREATS:**

### **Opportunities:**

- 1) The growth in population and economy leading demand for infrastructure and its opportunity to provide better infrastructure
- 2) Rising demand for value-added processed fabrics in the hospitality and health sectors.
- 3) Export incentives and FTAs (Free Trade Agreements) opening access to new markets.
- 4) Scope for modernization through eco-friendly dyeing and energy-efficient processing.
- 5) Drawing up medium- and long-term strategies, based on expected growth in the sector
- 6) Benchmarking current and expected IRRs with those projected by industry
- 7) Understanding the impact of the regulatory environment on business
- 8) Massive investments in track electrification, high-speed corridors, and station redevelopment.
- 9) Shift from road to rail for bulk cargo is accelerating, especially with Dedicated Freight Corridors (DFCs).
- 10) Deployment of KAVACH, India's indigenous Train Collision Avoidance System, across 37,000 km.

### **Threats:**

1. Uncertainty, especially Mining sector due to delay in resolving environmental and social issues.
2. High fixed costs relative to low operating scale.
3. Competition from large integrated textile mills.
4. Unpredictable monsoon and cotton availability affecting input supply chain.
5. Regulatory pressure on effluent treatment and emissions.
6. Demand for higher capacity equipment, in line with the global market trend.
7. High expectations of contractor segment.
8. Increasing pressure on reducing ownership costs.
9. Improved technology for operational cost to stay ahead in business.
10. Innovative marketing strategies to counter competition from MNCs by
11.
  - i. Uncertainty in Defense business.
  - ii. Attrition in skilled manpower.
  - iii. Project imports at nil duty.
  - iv. Opening up of Defense purchases to private sector increasing further competition.
12. Slow implementation of critical systems like KAVACH due to high costs and logistical challenges.
13. Budget airlines and improved highway networks pose a threat to short-haul rail services.
14. Labor disputes and skill shortages can disrupt operations

## Source Industries (India) Limited

### SEGMENT - WISE PERFORMANCE:

The Company continues to focus on textile processing services, including dyeing, bleaching, and finishing. The core revenue for FY 2024-25 remained flat due to subdued orders and underutilization of installed capacity. Operational focus remained on serving limited B2B clients with consistent quality, albeit at small volumes.

No new product lines or business segments were launched during the year.

### INDUSTRY OUTLOOK:

The Company expects modest improvement in operational turnover in FY 2025-26, driven by:

- Strategic tie-ups with institutional buyers for processed cloth and blankets.
- Exploring digital outreach and cost-efficient operations.
- Optimizing fixed costs to sustain during low-volume periods.

Going forward, Source Industries aims to upgrade part of its machinery to meet modern sustainability benchmarks and cater to a broader base of clients seeking eco-compliant textile processing.

### Rising disposable income

As disposable income increases, demand for textile goods in both the local and foreign markets is expected to grow.

### Government assistance

The government is expected to help the industry grow through initiatives that attract foreign investments.

### Retail sector expansion

The rapid expansion of the retail sector is expected to contribute to the industry's growth.

### Innovation

The industry is expected to remain relevant by evolving to meet the demands of a changing world, including embracing innovation, sustainability, and consumer preferences.

### Digital technologies

Industry players can use digital technologies, such as e-commerce platforms, online retailing, and digital marketing strategies, to expand their market reach and tap into the global market.

### RISK AND CONCERNS:

The textile industry faces many risk concerns, including:

- Chemical exposure: From processing and dyeing materials, as well as exposure to cotton and other organic dusts
- Musculoskeletal stresses
- Waste: More than 5% of the world's landfills are filled with textile waste
- Raw materials: A lack of quality raw materials and supply bottlenecks
- Infrastructure: Problems with infrastructure and an unorganized sector
- Environmental concerns: Heavy noise pollution and rising environmental concerns
- Technology: A lack of attention to technology upgrades and regular R&D
- Fragmentation: Fragmentation and skill shortages

The Company faces the global economic conditions. Inflation, changes in tax, trade, fiscal and monetary policies, scarcity of credit etc. However, we do not expect to be significantly affected by this risk.

**Mitigation:**

Economic risk can be mitigated by proper planning and staying updated with the global and economic scenarios.

**Finance risk:**

Inability to fund the expansion of the business in a cost-effective manner could affect growth. Competition risk: Growing competition could affect profitability.

**INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The Company has an internal control system designed to provide high degree of assurance regarding optimization and safeguarding of resources, quality and reliability of financial and operational information, compliance with applicable statutes and corporate policies. It is the Company's Endeavour to align all its processes and controls with global best practices.

The internal control and risk management system is structured and applied in accordance with the principles and criteria established in the corporate governance code of the organisation. It is an integral part of the general organisational structure of the Company and the Group and involves a range of personnel who act in a coordinated manner while executing their respective responsibilities. The Board of Directors offers its guidance and strategic supervision to the Executive Directors and management, monitoring and support committees.

**HUMAN RESOURCES/ INDUSTRIAL RELATIONS:**

The Company firmly believes that motivated and empowered employees are the cornerstone of competitive advantage. The Company's employee value proposition is based on a strong focus on employee development, providing a satisfying work environment, performance appraisal and counseling and appropriate empowerment.

The internal audit process is designed to review the adequacy of internal control checks in the system and covers all significant areas of the company's operations. The internal audit department performs risk based audits, based on an internal audit plan, which is reviewed each year in consultation with the statutory auditors and the audit committee. The Audit Committee reviews audit reports submitted by the internal auditors and follow up on the implementation of corrective actions periodically.

As a small-scale unit, the workforce remains lean and skill-based. Industrial relations during the year remained cordial. Training for quality improvement and safety practices continued. The management values employee welfare and ensures compliance with labour laws and safety protocols.

**DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:**

Discussion on Financial Performance with respect to Operational Performance:

- i. Total Income as on 31st March 2025 is 13.72 Lakhs.
- ii. Share Capital: The Paid-up share Capital as on 31st March, 2025 is 1140.311 Lakhs.
- iii. Net Profit as on 31st March, 2025 is 0.78 Lakhs.
- iv. Earnings per Share (EPS) as on 31st March, 2025 are 0.01.

The Earning per Share for the Financial Year 2024-25 is Rs. (0.13) per share (Face Value: Rs.10/- each). Your directors are putting continuous efforts to increase the performance of the Company and are hopeful that the performance in coming year will overcome from the present situation.

**DISCLOSURE OF ACCOUNTING TREATMENT:**

The Company has prepared financial statements which comply with Ind-AS applicable for periods ending on March 31, 2025, together with the comparative period data as at and for the year ended March 31, 2025, as described in the summary of significant accounting policies. Primarily, a treatment different from

that prescribed in an Accounting Standard has not been followed in the preparation of financial statements. However, as regards amendments to certain accounting standards, the applicability / effect on the financial statement has been evaluated and been treated accordingly as explained in Notes to the standalone Financial Statements.

### **CAUTIONARY STATEMENT:**

Statements in this management discussion analysis describing the Company's objectives, projections, estimates, expectations may be forward looking within the meaning of applicable securities-laws and regulations. Actual results may differ materially from those expressed in the statement. Important factors that could make difference to Company's operations include economic conditions affecting the domestic market and the overseas markets in which the Company operates, changes in the Government regulations, tax laws and other statutes and other incidental factors.

**Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanation.**

Financial Ratios	Formula	Standalone		Deviation (%)	Reason for Change
		2024-25	2023-24		
Inventories Turnover Ratio (times)	[COGS/Average Inventories]	NA	NA	NA	NA
Interest Coverage Ratio (times)	[EBIT/Finance Cost]	NA	NA	NA	NA
Current Ratio (times)	[CurrentAsset/Current Liability]	38.86	40.73	-4.59	-
Debt Equity Ratio (times)	[Debt/Shareholders Equity]	0.05	0.05	-10.77	-
Net Profit Margin (%)	[Profit After Tax/Revenue from Operations]	0.06	-2.21	-102.56	Due to increase in other income and decrease in operating expenses as compared with previous year.
Return on Network (%)	[Profit for the year (before exceptional items and after tax)/Net Worth]	-	-0.03	-101.36	Due to increase in other income and decrease in operating expenses as compared with previous year.

**By order of the Board  
For Source Industries (India) Limited**

**Sd/-**  
**Naraharisetty Mohan Krishna**  
Wholetime Director  
(DIN: 07126524)

**Sd/-**  
**Sudhir Reddy Posireddy**  
Chairman and Managing Director  
(DIN: 02813098)

Place: Hyderabad  
Date : 28.07.2025



**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED ON 31<sup>st</sup> MARCH, 2025**

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

**To,**  
**The Members,**  
**M/s SOURCE INDUSTRIES (INDIA) LIMITED,**  
**Hyderabad.**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s SOURCE INDUSTRIES (INDIA) LIMITED (hereinafter called the company) having its registered office at Flat No-301, DBN Padmavathi arcade, 6-3-709/A/10/A, Punjagutta officers colony, Punjagutta, Hyderabad-500082, Telangana. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

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

- (i) The Companies Act, 2013 (the Act) and the rules made there under, as applicable
- (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 there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not applicable as the company did not issue any security during the financial year under review;**
  - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not applicable as the company has not granted any options to its employees during the financial year under review**
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable as the company has not issued any debt securities during the financial year under review**
  - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **Not applicable as the company has not delisted its equity shares from any stock exchange during the financial year under review**
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not applicable as the company has not bought back any of its securities during the financial year under review** and
- i) The SEBI (Listing Obligations & Disclosure Requirements) 2015, entered into by the Company with Stock Exchange; **As Applicable.**

The other laws, as informed and certified by the management of the Company which are specifically applicable to the Company based on the sector/industry, are:

1. Shops and Establishment Act

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

- i. Secretarial Standards issued by the Institute of Company Secretaries of India; **As Applicable.**

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above

**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 Directors. There is changes in the composition of the Board of Directors during the period under review were carried out in compliance with the provisions of the Act.
- ◆ Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- ◆ All the decisions at the Board Meetings and Committee Meetings have been carried out unanimously as recorded in the Minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

**We further report that**

- ◆ There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- ◆ The Company had gone through Takeover Process through SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

**P.S. Rao & Associates  
Company Secretaries**

**Sd/-  
Jineshwar Kumar Sankhala  
Company Secretary  
M No: 21697  
C P No: 18365  
UDIN: A021697G001015932**

Place: Hyderabad  
Date : 28.07.2025

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

To  
The Members,  
**SOURCE INDUSTRIES (INDIA) LIMITED**  
**Hyderabad**

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis
6. A Substantial portion of the audit programme was completed prior to the outbreak of the pandemic COVID-19. However, owing to the lockdown measure imposed in the country and the cascading impact thereof, for certain verifications and cross checks, we have relied on management representations and assurances, wherever required, for forming our opinion and eventual reporting.
7. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**P.S. Rao & Associates**  
**Company Secretaries**

**Sd/-**  
**Jineshwar Kumar Sankhala**  
**Company Secretary**  
**M No: 21697**  
**C P No: 18365**  
**UDIN: A021697G001015932**

Place: Hyderabad  
Date : 28.07.2025

## ANNEXURE-D

**CORPORATE GOVERNANCE REPORT**

(In compliance with SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015.

**COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE:**

Your company believes in providing highest transparency and ethical value in Corporate Governance. Your company also believes in taking into confidence all the stakeholders viz. Shareholders, Employees, Creditors, Customers etc. Your company is committed to take the torch of Corporate Governance forward, so that every stakeholder of the company synchronizes and synergies their efforts in their growth along with the growth of their company.

**BOARD OF DIRECTORS:****• Composition of Board of Directors**

At present, the strength of the Board is 4 Directors. The Board comprises of 1(one) Executive, 2(two) Non-Executive Independent Directors and 1(one) Non-Executive Non-Independent Director.

**• Board meeting and attendance**

The Board met 6 times in the financial year 2024-25 on the following dates, with a gap not exceeding 4 months between any two meetings:

01 <sup>st</sup> May 2024	28 <sup>th</sup> May 2024	12th August 2024
05 <sup>th</sup> September, 2024	13 <sup>th</sup> November 2024	12 <sup>th</sup> February 2025

The constitution of the Board is given below:

S. No	Director	Category	Attendance at AGM held on 27.09.2024	Attendance in Board Meeting		Other Boards Except Pvt Ltd		
				Held	Attendance	No. of Other director ships	Committee chairmanship	Committee membership
1.	Sudhakar Navath	Chariman and Managing Director	Yes	6	6	2	Nil	Nil
2.	Jaya Mahadev Yerramsetti	Non-Executive & Independent Director	Yes	6	6	Nil	Nil	Nil
3.	Venkata Srinivasan Kodakalla (w.e.f 05/09/2024)	Non-Executive & Independent Director	Yes	2	2	3	4	Nil
4.	Yerrapragada Mallikarjuna Rao (Upto 30/09/2024)	Non-Executive & Non-Independent Director	Yes	4	4	2	Nil	Nil
5.	Smt Lakshmi Satya Nekkanti	Non-Executive & Non-Independent Director	Yes	6	6	3	3	1

## Source Industries (India) Limited

The Directorships held by Directors in other Companies, as mentioned above do not include Directorships in Foreign Companies, Companies Registered under Section 8 of the Companies Act, 2013 and Private Limited Companies.

In accordance with Regulations of SEBI (Listing Obligations & Disclosure Regulations) 2015, memberships/ chairmanships of Audit Committees and Stakeholders Relationship Committees in all public Limited companies excluding Source Industries (India) Limited have been considered.

None of the Directors on the Board is a member on more than 10 Committees and Chairman of more than 5 Committees across all the companies in which they are Directors.

None of the Directors serve as an Independent Director in more than 7 listed companies.

### **Board meeting and attendance:**

During the financial year 2024-2025, 6 (Six) Board Meetings were held on the following dates:

28 <sup>th</sup> May 2024	12 <sup>th</sup> August 2024	05 <sup>th</sup> September, 2024
13 <sup>th</sup> November 2024	12 <sup>th</sup> February 20250	1 <sup>st</sup> May 2024

The maximum time-gap between any two consecutive meetings did not exceed four months.

### **Disclosure of relationships between directors inter-se:**

The Directors are not related to each other in terms of the definition of "Relative" under Section 2(77) of the Companies Act, 2013 and Rules framed there under. There are no Promoter Directors on the Board of the Company who are not related to the other Board members. Hence, there is no inter-se relationship existing between the Directors of the Company.

### **Number of shares and convertible instruments held by Non-Executive Directors:**

Except Mrs. Lakshmi Nekkanti Satyasri holds 2,00,000/- Equity Shares, none of the non-Executive Directors hold any equity shares in the Company

### **Number of shares held by directors**

Name of the Director	Designation	No. of Shares held	No. of Convertible instrument
SUDHAKAR NAVATH	Chairman and Managing Director	Nil	Nil
VENKATA SRINIVASAN KODAKALLA	Independent Director	Nil	Nil
JAYA MAHADEV YERRAMSETTI	Independent Director	Nil	Nil
LAKSHMI SATYASRI NEKKANTI	Non Executive Non Independent Director	2,00,000	Nil

### **Web link where details of familiarization programmes imparted to Independent directors:**

#### **Familiarization Programme for Independent Directors:**

Regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Schedule IV of the Companies Act, 2013 mandates the Company to familiarize the Independent Directors with the Company by conducting training programmes.

The Familiarisation Programme is posted on the company's website and can be accessed at on the Company's Website at the link: **[www.sourceindustriesindia.com](http://www.sourceindustriesindia.com)**

**List of core Skills / expertise / competencies of the board of Directors**

The following is the list of core skills / expertise /competencies identified by the Board of Directors that are required in the context of the Company's business and that the said skills are available with the Board Members:

- Knowledge on Company's businesses policies and culture (including the Mission, Vision and Values) major risks / threats and potential opportunities and knowledge of the industry in which the Company operates
- Behavioral skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Company
- Business Strategy, Sales & Marketing, Corporate Governance, Forex Management, Administration, Decision Making
- Financial and Management skills
- Technical / Professional skills and specialized knowledge in relation to Company's business.

**CONFIRMATION THAT IN THE OPINION OF THE BOARD, THE INDEPENDENT DIRECTORS FULFIL THE CONDITIONS SPECIFIED IN THESE REGULATIONS AND ARE INDEPENDENT OF THE MANAGEMENT:**

The Board of Directors hereby confirm that in the opinion of the Board, the Independent Directors fulfil the conditions specified by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and they are independent of the management.

**DURING THE F.Y 2024-25**, Mr. Y Mallikharjuna Rao has ceased to be Independent Director of the Company with effect from September 30, 2024, upon completion of his second term as Independent Director.

**BOARD COMMITTEE:**

Currently, there are three Board Committees - Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. The terms of reference of the Board Committees are determined by the Board from time to time. Meetings of each Board, Committee are convened by the Chairman of the respective Committees.

The role and composition of these Committees, including the number of meetings held during the financial year and the related attendance are provided below:

**AUDIT COMMITTEE:**

The Company has a Qualified and Independent Audit Committee comprising of 2 Non-Executive Independent Directors and 1 Non-Executive Non-Independent Director, constituted in accordance with the provisions of Regulation 18 of SEBI Listing Obligations & Disclosure Requirements) 2015 and Section 177 of the Companies Act, 2013. The Committee is empowered with the powers as prescribed under the said Regulation 18 and Section 177 of the Companies Act, 2013 and acts in terms of reference and directions if any given by the Board from time to time.

**Terms of reference**

The terms of reference of the Audit Committee are as per the guidelines set out in the Regulation 18 read with Part C of Schedule II of SEBI (LODR) 2015 and read with Section 177 of the Companies Act, 2013 and includes such other functions as may be assigned to it by the Board from time to time.

**i) Powers of the Audit Committee include:**

- To investigate any activity within its terms of reference.
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.

### ii) **Role of the Audit Committee includes:**

- Oversight of Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- Recommending to the Board, the appointment, re-appointment and if required, the replacement or removal of auditors and fixation of audit fee.
- Approval of payment to statutory auditors for any other services rendered by them.
  - Reviewing, with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
  - Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013.
  - Changes, if any, in accounting policies and practices and reasons for the same
  - Major accounting entries involving estimates based on the exercise of judgment by management
  - Significant adjustments made in the financial statements arising out of audit findings.
  - Compliance with listing and other legal requirements relating to financial statements.
  - Disclosure of any related party transactions.
  - Review of draft Auditors Report, in particular qualifications / remarks observations made by the
  - Management Discussion and Analysis of financial conditions and results of operations.
- Review of Statement of significant related party transactions submitted by the management.
- Review of management letters/letters of internal control weaknesses issued by the statutory auditors.
- Review of internal audit reports relating to internal control weaknesses.
- Review of appointment, removal and terms of remuneration of the Chief Internal Auditor.
- Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.
- Review of the financial statements of subsidiary Companies
- Review and monitor the auditor's independence and performance and effectiveness of audit process.
- Approval or any subsequent modification of transactions of the Company with related parties.
- Scrutiny of inter-corporate loans and investments.
- Valuation of undertakings or assets of the Company, wherever it is necessary
- Evaluation of internal financial controls and risk management systems.
- To look into the reasons for substantial defaults in the payment to the shareholders (in case of non-payment of declared dividends) and creditors.
- Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds 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 appropriate recommendations to the Board to take up steps in this matter.
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems.
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- Discussion with internal auditors of any significant findings and follow up there on.

- Reviewing the risk management policies, practices and the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- To review the functioning of the Whistle Blower Mechanism
- Approval of appointment / reappointment / remuneration of CFO (or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
- Carrying out any other function as may be mentioned in the terms of reference of the Audit Committee
- The Audit Committee discharges its functions and obligations on regular basis and on the occurrence of the events.

The Chairman of the Audit Committee shall be present at the Annual General Meeting of the Company to provide any clarification on queries from shareholders.

#### COMPOSITION

The Audit Committee of the Company comprise of the following Independent Directors:

Name of the Director	Designation
Venkata Srinivasan Kodakalla	Chairman
Jaya Mahadev Yerramsetti	Member
Lakshmi Nekkanti Satyasri	Member
Y Mallikharjuna Rao (till 30th Spet, 2024)	Member

#### MEETINGS AND ATTENDANCE DURING THE FINANCIAL YEAR:

##### Meetings:

The Audit committee of the Board met 4 (Four) times during the year, the meetings was held for approval of Un- Audited Financial Results and Audited Financial results of the Company i.e. on:

28-05-2024	12-08-2024	13-11-2024	12-02-2025
------------	------------	------------	------------

##### Attendance:

Name	No of Meetings Held	No of Meetings Attended
Venkata Srinivasan Kodakalla (Chairman)	4	4
Jaya Mahadev Yerramsetti	4	4
Lakshmi Nekkanti Satyasri	4	4
Y Mallikharjuna Rao (till 30th Spet, 2024)	4	3

The un-audited financial results for each quarter are approved by the Audit Committee before passed on to the Board of Directors for approval and adoption.

#### NOMINATION AND REMUNERATION COMMITTEE:

The Nomination and Remuneration Committee has been formed in compliance of Regulation 19 read with Part D of Schedule II of SEBI (Listing Obligations & Disclosure Requirements) 2015 and pursuant to Section 178 of the Companies Act, 2013 comprising of 3 Non-Executive Director.



### Terms of reference:

The terms of reference of the Nomination and Remuneration Committee are as under:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees.
- Formulation of criteria for evaluation of Independent Directors and the Board.
- Devising a policy on Board diversity.
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
- To recommend/review remuneration of Key Managerial Personnel based on their performance and defined assessment criteria.
- To decide on the elements of remuneration package of all the Key Managerial Personnel i.e. salary, benefits, bonus, stock options, pensions, etc.
- Recommendation of fee / compensation if any, to be paid to Non-Executive Directors, including Independent Directors of the Board.
- Payment / revision of remuneration payable to Managerial Personnel.
- While approving the remuneration, the committee shall take into account financial position of Company, trend in the industry, qualification, experience and past performance of the appointee.
- The Committee shall be in a position to bring about objectivity in determining the remuneration package while striking the balance between the interest of the Company and shareholders.
- Any other functions / powers / duties as may be entrusted by the Board from time to time.

The Company has adopted a Policy relating to the remuneration for Directors, Key Managerial Personnel and other employees of the Company which is disclosed on the website of the Company.

### Nomination and Remuneration Policy:

#### 1. Introduction

Source Industries (India) Limited, believes that an enlightened Board consciously creates a culture of leadership to provide a long-term vision and policy approach to improve the quality of governance. Towards this, the company ensures constitution of a Board of Directors with an appropriate composition, size, diversified expertise and experience and commitment to discharge their responsibilities and duties effectively. The Company recognizes the importance of Independent Directors in achieving the effectiveness of the Board. Source Industries (India) limited aims to have an optimum combination of Executive, Non-Executive and Independent Directors.

The Company also recognizes the importance of aligning the business objectives with specific and measureable individual objectives and targets. The Company has therefore formulated the remuneration policy for its Directors, Key Managerial Personnel and other employees keeping in view the following objectives:

- a) Ensuring that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate, to run the Company successfully.
- b) Ensuring that relationship of remuneration to performance is clear and meets the performance benchmarks.
- c) Ensuring that remuneration involves a balance between fixed and incentive pays reflecting short

**2. Scope:**

This Policy sets out the guiding principles for the Nomination and Remuneration Committee for identifying persons who are qualified to become Directors and to determine the independence of Directors, in case of their appointment as independent directors of the Company and also for recommending to the Board the remuneration of the Directors, Key Managerial Personnel and other employees of the Company.

**3. Terms and References:**

In this Policy, the following terms shall have the following meanings:

- 3.1 "Director" means a Director appointed to the Board of a Company.
- 3.2 "Nomination and Remuneration Committee" means the committee constituted by Source Industries (India) Limited Board in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 read with Part D of Schedule II of SEBI (Listing Obligations & Disclosure Requirements) 2015.
- 3.3 "Independent Director" means a Director referred to in sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations & Disclosure Requirements) 2015.
- 3.4 "Key Managerial Personnel" means
  - (i) The Chief Executive Officer or the Managing Director or the Manager;
  - (ii) The Company Secretary;
  - (iii) The Whole-time Director;
  - (iv) The Chief Financial Officer; and
  - (v) Such other officer as may be prescribed under the Companies Act, 2013

**4. Selection of Directors and determining Directors independence:**

- 4.1 Qualifications and criteria
  - 4.1.1 The Nomination and Remuneration (NR) Committee, and the Board, shall review on an annual basis, appropriate skills, knowledge and experience required of the Board as a whole and its individual members. The objective is to have a Board with diverse background and experience that is relevant for the Company's global operations.
  - 4.1.2 In evaluating the suitability of individual Board members, the NR Committee may take into account factors, such as:
    - 1. General understanding of the Company's business dynamics, global business and social perspective;
    - 2. Educational and professional background Standing in the profession;
    - 3. Personal and professional ethics, integrity and values;
    - 4. Willingness to devote sufficient time and energy in carrying out their duties and responsibilities effectively.
  - 4.1.3 The proposed appointee shall also fulfill the following requirements:
    - 1. Shall possess a Director Identification Number;
    - 2. Shall not be disqualified under the Companies Act, 2013;
    - 3. Shall give his written consent to act as a Director;
    - 4. Shall endeavor to attend all Board Meetings and wherever he is appointed as a Committee Member,
 The Committee Meetings;

## Source Industries (India) Limited

5. Shall abide by the Code of Conduct established by the Company for Directors and Senior Management Personnel;

Shall disclose his concern or interest in any company or companies or bodies corporate, firms, or other association of individuals including his shareholding at the first meeting of the Board in every financial year and thereafter whenever there is a change in the disclosures already made; Such other requirements as may be prescribed, from time to time, under the Companies Act, 2013, Equity Listing Agreements and other relevant laws.

4.1.4 The NR Committee shall evaluate each individual with the objective of having a group that best enables the success of the Company's business.

4.2 Criteria of Independence

4.2.1 The NR Committee shall assess the independence of Directors at the time of appointment / reappointment and the Board shall assess the same annually. The Board shall re-assess determinations of independence when any new interests or relationships are disclosed by a Director.

4.2.2 The criteria of independence, as laid down in Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations & Disclosure Requirements) 2015 is as below:

An independent director in relation to a company, means a director other than a managing director or a whole-time director or a nominee director-

- i. who, in the opinion of the Board, is a person of integrity and possesses relevant expertise and experience;
  - (i) Who is or was not a promoter of the company or its holding, subsidiary or associate company;
  - (ii) Who is not related to promoters or directors in the company, its holding, subsidiary or associate company;
- ii. who has or had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;
- iii. none of whose relatives has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two percent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- iv. who, neither himself nor any of his relatives-
  - (i) holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed;
  - (ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of-
    - (A) A Firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
    - (B) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten per cent or more of the gross turnover of such firm;
  - (iii) holds together with his relatives two per cent or more of the total voting power of the company; Or
  - (iv) is a Chief Executive or director, by whatever name called, of any nonprofit organization that receives twenty-five per cent or more of its receipts from the

company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent or more of the total voting power of the company; or

(v) Is a material supplier, service provider or customer or a lessor or lessee of the company?

v. Shall possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, technical operations, corporate social responsibility or other disciplines related to the Company's business.

vi. Shall possess such other qualifications as may be prescribed, from time to time, under the Companies Act, 2013.

vii. Who is not less than 21 years of age

4.2.3 The Independent Directors shall abide by the "Code for Independent Directors" as specified in Schedule IV to the Companies Act, 2013

4.3 Other directorships / committee memberships

4.3.1 The Board members are expected to have adequate time and expertise and experience to contribute to effective Board performance. Accordingly, members should voluntarily limit their directorships in other listed public limited companies in such a way that it does not interfere with their role as directors of the Company. The NR Committee shall take into account the nature of, and the time involved in a Director's service on other Boards, in evaluating the suitability of the individual Director and making its recommendations to the Board.

4.3.2 A Director shall not serve as Director in more than 20 companies of which not more than 10 shall be Public Limited Companies.

4.3.3 A Director shall not serve as an Independent Director in more than 7 Listed Companies and not more than 3 Listed Companies in case he is serving as a Whole-time Director in any Listed Company.

4.3.4 A Director shall not be a member in more than 10 Committees or act as Chairman of more than 5 Committees across all companies in which he holds directorships. For the purpose of considering the limit of the Committees, Audit Committee and Stakeholders' Relationship Committee of all Public Limited Companies, whether listed or not, shall be included and all other companies including Private Limited Companies, Foreign Companies and Companies under Section 8 of the Companies Act, 2013 shall be excluded.

## **5. Remuneration to Executive Directors, Key Managerial Personnel, Non-Executive Directors and other employees:**

5.1.1 The Board, on the recommendation of the Nomination and Remuneration (NR) Committee, shall review and approve the remuneration payable to the Executive Directors of the Company within the overall limits approved by the shareholders.

5.1.2 The Board, on the recommendation of the NR Committee, shall also review and approve the remuneration payable to the Key Managerial Personnel of the Company.

5.1.3 The remuneration structure to the Executive Directors and Key Managerial Personnel shall include the following components:

- (i) Basic Pay
- (ii) Perquisites and Allowances
- (iii) Commission (Applicable in case of Executive Directors)
- (iv) Retrial benefits
- (v) Annual Performance Bonus

## Source Industries (India) Limited

5.1.4 The Annual Plan and Objectives for Executive Directors and Senior Executives shall be reviewed by the NR Committee and Annual Performance Bonus will be approved by the Committee based on the achievements against the Annual Plan and Objectives.

### 5.2 Remuneration to Non-Executive Directors

5.2.1 The Board, on the recommendation of the NR Committee, shall review and approve the remuneration payable to the Non- Executive Directors of the Company within the overall limits approved by the shareholders.

5.2.2 Non-Executive Directors shall be entitled to sitting fees for attending the meetings of the Board and the Committees thereof. The Non- Executive Directors shall also be entitled to profit related commission in addition to the sitting fees.

### 5.3 Remuneration to other employees

5.3.1 Employees shall be assigned grades according to their qualifications and work experience, competencies as well as their roles and responsibilities in the organization. Individual remuneration shall be determined within the appropriate grade and shall be based on various factors such as job profile, skill sets, seniority, experience and prevailing remuneration levels for equivalent jobs.

## Composition

Remuneration Committee of the Company consists of following Non-Executive & Independent Directors, which is as follows:

Name of the Director	Designation
Venkata Srinivasan Kodakalla	Chairman
Jaya Mahadev Yerramsetti	Member
Lakshmi Nekkanti Satyasri	Member
Y Mallikharjuna Rao (till 30th Spet, 2024)	Member

## MEETINGS AND ATTENDANCE DURING THE FINANCIAL YEAR:

### Meetings:

The Remuneration Committee of the Board met 4 (Four) times during the year, i.e. on:

01-05-2024	28-05-2024	05-09-2024	12-02-2025
------------	------------	------------	------------

### Attendance:

Name	No of Meetings Held	No of Meetings Attended
Venkata Srinivasan Kodakalla (Chairman)	4	1
Jaya Mahadev Yerramsetti	4	4
Lakshmi Nekkanti Satyasri	4	4
Y Mallikharjuna Rao (till 30th Spet, 2024)	4	3

## MEETING OF INDEPENDENT DIRECTORS:

During the year under review, the Independent Directors met on **12<sup>th</sup> February 2025**, inter alia, to discuss:

1. Evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole;
2. Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.
3. Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at the Meeting.

**PERFORMANCE EVALUATION:**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (LODR) 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and Compliance Committees.

A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

**STAKEHOLDER RELATION SHIP COMMITTEE:**

The Stakeholders Relationship Committee has been formed in compliance of Regulation 20 of SEBI (Listing Obligations & Disclosure Requirements) 2015 and pursuant to Section 178 of the Companies Act, 2013 comprising of 2 Non - Executive independent Directors and 1 Non-Executive Non Independent.

**Composition**

The Committee comprises of the following members:

Name of the Director	Designation
Venkata Srinivasan Kodakalla	Chairman
Jaya Mahadev Yerramsetti	Member
Lakshmi Nekkanti Satyasri	Member
Y Mallikharjuna Rao (till 30th Spet, 2024)	Member

The Stakeholders Relationship Committee met 3 times during the previous year. The said committee meeting

28-05-2024	12-08-2024	12-02-2025
------------	------------	------------

**Attendance:**

Name	No of Meetings Held	No of Meetings Attended
Venkata Srinivasan Kodakalla (Chairman)	3	1
Jaya Mahadev Yerramsetti	3	3
Lakshmi Nekkanti Satyasri	3	3
Y Mallikharjuna Rao (till 30th Sept, 2024)	3	2

The The Committee reviews the security transfers/transmissions, process of dematerialization and the investors' grievances and the systems dealing with these issues.

In accordance with Regulation 20 of SEBI (Listing Obligations & Disclosure Requirements) 2015, the Board has authorized the Compliance Officer, to approve share transfers / transmissions and comply with other formalities in relation thereto.

There were no complaints pending for redressed during the year under review. There was no pending transfer as on 31st March, 2025.

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### Terms of reference:

The terms of reference of the Stakeholders Relationship Committee are as under:

- i) Redressed of grievances of shareholders, debenture holders and other security holders
- ii) Transfer and transmission of securities.
- iii) Dealing with complaints related to transfer of shares, non-receipt of declared dividend, no receipt of Balance Sheet etc.
- iv) Issuance of duplicate shares certificates.
- v) Review of dematerialization of shares and related matters.
- vi) Performing various functions relating to the interests of shareholders/investors of the Company as may be required under the provisions of the Companies Act, 2013, Listing Agreement with the Stock Exchanges and regulations/guidelines issued by the SEBI or any other regulatory authority.

### REMUNERATION OF DIRECTORS

#### (a) All pecuniary relationship or transactions of the non-executive directors

Non-Executive Directors including Independent Directors are entitled to sitting fee for the Board and Committee meetings attended by them and Commission not exceeding 1% of the net profits of your Company computed in the manner laid down in Section 198 of the Companies Act, 2013, which is approved by the shareholders.

#### (b) Criteria of making payments to non-executive directors

Keeping in view the size, scale and complexity of the Company's operations and the level of involvement of the non-executive directors in the supervision and control of your Company and their guidance for the growth of the Company as members of the Board and also as Chairman or Members of the relevant Committees of the Board, the Board and Shareholders decided that such remuneration/commission should be commensurate with their roles which have undergone significant qualitative changes.

#### (c) Disclosures with respect to remuneration (in addition to disclosures required under the Companies Act, 2013):

- (i) All elements of remuneration package of individual directors summarized under major groups, such as salary, benefits, bonuses, stock options, pension etc for the FY 2024-25:

Name of Director	Relationship	Salary Received	Perquisites & allowances
SUDHAKAR NAVATH	Chairman and Managing Director	Nil	Nil
VENKATA SRINIVASAN KODAKALLA	Independent Director	Nil	Nil
JAYA MAHADEV YERRAMSETTI	Independent Director	Nil	Nil
LAKSHMI SATYASRI NEKKANTI	Non Executive Non Independent Director	Nil	Nil

- (ii) Details of fixed component and performance linked incentives, along with the performance criteria: No Director is paid any fixed component nor performance linked incentives.

- (iii) Service contracts, notice period, severance fees: A separate contract of employment was entered with each of the Executive Directors with terms and conditions of appointment as per the HR Policy of the Company and approved by the Board.
- (iv) Stock option details, if any including issue at a discount as well as the period over which accrued and over which exercisable: The Company has not issued any stock options.

The Committee, along with the Share Transfer Agents of the Company follows the policy of attending to the complaints, if any, within seven days from the date of its receipt.

Name & Designation of the Compliance Officer	:	TULIKA SRIVASTAV (Company Secretary)
No. of shareholders complaints received during the Financial Year	:	0
No. of complaints solved to the satisfaction of the share holders	:	0
No. of pending complaints	:	Nil

#### **VIGIL MECHANISM / WHISTLE BLOWER POLICY:**

The Whistle Blower (Vigil) mechanism provides a channel to the employees to report to the management concerns about unethical behavior, actual or suspected fraud or violation of the Codes of Conduct or policy and also provides for adequate safeguards against victimization of employees by giving them direct access to the Chairman of the Audit Committee in exceptional cases.

The Policy covers malpractices and events which have taken place / suspected to have taken place, misuse or abuse of authority, fraud or suspected fraud, violation of Company rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies, and other matters or activity on account of which the interest of the Company is affected and formally reported by whistle blowers concerning its employees.

The Whistle Blower Policy of the Company is also posted on the website of the Company.

#### **LOCATION AND TIME WHERE THE LAST THREE AGMS HELD:**

Year	Day, Date and Time	Location	Special Resolution
2023-2024	Monday, 30.09.2024 At 10:30. AM	Hotel Inner Circle, Raj Bhavan Rd, Somajiguda, Hyderabad, Telangana 500082	1.To consider the appointment of Mr. Venkata Srinivasan Kodakalla (DIN:10254552) as an Independent Director of the Company.
2022-2023	Wednesday, 27.09.2023 At 10:30. AM	Hotel Inner Circle, Raj Bhavan Rd, Somajiguda, Hyderabad, Telangana 500082	1.Re-Appointment of Mr. Sudhakar Navath as Managing Director of the Company.
2021-2022	Friday, 30.09.2022 At 10:30. AM	Hotel Inner Circle, Raj Bhavan Rd, Somajiguda, Hyderabad, Telangana 500082	NA

Mr. Jineshwar Kumar Sankhala, Company Secretary in Practice (M/s. P. S. Rao & Associates), conducted the remote e-voting and e-voting process during the previous Annual General Meeting.

The Company had not conducted any postal ballot during the previous 3 financial years.

There are 1 Special Resolutions Moved in the 2022-2023



## Source Industries (India) Limited

### MEANS OF COMMUNICATION:

The quarterly, half yearly and annual results are generally published in widely circulating national and local dailies such as Business standard and Nava Telangana from time to time within 48 Hours from time of Board Meeting. These are not sent individually to the shareholders.

The financial results are displayed on the website of the Company - [www.sourceindustriesindia.com](http://www.sourceindustriesindia.com) and also in the websites of BSE Limited. The Company's website also displays official press releases and other disclosures submitted to stock exchanges.

The Company has not made any presentation to institutional investors or to analysts

### GENERAL SHAREHOLDER INFORMATION:

<b>AGM</b>	The 41st Annual General Meeting of the Company will be held on Saturday 27th September 2025 at 5:30 PM through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM" )
<b>Financial Year</b>	<b>1<sup>st</sup> April 2024 to 31<sup>st</sup> March 2025</b>
<b>Listing on Stock Exchanges</b>	The shares of the Company are listed at BSE Limited (The company has paid the listing fees to the above Stock Exchange)
<b>Dividend Payment Date</b>	<b>NA</b>
<b>Scrip Code</b>	<b>521036</b>
<b>Demat ISIN Number</b>	Under the Depository System the International Securities Identification Number (ISIN) allotted to the Company's Equity Shares by NSDL & CDSL <b>INE695C01015</b>
<b>Registrar and Transfer Agents</b>	M/s. Bigshare Services Private Limited, Flat No. 306, right wing 3rd floor, Amrutha Ville, Opp: Yashodha Hospital, Somajiguda, Rajbhavan Road, Hyderabad-500082
<b>Share Transfer System</b>	All the physical share transfers received are processed by the Share Transfer Agents <b>M/s. Bigshare Services Private Limited</b> , Hyderabad. The Company's shares are being traded in compulsory Demat form. The Company has entered into agreement with both NSDL and CDSL to dematerialize its shares, which enable the Company's shares to be transferred electronically through Depositories System.
<b>Performance in comparison to broad-based indices such as BSE sensx, CRISIL index etc</b>	NA
<b>Commodity Price Risk and Commodity Hedging Risk</b>	NA
<b>List of Credit Rating obtained during the year for all debt instrument</b>	NA

**Market Price Data:** High, Low (Based on the closing prices) and number of shares traded during each month in the last financial year on the BSE Limited: -

Month	BSE Limited		
	High (Rs.)	Low (Rs.)	Total No. of Shares Traded
Apr-24	2.75	2.57	761
May-24	2.75	2.75	120
Jun-24	2.75	2.70	178
Jul-24	2.85	2.70	1250
Aug-24	2.85	2.85	169
Sep-24	2.90	2.90	200
Oct-24	3.04	2.90	900
Nov-24	3.19	3.19	100
Dec-24	3.19	3.19	900
Jan-25	3.34	3.34	7799
Feb-25	0	0	0
Mar-25	3.34	3.18	6603

The securities of the Company are not suspended from trading during the financial year ended March 31, 2025.

**Distribution of Shareholding (as on March 31, 2025):**

SI No	Category No. of Shares	No. of share-holders	% to Capital	Share Amount (In Rs)	% of Total Accounts
1	1 - 5000	28424	98.30	32144460	28.23
2	5001 - 10000	300	1.04	2465320	2.17
3	10001 - 20000	90	0.31	1316850	1.11
4	20001 - 30000	17	0.06	412830	0.45
5	30001 - 40000	10	0.03	342960	0.27
6	40001 - 50000	13	0.04	622620	0.51
7	50001 -100000	22	0.08	1627170	1.47
8	100001 and above	40	0.14	75098890	65.76
	<b>TOTAL:</b>	<b>28916</b>	<b>100</b>	<b>114031100</b>	<b>100</b>

## Source Industries (India) Limited

### ➤ SHAREHOLDING PATTERN AS ON 31<sup>st</sup> MARCH 2025:

Sl. No	Category	No. of Shares Held	%of Shareholding
<b>A1</b>	<b>SHAREHOLDING OF PROMOTERS &amp; PROMOTER GROUP</b>		
	<b>INDIAN</b>		
	Individuals/Hindu Undivided Family	14,86,210	13.03
	Central Government /State Government(s)	-	-
	Bodies Corporate	-	-
	Financial Institutions/Banks	-	-
	<b>Sub Total of A1</b>	<b>14,86,210</b>	<b>13.03</b>
<b>A2</b>	<b>FOREIGN</b>		
	Individuals (Non-Residents)	-	-
	Bodies Corporate	-	-
	Institutions	-	-
	Any Other (Specify)	-	-
	<b>Sub Total of A2</b>	<b>-</b>	<b>-</b>
	<b>TOTAL PROMOTERS SHAREHOLDING (A1 +A2)</b>	<b>14,86,210</b>	<b>13.03</b>
<b>B</b>	<b>PUBLIC SHAREHOLDINGS</b>		
	1Institutions		
	Mutual Funds and UTI	-	-
	Banks/Financial Institutions	-	-
	Central Government/State Government	-	-
	Venture Capital Funds	-	-
	Insurance Companies	-	-
	Foreign Institution Investor	-	-
	Foreign Venture Capital Investors	-	-
	Any Other (Specify)	-	-
	<b>Sub Total B1</b>	<b>-</b>	<b>-</b>
	<b>Non Institutions</b>		
	Bodies Corporate	230109	2.02
<b>B2</b>	<b>Individuals</b>		
	Directors and their relatives (excluding independent directors and nominee directors).	200000	1.75
	Individuals share holders holdings nominal share capital upto Rs. 2 Lakhs	3875068	33.98
	Individual Shareholding holding nominal share capital in excess of Rs. 2 Lakhs	5608423	49.18
	Non Resident Indians (NRI's)		
	Any Other (Specify)	2000	0.02
	<b>Sub Total B2</b>	<b>9916900</b>	<b>86.97</b>
	<b>TOTAL OF PUBLIC SHAREHOLDING (B1+B2)</b>	<b>9916900</b>	<b>86.97</b>
<b>C</b>	Shares held by Custodian and against which Depository Receipts have been issued	-	-
	<b>TOTAL (B1+B2)</b>	<b>11403110</b>	<b>100</b>

**Dematerialization of shares and liquidity:**

- Since the Company has already entered into agreement with both the depositories, viz., NSDL and CDSL for dematerialization of its shares, the shareholders are free to dematerialize their shares and keep them in dematerialized form with any Depository Participant.
- Outstanding GDRs/ ADRs/ Warrants or any Convertible instruments, conversion date and likely impact on equity : **NIL**
- Securities suspended from trading: **Not applicable**
- Share Transfer System: The Share transfers are effected within 15 days from the date of lodgment for transfer, Transmission sub-division, Consolidation, renewal etc., if the documents are in order in all respects, in line with Schedule VII to the Listing Regulations and such modified share Certificates are delivered to the shareholders immediately.
- Compliance Certificate: Certificate from P S Rao & Associates, Company Secretaries, confirming compliance with the conditions of Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 is attached to the Directors' Report and forms part of this 40th Annual Report
- **Address for correspondence : Mr. Sudhir Reddy Posireddy**  
Chairman and Managing Director  
**Source Industries (India) Limited**  
D6 IDA Phase V, Sangareddy, Patancheru, Medak,  
Patancheru, Telangana, India - 502319  
Phone: 040 - 42014389  
Email Id: source.investors@gmail.com  
Website: www.sourceindustriesindia.com
- **Registrar and Transfer Agents : Bigshare Services Pvt. Ltd,**  
306, Right Wing, Amrutha Ville,  
Opp. Yashoda Hospital, Somajiguda,  
Raj Bhavan Road, Hyderabad-500082  
E-mail: bsshyd@bigshareonline.com
- **Contact Person : Contact Person Name: Mr. Sudhir Reddy Posireddy**  
Tel: 91-49-2337 4967, 23370295  
Fax: 91-40-23370295

**DISCLOSURES:**

- a. The particulars of transactions between the Company and its related parties are set out at Notes to financial statements. However these transactions are not likely to have any conflict with the Company's interest. The Policy on Related Party Transactions as approved by the Board is uploaded on the website of the Company and the weblink
- b. There are no non-compliances in the last three years by the Company on any matter related to Capital Market and there were no penalties imposed nor strictures passed on the Company by any Stock Exchange, SEBI or any other Statutory Authority during the year.
- c. The Whistle Blower (Vigil) mechanism provides a channel to the employees to report to the management concerns about unethical behaviour, actual or suspected fraud or violation of the Codes of Conduct or policy and also provides for adequate safeguards against victimization of employees by giving them direct access to the Chairman of the Audit Committee in exceptional cases. No person has been denied access to the Chairman of the Audit Committee. The Policy covers malpractices and events which have taken place / suspected to have taken place, misuse or abuse of authority, fraud or suspected fraud, violation of Company rules, manipulations, negligence causing danger to public health and safety, misappropriation of monies, and other matters or activity on account of

## Source Industries (India) Limited

which the interest of the Company is affected and formally reported by whistle blowers concerning its employees.

- d. The Whistle Blower Policy of the Company is also posted on the website of the Company.
- e. The Company has posted the Code of Conduct for Directors and Senior Management on its website.
- f. The Company has complied with the mandatory requirements of SEBI (Listing Obligations & Disclosure Requirements) 2015.
- g. The Company has complied with the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The status of compliance with the discretionary requirements under Regulation 27(1) of SEBI Listing Regulations.
- h. Disclosure of commodity price risks and commodity hedging activities- NA
- i. Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) - The Company has not raised any funds during the year under review
- j. Policy on dealing with Related Party Transactions and Policy for determining material subsidiaries may be accessed on our website.
- k. A certificate from a company secretary in practice that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority has been enclosed as separately to this report.
- l. Where the board had not accepted any recommendation of any committee of the board which is mandatorily required, in the relevant financial year- There are no such instances during the year and the Board considered and accepted the recommendations of all the Committees.
- m. Total fees for all services paid by the listed entity to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part Rs. 89,000/-
- n. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at workplace as per the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. The policy aims to provide protection to Employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where Employees feel secure. The Company has also constituted an Internal Committee, known as Anti Sexual Harassment Committee to address the concerns and complaints of sexual harassment and to recommend appropriate action. The Company has not received any complaint on sexual harassment during the year

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

No Loans and Advances given/taken Loans and advances in the nature of loans to firms/ companies in which directors are interested.

- p. *Disclosure with respect to demat suspense account/ unclaimed suspense account:*** N.A
- q. The Company has complied with all the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has also adopted the discretionary requirements as specified in Part E of Schedule II of the Regulations and the same may be referred at point no. 10 hereunder.
- r. Non-compliance of any requirement of corporate governance report, with reasons thereof:  
All the corporate governance requirements are complied with.

- s. The extent to which the discretionary requirements as specified in Part E of Schedule II have been adopted:

- Discretionary Requirements:

The Company has adopted / complied with the discretionary requirements specified in Part E of Schedule II as detailed below:

**i. The Board:**

Maintenance of Office to the Non-Executive Chairperson at the Company's expense: This is not applicable as the Chairperson of the Company is an Executive Director.

**ii. Shareholders' rights:**

All the quarterly financial results are placed on the Company's website, : i.e www.sourceindustries india.com apart from publishing the same in the Newspapers.

**iii. Modified opinion(s) in audit report:**

There are no modified opinions in the Audit Reports.

**iv. Reporting of Internal Auditor:**

The Internal Auditor reports to the Chairman of the Audit Committee directly.

**Compliance Certificate:** Certificate from P S Rao & Associates, Company Secretaries, confirming compliance with the conditions of Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 is attached to the Directors' Report and forms part of this 40th Annual Report.

- **CEO & CFO certification:** The Executive Director of the Company gives annual certificates on financial reporting and internal controls to the board in accordance with Part B Schedule II of SEBI (Listing Obligations & Disclosure Requirements) 2015.

**Secretarial Audit:**

- a) M/s P S Rao & Associates, Practicing Company Secretaries have conducted a Secretarial Audit of the Company for the year 2024-25. Their Audit Report confirms that the Company has complied with the applicable provisions of the Companies Act and the Rules made there under, SEBI Listing Regulations and other laws applicable to the Company. The Secretarial Audit Report forms part of the Directors' Report.
- b) Pursuant to Regulation 40(9) of the SEBI Listing Regulations, certificates have been issued on a half yearly basis, by M/s. P S Rao & Associates, Practicing Company Secretaries, certifying due compliance of share transfer formalities by the Company.
- c) M/s P S Rao & Associates, Practicing Company Secretaries carry out a quarterly Reconciliation of Share Capital Audit, to reconcile the total admitted capital with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) and the total issued and listed capital. The audit confirms that the total issued/ paid-up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialized form (held with NSDL and CDSL).
- d) The Company has complied with the Corporate Governance requirements specified in Regulations 17 to 27 and Regulation 46 (2) (b) to (i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details follow:

## Source Industries (India) Limited

Regulation	Particulars of regulations	Compliance status (Yes/No)
17	Board of directors	Yes
18	Audit committee	Yes
19	Nomination and Remuneration committee	Yes
20	Stakeholders Relationship committee	Yes
21	Risk Management committee	NA
22	Vigil mechanism	Yes
23	Related party transactions	Yes
24	Corporate Governance requirements with respect to Subsidiary of listed entity	NA
25	Obligations with respect to Independent directors	Yes
26	Obligation with respect to Directors and Senior Management	Yes
27	Other Corporate Governance requirements	Yes
46(2) (b) to (i)	Website	Yes

### DECLARATION OF MANAGING DIRECTOR ON COMPLIANCE WITH CODE OF CONDUCT AND ETHICS

SOURCE INDUSTRIES (INDIA) LIMITED has adopted Code of Business Conduct and Ethics ("the code") which applied to all the employees and Director of the Company. Under the Code, it is responsibility of all employees and Directors to familiarize themselves with the Code and comply with its Standards.

In accordance with the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, I, Sudhir Reddy Posireddy, Managing Director of the company, hereby declare that the board members and the Senior Management personal have affirmed compliance with the code of Conduct of the Company for the year ended March 31, 2025.

### MEETING OF INDEPENDENT DIRECTORS :

During the year under review, the Independent Directors met on 12th February 2025, inter alia, to discuss:

Evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole;

Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.

Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties. All the Independent Directors were present at the Meeting.

### POLICY FOR DETERMINING MATERIALITY OF AN EVENT OR INFORMATION AND FOR MAKING DISCLOSURES TO STOCK EXCHANGES:

As required under Regulation 30 of the Listing Regulations, the Board of directors of the Company approved the Policy for determining materiality of an event or information and for making disclosures to Stock Exchanges effective from December 1, 2015 and has been hosted on the website of the Company [www.sourceindustries.com](http://www.sourceindustries.com)

### PRESERVATION OF DOCUMENTS:

The Company adopted the policy on preservation of documents in accordance with the Regulation 9 of the Listing Regulations, which was placed on the Website of the Company [www.sourceindustries.com](http://www.sourceindustries.com)

**CORPORATE GOVERNANCE REQUIREMENTS WITH REFERENCE TO SUBSIDIARY COMPANIES:**

Your company does not have any material subsidiary as per the SEBI(LODR) Regulations, 2015.

**PROHIBITION OF INSIDER TRADING:**

In compliance with the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (as amended from time to time) and to preserve the confidentiality and prevent misuse of unpublished price sensitive information, the Company has adopted a Code of Conduct for regulating, monitoring and reporting of trading by insiders. This Code also provides for periodical disclosures from the designated Persons and their immediate Relatives as well as pre-clearance of transactions by such persons as per the thresholds mentioned in the code

The code is applicable to Designated Persons and their Immediate relatives who are likely or may reasonably be expected to have access to the unpublished price sensitive information relating to the Company and the same is being implemented as a self-regulatory mechanism

- Compliance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 pertaining to mandatory requirements and Auditors Certificate on Corporate Governance: As required under SEBI Listing Regulations, the Auditor's Certificate on compliance of the Corporate Governance norms is attached.
- Particulars about Directors proposed for appointment as well as the Directors who retire by rotation and are eligible for re-appointment indicating their shareholding in the Company have been given in the annexure attached to the Notice of the Annual General Meeting.
- The Chief executive officer and Chief Financial Officer have certified to the Board in accordance with Regulation 33(2)(a) of SEBI Listing Regulations pertaining to CEO and CFO certification for the Financial Year ended 31st March, 2025 and the same is annexed herewith.
- Disclosure of certain types of agreements binding listed companies (Information disclosed under clause 5A of paragraph A of Part A of Schedule III of Listing regulations): Not Applicable
- Disclosures with respect to demat suspense account/ unclaimed suspense account: Not Applicable

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**

In terms of SEBI (LODR) Regulations, 2015, I hereby confirm that all the Board members and Senior Management Personnel of the Company have affirmed compliance with the respective Codes of Conduct, as applicable to them for the year

**By order of the Board  
For Source Industries (India) Limited**

**Sd/-**  
**Naraharisetty Mohan Krishna**  
Wholetime Director  
(DIN: 07126524)

**Sd/-**  
**Sudhir Reddy Posireddy**  
Chairman and Managing Director  
(DIN: 02813098)

Place: Hyderabad  
Date : 28.07.2025



## Source Industries (India) Limited

### MANAGING DIRECTOR AND CHIEF FINANCE OFFICER CERTIFICATE:

To,  
The Board of Directors,  
Source Industries (India) Limited

We, the undersigned to the best of our knowledge and on behalf, certify that:

1. We have reviewed the Balance Sheet and Profit and Loss Account and all its schedules and notes on accounts as well as the Cash Flow Statement for the year ended 31.03.2025 and that to the best of our knowledge and belief:
  - a. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading
  - b. The financial statements and other financial information included in this report present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws and regulations.
2. To the best of our knowledge and belief, there are no transactions entered into by the Company during the year which are fraudulent, illegal or volatile of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting. We have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps taken or proposed to be taken for rectifying these deficiencies.
4. We have indicated to the Auditors and the Audit Committee:
  - a) Thea. There has not been any significant change in internal control over financial reporting during the year under reference;
  - b. There has not been any significant changes in accounting policies during the year under reference; and
  - c. We are not aware of any instances during the year of significant fraud, with involvement there in of the management or any employee having a significant role in the Company's internal control system over financial reporting.

**For SOURCE INDUSTRIES (INDIA) LIMITED**

**Sd/-**  
**Sudhir Reddy Posireddy**  
Chairman and Managing Director  
(DIN: 02813098)

**Sd/-**  
**Visweswara Rao Kothapalli**  
CFO

Place : Hyderabad  
Date : 28.07.2025

**CERTIFICATE REGARDING CORPORATE GOVERNANCE**

To  
The Members,  
**SOURCE INDUSTRIES (INDIA) LIMITED**  
**Hyderabad**

We have examined the compliance of the conditions of Corporate Governance by **SOURCE INDUSTRIES (INDIA) LIMITED** (hereinafter referred to as "the Company") for the year ended March 31, 2025, as stipulated in Chapter IV of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

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

We conducted our examination of the Corporate Governance Report in accordance with the established systems and procedures selected by us depending on our judgment, including assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. The procedures include, but are not limited to, verification of secretarial records and other information of the Company, as we deem necessary to arrive at an opinion.

Based on the procedures performed by us as mentioned above and according to the information and explanations provided to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations as applicable for the year ended March 31, 2025.

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

For **P.S. Rao & Associates**  
Company Secretaries

**Sd/-**  
**Jineshwar Kumar Sankahala**  
Company Secretary  
MP No. 21697  
C.P. No.: 18365  
**UDIN: A021697G001015998**

Date : 28.07.2025  
Place: Hyderabad

## Source Industries (India) Limited

### CERTIFICATE ON NON-DISQUALIFICATION OF DIRECTORS

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

To

The Members,

**SOURCE INDUSTRIES (INDIA) LIMITED**

**Hyderabad**

We have examined the relevant records, forms, returns and disclosures received from the directors of **SOURCE INDUSTRIES (INDIA) LIMITED** having CIN: L45400TG1984PLC004777 and having registered office at D6 IDA Phase V, Sangareddy, Patancheru, Medak, Patancheru, Telangana, India, 502319 (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 sub-clause 10(i) of Para C of Schedule V to the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Director Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and the explanations furnished to us by the Company & its officers, we hereby certify that none of the directors on the Board of the Company for the financial year ended March 31, 2025 have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other statutory authority.

Sr. No.	Name of Director	Nature/ Category of Directorship	DIN	Date of Appointment
1	Sudhakar Navath	Managing Director	06785232	14.11.2017
2	Lakshmi Satyasri Nekkanti	Non-Executive Non Independent Director	07223878	30.06.2015
3	Venkata Srinivasan Kodakalla	Independent Director	10254552	05.09.2024
4	Jaya Mahadev Yerramsetti	Independent Director	06661103	14.08.2013

Ensuring 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 the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **P.S. Rao & Associates**  
Company Secretaries

**Sd/-**  
**Jineshwar Kumar Sankahala**  
Company Secretary  
MP No. 21697  
C.P. No.: 18365  
**UDIN: A021697G001016031**

Date : 28.07.2025

Place: Hyderabad

**Information pursuant to Section 197 of the Act Read with Rule 5(1) of  
the Companies (Appointment and Remuneration of Managerial  
Personnel) Rules, 2014.**

- A. **A.The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary during the financial year 2024-25 and Ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2024-25:**

Name of the Director/ Key Managerial Personnel	Remuneration of Director KMP for the financial year 2024-25	% increase in Remuneration in the financial year of 2024-25	Ratio of the remuneration to the median the employees
Tulika Srivatsav	2,20,000	-	-

Note: The median remuneration of employees of the Company during the financial year was Rs. 20000/-

- B. The percentage increase in the median remuneration of employees in the financial year: Nil
- C. The number of permanent employees on the rolls of company: 5
- D. 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:

The average decrease in the salaries of employees other than the managerial personnel in 2024-25 was 8.63%. The Percentage increase in the managerial remuneration for the same financial year was Nil.

- E. Affirmation that the remuneration is as per the remuneration policy of the company.

It is hereby affirmed that the remuneration paid to the Directors and Key Managerial Personnel are as per the Nomination and Remuneration Policy of the Company.

**By order of the Board  
For Source Industries (India) Limited**

**Sd/-**  
**Naraharisetty Mohan Krishna**  
Wholetime Director  
(DIN: 07126524)

**Sd/-**  
**Sudhir Reddy Posireddy**  
Chairman and Managing Director  
(DIN: 02813098)

Place: Hyderabad  
Date : 28.07.2025

**INDEPENDENT AUDITOR'S REPORT**

**To**  
**The Members of**  
**Source Industries (India) Limited**

**Report on the Audit of the Ind AS Financial Statements**

**Opinion**

We have audited the accompanying financial statements of Source Industries (India) Limited ("the Company"), which comprise the Balance Sheet as on March 31, 2025 and 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 financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its Profit, its cash flows and the changes in equity for the year ended on that date.

**Basis for Opinion**

**Basis for Opinion**

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the 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 financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We do not have any key audit matters that needs to be communicated in our report.

**Information Other than the Financial Statements and Auditor's Report thereon**

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors report, but does not include the financial statements and our auditor's report thereon.
- Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **Management's Responsibility for the Financial Statements**

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

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

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

### **Auditor's Responsibility for the Audit of the Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Undersection 143(3)(l) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the 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.

## Source Industries (India) Limited

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

### Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our auditwe 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) During the year, the company has no branch offices hence reporting under section 143(8) of the act is not applicable to the company.
  - d) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - e) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
  - f) 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.
  - g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197 of the Act, as amended:

In our opinion and based upon the audit procedures performed and the information and explanation given by the management, the provisions of section 197 read with Schedule V to the Act is compiled by the company.

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

- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign 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 (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; 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.

- v. During the year the company has not declared any dividend. Therefore compliance with section 123 of the act was not applicable.
- vi. Based on our examination, which included test checks, the Company has used accounting software's for maintaining its books of account for the financial year ended March 31, 2025, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. During the course of performing our procedures, we did not notice any instance of the audit trail feature being tampered with. Further, the audit trail, to the extent maintained in the prior year, has been preserved by the Company as per the statutory requirements for record retention.

2. As required by the Companies (Auditor's Report) Order, 2020("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

**For M N Rao & Associates LLP**  
Chartered Accountants  
FRN.No. 005386S/S000195

**Sd/-**  
**V. Sreekanth Reddy**  
Partner

Membership No. 023408  
UDIN: 25023408BMHYFS1025

Place: Hyderabad  
Date : 30-05-2025



### **Annexure-A to the Auditors' Report (referred to in paragraph 1 of our Report of even date to the Members of "Source Industries (India) Limited" for the year ended March 31, 2025)**

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we report that:

- i. (a) As the Company does not hold any property, plant and equipment, bearer plants, capital work-in-progress, investment properties and relevant details of right-of-use assets, intangible assets, reporting under clause 3(i) of the Order is not applicable to the company.
- ii. (a) The Company does not have any inventory and hence reporting under clause 3(ii)(a) of the Order is not applicable to the company.  
(b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under clause 3(ii)(b) of the Order is not applicable.
- iii. The Company has not made any investments in, provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, and hence reporting under clause 3(iii) of the Order is not applicable to the company.
- iv. Based on the records examined by us in the normal course of audit, the company has not given any loans, or provided any guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013. Therefore the requirement to report on clause 3(iv) of the Order is not applicable to the Company.
- v. Based on the records examined by us in the normal course of audit, the Company has not accepted any deposits from the public or accepted any amounts which are deemed to be deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended), to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order are not applicable to the Company.
- vi. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for any of the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.
- vii. (a) Based on the records examined by us in the normal course of audit, the Company is regular in depositing with appropriate authorities undisputed statutory dues including Goods and Services tax, Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, Cess and other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.  
(b) Based on the records examined by us in the normal course of audit, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, Goods and Service Tax outstanding on account of disputes.
- viii. Based on the records examined by us in the normal course of audit, Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- ix. (a) Loans amounting to Rs. 20.00 Lakhs outstanding as at 31 March 2025 are repayable on demand and terms and conditions for payment of interest thereon have not been stipulated. According to the information and explanations given to us, such loans and interest thereon have not been demanded for repayment during the financial year. Considering the above, in our opinion, the

Company has not defaulted in the repayment of loans or other borrowings, or in the payment of interest thereon to any lender during the year.

- (b) The Company has not been declared a wilful defaulter by any bank or financial institution or government or any government authority.
- (c) Based on the records examined by us in the normal course of audit, the Company has not taken any term loans during the year 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, no funds raised on short-term basis have been used for long-term purposes by the company.
- (e) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause 3(ix)(e) of the Order is not applicable.
- (f) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause 3(ix)(f) of the Order is not applicable.
- x. (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- xi. (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year.
- xii. The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii) of the Order is not applicable to the Company.
- xiii. According to the information and explanations given to us, the company is in compliance with section 177 and 188 of the Companies Act, 2013, where applicable, for all the details of the related party transactions have been disclosed in the notes to the financial statements as required by the applicable accounting standards.
- xiv. (a) Based on the information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- xv. In our opinion and according to the information and explanations given to us, Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence, Provisions of section 192 of the Act, are not applicable and accordingly, requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- xvi. (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company. Accordingly, the requirement to report on clause 3(xvi)(a),(b) and (c) of the Order is not applicable to the Company.

## Source Industries (India) Limited

(b) There is no Core Investment Company as a part of the group. Accordingly, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.

xvii. The Company has not incurred cash losses during the financial year covered by our audit, but Rs. (14.55) lakhs in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year and accordingly requirement to report on clause 3(xviii) of the Order is not applicable to the Company.

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 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.

xx. The Company was not having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year and hence, provisions of Section 135 of the Act are not applicable to the Company during the year. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the company.

**For M N Rao & Associates LLP**

Chartered Accountants  
FRN.No. 005386S/S000195

**Sd/-**

**V. Sreekanth Reddy**

Partner

Membership No. 023408

UDIN: 25023408BMHYFS1025

Place: Hyderabad

Date : 30-05-2025

**ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF SOURCE INDUSTRIES (INDIA) LIMITED**

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

To the Members of **Source Industries (India) Limited**

We have audited the internal financial controls over financial reporting of **Source Industries (India) Limited** ("the Company") as of March 31, 2025 in conjunction with our audit of the 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 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 was established and maintained and if such controls operated effectively in all material respects.

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

**Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

## Source Industries (India) Limited

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

### **Opinion**

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

**For M N Rao & Associates LLP**  
Chartered Accountants  
FRN.No. 005386S/S000195

**Sd/-**  
**V. Sreekanth Reddy**  
Partner

Membership No. 023408  
UDIN: 25023408BMHYFS1025

Place: Hyderabad  
Date : 30-05-2025

## Balance Sheet as at 31st March 2025

Amount in Rs. Lakhs

Particulars	Notes	March 31, 2025	March 31, 2024
<b>I. ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Financial Assets			
(i) Investments		-	-
(ii) Loans and advances	2	157.30	181.60
<b>Total non current assets</b>		<b>157.30</b>	<b>181.60</b>
<b>(2) Current Assets</b>			
(a) Financial Assets			
(i) Trade receivables	3	159.50	150.00
(ii) Cash and cash equivalents	4	11.13	5.99
(b) Other current assets	5	129.80	120.80
<b>Total current assets</b>		<b>300.43</b>	<b>276.79</b>
<b>TOTAL ASSETS</b>		<b>457.73</b>	<b>458.39</b>
<b>II. EQUITY AND LIABILITIES</b>			
(1) Equity			
(a) Equity share capital	6	1,140.31	1,140.31
(b) Other equity	7	(710.31)	(711.09)
<b>Total equity</b>		<b>430.00</b>	<b>429.22</b>
<b>(3) Non current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	8	20.00	22.37
<b>Total Non Current Liabilities</b>		<b>20.00</b>	<b>22.37</b>
<b>(4) Current liabilities</b>			
(a) Financial liabilities			
(i) Other financial liabilities	9	0.92	0.87
(b) Other current liabilities	10	6.81	5.93
<b>Total Current Liabilities</b>		<b>7.73</b>	<b>6.80</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>457.73</b>	<b>458.39</b>
Notes forming part of the financial statements	1-20		

As per our report of even date attached

**For M.N.Rao & Associates LLP**  
Chartered Accountants  
Firm Regn. No. 005386S/S000195

**For and on behalf of the Board of Directors**  
**Source Industries (India) Limited**  
CIN: L45400TG1984PLC004777

**Sd/-**  
**V Sreekanth Reddy**  
Partner  
Membership No. 023408

**Sd/-**  
**Naraharisetty Mohan Krishna**  
Wholetime Director  
DIN: 07126524

**Sd/-**  
**Sudhir Reddy Posireddy**  
Chairman and Managing Director  
DIN: 02813098

Place: Hyderabad  
Date : 30-05-2025

**Sd/-**  
**Tulika Srivastav**  
Company secretary

**Sd/-**  
**Visweswara Rao Kothapalli**  
Chief Financial Officer

## Source Industries (India) Limited

Statement of Profit and Loss for the year ended 31st March 2025				Amount in Rs. Lakhs
Particulars	Notes	March 31, 2025	March 31, 2024	
<b>Revenue</b>				
I. Revenue from Operations	11	13.72	6.57	
II. Other income	12	-	-	
<b>III. Total Income (I+II)</b>		<b>13.72</b>	<b>6.57</b>	
<b>IV. Expenses</b>				
Cost of raw materials consumed		-	-	
Employee Benefits Expenses	13	4.72	4.56	
Depreciation and Amortization Expenses		-	-	
Finance costs	14	0.01	0.01	
Other Expenses	15	8.21	16.56	
<b>Total Expenses (IV)</b>		<b>12.94</b>	<b>21.13</b>	
<b>V. Profit/(loss) before Tax (III - IV)</b>		<b>0.78</b>	<b>(14.55)</b>	
<b>VI. Tax expense:</b>				
1. Current tax		-	-	
2. Deferred tax		-	-	
3. MAT credit		-	-	
<b>VII. Profit/(Loss) for the year</b>		<b>0.78</b>	<b>(14.55)</b>	
<b>VIII. Other comprehensive income</b>				
A. (i) Items that will not be reclassified to profit or loss				
Remeasurement of Investments		-	-	
Remeasurements of leave encashment on employee benefits		-	-	
(ii) Items that will be reclassified to profit or loss		-	-	
Foreign currency translation differences		-	-	
B (i) Income tax relating to items that will not be reclassified to profit or loss		-	-	
<b>Total other comprehensive income net of taxes</b>		<b>-</b>	<b>-</b>	
<b>IX. Total comprehensive income for the period</b>		<b>0.78</b>	<b>(14.55)</b>	
<b>X. Earnings per equity share</b>				
1. Basic		0.01	(0.13)	
2. Diluted		0.01	(0.13)	
Notes forming part of the financial statements	1-20			
As per our report of even date attached				
<b>For M.N.Rao &amp; Associates LLP</b> Chartered Accountants Firm Regn. No. 005386S/S000195		<b>For and on behalf of the Board of Directors</b> Source Industries (India) Limited CIN:L45400TG1984PLC004777		
<b>Sd/-</b> <b>V Sreekanth Reddy</b> Partner Membership No. 023408		<b>Sd/-</b> <b>Naraharisetty Mohan Krishna</b> Wholetime Director DIN: 07126524		
<b>Sd/-</b> <b>Tulika Srivastava</b> Company Secretary		<b>Sd/-</b> <b>Sudhir Reddy Posireddy</b> Chairman and Managing Director DIN: 02813098		
Place: Hyderabad Date : 30-05-2025		<b>Sd/-</b> <b>Visweswara Rao Kothapalli</b> Chief Financial Officer		

**Cash Flow Statement For The Year Ended 31-03-2025**

Amount in Rs. Lakhs

Particulars	March 31, 2025	March 31, 2024
<b>A. Cash Flows From Operating Activities:</b>		
Net Profit before tax	0.78	(14.55)
Adjustments for:		
Depreciation	-	-
Raw Material written off	-	-
<b>Changes in current assets and liabilities</b>	<b>0.78</b>	<b>(14.55)</b>
Inventories	-	-
Trade receivables	(9.50)	-
Other Current Assets	(9.00)	9.20
Short term Borrowings	-	-
Other financial liabilities	0.05	-
Other Current Liabilities	0.89	0.84
<b>Cash used(-)/(+)generated from operating activities (a)</b>	<b>(16.79)</b>	<b>(4.52)</b>
<b>B. Cash Flows From Investing Activities:</b>		
(Increase)/Decrease in Investments	-	-
Loans & Advances	24.31	-
<b>Cash used(-)/(+)generated in investing activities (b)</b>	<b>24.31</b>	<b>-</b>
<b>C. Cash Flows From Financing Activities:</b>		
Increase/(Decrease) in Borrowings	(2.37)	0.49
<b>Cash used(-)/(+)generated in financing activities (c)</b>	<b>(2.37)</b>	<b>0.49</b>
<b>D. Net increase(+)/decrease (-) in cash and cash equivalents (d=a+b+c)</b>	<b>5.14</b>	<b>(4.02)</b>
<b>E. Cash &amp; Equivalent at the beginning of the year (e )</b>	<b>5.99</b>	<b>10.01</b>
<b>F. Cash &amp; Equivalent at the end of the year (f = d+e)</b>	<b>11.13</b>	<b>5.99</b>
<b>Cash &amp; Cash Equivalents comprise:</b>		
Cash in Hand	5.83	4.49
Balance with Banks in Current A/c	5.30	1.50
Balance with Banks in Deposit A/c	-	-
<b>Total Cash &amp; Cash Equivalents :</b>	<b>11.13</b>	<b>5.99</b>

As per our Report of even date

**For M.N.Rao & Associates LLP**

Chartered Accountants

Firm Regn. No. 005386S/S000195

**For and on behalf of the Board of Directors****Source Industries (India) Limited**

CIN: L45400TG1984PLC004777

**Sd/-****V Sreekanth Reddy**

Partner

Membership No. 023408

**Sd/-****Naraharisetty Mohan Krishna**

Wholetime Director

DIN: 07126524

**Sd/-****Sudhir Reddy Posireddy**

Chairman and Managing Director

DIN: 02813098

**Sd/-****Tulika Srivastav**

Company secretary

**Sd/-****Visweswara Rao Kothapalli**

Chief Financial Officer

Place: Hyderabad

Date : 30-05-2025



Statement of changes in equity

A. Equity share capital

As at March 31, 2025	No.	Amount
Equity shares of Rs. 10 each issued, subscribed and fully paid		
As at April 1, 2024	1,14,03,110	1,140.31
Issue of shares	-	-
As at March 31, 2025	1,14,03,110	1,140.31
As at March 31, 2024	No.	Amount
Equity shares of Rs. 10 each issued, subscribed and fully paid		
As at April 1, 2023	1,14,03,110	1,140.31
Issue of shares	-	-
As at March 31, 2024	1,14,03,110	1,140.31

**B. Other Equity**

Amount in Rs. Lakhs

Particulars	General Reserve	Investment allowance Reserve	Securities Premium Reserve	Retained Earnings	Total Other Equity attributable to Equity holders
<b>Opening Balance as at 1 April 2023</b>	20.00	22.80	57.03	(796.37)	(696.54)
Profit for the Year	-	-	-	(14.55)	(14.55)
Other Comprehensive income	-	-	-	-	-
Dividend tax and Interim Dividend	-	-	-	-	-
<b>Closing Balance as at 31st March 2024</b>	<b>20.00</b>	<b>22.80</b>	<b>57.03</b>	<b>(810.92)</b>	<b>(711.09)</b>
Balance as at 1 April 2024	20.00	22.80	57.03	(810.92)	(711.09)
Profit for the Year	-	-	-	0.78	0.78
<b>Closing Balance as at 31st March 2025</b>	<b>20.00</b>	<b>22.80</b>	<b>57.03</b>	<b>(810.14)</b>	<b>(710.31)</b>

As per our report of even date attached

**For M.N.Rao & Associates LLP**  
Chartered Accountants  
Firm Regn. No. 005386S/S000195

**For and on behalf of the Board of Directors**  
**Source Industries (India) Limited**  
CIN:L45400TG1984PLC004777

**Sd/-**  
**V Sreekanth Reddy**  
Partner  
Membership No. 023408

**Sd/-**  
**Naraharisetty Mohan Krishna**  
Wholetime Director  
DIN: 07126524

**Sd/-**  
**Sudhir Reddy Posireddy**  
Chairman and Managing Director  
DIN: 02813098

Place: Hyderabad  
Date : 30-05-2025

**Sd/-**  
**Tulika Srivastav**  
Company secretary

**Sd/-**  
**Visweswara Rao Kothapalli**  
Chief Financial Officer

## Source Industries (India) Limited

### Notes forming part of financials statements

#### Note 2

Amount in Rs. Lakhs

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Financial Assets - Non-Current Loans and Advances</b>		
<b>Unsecured, Considered Good</b>		
(i) Loans to employees	-	-
(ii) Advance for capital goods	157.30	181.60
<b>Total</b>	<b>157.30</b>	<b>181.60</b>

#### Note 3

Amount in Rs. Lakhs

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Trade Receivables</b>		
<b>Unsecured</b>		
Considered good	159.50	150.00
Considered doubtful	159.50	150.00
Less:		
Allowances for doubtful debts	-	-
<b>Total</b>	<b>159.50</b>	<b>150.00</b>

#### 3A. Ageing Schedule of Trade receivables:

Particulars	As At March 31 2025	As At 31st March, 2024
<b>A) Undisputed Receivables considered good</b>		
Less than 6 months	9.50	-
6 months to 1 Year	-	-
1 Year to 2 Years	-	-
2 Year to 3 Years	-	-
More than 3 years	150.00	150.00
<b>B) Undisputed Receivables considered doubtful</b>		
Less than 6 months	-	-
6 months to 1 Year	-	-
1 Year to 2 Years	-	-
2 Year to 3 Years	-	-
More than 3 years	-	-
Less : Provision for doubtful Debts	-	-
<b>C) Disputed Receivables considered good</b>		
Less than 6 months	-	-
6 months to 1 Year	-	-
1 Year to 2 Years	-	-
2 Year to 3 Years	-	-
More than 3 years	-	-

**Source Industries (India) Limited**

Particulars	As At March 31 2025	As At 31st March, 2024
<b>D) Disputed Receivables considered doubtful</b>	-	-
Less than 6 months	-	-
6 months to 1 Year	-	-
1 Year to 2 Years	-	-
2 Year to 3 Years	-	-
More than 3 years	-	-
<b>E) Unbilled dues</b>	-	-
<b>Total</b>	<b>159.50</b>	<b>150.00</b>

**Note 4**

Amount in Rs. Lakhs

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Cash and cash equivalents</b>		
(a) Balances with Banks		
- Current Accounts	5.30	1.50
- Deposit Accounts	-	-
- Cash on Hand	5.83	4.49
<b>Total</b>	<b>11.13</b>	<b>5.99</b>

**Note 5**

Amount in Rs. Lakhs

Particulars	As at March 31, 2025	As at March 31, 2024
<b>Other current assets</b>		
Other receivables	129.80	120.80
Prepaid expenses	-	-
TDS Receivable	-	-
<b>Total</b>	<b>129.80</b>	<b>120.80</b>

## Source Industries (India) Limited

Note 6		Amount in Rs. Lakhs			
Particulars	As at March 31, 2025		As at March 31, 2024		
<b>Equity Share Capital</b>					
Authorised Shares (No.'s)					
<b>i) Equity share capital</b>					
120,00,000 equity shares with voting rights of Rs. 10/- each	1,200.00		1,200.00		
	<b>1,200.00</b>		<b>1,200.00</b>		
<b>Issued, subscribed and paid up capital</b>					
1,14,03,110 equity shares with voting rights of Rs.10/- each	1,140.31		1,140.31		
<b>Total</b>	<b>1,140.31</b>		<b>1,140.31</b>		
<b>a) Reconciliation of number of equity shares outstanding and the amount of share capital</b>					
Particulars	31-03- 2025		31-03- 2024		
Equity Shares:	Number of Shares	Value of shares	Number of Shares	Value of shares	
Equity shares outstanding at the beginning of the year	1,14,03,110	1,140.31	1,14,03,110	1,140.31	
Issued during the year	-	-	-	-	
Outstanding at the end of the year	<b>1,14,03,110</b>	<b>1,140.31</b>	<b>1,14,03,110</b>	<b>1,140.31</b>	
<b>b) Terms/Rights attached to the equity shares</b>					
The Company has only one class of Issued, subscribed and paid up equity shares having a par value of Rs. 10/- each per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the Annual General Meeting. The Company has not declared any dividend in the current and previous year.In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the share holders.					
<b>c) Details of the shareholders holding more than 5% share in the Company</b>					
Particulars	As at March 31, 2025		As at March 31, 2024		
Name of the Shareholder	No. of Shares	Amount	No. of Shares	Amount	
D V V Prasad Chandalawada	6,46,425	5.67%	6,46,425	5.67%	
Sainaren Properties Private Limited	-	-	11,80,000	10.35%	
Swathi Ramreddy	11,80,000	10.35%	-	-	
Sudheer Reddy Posireddy	8,78,871	7.71%	-	-	
As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.					
<b>d) Details of the Promoters holding equity shares in the company</b>					
Name of Shareholder	31st March, 2025		31st March, 2024		% Change
	No. of Shares held	% of Holding	No. of Shares held	% of Holding	during the year
Lalit Kumar Gupta	1,56,100	1.37%	1,56,100	1.37%	0.00%
Ritesh Kumar Gupta	3,80,310	3.34%	3,80,310	3.34%	0.00%
Lakshmi Gupta	3,25,300	2.85%	3,25,300	2.85%	0.00%
Akshay Kumar Gupta	3,15,400	2.77%	3,15,400	2.77%	0.00%
Adarsh Kumar Gupta	3,09,100	2.71%	3,09,100	2.71%	0.00%
<b>Total</b>	<b>14,86,210</b>	<b>13.0%</b>	<b>14,86,210</b>	<b>13.0%</b>	<b>0.0%</b>
e) There have been no buy back of shares, issue of bonus shares and issue of shares pursuant to contract without payment“being received in cash for the period of 5 years immediately preceding the reporting date."					
f) There are no shares reserved for issue under options and contracts/ commitments for sale of shares/ disinvestments.					

**Source Industries (India) Limited**

<b>Note 7</b>			Amount in Rs. Lakhs
<b>Particulars</b>	<b>As at March 31, 2025</b>	<b>As at March 31, 2024</b>	
<b>Other Equity</b>			
(i) Capital Reserve	-	-	
(ii) General Reserve	-	-	
Opening balance	20.00	20.00	
Transferred from retained earnings	-	-	
<b>Total General Reserve</b>	<b>20.00</b>	<b>20.00</b>	
(iii) Investment subsidy	-	-	
(iv) Securities Premium Reserve	57.03	57.03	
(vi) Reserve for forfeited shares	-	-	
(v) Other Reserves - Investment allowance Reserve	22.80	22.80	
(vi) Retained Earnings			
Opening	(810.92)	(796.37)	
Profit for the year	0.78	(14.55)	
Less: Interim dividend for the year	-	-	
Dividend tax	-	-	
Total Retained Earnings	<b>(810.14)</b>	<b>(810.92)</b>	
<b>Total</b>	<b>(710.31)</b>	<b>(711.09)</b>	
<b>Note 8</b>			Amount in Rs. Lakhs
<b>Particulars</b>	<b>As at March 31, 2025</b>	<b>As at March 31, 2024</b>	
<b>Borrowings</b>			
<b>Unsecured</b>			
-From related Parties*	-	0.56	
-From Others*	20.00	21.81	
<b>Total</b>	<b>20.00</b>	<b>22.37</b>	
*The above loans are repayable on demand and with out specification of any interest rate,payment of interest and principal will be as and when lender demanded the payment			
<b>Note 9</b>			Amount in Rs. Lakhs
<b>Particulars</b>	<b>As at March 31, 2025</b>	<b>As at March 31, 2024</b>	
<b>Other financial liabilities</b>			
Outstanding expenses	0.92	0.87	
<b>Total</b>	<b>0.92</b>	<b>0.87</b>	
<b>Note 10</b>			Amount in Rs. Lakhs
<b>Particulars</b>	<b>As at March 31, 2025</b>	<b>As at March 31, 2024</b>	
<b>Other current liabilities</b>			
Statutory Liabilities	3.48	3.41	
Audit fees payable	3.33	2.52	
<b>Total</b>	<b>6.81</b>	<b>5.93</b>	

## Source Industries (India) Limited

Note 11			Amount in Rs. Lakhs
Particulars	For the year ended March 31, 2025	For the year ended March 31, 2025	
<b>Revenue from Operations</b> Sale of Services	13.72	6.57	
<b>Total</b>	<b>13.72</b>	<b>6.57</b>	
Note 12			(Amount in INR)
Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024	
<b>Other Income</b> Interest Income	-	-	
<b>Total</b>	<b>-</b>	<b>-</b>	
Note 13			Amount in Rs. Lakhs
Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024	
<b>Employee benefit expense</b> Salaries & Wages	4.72	4.56	
<b>Total</b>	<b>4.72</b>	<b>4.56</b>	
Note 14			Amount in Rs. Lakhs
Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024	
<b>Finance costs</b> Bank Charges	0.01	0.01	
<b>Total</b>	<b>0.01</b>	<b>0.01</b>	
Note 15			Amount in Rs. Lakhs
Particulars	For the year ended March 31, 2025	For the year ended March 31, 2024	
<b>Other Expenses</b>			
Listing fee	6.28	6.06	
AGM Expenses	-	8.05	
Printing & Stationery	0.24	0.38	
Audit Fees	0.89	0.89	
Conveyance Exp	0.40	0.60	
Advertisement Charges	0.40	0.36	
Website Maintainance Charges	-	0.20	
Interest on TDS	0.00	0.01	
<b>Total</b>	<b>8.21</b>	<b>16.56</b>	

<b>NOTE 16 - ADDITIONAL DISCLOSURES</b>	
	<b>I. Primary Disclosure</b>
(i)	There are no Contingent Liabilities as at 31st March, 2025.
(ii)	No Dividend has been declared or paid during the year ended 31st March, 2025.
(iii)	There are no securities made for specific purpose as at 31st March, 2025.
(iv)	There are no borrowings that are used for specific purpose during the year ended 31st March, 2025.
(v)	There are no specified Bank notes that have been omitted as at 31st March, 2025.
	<b>II. Additional Regulatory Information</b>
(i)	The Company did not have any immovable properties for the year ending 31 st March 2025.
(ii)	The company did not have any Property, Plant and Equipment the year ended 31st March, 2025.
(iii)	There are no Loans or Advances in the nature of loans that are granted to promoters, directors, KMPs and the related parties either severally or jointly with any other person, that are repayable on demand or without specifying any terms or period of repayment during the year ended 31st March, 2025.
(iv)	There is no Capital-Work-in Progress as at 31st March, 2025.
(v)	There are no intangible assets under development as at 31st March, 2025.
(vi)	There are no proceedings that have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder during the year ended 31st March, 2025.
(vii)	The company has no borrowings from banks or financial institutions on the basis of security of current assets during the year ended 31st March, 2025.
(viii)	The company has not been declared wilful defaulter by any bank or financial Institution or other lender during the year ended 31st March, 2025.
(ix)	The company has no transactions with companies struck off under section 248 of the Companies Act, 2013 during the year ended 31st March, 2025.
(x)	There are no charges or satisfaction yet to be registered with Registrar of Companies beyond the statutory period during the year ended 31st March, 2025.
(xi)	The Company do not have any layer of companies during the year ended 31st March, 2025.
(xii)	There are no Scheme of Arrangements that have been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 during the year ended 31st March, 2025.
(xiii)	A. The company has not advanced or loaned or invested (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the ultimate Beneficiaries during the year ended 31st March, 2025.
	B. The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall 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 during the year ended 31st March, 2025.



## Source Industries (India) Limited

### Note No 17: Ratio Analysis and its elements

Ratio	Numerator	Denominator	31 March 2025	31 March 2024	% Change	Reason for variance
Current ratio	Current Assets	Current Liabilities	38.86	40.73	-4.59%	
Debt- Equity Ratio	Total Debt	Shareholder's Equity	0.05	0.05	-10.77%	
Debt Service Coverage ratio	Earnings for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest & Lease Payments + Principal Repayments	0.33	-	-	
Return on Equity ratio	Net Profits after taxes - preference Dividend	Average Shareholder's Equity	0.00	-0.03	101.36%	Due to increase in other income and decrease in operating expenses as compared with previous year.
Inventory Turnover ratio	Cost of goods sold	Average Inventory	NA	NA	NA	
Trade Receivable Turnover Ratio	Net credit sales = Gross credit sales - sales return	Average Trade Receivable	NA	NA	NA	
Trade Payable Turnover Ratio	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	NA	NA	NA	
Net Capital Turnover Ratio	Net sales = Total sales - sales return	Working capital = Current assets - Current liabilities	0.05	0.02	92.53%	Due to increase in other income as compared with previous year.
Net Profit ratio	Net Profit	Net sales = Total sales - sales return	0.06	-2.21	102.56%	Due to increase in other income and decrease in operating expenses as compared with previous year.
Return on Capital Employed	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	0.00	-0.03	105.42%	Capital employed is increased due to increase in profits
Return on Investment	Interest (Finance Income)	Investment	NA	NA	NA	

**Note.18 Disclosure of related party transactions and balances for the year ended 31<sup>st</sup> March, 2025****A. Related Party transactions**

Sr.No.	Name of the Related Party	Relationship
1	Sudhakar Navath	Managing Director (Key Managerial Person)
2	Jaya Mahadev Yerramsetti	Independent Director
3	Yerrapragada Mallikarjuna Rao	Independent Director
4	Lakshmi Satyasri Nekkanti	Non-Executive Non-Independent Director
5	Visweswara Rao Kothapalli	Chief Financial Officer
6	Tulika Srivastava	Company Secretary (From 01st May 2024)

**B. Related party Transactions for the year ended March 31, 2025:****( Amount in Lakhs except EPS)**

Nature of transaction/ relationship/ major parties		Transactions		Balance Outstanding	
S.No.	Particulars	2024-25 Amount	2023-2024 Amount	2022-2023 Amount	2023-2024 Amount
1	Loan from Sudhakar Navath	(0.56)	(0.49)	-	0.56
2	Advance to Visweswara Rao Kothapalli	9.00		9.00	Nil

**C. List of Transactions with directors and key management personnel****( Amount in Lakhs except EPS)**

Sl.No	Particulars	Nature of transaction	FY 2024-25	FY 2023-24
1.	Sudhakar Navath	Conveyance	-	0.20
2.	Tulika Srivastava	Renumeration	2.40	2.04

**Remuneration paid to non-executive directors and independent directors****( Amount in Lakhs except EPS)**

Sl.No	Particulars	Nature of transaction	FY 2024-25	FY 2023-24
1.	Yerrapragada Mallikarjuna Rao	Conveyance	0.20	0.20
2.	Lakshmi Satyasri Nekkanti	Conveyance	0.20	0.20

**Note 19 Earning per share****(Amount in Rs.)**

Particulars	2024-25	2023-24
Profit (Loss) for the year	0.78	-14.55
Weighted average no. of Equity shares	1,14,03,110	1,14,03,110
Basic Earnings per share in Rs.	0.01	-0.13
Diluted Earnings per share in Rs.	0.01	-0.13

## Source Industries (India) Limited

### Note No. 20

Previous year figures have been regrouped and rearranged wherever considered necessary in order to make them comparable with those of the current year.

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

As per our report of even date

**For M N Rao and Associates**

Chartered Accountants

Firm's Registration No.005386S/S000195

**For and on behalf of the Board of Directors**

**Source Industries (India) Limited**

CIN:L45400TG1984PLC004777

**Sd/-**

**V. Sreekanth Reddy**

Partner

Membership.No.023408

**Sd/-**

**Naraharisetty Mohan Krishna**

Wholetime Director

DIN: 07126524

**Sd/-**

**Sudhir Reddy Posireddy**

Chairman and Managing Director

DIN: 02813098

**Sd/-**

**Visweswara Rao Kothapalli**

Chief Financial Officer

**Sd/-**

**Tulika Srivastava**

Company Secretary

Place: Hyderabad

Date : 30-05-2025

## Corporate information

"Source Industries (India) Limited ('the company') is having the business of Textile. The Company was incorporated on 12th June, 1984 in Hyderabad and listed on BSE dated "22nd January, 2001."

The Financial results for the year ended March 31, 2025 were approved by the Board of Directors 30th May, 2025.

### 1 Significant Accounting Policies

#### 1.1 Basis of preparation of financial statements

These Financial statements have been prepared in accordance Indian Accounting Standards (Ind As) according to the notification issued by the Ministry of Corporate Affairs under section 133 of the Companies Act, 2013 ('the act') read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

#### 1.2 Use of Accounting Estimates

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of financial Statements, the reported amount of revenues and expenses during the reported period and disclosure of contingent liabilities. Management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Actual results could differ from these estimates. Any revision to accounting estimates is recognised prospectively in the current and future periods.

#### 1.3 Revenue recognition

Revenue is recognized only when it can be reliably measured and it is reasonable to expect ultimate collection.

#### 1.4 Property, plant and equipment & Capital work-in-progress

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditures directly attributable to the acquisition of the asset.

Capital work-in-progress comprises the cost of the fixed assets that are not yet ready for their intended use at the balance sheet date.

#### 1.5 Depreciation and Goodwill

Depreciation is provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013.

The useful lives of assets are periodically reviewed and re-determined and the unamortised depreciable amount is charged over the remaining useful life of such assets. Assets costing Rs. 5,000/-and below are depreciated over a period of one year

#### 1.6 Foreign Currency Transactions

"The company translates all foreign currency transactions at Exchange Rates prevailing on the date of transactions. Exchange rate differences resulting from foreign exchange transactions settled during the year are recognized as income or expenses in the period in which they arise."Monetary

current assets and monetary current liabilities that are denominated in foreign currency are translated at the exchange rate prevalent at the date of the balance sheet. The resulting difference is also recorded in the income or expenses."

### **1.7 Taxes on Income**

"Income tax comprises current income tax and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in equity or in other comprehensive income."a) Current income tax: Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the period. The tax rates and tax laws used to compute the current tax amount are those that are enacted or substantively enacted by the reporting date and applicable for the period. The Company off sets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realize the asset and liability simultaneously."

b) Deferred tax: Deferred tax asset and liabilities are measured at the tax rates that are expected to apply to the period when the asset / liability is realized, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date. Deferred Tax assets are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

### **1.8 Earning Per Share (EPS)**

In determining earnings per share, the company considers the net profit after tax expense. The number of shares used in computing basic earnings per share is the weighted average shares used in outstanding during the period.

### **1.9 Investments**

Long term unquoted investments are stated at cost & all other investments are carried at lower of cost or fair value.

### **1.10 Impairment of non-financial assets**

"The Company assess at each reporting date whether there is any indication that the carrying amount from non financial assets may not be recoverable. If any such indication exists, then the asset's recoverable amount is estimated and an impairment loss is recognised if the carrying amount of an asset or Cash generating unit (CGU) exceeds its estimated recoverable amount in the statement of profit and loss."Goodwill is tested annually for impairment. For the purpose of impairment testing, goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination."

### **1.11 Provisions and Contingent Liabilities**

A Provision is recognized if, as a result of past event, the Company has a present legal or constructive obligation that is reasonably estimable, and it is probable that an outflow of economic benefits will be required to settle the present obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for a contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where 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.

**1.12 Financial Instruments**

A financial instrument is any contract that give rise to a financial asset of one entity and a financial liability or equity of another entity.

**Initial Recognition**

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

**Subsequent Measurement****Financial assets at fair value through other comprehensive income**

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved both by collection contractual cash flows on specified dates to cash flows that are solely payments of principal and interest on the amount outstanding and selling financial assets.

**Financial assets at fair value through Profit and Loss**

Financial assets are measured at fair value through profit and loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs that are directly attributable to the acquisition of financial assets and liabilities at fair value through profit and loss are immediately recognised in statement of profit and loss.

**Financial liabilities**

Financial liabilities are classified as measured at amortised cost or Fair Value Through Profit and Loss Account (FVTPL). A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in statement of profit and loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in statement of profit and loss. Any gain or loss on DE recognition is also recognised in statement of profit and loss.

**De-recognition**

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for DE recognition as per Ind AS 109. A financial liability (or a part of a financial liability) is derecognised from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

**Cash and cash equivalents**

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

## Source Industries (India) Limited

consist of cash and short-term deposits, as defined above are considered an integral part of the Company's cash management."

### 1.13 Cash flow statement

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

#### For M N Rao and Associates

Chartered Accountants

Firm's Registration No.005386S/S000195

#### For and on behalf of the Board of Directors

**Source Industries (India) Limited**

CIN:L45400TG1984PLC004777

**Sd/-**

**V. Sreekanth Reddy**

Partner

Membership.No.023408

**Sd/-**

**Naraharisetty Mohan Krishna**

Wholetime Director

DIN: 07126524

**Sd/-**

**Sudhir Reddy Posireddy**

Chairman and Managing Director

DIN: 02813098

Place: Hyderabad

Date : 30-05-2025

**Sd/-**

**Visweswara Rao Kothapalli**

Chief Financial Officer

**Sd/-**

**Tulika Srivastava**

Company Secretary

**CDSL e-Voting System - For e-voting and Joining Virtual meetings.**

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, , the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at [sourceindustriesindia.com](http://sourceindustriesindia.com). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
7. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with 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. In continuation to this Ministry's **General Circular No. 20/2020** dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2023 or 2024, to conduct their AGMs through VC or OAVM on or before 30th September, 2024 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020.

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

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



## Source Industries (India) Limited

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

- (i) The voting period begins on Wednesday 24th day of September 2025 at 9:00 AM ends on Friday 26th Day of September 2025 at 5: 00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Saturday 20th Day of September 2025 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> </ol>

	<p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdsindia.com">www.cdsindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</p> <p>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on <b>company name or e-Voting service provider name</b> and you will be re-directed to <b>e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

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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. CDSL and NSDL**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000

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

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

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

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

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

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

- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant Source Industries (India) Limited on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [source.investors@gmail.com](mailto:source.investors@gmail.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

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6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **10 days prior to meeting mentioning** their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 10 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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

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

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call toll free no. 1800 21 09911.



**SOURCE INDUSTRIES (INDIA) LIMITED**

Registered Office

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