

SWAGTAM TRADING & SERVICES LIMITED

CIN: L51909DL1984PLC289131

Registered Office: R-489, GF-A, New Rajinder Nagar, New Delhi – 110060, Tel: 011-42475489 E-mail: swagtam1984@gmail.com, Website: www.swagtam.com

Date: August 16, 2025

To
The Manager
Listing Department
BSE Limited
Phirozee Jeejeebhoy Towers
Dalal Street, 25th Floor
Mumbai — 400001

Name of Scrip: Swagtam Trading & Services Limited
Scrip Code: 539406

Dear Sir/ Madam,

Sub: Submission of Annual Report for the Financial Year 2024-25

In terms of Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a copy of Annual Report of the Company for the financial year ended on March 31, 2025 is enclosed. The same is also available on the website of the Company at www.swagtam.com as required under Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to kindly take note of this. on record

Thanking you,

Yours faithfully,
For Swagtam Trading and Services Limited

Manish
Sharma

Digitally signed
by Manish Sharma
Date: 2025.08.16
13:44:24 +05'30'

Manish Sharma
Director
DIN No.:06489261

Encl: as above

40th
Annual Report
2024-25

Swagtam Trading & Services Limited

Contents

1. Corporate Information	01
2. Notice of the Annual General Meeting and Notes VC/OAVM Login details.	02-11
3. Director's Report	12-20
4. Annexures to Director's Report	21-42
5. Auditor's Report on Financial Statement	43-51
6. Audited Annual Accounts as at 31 st March 2025 along with Schedules and Notes on accounts.	52-68
7. E-Voting particulars and List of Resolution	69

40 th Annual General Meeting	
Date	8 th September, 2025
Day	Monday
Time	11.30 AM.
Via /Venue	<i>Through</i> VIDEO CONFERENCING (VC) OTHER AUDIO VISUAL MEANS (OAVM) <i>However</i> Venue of the meeting shall be deemed to be Registered Office of the Company Situated at – R-489, GF-A, New Rajinder Nagar, New Delhi- 110060
Email & Mobile No.	Swagtam1984@gmail.com +91-7859923852
Video Conferencing details	http:/ In case of any issue in Joining the e-AGM sent a WhatsApp to the technical team by clicking on the link - http:/

CORPORATE INFORMATION:

BOARD OF DIRECTORS		
Ms. Vinod Bala	Chairman-Whole Time Director & CFO	
Mr. Sumit Mittal	Director	
Mr. Manish Sharma	Director	
Mr. Anmol Verma	Director	
Mr. Raman Mittal	Independent Director	
Ms. Apra Sharma	Independent Director	
Ms. Anupama Kashyap	Independent Director	
Mr. Chetan Malik (with effect from 13.11.2024)	Company Secretary and Compliance Officer.	
STATUTORY AUDITORS		COMPANY INFORMATION
M/s. G. K. Kedia & Co. Chartered Accountants Firm Registration No. 013016N Ms. Kanishka Aggarwal (Partner) Membership No. 544129 812, Naurang House, 21, Kasturba Gandhi Marg New Delhi -110001 Phone : +91-11-46259900 Email : kanishka.aggarwal@gkkkedia.com	CIN	L51909DL1984PLC289131
	Date of Incorporation	19727 Dated 31.12.1984
	Date of Commencement	19727 Dated 05.02.1985
	PAN	AAACS8477Q
	TAN	DELS56140Q
	GST	07AAACS8477Q1ZG
	ISIN	INE150R01019
SECRETARIAL AUDITORS		INTERNAL AUDITORS
M/s. B. Bhushan & Co. Company Secretaries Certificate of Practice No. 14469 Mr. Bharat Bhushan (Proprietor) Membership No. 31951 1195, Galli Babu Ram, Sita Ram Bazar, Delhi – 110006 Phone :+91-9650555376 / 9311531800 Email : b.bhushanandcompany@gmail.com		M/s. Mittal Jindal & Associates Chartered Accountants Firm Registration No. 001467N Mr. Satish Kumar Gupta (Proprietor) Membership No. 080984 7/18, Ansari Road, Daryaganj, Delhi -110002 Phone : +91-11-23275297/43560900 Email : hmkd900@gmail.com
LISTING		
Bombay Stock Exchange Limited	BSE	
Calcutta Stock Exchange Limited	CSE (Voluntary De-listing Under Process)	
BANKER		REGISTRAR
Punjab National Bank Shankar Road, Ahimsa Bhawan, New Rajinder Nagar, New Delhi – 110060 Axis Bank Matharu Arcade, Ground Floor, Plot No.32, Subhash Road, Vile Parle (E), Mumbai – 400057		Alankit Assignment Limited Registered Office: 4E, Jhandewalan Extention, New Delhi – 110055 Corporate office: 205-208, Anarkali Complex, Jhandewalan Extention, New Delhi- 110055 Phone: +91-11-42541234/23541234
REGISTERED OFFICE		
R-489, GF-A, Ground Floor, Rajinder Nagar, New Delhi - 110060		
CONTACT DETAILS		
Phone: +91-11-42475489 Mobile No. +91-7859923852		Email; swagtam1984@gmail.com Website: www.swagtam.com
Members are requested to kindly Update their Contact details, Address, PAN, Email, Mobile Etc. for Company's Update, Announcements, Results, Reports, Correspondence, etc.		

NOTICE OF 40TH ANNUAL GENERAL MEETING

Notice is hereby given that the 40th Annual General Meeting of the members of the **SWAGTAM TRADING AND SERVICES LIMITED** will be held on 8th day of September, 2025 at 11:30 a.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), at the registered office of the company situated at R-489, GF-A, New Rajinder Nagar, New Delhi - 110060, which shall be the deemed venue of the AGM to transact the following business:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March 2025 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Sumit Gupta (DIN: 06911742), who retires by rotation and being eligible, offers himself for re-appointment as a director.
3. To re-appoint M/s G.K. Kedia & Co. Chartered Accountants (Firm Registration No._013016N), as Statutory auditors of the Company and 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 139 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rule, 2014 and other applicable provisions, if any, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and pursuant to the recommendation made by the Board of Directors for the re-appointment of M/s G. K. KEDIA & Co., Chartered Accountants, (Firm Registration No. 013016N), be and is hereby re-appointed as the Statutory Auditors of the Company for a period of 5 (five) years, to hold the office from the conclusion of this meeting till the conclusion of Annual General Meeting of the Company to be held in the year 2030, at a remuneration as decided by the Board of Directors and Statutory Auditors.”

SPECIAL BUSINESSES:

4. **To Change the Name of the Company and alter the Name Clause of the Memorandum of Association of the Company:**

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

“RESOLVED THAT pursuant to the provisions of Sections 13 and 14 of the Companies Act, 2013 read with the applicable provisions and the rules made thereunder, including any statutory modification or amendment thereto or re-enactment thereof for the time being in force and pursuant to the recommendation made by the Board of Directors for change of name of the Company from **Swagtam Trading and Services Limited to I-Stay Industries Limited** and subject to the approval of the Bombay Stock Exchange, Registrar of Companies, Ministry of Corporate Affairs and/ or any other authority as may necessary, the consent of the members be and is hereby accorded to the Board of Directors of the Company to change the name of the Company from Swagtam Trading and Services Limited to I-Stay Industries Limited.”

“RESOLVED FURTHER THAT subsequent to the issue of fresh certificate of incorporation by Registrar of Companies for the change of name, the old name **“Swagtam Trading and Services Limited”** as appearing in the Memorandum and Articles of Association and any other documents of the Company shall be substituted by the name **“I-Stay Industries Limited.”**

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to file necessary forms in this regard and to do all such acts, deeds, and execute such document as deem necessary, proper or desirable for the purpose of giving effect to the aforesaid resolution.”

5. **To make / Grant loan(s) or give guarantee(s) or make investments in excess of the prescribed limit U/s 186 of the Companies Act, 2013**

To consider and, if thought fit, to pass, with or without modification, the following resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the statutory provisions of Section 186 of the Companies Act, 2013 (‘the Act’) read with the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time and other applicable provisions including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force, if any, and subject to such other consents, permissions, sanctions, approvals, as may be required/ necessary, the approval/consent of the shareholders/members of the Company, be and is hereby accorded to the Board of Directors of the Company to;

- (a) grant/give any loan(s), from time to time, on such terms and conditions as it may deem expedient, to any person(s) or anybody corporate(s);
- (b) give/ provide any guarantee/security to secure any loan/ obligation(s) of any other person(s) or body corporate(s); and to acquire by way of subscription, purchase/deal/invest/trade/buy & sell and to hold Stocks & Bonds or otherwise the securities of any other body corporate(s), from time to time, in excess of limit specified under Section 186 of the Companies Act, 2013, for an aggregate amount not exceeding Rs. 15,00,00,000 (Rupees Fifteen Crore only) over and above the limit prescribed under Section 186, notwithstanding that the aggregate of loan and investments so far made, the amounts for which guarantee or security so far provided, along with the investments, stocks, loans, guarantee or security proposed to be made or given by the Board may exceed sixty per cent of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is More, notwithstanding that such stocks & investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed u/s 186 of Companies Act, 2013 as in their (Board of Directors) absolute discretion deem fit & proper & beneficial and in the interest of the Company."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to negotiate the terms and conditions of the above said stocks, bonds, investments, loans, securities, guarantees, as they deem fit and in the best interest of the Company and to take all such steps as may be necessary in that regard."

"RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board of Directors, be and are hereby severally authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and/or incidental thereto and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution along with signing and filing of necessary Form(s) & Returns with Registrar of Companies/ MCA and with power to settle questions, difficulties or doubts that may arise in this regard without requiring the Board to seek/secure any further Approval(s) of the members of the Company."

By Order of the Board of Directors
Swagtam Trading and Services Limited
Sd/-
Vinod Bala
Chairman & Whole Time Director
DIN No. 09790881

Dated: 08.08.2025
Place: New Delhi

NOTES:-

1. The relevant 'Explanatory Statement' pursuant to Section 102 of the Companies Act, 2013, in respect of 'Special Business' set out in item No. 4 & 5 is annexed hereto.
2. Corporate Members intending to attend the AGM through their authorized Representatives in accordance with Section 113 of the Companies Act, 2013, are requested to send a duly certified copy of the *Board Resolution* authorizing the Representatives to attend the AGM through VC Not less than 48 hours before the AGM.
3. In case of several joint-holders attending the AGM, only such joint-holder who is higher in the order of names will be entitled to vote at the meeting.
4. Notice is also given u/s 101 of the Act read with Regulation 42 of the SEBI (LODR) Regulations, 2015 as amended from time to time, that the Register of Members and Share Transfer Register of the Company will remain closed from 03.09.2025 to 08.09.2025 (both days inclusive).
5. Copies of the Memorandum of Association and Article of Association and the Documents referred to in the Notice shall be kept Open *for Inspection* at the Registered Office on any working day between 11 A.M. to 5 P.M. up to the date of the AGM.
6. Brief Profile of the Retiring Director seeking appointment/re-appointment, forms part of the Notice as **Annexure-1**.
7. Share transfer documents and all correspondence relating thereto, should be addressed to RTA or to Company.
8. SEBI has mandated submission of Permanent Account Number (PAN), Contact Details, Email, Phone. etc., by every participant in securities market. Members holding shares, in Demat form are, therefore, requested to submit / update PAN & Email, Mobile no. & other contact details to the Depository Participants with whom they are maintaining their demat accounts.

9. Electronic copy of the 'Annual Report' and 'Notice of the Annual General Meeting' inter-alia indicating the process and manner of e-voting along with the details of AGM through Video Conferencing / OAVM is being sent to all the Members whose email IDs are registered with the Company / RTA / Depository Participants(s) for communication purposes. Members who have not registered their Email, copy of Notice and Annual Report for 2024-25 can be downloaded from website of the company or the website of the BSE or the NSDL.
10. The "Ministry of Corporate Affairs" (MCA) has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by Companies and has issued a circular on April 21, 2011 stating that the service of document(s) by a company can be made through electronic mode. In view of the circular issued by M.C.A, the Company proposes to henceforth deliver documents like Notice calling the Annual General Meeting / Extra Ordinary General Meeting / Audited Annual Accounts / Report of the Auditors / Report of the Directors, etc., in Electronic form to the E-mail address provided by the shareholders.
11. Register of Directors and Key Managerial Personnel and their Shareholdings maintained u/s 170 of the Companies Act, 2013, the Register of Contracts or Arrangements in which Directors are interested u/s 189 of Companies Act, 2013, will be available for Inspection at the AGM.
12. **General Instructions for accessing and participating in the 40th Annual General Meeting Through VC/OAVM facility and voting through electronic means including remote e-Voting**
- [A] Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, AGM shall be conducted through VC / OAVM.
- [B] Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting.
- [C] The Members can join the 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 AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- [D] The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- [E] Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
- [F] In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.swagtam.com. The Notice can also be accessed from the websites of the BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
- [G] AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular issued from time to time.

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

The remote e-voting period begins on 03rd day of September, 2025 at 09:00 a.m. and ends on 07th day of September 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 02nd Day of September, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, 02nd Day of September, 2025.

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





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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp.Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <div></div>

Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 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 & 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. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen. *Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below:

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

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

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to koshalagarwal@kpasecretarial.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call at 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, National Securities Depository Ltd., 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051 at the designated email address: evoting@nsdl.com or at telephone no. 022- 48867000.

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to swagtam1984@gmail.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to swagtam1984@gmail.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies. Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account to access e-Voting facility.

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

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

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

- a) Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- b) Members are encouraged to join the Meeting through Laptops for better experience.
- c) Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- d) 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.
- e) Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at swagtam1984@gmail.com. The same will be replied by the company suitably.
- f) Members, who would like to ask Questions during the 40th AGM with regard to the financial statements or any other Matter to be placed at the 40th AGM, need to Register themselves as Speaker by sending their 'Request from' their registered email address mentioning their name, DP ID and Client ID number & folio number and Mobile number, to reach the Company's email address on or before 02nd day of September, 2025.

Those Members who have registered themselves as a Speaker shall be allowed to ask Questions during the AGM, depending upon the availability of time.

- g) Once the vote on a resolution is cast by member, the member shall Not be allowed to change it subsequently. E-voting module shall be disabled by NSDL for voting thereafter.
 - h) The facility for voting through poll shall be made available at the AGM and the Members attending through VC/OAVM who have not cast their vote by remote e-voting shall be able to vote at the AGM through voice/ show of hands.
 - i) Remote E- voting right cannot be exercised by a proxy.
 - j) Members who have cast their vote by remote e-voting may also attend AGM but shall Not be entitled to cast vote again.
13. Company has appointed Mr. Koshal Agarwal (M.No. : A37508, COP : 16670), Managing Partner of KPA & CO. LLP, Practicing Company Secretaries, Kolkata to act as the "Scrutinizer", to scrutinize the remote e-voting and physical vote at the venue of AGM in a fair and transparent manner. The Members desiring to vote through remote e- voting are requested to refer to the detailed procedure given above.
 14. In case of any Query pertaining to e-voting, please visit Instructions FAQ's for Members and E-voting User Manual for Members in download section of NSDL's e-voting website <https://www.evoting.nsdl.com> or call on toll free no:18001020990, 1800224430 or contact Assistant Manager NSDL at designated email id evoting@nsdl.co.in or at telephone nos 022-24994360 / 022-24994738. Members may also address their Queries relating to e-voting to the company's e-mail ID swagtam1984@gmail.com.
 15. Scrutinizer, after scrutinizing the votes cast at the meeting through voice/show of hand and through remote e- voting, shall within a period not exceeding (3) three days from the conclusion of the Meeting, make a consolidated Scrutinizer's Report and submit the same to the Chairman. Results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.swagtam.com and on the website of NSDL www.evoting.nsdl.com. Results shall simultaneously be communicated to the Stock Exchange(s), where the Company's shares are listed.

**By Order of the Board of Directors
Swagtam Trading and Services Limited
Sd/-**

**Vinod Bala
Chairman & Whole Time Director
DIN No. 09790881**

**Dated: 08.08.2025
Place: New Delhi**

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013 relating to the special business(es) to be transacted at the Annual General Meeting (AGM) is annexed hereto)

ITEM No. – 4:

TO CHANGE THE NAME OF THE COMPANY AND ALTER THE NAME CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

The Board of Directors at their meeting held on 30th day of May, 2025 had put forward the proposal to change the name of the Company to “I-Stay Industries Limited” for growth and expansion as company is entering into new area of business and after discussion the proposal was accepted and the name was applied through RUN service and it was reserved subject to the consent of members and approval of Central Government.

As per Section 13 of the Companies Act, 2013, any alteration to the Memorandum of Association of the Company requires approval of the Members by passing Special Resolution. Hence, the Board recommends passing of the resolution set out as a Special Resolution.

The Memorandum and Articles of Association of the Company are available for inspection in physical or in electronic form during specified business hours at the Registered Office of the Company and also at the Meeting.

None of the Directors, Key Managerial Personnel (KMPs) of the Company or their respective relatives are concerned or interested, financially or otherwise, in the resolution set out above.

ITEM No. – 5:

TO MAKE LOAN(S) OR GIVE GUARANTEE(S) OR MAKE INVESTMENT(S) IN EXCESS OF THE PRESCRIBED LIMIT U/S 186 OF THE COMPANIES ACT, 2013

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

In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of ‘*Special Resolution*’, up to a Limit of Rs. 15,00,00,000/- (Rupees Fifteen Crore only) as proposed in the Notice.

The Directors therefore, recommend the ‘*Special Resolution*’ for approval of the shareholders.

The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No. 5 for approval by the members of the Company.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested financially or otherwise in the resolution at Item no. 5 of the accompanying Notice.

Dated: 08.08.2025
Place: New Delhi

By Order of the Board of Directors
Swagtam Trading and Services Limited
Sd/-
Vinod Bala
Chairman & Whole Time Director
DIN No. 09790881

Annexure – 1

Brief Details relating to Director seeking Re-appointment at the 40th Annual General Meeting of the Company

[Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of Director	Sumit Gupta
DIN	06911742
Date of Birth & Age	24-08-1979 & 46 Years
Date of Appointment	29 th January, 2015
Qualification	MBA-Finance & MS-Accounting from USA
Experience & Expertise in Specific Functional Area	He has more than 20 years of experience in Company Affairs, Finance, Accounting, Marketing, Real Estate, etc.
Directorship held in other Listed Entities	Nil
Directorship held in other companies	<ul style="list-style-type: none"> • Rexpress Health Solutions Private Limited • Allied Medical Limited • Best Properties Private Ltd • Kubera Solutions Private Limited • Empire Estates Private Ltd
Memberships/ Chairmanship of committees across all other public companies	Nil
Number of shares held in Company	Nil
Attendance in Board Meetings held during FY 2024-25	7
Relationship with any other Director or Key Managerial Personnel	N.A
Terms and conditions of Appointment or Re-appointment along with details of remuneration to be paid and remuneration sought to be paid and remuneration last drawn by such person	<ul style="list-style-type: none"> • Re-appointed subject to retire by rotation. • Nil

DIRECTOR REPORT

To,
The Stakeholders,
SWAGTAM TRADING AND SERVICES LIMITED

Your directors have pleasure in presenting the 40th Annual Report of the Company on the business and operations of the Company, together with the Audited Financial Statements for the financial year ended on **31st March, 2025**.

FINANCIAL RESULTS

The Company's financial performance for the year under review, along with the previous year's figures, is given hereunder:

(Rs. '000)

Particulars	For the Year Ended 31 st March 2025	For the Year Ended 31 st March 2024
Income from Operations		
Revenue from Operation	10958.04	3004.50
Other Income	2588.88	2156.76
Total Income	13546.92	5161.26
Total Expenditure	14233.99	3623.47
Profit/(Loss)before Tax	(687.08)	1537.79
Prior Period Expenses	-	-
Tax Expense (Net)	(157.18)	389.33
Net Profit/(Loss)	(529.90)	1148.47

SUMMARY OF OPERATIONS AND FUTURE PROSPECTS

During the year under review, your Company engaged in various business activities including commission agency, brokerage, management and consultancy services, and other service-related operations. The Company recorded a total revenue of ₹1,35,46,920/- a significant increase from ₹51,61,260/- in the previous financial year, reflecting strong growth in business volume.

Despite the notable increase in revenue, the Company incurred a Net Loss after Tax of ₹5,29,900/-, as compared to a Net Profit of ₹11,48,470/- in the previous year. The loss was primarily attributable to increased operational expenditures and strategic investments aimed at business expansion.

Notwithstanding the loss, the Company remains committed to reinforcing its market presence. Through focused business development initiatives and continued efforts to enhance operational efficiency, your Company is confident of improving its revenue trajectory and returning to profitability in the near future.

TRANSFER TO RESERVES

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

DIVIDEND

In view of the Company's growth strategies, the Board of Directors considers it prudent to conserve the Company's resources to support its ongoing and future operational activities. Accordingly, the Board does not recommend any dividend for the financial year ended 31st March, 2025.

SHARE CAPITAL

During the year under review, there was an increase in the authorised share capital of the Company. An Extra-ordinary General Meeting of the Company was held on 21st day of June 2024, for the consent of members to increase the Authorised Share Capital of the Company from Rs. 4,00,00,000 (Rupees Four Crores) divided into 40,00,000 (Forty Lakhs) Equity Shares of Rs. 10 each to Rs. 16,50,00,000 (Rupees Sixteen Crores Fifty Lakhs) divided into 1,65,00,000 (One Crore Sixty-Five Lakhs) Equity Shares of Rs. 10 each.

However, the following updates are noted with respect to other components of share capital:

- Buy Back of Securities: Company has not bought back any of its securities.
- Sweat Equity : Company has not issued any Sweat Equity Shares.
- Bonus Shares: No Bonus Shares were issued during the year.
- Preference Shares: Company has not issued any Preference Shares.
- Employees Stock Option Plan: Company has not provided any Stock Option Scheme.

Share Warrants

However, during the period under review, the Company has issued 38,09,500 equity Warrants convertible into equivalent number of Equity Shares of the Company of face value of Rs. 10/- each, at a premium of Rs. 55/- in dematerialized form, on Preferential allotment basis. The issuance of these warrants was duly approved by the shareholders through a special resolution passed by way of postal ballot and remote e-voting on 28th February 2025. The Company further received in-principal approval from the stock exchange for the said issuance on 29th April 2025. Further, the company had received subscription of 24,15,000 equity Warrants of Rs. 10 each at a premium of Rs. 55/- in dematerialized form, on Preferential allotment basis.

i) Authorized Capital

₹ 16,50,00,000/- (Rupees Sixteen Crores Fifty Lakhs) divided into 1,65,00,000 Equity Shares of ₹ 10/- each.

ii) Issued Capital

₹ 1,19,05,000/- (Rupees One Crore Nineteen Lakhs Five Thousand Only) divided into 11,90,500 Equity Shares of ₹ 10/- each.

iii) Subscribed and Paid-up Capital:

₹ 1,19,05,000/- (Rupees One Crore Nineteen Lakhs Five Thousand Only) divided into 11,90,500 Equity Shares of ₹ 10/- each.

DIRECTORS

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association, Mr. Sumit Gupta (DIN: 06911742), retires by rotation at the ensuing AGM and, being eligible, offers himself for re-appointment. Moreover, following changes took place in the Board during the financial year.

- Ms. Vinod Bala (DIN No. 09790881) who was appointed as an Additional Director (Executive Director) in the Board Meeting held on 12.02.2024, have been regularized by the shareholders as a Director of the Company in the Extra Ordinary General Meeting Held on 21.06.2024.
- Ms. Apra Sharma (DIN No. 10149103) and Mr. Manish Sharma (DIN No. 06489261) appointed as an Additional Director in the Board Meeting held on 12.02.2024 have been regularized by the shareholders as Directors of the Company in the Extra Ordinary General Meeting Held on 21.06.2024, as Non-Executive Independent Director and Non-Executive Non-Independent Director respectively.
- The board on the recommendation of Nomination and Remuneration Committee and in accordance with provisions of the Act and SEBI Listing Regulation has appointed Ms. Anupama Kashyap (DIN: 09720124) and Mr. Anmol Verma (DIN : 101050721) as an Additional Director in the Board Meeting held on 19.04.2024 have been regularized by the shareholders as Directors of the Company in the Extra Ordinary General Meeting Held on 21.06.2024, as Non-Executive Independent Director and Non – Executive Non Independent Director respectively.
- Jitendra Kumar (DIN: 06614727) and Mr. Deepak Gupta (DIN: 07580266), Ceased to be a Director of the Company with effect from 09.04.2024 and 10.04.2024 respectively.

The Board places on record its sincere appreciation for their contribution and extends gratitude to Mr. Jitendra Kumar (DIN: 06614727) and Mr. Deepak Gupta (DIN 07580266) for their invaluable service as a Director on the Board.

Brief Profile in terms of Regulation 36 of Listing Regulations and the Secretarial Standards on General Meetings (SS-2), in respect of the Director(s) seeking appointment / re-appointment has been annexed to the Notice of the 40th Annual General Meeting.

INDEPENDENT DIRECTORS

In terms of Section 149 of the Act and the SEBI Listing Regulations Mr. Raman Mittal, Ms. Apra Sharma and Ms. Anupama Kashyap are Independent Directors of the Company as on the date of this Report.

All Independent Directors of the Company have given declarations under Section 149(7) of the Act, that they meet the criteria of independence as laid down under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of the Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence. The Independent Directors of the Company have registered their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs, in terms of Section 150 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and complied with code of conduct of the Company.

KEY MANAGERIAL PERSONNEL

In terms of Section 203 of the Act, the Key Managerial Personnel ('KMPs') of the Company during FY 24-25 are:

- Ms. Vinod Bala (DIN: 09790881), is Chairman, Whole Time Director and CFO of the Company.
- Mr. Chetan Malik (ACS- 34015), is the Company Secretary of the Company

MEETINGS OF THE BOARD

The Board held 7 (Seven) Meetings during the financial year 2024-25.
(Maximum Gap of 120 days between two consecutive Board Meetings has been complied with)

Sr. No.	Date of Board Meeting	Sr. No.	Date of Board Meeting
1.	19.04.2024	5.	20.01.2025
2.	24.05.2024	6.	28.01.2025
3.	14.08.2024	7.	14.02.2025
4.	13.11.2024		

COMMITTEES OF THE BOARD

AUDIT COMMITTEE

Your Directors wish to inform that in Compliance with Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (LODR) Regulations, 2015, an Audit Committee is duly constituted/re-constituted.

Audit Committee comprises of the following Directors: -

Sr.No.	Name of the Director	Category of Director
1.	Ms. Apra Sharma	Chairman, Non- Executive & Independent Director
2.	Mr. Raman Mittal	Member, Non-Executive & Independent Director
3.	Ms. Anupama Kashyap	Member, Non-Executive & Independent Director
4.	Ms. Vinod Bala	Member – Executive Director

Details of Audit Committee have been separately given in the Corporate Governance Report. Further, recommendations of Audit Committee were accepted by the Board of Directors.

Four meetings of the Audit Committee were held during financial year 2024-25 on 19.04.2024, 14.08.2024, 13.11.2024 and 28.01.2025.

NOMINATION AND REMUNERATION COMMITTEE

In terms of Regulation 19 of SEBI (LODR) Regulations, 2015 and pursuant to the provisions of Section 178(1) of the Companies Act, 2013, Nomination & Remuneration Committee is duly constituted / re-constituted.

Nomination and Remuneration Committee comprises of following Directors: -

Sr.No.	Name of the Director	Category of Director
1.	Ms. Apra Sharma	Chairman, Non- Executive & Independent Director
2.	Mr. Raman Mittal	Member, Non-Executive & Independent Director
3.	Mr. Sumit Gupta	Member, Non-Executive & Non-Independent Director

Details of Nomination & Remuneration Policy and Committee are furnished in the CGR, which is annexed herewith.

Nomination and Remuneration Committee met once on 19th April, 2024 during financial year 2024-25.

SHAREHOLDERS / INVESTORS GRIEVANCE COMMITTEE

In terms of Regulation 20 of SEBI (LODR) Regulations, 2015 and pursuant to the Stakeholders Relationship Committee is duly constituted / re-constituted.

Shareholders / Investors Grievance Committee comprises of following Directors:-

Sr.No.	Name of the Director	Category of Director
1.	Ms. Apra Sharma	Chairman, Non- Executive & Independent Director
2.	Mr. Raman Mittal	Member, Non-Executive & Independent Director
3.	Mr. Sumit Gupta	Member, Non-Executive & Non-Independent Director
4.	Ms. Vinod Bala	Member – Executive Director

Details of Committee are furnished in the 'Report on Corporate Governance separately.

Shareholders'/Investors' Grievance Committee met once on 19th April, 2024 during financial year 2024-25.

RISK MANAGEMENT COMMITTEE: NOT APPLICABLE

INDEPENDENT DIRECTORS MEETING

Independent Directors have met once on 13th November, 2024 during the Financial Year 2024-25 as required under Schedule IV of the Companies Act, 2013 (Code for Independent Directors) read with Regulations 25(3) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015

- (a) to review the performance of non – independent Directors and the Board of Directors as a whole,
- (b) to review the performance of the chairperson of the listed entity, taking into account the views of executive and non-executive directors;
- (c) to assess the quality, quantity and timeliness of flow of information between the management of the listed entity and the Board of Directors that is necessary for the Board of Directors to effectively and reasonably perform their duties.

PARTICULARS OF EMPLOYEES

In terms of the provisions of the section 197(12) of the Companies Act, 2013 read with rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, None of the Employee has drawn remuneration in excess of the limit as set out in the said Rules. Details of remuneration to Directors and employees is annexed as **Annexure I**.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the year the company has not made any investments and provided guarantees as stated in Companies Act.

However, the particulars of loans & advances as covered under section 186 of the Companies Act, 2013 is provided in Note 4 & 21 of the financial statement ending 31.03.2025.

PUBLIC DEPOSIT

The Company has not accepted nor renewed any Deposits falling within the purview of section 73 of Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 as amended from time to time, during the year under their view and therefore details mentioned in Rule 8(5)(v) & (vi) of Companies (Accounts) Rules, 2014 relating to deposits covered under Chapter V is NIL

STATUTORY AUDITORS

Pursuant to the provisions of Sections 139 and 141 of the Companies Act, 2013, M/s. G. K. Kedia & Co, Chartered Accountants, (Firm Registration No. 013016N) has been appointed as the Statutory Auditors of the Company for a period of five (5) years at the Annual General Meeting held on 25th September, 2020 to hold the office of the upto the conclusion of ensuing Annual General Meeting of the Company to be held in year 2025.

Further, the Board of Directors of the Company proposed to re-appoint M/s. G. K. Kedia & Co, Chartered Accountants, (Firm Registration No. 013016N) as the Statutory Auditors of the Company for the second term of five consecutive years from the conclusion of ensuing Annual General Meeting till the conclusion of Annual General Meeting to be held in the year 2029.

STATUTORY AUDITORS' REPORT

Auditors' Report dated 30th day of May, 2025, being self-explanatory, requires no Comments from the Directors and there are no reservations, or qualifications or adverse remarks in the Audit Report in respect to FY 2024-25 and does not require / call for any explanation from the Board of Directors.

SECRETARIAL AUDITOR

Board has re-appointed M/s B. Bhushan & Co. Company Secretaries, represented by its proprietor Mr. Bharat Bhushan Garg (M. No.: A31951, COP: 14469) to conduct Secretarial Audit for the FY 2024-25. Secretarial Audit Report and Secretarial Compliance Report for the FY 2024 -2025 annexed with Directors' Report as **Annexure II**.

Explanation of Board on qualifications/ reservations or other adverse remarks by Secretarial Auditors in the Report for the FY 2024-25 is as follows.

The Board of Directors has reviewed the Secretarial Audit Report submitted by B. Bhushan & Company, Company Secretaries and noted the following observations :

1. There is only one point which calls for Board remark i.e. the website of the company is not updated during the financial year 24-25. The Board informs that the website updation of the company is in progress.
2. Rest of the points of the Secretarial Audit Report are self-explanatory.

INTERNAL AUDITOR

Board has re-appointed M/s Mittal Jindal & Associates, Chartered Accountants, to conduct Internal Audit of FY 2024-25 under Section 138 of the Companies Act, 2013.

Internal Audit Report of FY 2024-25 does not contain any serious adverse remarks.

COST AUDITORS

The Provisions of Section 148 do not apply to the Company and hence, Cost Auditor need not to be appointed.

ANNUAL RETURN

Pursuant to section 92(3) and 134(3)(a) of Companies Act, 2013 ('the Act'), the copy of Annual Return as on 31.03.2025 is available on the website of the company www.Swagtam.com.

VOLUNTARY DELISTING OF EQUITY SHARES FROM CALCUTTA STOCK EXCHANGE LTD.

This Notice is issued in compliance with Regulation 6, 7 and other applicable regulations, if any, of the SEBI (Delisting of Equity Shares) Regulations 2009 (herein after referred as 'Delisting regulations') to the Equity Shareholders of "Swagtam Trading & Services Limited" (PAN: AAACS8477Q) (herein after referred as 'Company'), in respect of the voluntary delisting of 11,90,500 Equity Shares of the face value of Rs. 10/- each, of the Company from The Calcutta Stock Exchange Limited (CSE). At present, the Shares of the Company are listed on CSE and BSE Ltd. The Board of the Directors at its Meeting held on 09.11.2020, has approved voluntary delisting of the 11,90,500 Equity Shares of the face value of Rs. 10/- each, from CSE in accordance with the Delisting Regulations and have communicated the same to CSE Listing Department. Considering CSE had seen a halt/suspension in its trading activity since 2013, after the capital market regulator, Securities and Exchange Board of India (SEBI), had barred trading at C-Star (the online platform of CSE), for non-compliance of clearing and settlement norms. "It is status quo for CSE". CSE's own Trading Platform has been Shut since 2013 following SEBI's Directives and also CSE have been asked to exit by SEBI but the matter is stated to be Sub-judice before Calcutta High Court while other 13 regional stock exchanges have closed under the Exit Policy of SEBI. However, the equity shares of the company shall continue to remain Listed on BSE Ltd., which is a recognized Stock Exchange and is having nation-wide Trading Platform as per Delisting Regulations.

SUBSIDIARIES, ASSOCIATE AND JOINT VENTURES COMPANIES

During the year under review, your Company did not have any subsidiary or holding company.

Further, the Company has no associate company or joint venture within the meaning of the Companies Act, 2013.

MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

In terms of the provisions of Regulation 34 of the SEBI (LODR) Regulations, 2015, the "Management's Discussion and Analysis Report" forms a part of Directors report and is annexed herewith as **Annexure III.**

CORPORATE GOVERNANCE

Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by SEBI. Corporate Governance is about maximizing shareholders value ethically and sustainably. We believe sound corporate governance is essential criteria to enhance and retain investor's reliance.

We always seek to ensure that our performance is driven by integrity.

As required under Regulation 34(3) read with Part C of Schedule V to the SEBI (LODR) Regulations, 2015, Report on Corporate Governance Report (CGR) is annexed herewith as **Annexure IV** and forms part of this Annual Report. The requisite Certificate from the Practicing Company Secretary confirming compliances with the conditions of corporate governance is attached to the 'Corporate Governance Report.'

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The Company has formulated a remuneration policy including criteria for determining qualifications, positive attributes, independence of a director and other matters, as required u/s 178(3), which provides the manner of selection of Board of Directors, KMP and their remuneration. In case of appointment of independent Directors, the Nomination and Remuneration Committee shall satisfy itself with regard to independent nature of the Directors viz-a-viz the company so as to enable the Board to discharge its performance and duties effectively.

The detailed Remuneration Policy for Directors, KMP and other employees, in accordance with the provisions of the Act and the SEBI Listing Regulations is available on the website at www.swagtam.com

BOARD EVALUATION

As mandated under the SEBI (LODR) Regulations, 2015, the Board reviews and monitors the Board evaluation framework. The Board evaluates various parameters such as decision-making, relationship with stakeholders, company performance and strategy, checking of Board and Committee's effective working, etc. The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its own performance and that of its committees and directors and Schedule IV to the Companies Act, 2013 states that the performance evaluation of independent director shall be done by entire Board, excluding director being evaluated.

Evaluation of all the Directors and the Board as a whole has been conducted and Board approved evaluation results as collated by "Nomination and Remuneration Committee."

The Board has evaluated the effectiveness of its functioning and that of the Committees and of individual Directors by seeking inputs on various aspects of Board/Committee Governance and considered and discussed in details the inputs received from the Directors.

DECLARATIONS UNDER PARA D SCHEDULE V OF SEBI (LODR) Regulations, 2015

Annual Report of the Company contains a declaration by the Whole Time Director of the Company in terms of Para D of Schedule V to the SEBI(LODR) Regulations, 2015, stating that the members of Board of Directors and senior management personnel have affirmed compliance with the Code of Conduct of Board of Directors and Senior Management

BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

As per Regulation 34(2)(f) of SEBI (LODR) Regulations, the top 1000 listed entities based on market capitalization (calculated as on 31 March of every financial year), shall, in their annual report, include a "Business Responsibility and Sustainability Report (BRSR)" describing the initiatives taken by them from an environmental, social and governance perspective. Therefore, Regulation 34(2)(f) of SEBI (LODR) Regulations, 2015 is not applicable.

CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

In accordance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has adopted the Code of Conduct to Regulate, Monitor and Report Trading by Insiders ("Insider Trading Code"). The said Insider Trading Code applies to Directors, Senior Management Personnel, persons forming part of the Promoter(s) & Promoter(s) Group and such other designated employees of the Company, who are expected to have access to unpublished price sensitive information & explains the guidelines and procedures to be followed and disclosures to be made while dealing with the shares as well as the consequences of Violation of Norms. The code of conduct for Prevention of insider trading is available on the Company's website www.swagtam.com.

UNIFORM LISTING AGREEMENT

SEBI issued SEBI (LODR) Regulations, 2015 which became effective from 01.12.2015 by replacing existing Listing Agreement. Company executed New Listing Agreement(s) with BSE Ltd. and CSE Ltd. during February 2016.

OPERATIONS

Our reputation for excellence and integrity earned through the consistent delivery of quality work and by adhering to the standard of business conduct through principles of Corporate Governance continues to be our most valuable assets. As we position ourselves for the future and our standard of excellence, integrity and accountability will serve us well.

MATERIAL CHANGES AND COMMITMENT AFFECTING THE FINANCIAL POSITION:

There are no material changes affecting the financial position of the Company subsequent to the close of the F.Y. 25 till the date of this report.

VIGIL MECHANISM

Company has formulated a Vigil Mechanism cum Whistle Blower Policy in terms of Section 177(9) of the Companies Act, 2013 and also in terms of Regulation 4(2)(d) (iv) and Regulation 22 of SEBI (LODR) Regulations, 2015 for directors and employees to report to the management instances of unethical behavior, actual or suspected, fraud or violation of the Company's code of conduct or ethics policy. The vigil mechanism provides multiple channels for reporting concerns including an option for escalations, if any, to the Chairperson of the Audit Committee of the Company.

The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity and ethical behavior.

The policy of vigil mechanism is available on the Company's website www.swagtam.com

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company was not required to contribute any amount towards Corporate Social Responsibility as the said provisions are not applicable to the Company.

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All Contracts/ Arrangements/ Transactions, if any, entered by the company during the financial year 2024-25 with related parties were in the ordinary normal course of business and on an "arm's length basis".

During the year, the company has not entered into any contract/ arrangement/ transaction with related parties which could be considered material.

Your directors draw attention of the members to "Notes to the Financial Statements" 29. Form - AOC-2 which sets out Related Party Disclosures is annexed as **Annexure V**.

RISK MANAGEMENT

Risk Management is the process of identification, assessment and prioritization of risks followed by a coordinated effort to minimize, monitor and mitigate/control the probability and /or impact of unfortunate events or to maximize the realization of opportunities. The Company has laid down a comprehensive Risk Assessment and Minimization Procedure which is reviewed by the Board from time to time. These procedures are reviewed to ensure that executive management controls risk through means of a properly defined framework. The major risks have been identified by the Company and its mitigation process/measures have been formulated in the areas such as business, project execution, event, financial, human, environment and statutory compliance.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS/ COURTS/ TRIBUNALS/ INCOME TAX

No significant and material Orders were passed by the regulators or courts or tribunals or income tax dept, etc. impacting the ongoing concern status and company's operations.

INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY

According to Section 134(5)(e) of the Companies Act, 2013 the term Internal Financial Control (IFC) means the policies and procedures adopted by the company for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, safeguarding its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial information.

Company has a proper and adequate internal financial control system, commensurate with the size & scale of its operations. The scope and authority of the internal Audit function is well defined in the Organization. The internal financial control system ensures that all assets are safeguarded and protected and that the transactions are authorized, recorded and reported correctly. Internal Auditors independently evaluate the adequacy of internal controls and audit the transactions.

Independence of the audit and compliance is ensured by timely supervision of the Audit Committee over Internal Audit findings. Significant audit observations and corrective actions suggested are presented to the Audit Committee on regularly basis.

TRANSFER OF AMOUNT TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Your company did not have any funds lying unpaid or unclaimed for a period of seven years, therefore, there were no funds which were required to be transferred to IEPF.

SECRETARIAL STANDARDS

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

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirements Section 134 (3)(c) of Companies Act, your Directors confirm that:

- in the preparation of the annual accounts for the year ended 31.03.2025, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- the directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs as at 31.03.2025 and of the profit and loss of the company for that period;
- the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- the directors had prepared the annual accounts on a going concern basis;
- the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

SHARE TRANSFER SYSTEM

Shares lodged for physical transfer are registered within a period of 15 days, if the documents are clear and complete in all respects. The shares duly transferred would be dispatched to the Shareholders upon approval of transfers. Adequate care is taken to ensure that, no transfers are pending for more than a fortnight. As bulk of the Company's shares is currently in dematerialized form, the transfers are processed and approved in the electronic form by NSDL / CDSL through depository participants. Alankit Assignments Limited is the Share Transfer Agent for both physical and dematerialized mode.

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

Information required to be given pursuant to this Clause are given below:

A) CONSERVATION OF ENERGY

- the steps taken or impact on conservation of energy: NIL
- the steps taken by the company for utilising alternate sources of energy: N.A.
- the capital investment on energy conservation equipments: NIL

B) Technology absorption-

- the efforts made towards technology absorption: N.A.
- the benefits derived like product improvement, cost reduction, product development or import substitution: NIL
- in case of imported technology (imported during the last three years reckoned from the beginning of the financial year): NIL

- (a) the details of technology imported: NIL
- (b) the year of import: NIL
- (c) whether the technology been fully absorbed: NIL
- (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
- (iv) the expenditure incurred on Research and Development: NIL

(C) Foreign exchange earnings and Outgo-

The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows.

	31.03.2025 (Amt.)	31.03.2024 (Amt.)
Foreign Exchange Earnings	NIL	NIL
Foreign Exchange Outgo	NIL	NIL

CEO/ CFO CERTIFICATION

In accordance with the Regulation 17(8) read with Part B of Schedule II to the SEBI (LODR) Regulations, 2015 pertaining to corporate governance, Ms. Vinod Bala (DIN:09790881), WTD & CFO of the company, have certified, inter-alia, on review of financial statements and establishing and maintaining internal controls for the financial reporting for the year ended 31.03.2025. The said Certificate forms an integral part of this 'Annual Report' and the Certificate has been reviewed by the Audit Committee and take on record by the Board of Directors.

FINANCIAL STATEMENTS

Annual Report of F. Y. 2024-25 of the Company containing complete Balance Sheet, Statement of Profit & Loss, other Statements and Notes thereto, prepared as per the requirements of Schedule III to the Companies Act, 2013, Directors' Report (including Management Discussion and Analysis Report and Corporate Governance Report), Etc., are being sent via Email to all shareholders who have provided their Email address(es) and to Others also Full version of 'Annual Report' is also available for inspection at the registered office of the company during working hours up to the date of ensuing AGM.

It is also available at the Company's website www.swagtam.com.

NOTICE of the AGM and Annual Report shall also be placed at the website of NSDL/CDSL.

Please note that Members will be supplied, free of cost, Annual Report, upon receipt of written request.

DEMATERIALIZATION OF SHARES

As mentioned in Company's earlier Annual Reports, the company's equity shares are in compulsory Demat mode in terms of SEBI Guidelines. This has been facilitated through arrangement with NSDL and CDSL. About **94.84%** of the issued shares of the company are already in dematerialized form. M/s. Alankit Assignments Limited, New Delhi, is acting as the RTA for this purpose and acts as share agent in terms of SEBI Guidelines.

E-VOTING

Company is providing E-voting facility to all members to enable them to cast their votes electronically on all Resolutions set forth in the Notice. This is pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (LODR) Regulation 2015.

The above Rule 20 of the Companies (Management and Administration) Rules, 2014 have been amended on March 19, 2015 to introduce a new Concept of *e-voting* i.e. E-Voting at general meeting through an electronic voting system. To comply with the requirements of new Companies Act, 2013 and to ensure good governance for its members, your company has provided e-voting facility for its general meetings to enable its members to participate in the voting electronically. The instruction(s) for e-voting for ensuing AGM is also provided with Notice to Shareholders of this Annual Report. Company has signed necessary agreements with NSDL and CDSL to facilitate e-voting for member(s).

DISCLOSURE FOR COMPLIANCE WITH OTHER STATUTORY LAWS

i. DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company is committed to providing a safe and conducive work environment to its employees. There exists at the group level an Internal Complaint Committee ('ICC') constituted under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The group is strongly opposed to sexual harassment and employees are made aware of the consequences of such acts and the constitution of ICC. The details, of the complaints of sexual harassment if any, received, disposed off or pending for more than 90 days are:

- (a) Number of complaints of sexual harassment received in the year- NIL
- (b) Number of complaints disposed off during the year- NIL
- (c) Number of cases pending for more than ninety days- NIL

During the year under review, no complaints were filed with the Committee under the provisions of the said Act in relation to the workplace/s of the Company.

ii. NUMBER OF EMPLOYEES AS ON THE CLOSURE OF FINANCIAL YEAR

- (a) Female: 1
- (b) Male: 1
- (c) Transgender: 0

iii. STATEMENT THAT COMPANY HAS COMPLIED WITH MATERNITY BENEFIT ACT.

During the year under review, the Company has complied with respect to the provisions relating to the Maternity Benefit Act 1961.

OTHER DISCLOSURES

1. There was no application made or proceeding pending against the Company under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year under review.
2. During the year under review, the Company has not availed any loans from Banks or Financial Institutions. However, there was no instance of any one-time settlement for reporting details with respect to Valuation.

ACKNOWLEDGEMENT

The Board thanks the customers, vendors, dealers, investors, business associates and bankers for their continued support during the year. The Board places on record its sincere appreciation of the contribution made by employees at all levels.

The Company's resilience to meet challenges was made possible by their hard work, solidarity, co-operation and support. The Board thanks the Government of India, the State Governments where the company has its operations and other regulatory authorities and government agencies for their support and looks forward to their continued support in the future.

**By Order of the Board of Directors
Swagtam Trading and Services Limited
Sd/-**

**Vinod Bala
Chairman & Whole Time Director
DIN No. 09790881**

**Dated: 08.08.2025
Place: New Delhi**

Annexure – 1

Details of Remuneration of Directors, Key Managerial Personnel and Employees and comparatives

1. (a) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company and the percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary in the FY25:

Sr No.	Name	Designation	Ratio of Remuneration	Increase in Remuneration
I	<u>Non-Executive Directors</u>			
	1.Mr. Raman Mittal	Independent Director	-	-
	2.Mr. Sumit Gupta	Non-Independent Director	-	-
	3.Mr. Manish Sharma	Non-Independent Director	-	-
	4.Ms. Apra Sharma	Independent Director	-	-
	5.Mr. Anmol Verma	Non-Independent Director	-	-
	6.Ms. Anupama Kashyap	Independent Director	-	-
II	<u>Executive Directors</u>		3.82:1	631.71%
	7.Ms. Vinod Bala	Executive Director		
III	<u>Key Managerial Personnel</u>		.95:1	N.A
	8.Chetan Malik			
	9.Pooja Mathur	Company Secretary	1.452:1	-62.00%

- (b) The employees of the Company : 1. Sonia Rani
2. Shubhash Chander

Annexure – II

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED on 31.03.2025 [Pursuant to section 204(1) of the Companies Act, 2013 and the rules made thereunder]

To,
The Members,
Swagtam Trading and Services Limited
R-489, GF - A, Ground Floor,
New Rajinder Nagar,
New Delhi-110060

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Swagtam Trading and Services Limited (CIN : L51909DL1984PLC289131)** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts /statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year starting from 1.04.2024 ended on 31.03.2025 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 thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('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, 2009;
 - (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with the clients/ Members;
- (vi) and other laws applicable on the company.

We report that during the year under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

And we report that The company issued 24, 15,000 equity warrants on private placement basis and issue is under process. In principal approval from BSE has been received on April 29, 2025 for 38,09,500 equity warrants and allotment has been made on only for 24,15,000 Equity warrants due to application money received for 24,15,000 equity warrants only. Further the company filed PAS-3 for the 24, 15,000 Equity shares fully paid-up and advised by us to rectify the error as soon as.

We have also examined compliance with the applicable clauses of the Listing Agreements entered into by the Company with Bombay Stock Exchange, Delhi Stock Exchange and Calcutta Stock Exchange, the trading platform is not available with the Calcutta Stock Exchange and recognition of Delhi Stock Exchange was withdrawn by the SEBI on 19th November 2014.

We further report that, there were no actions/events in pursuance of:

- (a) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (b) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (d) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; requiring Compliance thereof by the company during the financial year.

We further report that based on information provided by the company, its officers and authorized representatives during the conduct of the audit, and also on the review of quarterly compliance reports by officials of the company taken on records by the Board of Directors of the company, in our opinion, adequate systems and processes and control mechanism exist in the company to monitor and ensure compliance with applicable laws.

We further report that the compliance by the company of applicable financial laws, like direct and Indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes (if any) in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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.

As per the minutes of the meetings duly recorded and signed by the director/directors, the decisions of the Board were unanimous and no dissenting views have been recorded.

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.

We further report that the Board of Directors of the company, pass the resolution, on 9th November, 2020, for Voluntary De-Listing of Equity Shares of the Company from The Calcutta Stock Exchange Limited and the matter is under process.

Further, in previous year we reported that BSE Limited was imposed fine of Rs.2,51,340 (including GST) on account of non-compliance of regulation 18(1), 29(2),(3), 34 under SOP and freeze the promoters holding for debit. Company was filed suitable/proper replies and matter is still under process.

BSE withdrawal the SOP fines levied under Regulation 18(1) email dated April 02, 2025.

And fine has been deposited for Reg.29 and Reg. 34, Rs. 10000/- and Rs. 23000/- and Rs. 5940/- respectively on February 18, 2025 and March 10, 2025.

Further during previous year BSE Limited was imposed fine of Rs 3,12,370 and freeze the promoter holdings for violation of Regulation 23(9) of SEBI (LODR) Regulations, 2015 and in our opinion , As per Regulation 15(2) of SEBI (LODR) Regulation, 2015, Reg. 23(9) is not applicable to the Company. Management of the company also provided various replies to BSE Limited, w.r.t Non- applicability of Regulation 23(9) as read with Regulation 15(2) of SEBI (LODR) Regulations. Company also provided undertakings many times for that to the Exchanges .Company has also provided certificate from another independent Practising Company Secretary (PCS) for non-applicability of Regulation 23(9) as read with Regulation 15(2) of SEBI (LODR) Regulations.

And further matter is under supervision of Management and Management file waive off request application through Email date 04th May 2024.

In our opinion, As per Regulation 23(9) of SEBI (LODR) Regulation, 2015, as read with Regulation 15(2) of SEBI (LODR) Regulation, 2015 is not applicable to the Company.

BSE Limited also withdraws the SOP fines levied pursuant to the Regulation 18(1) for June 2019 and pursuant to Regulation 23(9) for September 2023 on Email dated April 02, 2025.

Further the company's website is not functional during the financial year 2024-25.

Further as Certified by the compliance officer the company is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015 and SDD system is in place and maintained internally, but due to the technical reasons some PSI did not entered like appointment of CS Chetan Malik (Compliance Officer, KMP) and issue of 2415000 Equity Share warrants out of the Resolution Passed by the shareholders for 3809500 Equity warrants. (In-principal approval has been received for 3809500 Equity warrants as on April 29, 2025.)

We further Report that during the audit period the company has not indulge in any matter related to the following except the preferential issue of Equity Warrants as explained in above para:-

- (i) Public/Right/ debentures/sweat equity, etc.
- (ii) Redemption / buy-back of securities
- (iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- (iv) Merger / amalgamation / reconstruction, etc.
- (v) Foreign technical collaborations etc.

Date: 30-05-2025

Place: New Delhi

For B.Bhushan & Company
(Company Secretaries)

Sd/-

Bharat Bhushan Garg
(Proprietor)

M. No. : A31951

COP No. : 14469

UDIN: A031951G000504896

PR No: 3425/2023

Secretarial Compliance Report
For the financial year ended on 31st March 2025

To
The Members of
Swagtam Trading and Services Limited
(CIN : L51909DL1984PLC289131)
R-489, GF - A, Ground Floor,
New Rajinder Nagar, New Delhi-110060.

We, **B.Bhushan & Co.**, Practicing Company Secretary have examined:

- (a) all the documents and records made available to us and explanation provided **Swagtam Trading and Services Limited(CIN : L51909DL1984PLC289131)**
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended **31st March 2025** ("Review Period") in respect of compliance with the provisions of :
 - (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
 - (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) and other regulations as applicable and circulars/ guidelines issued thereunder;

We would like to inform that during the Financial year 2024-25 Company has increased its Authorised Capital from Rs. 4,00,00,000/- to Rs.16,50,00,000/- consisting of 1,65,00,000 Equity Shares and Raised further Capital of Rs. 3,92,43,750/- against the issue of 24,15,000 fully Convertible Equity Warrants(25% of the total issue price i.e. Rs 65/- per Equity warrants) and will be received on the time of conversion of warrants in to Equity Shares(maximum 18 months).

Company has appointed Mr. Chetan Malik as Company Secretary and Compliance officer w.e.f. from 13.11.2024.

We, hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations /Remarks by PCS*
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	

			due to application money received for 24,15,000 equity warrants only
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes maintained internally and in implementation stage.	Some entry has not been made like issue of Equity warrants and appointment of Company Secretary (kmp)
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein (**).	NA	NA
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	No additional non compliances

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	ObservationS/Remarks by PCS*
1.	Compliances with the following conditions while appointing/re-appointing an auditor		
	<ul style="list-style-type: none"> i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year. 	YES	
2.	Other conditions relating to resignation of statutory auditor		
	<ul style="list-style-type: none"> i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee: <ul style="list-style-type: none"> a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings. 	NA	

	<p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information / explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>ii. Disclaimer in case of non-receipt of information:</p> <p>The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p>		
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/ CFD/CMD1/114/2019 dated 18 th October, 2019.	NA	There is no resignation of the Auditor during the year.

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
					Advisory/ Clarification/ Fine/Show Cause Notice/ Warning, etc.					

- (b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks

List of observations made in the previous reports and action taken by the company:-

We report that:-

Sr.No	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, etc	Observations/ remarks of the Practicing Company Secretary, if any.
1.	BSE	Regulation 18(1), Regulation 29(2), (3). Regulation 34.	Fine was imposed, Promoters holding freeze for debits.	BSE withdrawal the SOP fines levied under Regulation 18(1) email dated April 02, 2025. And fine has been deposited for Reg.29 and Reg. 34, Rs. 10000/- and Rs. 23000/- and Rs. 5940/- respectively on February 18, 2025 and March 10, 2025.
2.	BSE	Regulation 44(3)	Fine has been imposed for delay submission of Scrutinizer Report	Company has deposited the fines and regularize the compliance for said delay.
3.	BSE	Regulation 23(9).	Fine has been imposed , Promoters holding freeze for debits	BSE withdrawal the SOP fines levied, Email dated April 02, 2025.

We further report that the Board of Directors of the Company, passed the resolution, on 9th November, 2020, for Voluntary De-Listing of Equity Shares of the Company from The Calcutta Stock Exchange Limited and the matter is under process.

The company's website has not been maintained.

**Date: 30-05-2025
Place: New Delhi**

**For B.Bhushan & Company
(Company Secretaries)
Sd/-
Bharat Bhushan Garg
(Proprietor)
M. No. : A31951
COP No. : 14469
UDIN: A031951G000505061
PR No: 3425/2023**

Annexure –III

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Your directors present, Company's Management Discussion and Analysis Report.

The management of the company is presenting herein the overview, opportunities and threats, initiatives by the company and overall strategy of the company and its outlook for the future. This outlook is based on management's own assessment and it may vary due to future economic and other future developments in the country.

FORWARD LOOKING STATEMENT

Statement in this report, particularly those which relate to Management Discussion and Analysis, describing the company's future plans, objectives, projections, estimates and expectations may constitute "forward looking statements" within the meaning of applicable laws and regulations. Actual results may vary materially from those either expressed or implied.

REAL ESTATE, CONSULTANCY & SERVICE SECTOR, ETC. INDUSTRY STRUCTURE & DEVELOPMENTS

The Indian real estate sector has come a long way and is today one of the fastest growing markets in the world. It comprises of many sub-sectors – housing, retail, hospitality, farms, residential, and commercial. While housing contributes 5-6% of India's gross domestic product (GDP), the remaining sub-sectors are also increasing at a fast pace. The total realty market in the country is expected to touch US\$ 180 billion by 2025.

Real estate in India is being recognized as an infrastructure service that is driving the economic growth engine of the country. Growing infrastructure requirement in diverse sectors such as tourism, education, healthcare, etc., are offering several investment opportunities for both domestic as well as foreign investors. The role of the Government of India has been instrumental in the development of the sector including FDI in Real Estate. With the government trying to introduced developer and buyer friendly policies and law enforcement against delay in delivery & breach of commitments, the outlook for real estate sector does look promising.

OPPORTUNITIES

- Real estate contributes about 5% to India's GDP. The market size of this sector is expected to increase at a compound annual growth rate (CAGR) of 11.2% during FY 2020-30.
- The Indian construction and real estate sector continue to be a favoured destination for global investors. Several large global investors, including a number of sovereign funds, have taken the first move by partnering with successful local investors and developers for investing in the Indian real estate market.
- Residential asset class looks to have great potential for growth with housing requirements growing across cities.
- Demand for space from sectors such as education and healthcare has opened up ample opportunities in the real estate sector. The country still needs to add 3 million hospital beds to meet the global average of 3 for every 1,000 people.
- Government of India focus on affordable homes for all, the creation of 100 Smart Cities and infrastructure development across India, the real estate service sector industry has much to look forward.

THREATS

- Covid & other pandemics, shortage of migrant labour, capital crunch in market
- High inflation rate may increase the cost and company's profit margins may suffer.
- High interest rate may also prove to be adverse.
- Real estate industry is capital intensive sector which require high capital and in present scenario, it is challenge in front of management to arrange for the funds requirement.
- Tough competition from the other existing players in the industry also poses a threat.

OUTLOOK, INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The company has a proper and adequate system of internal controls & audit commensurate with its size to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and the transactions are authorized, recorded and reported correctly. Proper controls and checks are exercised by the company by following the procedures prescribed in the various manuals. Audit Committee of the Board will review Internal Control Systems of the company on periodical basis.

DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS

Your company recognizes the value of human resource; therefore, the human resource policies are being framed in such fashion that they not only aim to achieve the organizational goal but also recognize, appreciate and develop the individual interest of the employees. The

Human Resource Development Policies of the company are being framed so that it is in the best interest of the organization as well as employees of the company.

BULLION, COMMODITIES, BUSINESS CONSULTANCY, AGENTS, SERVICE PROVIDERS, ETC. INDUSTRY STRUCTURE AND DEVELOPMENT

India has substantial reserves of gold, diamond and other gemstones. The gems and jeweler sector has been playing a very important role in the Indian economy and contributes about 6-7% to the country's Gross domestic product (GDP), apart from large scale employment generations and foreign exchange earnings (FEE). The government of India has declared the sector as a focus area for export promotion based on its potential for growth and value addition. Sensing its immense potential, the Government of India has declared the sector as a thrust area for export promotion.

Indian gems and jeweler sector contributed US\$ 34,746.90 million to India's FEE. The primary segments of the sector in India are gold jeweler and diamonds & gems. India is the world's largest consumer of gold, accounting for over 20% of the global gold consumption. The country is also the world's largest cutting and polishing center for diamonds, with the cutting and polishing industry being well supported by government policies. India exports 95% of the world's diamonds, as per statistics from the Gems and Jewellery Export Promotion Council (GJEPC). The industry is projected to generate up to US\$ 35 billion of revenue from exports.

OPPORTUNITIES:

- The country is slowly starting to move towards branded jewellery and consumers are progressively accommodating modern retail formats.
- Gold jewellery exports from India increase on year-to-year basis.
- India has the high skilled low cost, Labour.
- The Indian cut diamonds and designed jewellery which are in demand in the international market.

THREATS:

- Gold import is subject to high custom duty which fluctuates & can affect the business severely.
- Gold prices are also not stable that poses threat to the profit margin consequently.
- Tough competition from the other players may compel Company to offer competitive price and ultimately affect our profit margin.
- Money Market tightness and financial crunch.
- Alternative to Diamonds such as American Zirconia and CVD
- Consumer avoiding Gold Jewellery as an investment option.
- Consumer preference towards branded & imported Designer Jewellery & Watches.
- Working Women does not prefer wearing any type of jewellery.

OUTLOOK

Overall business situation appears to be positive. Company has to concentrate on Project Development; in order to gain some ground in mass market segment. Assuming the inflation is brought under control and input prices remain at reasonable level, the domestic market is expected to continue to deliver a modest top line growth. With the continued effort on Retail up gradation and contemporary experience, the footfall and Brand image at the Retail level would be improved.

RISK & CONCERN & BUSINESS ACTIVITIES

Aggressive competitions by new players, who wish to enter the category, pose a risk to the Company losing its marketshare. The Company will focus on contemporary designs, better value proposition in the product basket through continuous innovation and on cost management to mitigate the risks.

Business activities relating to real estates, commission, agents, brokers, management & business consulting, trading/ purchase & sale of jewellery & commodities & bullion, etc. are comparatively risk free, attractive, etc.

By Order of the Board of Directors
Swagtam Trading and Services Limited
Sd/-
Vinod Bala
Chairman & Whole Time Director
DIN No. 09790881

Dated: 08.08.2025
Place: New Delhi

Annexure –IV

REPORT ON CORPORATE GOVERNANCE

THE COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:

Good Corporate Governance practices are fundamental to the success of any Organization and for enhancement of value of stakeholders. With this view, Company has adopted SEBI (LODR) of Listing Agreement from 01.08.2014, as prescribed by SEBI & incorporated in the Listing Agreement, though it is not mandatory for your Company to comply the SEBI (LODR) of Listing Agreement. To strengthen this belief, the Company has further adopted a "Code of Conduct", which inter-alia forms guidelines for "Leadership with Trust". Company will focus its energies and resources in creating and safeguarding shareholders' wealth and, at the same time, to protect the interests of all its stakeholders.

BOARD OF DIRECTORS:

Board of Directors is an optimum combination of professionalism, experience, executive, non-executive, Independent and woman Directors, who provides and evaluates the strategic decisions of the company; formulates and reviews management policies, serves and protects the overall interests of shareholders to ensure long-term value creation for stakeholders.

Composition:

Board of Directors comprise of 7 (Seven) Directors as on 31st March 2025 namely:

NAME

Ms. Vinod Bala
Mr. Raman Mittal
Mr. Anupma Kashyap
Ms. Apra Sharma
Mr. Sumit Gupta
Mr. Manish Sharma
Mr. Anmol Verma

CATEGORY

Whole Time Director & CFO
Independent Director
Independent Director
Independent Director
Director
Director
Director

BOARD MEETING

During the financial year ended March 31, 2025, 7 (seven) meetings were held as against the minimum requirement of 4 times. None of the two Meetings have a gap of more than 120 days.

The dates of Board meetings and Director's attendance record is given below:

Sr. No.	Date of Board Meeting	Sr. No.	Date of Board Meeting
1.	19.04.2024	5.	20.01.2025
2.	24.05.2024	6.	28.01.2025
3.	14.08.2024	7.	14.02.2025
4.	13.11.2024		

Attendance Record of Directors during the Financial Year 2024-25

Sr. No.	Name of Director	No. of Meeting attending during 2024-25			No. of other Directorship		No. of Out-side Committee	
		Board		Last AGM	Listed	Others	Chairman	Member
		Held *	Attended					
1.	Ms. Vinod Bala	7	7	Yes	0	2		
2.	Mr. Raman Mittal	7	7	Yes	1	0		
3.	Mr. Sumit Gupta	7	7	Yes	0	5		
4.	Ms. Anupma Kashyap (Appointed on 19.04.2024)	7	7	Yes	3	6		
5.	Mr. Anmol Verma (Appointed on 19.04.2024)	7	7	Yes	0	2		
6.	Ms. Apra Sharma	7	7	Yes	6	2		
7.	Mr. Manish Sharma	7	7	Yes	0	0		

8.	Mr. Deepak Gupta (Resign on 19.04.2024)	1	1	No	-	-		
9.	Mr. Jitendra Kumar (Resign on 19.04.2024)	1	1	No.	-	-		

* Denotes number of meetings held during the tenure of directorship of each director.

NOTE:

- ♦ None of the Directors of your Company is a member of more than 10 Committees or is the Chairman of more than five Committees across all the Public Companies in which they are Directors.
- ♦ The directorship/committee membership is based on the disclosures received from the directors.
- ♦ No Director is inter-se directly related to any other Director on the Board of the Company.

CODE OF CONDUCT

A Code of Conduct for Board Members and Senior Management is a comprehensive Code applicable to Executive and on-Executive Directors as well as members of the Senior Management.

Code of Conduct is available on the Company's website www.swagtam.com

The Whole Time Director has declared that all the Board Members have affirmed that they have complied with the code of conduct for the financial year 2024-25.

SEBI has notified the SEBI (Prohibition of Insider Trading) Regulations, 2015 on 15.01.2015 repealing SEBI (Insider Trading) Regulations, 1992 applicable to all the listed companies' w.e.f 15.05.2015. Accordingly, company has adopted code of internal procedures and conduct for prohibition of insider trading, as amended, in dealing with the securities of the company.

DEMATERIALISATION OF SHARES AND LIQUIDITY

94.84% of the equity shares of the Company have been dematerialized as on 31.03.2025. The Company has entered into agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) whereby shareholders have an option to dematerialize their shares with either of the Depositories and cast their electronic vote.

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

As stipulated by SEBI, a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This Audit is carried out in every Quarter and the Report thereon is submitted to the Stock Exchanges(s) where the Company's shares are listed. Audit confirms that the total Listed and Paid-up Capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.

NOMINATION

Individual shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferable in case of death of the registered shareholder(s). Nomination facility in respect of shares held in electronic form is also available with the Depository Participants as per the bye-laws and business rules applicable to NSDL and CDSL. Nomination Form can be obtained from the Company's RTA.

RESUME OF RETIRING DIRECTOR PROPOSED TO BE RE-APPOINTED

Director, Mr. Sumit Gupta (DIN: 06911742) is MBA-Finance & did MS-Accounting from USA and has more than 20 years of experience in Company Affairs, Finance, Accounting, Marketing, Real Estate, etc.

COMMITTEES OF THE BOARD

The Board has constituted/re-constituted the following standing Committees:

- [A] Audit Committee
- [B] Remuneration and Nomination Committee
- [C] Shareholders'/Investors' Grievance Committee

[A] AUDIT COMMITTEE

In pursuance of section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws, Board of Directors of the Company has constituted an Audit Committee. The purpose of the audit committee is to ensure the objectivity, credibility and correctness of the Company's financial reporting and disclosure processes, internal controls, risk management policies and processes, tax

policies, compliance and legal requirements and associated matters.

I. Terms of reference

1. Oversight of the Company's financial reporting process and disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
2. Recommending the appointment, remuneration and terms of appointment and change of statutory and internal Auditors, fixation of audit fee and also approval for payment for any other services.
3. To review and monitor the independence and performance of auditor & effectiveness of audit process.
4. Reviewing with Management the Quarterly/ half yearly and the annual financial statements before submission to the Board, focusing primarily on:
 - Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of section 134(3)(c) of the Companies Act, 2013.
 - Any Change in accounting policies and practices.
 - Major accounting entries based on exercise of judgment by management.
 - The going concern assumption.
 - Compliance with accounting standards.
 - Compliance of legal requirements concerning financial statements.
 - Any related party transactions, Etc.
5. Reviewing the management, statutory and internal auditors, the adequacy and compliance of internal control system.
6. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.
7. Reviewing the adequacy of internal audit function, reporting structure coverage and frequency of internal audit.
8. Discussion on internal Auditor's significant findings and follow up thereon.
9. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
10. Discussion with Statutory Auditors about the scope of audit as well as have post audit discussion to ascertain any area of concern.
11. Reviewing the Company's financial and risk management policies.
12. Approval or any subsequent modification of transaction of the Company with the related parties.
13. Scrutiny of inter-corporate loans and investments.
14. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.

Further the Audit Committee shall mandatorily review the following information:

- Management discussion and analysis of financial condition and results of operations;
- Statement of significant Related party transactions (as defined by the audit committee), submitted by management;
- Management letters / letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses; and
- The appointment, removal and terms of remuneration of the Internal Auditor shall be subject to review by the Audit Committee.

i) Composition:

Constitution of the Committee

Audit Committee consist of the following Directors:

Sr.No.	Name of the Director	Category of Director
1.	Ms. ApraSharma	Chairman, Non- Executive & Independent Director
2.	Mr. RamanMittal	Member, Non-Executive & Independent Director
3.	Ms. Anupama Kashyap	Member, Non-Executive & Independent Director
4.	Ms. Vinod Bala	Member – Executive Director

Ms. Apra Sharma Headed the Audit Committee.

Audit Committee has been constituted/ re-constituted by its members Directors in their meeting held on 19.04.2024, to inter-alia to look in to the matters related to the Financial Reporting and Compliance of the Company with regulatory & legal requirements.

All members of audit committee is financially literate and Ms. Vinod Bala is having accounting or related financial management expertise

Meeting and attendance:

Four meetings of the Audit Committee were held during financial year 2024-25 on 19.04.2024, 14.08.2024, 13.11.2024 and 28.01.2025.

Sr.No.	Name of the Director	Category of Director
1.	Ms. ApraSharma	Chairman, Non- Executive & Independent Director
2.	Mr. RamanMittal	Member, Non-Executive & Independent Director
3.	Mr. Sumit Gupta	Member, Non-Executive & Non-Independent Director
4.	Ms. Vinod Bala	Member – Executive Director

B] NOMINATION AND REMUNERATION COMMITTEE

In Accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Board of Directors of The Company has constituted/re-constituted a Committee of Directors to be known as “Nomination And Remuneration Committee”. The Role of the Nomination and Remuneration Committee and its constitution is given below.

Role of Committee

1. To identify the persons who are qualified to become the director and who may be appointed in the senior management.
2. To lay down the criteria and policy for selection relating to the appointment of Directors, Officers in the senior Management and their remuneration.
3. To recommend to the Board of Directors of the Company on appointment and removal of Directors or officers in the senior management.

Constitution of the Committee

Nomination and Remuneration Committee consist of the following Directors:

Sr.No.	Name of the Director	Category of Director
1.	Ms. ApraSharma	Chairman, Non- Executive & Independent Director
2.	Mr. RamanMittal	Member, Non-Executive & Independent Director
3.	Mr. Sumit Gupta	Member, Non-Executive & Non-Independent Director

Ms. Apra Sharma Headed the Nomination and Remuneration Committee.

Remuneration Policy

The Company had adopted a Remuneration Policy for the Directors, KMP and other employees pursuant to the provisions of Act and SEBI (LODR) of the Listing Agreement.

Attendance RECORD & DETAILS OF THE COMMITTEE MEETING

Nomination and Remuneration Committee met once on 19th April, 2024 during financial year 2024-25.

Sr No	Name of the Member	Meetings Held	Meetings Attended
1.	Ms. Apra Sharma	1	1
2.	Mr. Raman Mittal	1	1
3.	Mr. Sumit Gupta	1	1

DETAILS OF REMUNERATION PAID TO THE DIRECTOR

Sr.No.	Director	Remuneration (in Rs.) up to 31.03.2025
1	Ms. Vinod Bala WTD & CFO	3,00,000/-

[C] SHAREHOLDERS’/INVESTORS’ GRIEVANCE COMMITTEE

The purpose of constituting Shareholders’/Investors’ Grievance Committee is to expedite the process of redressal of investors’ grievances and it is responsible for specifically to look into the matters related to the shareholders grievances and their complaints related to non-receipt of share certificates, transfers, non-payment of dividend, etc.

i) Terms of reference

1. To consider and review the queries/complaints received from Shareholders
2. To take steps to redress queries/ complaints and ensure speedy satisfaction.
3. To work under the control & supervision of the Board of Directors

ii) Composition:

Constitution of the Committee

Shareholders / Investors' Grievance Committee consist of the following Directors:

Sr.No.	Name of the Director	Category of Director
1.	Ms. Apra Sharma	Chairman, Non- Executive & Independent Director
2.	Mr. Raman Mittal	Member, Non-Executive & Independent Director
3.	Mr. Sumit Gupta	Member, Non-Executive & Non-Independent Director
4.	Ms. Vinod Bala	Member – Executive Director

Ms. Apra Sharma Headed the Shareholders / Investors' Grievance Committee.

Meeting and Attendance:

Shareholders'/Investors' Grievance Committee met once on 19th April, 2024 during financial year 2024-25.

Sr No	Name of the Member	Meetings Held	Meetings Attended
1.	Ms. Apra Sharma	1	1
2.	Mr. Raman Mittal	1	1
3.	Mr. Sumit Gupta	1	1
4.	Ms. Vinod Bala	1	1

COMPLAINTS STATUS

Received	Resolved	Pending
None	NIL / N.A.	NIL

DIRECTOR'S SHAREHOLDING

Sr. No.	Director	No. of Shares held
NIL	NIL	NIL

Role and Powers of Shareholders'/Investors' Grievance Committee:

Shareholders'/ Investors' Grievance Committee shall have the following role, functions and responsibilities:

- To look into and supervise the redressed of shareholders'/Investors' Complaints.
- To oversee the performance of the Registrars and Share Transfer Agents and recommend measures for overall improvement of the quality of investor services.
- To consider and approve transfer of shares, transmission of shares, dematerialization of shares, transposition of shares, issuance of duplicate share, deletion of names, splitting and consolidation of shares, etc.

[D} RISK MANAGEMENT COMMITTEE

Not Mandatory hence not applicable to the company.

INDEPENDENT DIRECTORS

Independent Directors of the company have met once on 13th November, 2024 during the Financial Year 2024-25 for to:

- Review the performance of non-independent directors and the Board as a whole
- Review the performance of the Board of the company, taking into account the views of executive directors and non-executive directors;
- Assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Sr No	Name of the Member	Meetings Held	Meetings Attended
1.	Ms. Apra Sharma	1	1
2.	Mr. Raman Mittal	1	1
3.	Ms. Anupama Kashyap	1	1

ANNUAL GENERAL MEETINGS

Date and Venue of last four Annual General Meeting: -

Nature of Meeting	Date	Venue	Special Resolution passed
AGM for the FY 2023-24	27 September 2024	Registered Office R-489, GF-A New Rajinder Nagar New Delhi-110060	To make/grant Loan(s) or give Guarantee(s) or make Investment(s) in Excess of the Prescribed Limit u/s 186 of the Companies Act, 2013
AGM for the FY 2022-23	25 September 2023	Registered Office R-489, GF-A New Rajinder Nagar New Delhi-110060	To make/grant Loan(s) or give Guarantee(s) or make Investment(s) in Excess of the Prescribed Limit u/s 186 of the Companies Act, 2013
AGM for the FY 2021-22	23 September 2022	Registered Office R-489, GF-A, New Rajinder Nagar New Delhi -110060	To make/grant Loan(s) or give Guarantee(s) or make Investment(s) in Excess of the Prescribed Limit u/s 186 of the Companies Act, 2013
AGM for the FY 2020-21	24 September 2021	Registered Office R-489, GF-A New Rajinder Nagar New Delhi-110060	None

DISCLOSURES

- There are no materially significant transactions with the related parties' viz. Promoters, Directors or the Management, their subsidiaries conflicting with Company's interest. Suitable disclosures as required by the Accounting Standards (AS18) have been made in the Annual Report.
- In the preparation of the financial statements, the Company has followed the accounting standards issued by the Institute of Chartered Accountants of India to the extent applicable.
- There were no penalties, strictures imposed on the company by Stock Exchange(s) or SEBI or any statutory authority on any matter related to capital markets, during the year.

MEANS OF COMMUNICATION

- The Company communicates with the shareholders through its Annual Report and publication of Notices & financial results in 2 Newspapers, Website, etc.
- The Board of Directors of the Company approves and takes on record the Un-audited financial results and the results are announced to the BSE Ltd & CSE Limited. Further the required highlights of the Results are published in the Newspapers.
- Various sections of the Company's website www.swagtam.com keep the investors updated on material developments like management, financial information, quarterly reports, announcements, etc.
- All Compliances of BSE are uploaded at their Online Portal – Listing Centre. (in both pdf and xbrl formats)

GENERAL SHAREHOLDER INFORMATION

Sr. No.	Particulars	Particulars
a)	Annual General Meeting Date Venue	Monday, 8 th September 2025 at 11:30 AM through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'). however, the venue of the meeting shall be deemed to be the registered office of the company situated at R- 489, GF A, New Rajinder Nagar, New Delhi - 110060
b)	Financial Year of the Company Tentative Schedule for the Financial Year 2024-25 1 st Quarter ending June 30, 2024 2 nd Quarter ending September 30, 2024 3 rd Quarter ending December 31, 2024 Annual Result for the year ended 31 st March, 25	From 01 st April, 2024 to 31 st March, 2025 July/August, 2024 October/November, 2024 January/February, 2025 April/May, 2025
c)	Date of Book Closure/ Record Date	3 rd September, 2025 to 7 th September, 2025 (both days inclusive)
d)	Registered Office	R- 489, GF-A, New Rajinder Nagar, New Delhi- 110060.
e)	Dividend Payment Date	N.A.
f)	Listing of Equity Shares on Stock Exchange	BSE Ltd Calcutta Stock Exchange Limited

g)	Stock Code BSE Ltd Calcutta Stock Exchange Limited	539406 030006
h)	Registrar & Share Transfer Agents	Alankit Assignments Limited

i) Trading Platform

Equity Shares of your Company are listed on BSE Ltd. and Trading Platform is not available at DSE & CSE.

j) Market Price Data

BSE Ltd: Actively traded at BSE. 52 weeks High Rs. 1 0 6 . 0 0 & Low Rs. 4 5 . 1 0 . At CSE & DSE, market price of the share is not available for want of Trading Platform.

k) Dematerialization of Shares

Shares of the company are in physical mode as well as in DEMAT with CDSL & NSDL.

l) Outstanding GDRs/ADRs/Warrants or any other convertible instruments

During the period under review, the Company has issued 38,09,500 equity Warrants convertible into equivalent number of Equity Shares of the Company of face value of Rs. 10/- each, at a premium of Rs. 55/- in dematerialized form, on Preferential allotment basis.

The company had received subscription of 24,15,000 equity Warrants of Rs. 10 each at a premium of Rs. 55/- in dematerialized form, on Preferential allotment basis.

m) Investor Correspondence

- (i) For transfer of shares, Demat of shares, payment of dividend on shares and any other queries relating to the shares is handled by the Company's Registrar & Share Transfer Agent at the following address:
Mr. J. K. Singla (Sr. Manager) M/s Alankit Assignments Limited Address: 4-E/2, Jhandewalan Extension, New Delhi-110055 Contact: 011-4254 1234, 2354 1234
Email id: rta@alankit.com
- (ii) Mr. Manish Sharma, Director, at the Registered Office of the Company.

n) Address for Correspondence

The Correspondence may be addressed to Mr. Manish Sharma, Director, at the Registered Office of the Company.

OR

Mr. J. K. Singla, Senior Manager, Alankit Assignments Ltd., 4-E/2, Jhandewalan Extension, New Delhi-110055, Tel. No. +91-4254-1234, 23541234, Email id: rta@alankit.com.

o) Shareholding Pattern

The shareholding pattern as on 31st March, 2025:

Category code (I)	Category of Shareholder (II)	Number of Shareholders (III)	Total number of shares (IV)
(A) 1	Shareholding of Promoter and Promoter Group Indian		
(a)	Individuals/ Hindu Undivided Family Central	-	-
(b)	Government/ State Government(s) Bodies Corporate	-	-
(c)	Financial Institutions/	4	37200
(d)	Banks Any Others (Specify)		
(e)			
(e-I)			
(e-II)			
	Sub Total(A)(1)	4	37200
2	Foreign		
a	Individuals (Non-Residents Individuals/Foreign	-	-
b	Individuals) Bodies Corporate	-	-
c	Institutions Qualified Foreign	-	-
d	Investor Any Others (Specify)	-	-
e e- I		-	-
	Sub Total(A)(2)	-	-

	Total Shareholding of Promoter and Promoter Group (A)= (A)(1) +(A)(2)	4	37200
(B)	Public shareholding		
1	Institutions		
(a)	Mutual Funds/ UTI	-	-
(b)	Financial Institutions / Banks	-	-
(c)	Central Government/ State Government(s)	-	-
(d)	Venture Capital Funds	-	-
(e)	Insurance Companies	-	-
(f)	Foreign Institutional Investors	-	-
(g)	Foreign Venture Capital Investors	-	-
(h)	Qualified Foreign Investor	-	-
(i)	Any Other (specify)	-	-
(i-ii)	Bodies Corporate	-	-
	Sub-Total (B)(1)	-	-
B 2	Non-institutions		
(b) I	Individuals		
	i. Individual shareholders holding nominal share capital up to Rs 2 lakh	827	286928
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs. Qualified Foreign Investor Body Corporate	6	306013
(c)	Any Other (specify)	15	544514
(d-I)		15	15845
(d-ii)			
	Sub-Total (B)(2)	863	1153300
(B)	Total Public Shareholding (B)= (B)(1) +(B)(2)	863	1153300
	TOTAL (A)+(B)	867	1190500
(C)	Shares held by Custodians and against which Depository Receipts have been issued		
1	Promoter and Promoter Group		
2	Public		
	Sub-Total (C)	-	-
	GRAND TOTAL (A)+(B) +(C)12	867	1190500

VIGIL MECHANISM / WHISTLE BLOWER POLICY

Whistle Blower Policy is formulated to provide a vigil mechanism for Directors and Employees to raise genuine concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics policy. It also provides for adequate safeguard against victimization of persons who use such mechanism.

The Policy provides necessary safeguards for protection of Directors and Employees who avail the vigil mechanism from reprisals or victimization, for whistle blowing in good faith and to provide opportunity to Directors and Employees for direct access to the Chairman of the Audit Committee in appropriate or exceptional cases.

Whistle Blower Policy in terms of Section 177 (10) of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of SEBI (LODR) Regulations, 2015.

Directors and Employees of Company are eligible to make "Protected Disclosures" to the Chairman of the Audit Committee. During the year under review, no employee was denied access to the Audit Committee.

Principles

- Protected disclosures shall be acted upon in a time bound manner.
- Complete confidentiality of the Whistle Blower will be maintained.
- The Whistle Blower and / or the person(s) processing the Protected Disclosure will not be subjected to victimization.
- Evidence of the Protected Disclosure will not be concealed and appropriate action including disciplinary action will be taken in case of attempts to conceal or destroy evidence.
- 'Subject' of the Protected Disclosure i.e. Director or Employee against or in relation to whom a protected disclosure has been made, will be provided an opportunity of being heard.

- Whistle Blower should bring to attention of the Competent Authority at the earliest any improper activity or practice, although they are not required to provide proof, they must have sufficient cause for concern.
- Whistle Blower shall co-operate with investigating authorities and maintain full confidentiality

Dated: 08.08.2025
Place: New Delhi

By Order of the Board of Directors
Swagtam Trading and Services Limited
Sd/-
Vinod Bala
Chairman & Whole Time Director
DIN No. 09790881

CERTIFICATE ON COMPLIANCE WITH CORPORATE GOVERNANCE

To
The Members
Swagtam Trading and Services Limited

We have examined the compliance of conditions of Corporate Governance by **Swagtam Trading and Services Limited** for the year ended on 31st March, 2025, as prescribed in Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter called as "SEBI (LODR) Regulations, 2015") (erstwhile Clause 49 of the Listing Agreement),

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to 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.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement.

We state that no investor grievance is pending for a period exceeding one month against the company as per the records maintained by the shareholder/Investor grievance committee.

We further report that the Board of Directors of the company, pass the resolution, on 9th November, 2020, for Voluntary De-Listing of Equity Shares of the Company from The Calcutta Stock Exchange Limited and the matter is under process.

Further that Ms. Pooja Mathur resigned as Compliance officer from the Company w.e.f. 13.09.2024 and Ms. Vinod Bala appointed as a compliance officer of the company w.e.f. 04.11.2024 and she also resigned from the compliance officer position w.e.f. 13.11.2024 and Mr. Chetan malik has been appointed as a Compliance Officer w.e.f. 13.11.2024.

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

For B.Bhushan & Company
(Company Secretaries)
Sd/-
Bharat Bhushan Garg
(Proprietor)

M. No. : A31951
COP No. : 14469
UDIN: A031951G000959977
PR No: 3425/2023

Date: 30-05-2025
Place: New Delhi

WTD & CFO Certification under Regulation 17(8) of SEBI (LODR) Regulations, 2015 Financial Year ended 31st March, 2025

I, Vinod Bala (DIN: 09790881), WTD & CFO, hereby Certify to the Board, that:

- a. I have reviewed financial statements and the cash flow statement and the Directors' Report of for the year ended 31st March 2024 and that to the best of my knowledge and belief:
- i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- ii. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. To the best of my knowledge and belief, there are no transactions entered into by the company which are fraudulent, illegal or violative of the company's code of conduct or ethics policy.
- c. I accept responsibility for establishing and maintaining internal controls and that I have evaluated the effectiveness of the internal control systems of the company and I have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which they are aware and the steps I have taken or propose to take to rectify these deficiencies.
- d. I have indicated to the Auditors and the Audit Committee
 - i. that there are no significant changes in internal control during the year;
 - ii. that there are no significant changes in accounting policies during the year and that the same have been disclosed in the Notes to the financial statements; and
 - iii. that there is no instances of significant fraud of which they have become aware and the involvement, if any, of the management or an employee having a significant role in the company's internal control system.

By Order of the Board of Directors
Swagtam Trading and Services Limited
Sd/-
Vinod Bala
Chairman & Whole Time Director
DIN No. 09790881

Dated: 08.08.2025
Place: New Delhi

Annexure –V

FORM NO. AOC.2

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

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

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

(a) Name(s) of the related party and nature of relationship: NIL

(b) Nature of contracts/arrangements/transactions: NIL

(c) Duration of the contracts/arrangements/transactions: NIL

(d) Salient terms of the contracts or arrangements or transactions including the value, if any: NIL

(e) Justification for entering into such contracts or arrangements or transactions: NIL

(f) Date of approval by the Board (g) Amount paid as advances, if any: N.A

3. **Details of material contracts or arrangement or transactions at arm's length basis**

(a). Name(s) of the related party and nature of relationship	(b) Nature of contracts/ arrangements/ transactions	(c) Duration of the contracts/arrangeme nts/transactions	(d) Salient terms of the contracts or arrangements or transactions including the value, if any	(e) Date(s) of approval by the Board, if any	(f) Amount paid as advances, if any:
1. Vinod Bala, Whole Time Director	Remuneration	-		April 19, 2024	NIL
2. Best Properties Pvt. Ltd. (Relative of Director Sumit Gupta)	Rent	-		April 19, 2024	NIL

By Order of the Board of Directors
Swagtam Trading and Services Limited
Sd/-
Vinod Bala
Chairman & Whole Time Director
DIN No. 09790881

Dated: 08.08.2025
Place: New Delhi

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF
SWAGTAM TRADING AND SERVICES LIMITED

OPINION

We have audited the accompanying Financial Statements of **SWAGTAM TRADING AND SERVICES LIMITED, [CIN: L51909DL19484C289131]** ("the company") which comprises the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss for the year ended, Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and Notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information.

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, ("Ind AS") and other accounting principles generally accepted in India:

- a) In the case of the Balance Sheet, of the state of affairs of the company as at 31st March 2025;
- b) In the case of the Statement of Profit and Loss, of the Profit of the company for the year ended on that date.
- c) In the case of the Cash Flow Statement, of the cash flows of the company for the year ended on that date.
- d) In the case of the Changes in Equity, of the equity flows of the company for the year ended on that date.

BASIS FOR OPINION

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

KEY AUDIT MATTERS

This section of our auditor's report is intended to describe the matters selected from those communicated with management that, in our professional judgment, were of most significance in our audit of the financial statements, except for the matter described in the Basis for Qualified (or Adverse) Opinion section and the material uncertainty described in the Going Concern section. We have determined that there are no such matters to report on the basis of these financial statements.

MANAGEMENT'S RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, (changes in equity) and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of 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.

The 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. As part of an audit in accordance with SAs, professional judgment is exercised and professional skepticism is maintained throughout the audit. 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 skepticism 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the 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 standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) Planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Department of Company Affairs, in terms of Section 143 (11) of the Companies Act, 2013, we give in the "**Annexure - "I"**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143 (3) of the Act, we Report that:
 - a) We have sought and 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 appears

from our examination of those books;

- c) The Balance Sheet, the Statement of Profit & Loss (Including other comprehensive income), Cash Flow Statement and Change in Equity dealt with by this Report are in agreement with the books of account;
- d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule, 2014;
- e) On the basis of written representations received from the Directors as on 31st March, 2025 and taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of section 164(2) of the Act.
- f) The company has no branch offices and consequently we have not received any report on accounts of accounts of branch of the company.
- g) With respect to the adequacy of the internal financial controls with reference to financial statement of the Company and the operating effectiveness of such controls, refer to our separate report in “Annexure- “II”.
- h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit & Auditors), Rule, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company does not have any pending litigation which would impact its financial position;
 - (ii) The Company has not entered in any of the long-term derivative contracts as on March 31, 2025. Therefore, the company does not require making any provision thereof, as required under the applicable law or accounting standards
 - (iii) No amounts were required to be transferred to the Investor Education and Protection Fund by the company as on 31.03.2025.
 - (iv) The management has represented that, to the best of its knowledge & belief, other than those disclosed in the notes to accounts,
 - a) No funds have been advanced or loaned or invested by the company to or in any other person(s) or entities, 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 by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of ultimate beneficiaries.
 - b) No funds have been received by the company from any person(s) or entities including foreign entities (“Funding Parties”) with the understanding that such 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 guarantee, security or the like on behalf of the Ultimate beneficiaries.
 - c) Based on the information & explanation provided to us & performing such audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to the notice that has caused to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
 - (v) No Dividend declared or paid during the year by the company which is in compliance with section 123 of the Companies Act, 2013.
 - (vi) Based on our examination which included test checks, performed by us, the company, has used an accounting software for maintaining its books of account for the financial year ended March 31, 2024 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. Further, during the course of audit, we have not come across any instance of the audit trail feature being tampered with.

For **G. K. Kedia & Co.**

Chartered Accountants

F.R. No.: 013016N

Sd/-

Kanishka Aggarwal

Partner

Membership No.544129

UDIN: 25544129BMOIBN9888

Place: New Delhi
Date: 30-05-2025

**ANNEXURE- "I" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON
THE IND AS FINANCIAL STATEMENTS OF
SWAGTAM TRADING AND SERVICES LIMITED**

(as referred in Paragraph 1 of Other Legal and Regulatory Matters in Independent Auditor's Report)

We Report on the matters contained in Paragraph 3 of the Companies (Auditor's Report) Order, 2020 as follows:

- i)
- a)
- A) The company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;
- B) According to the information and explanation given to us, there are no intangible assets held by the company. So, this sub-clause is not applicable to the Company.
- b) According to the information and explanation given to us, those fixed assets were physically verified by the management at reasonable intervals & no material discrepancies have been noticed.
- c) According to the information and explanation given to us, there is no immovable property held by the company.
- d) The company has not revalued its Property, Plant & Equipment (including Right of Use assets) or intangible assets or both during the year.
- e) No Proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 & rules made thereunder.
- ii)
- a) According to the information and explanation given to us, there is no inventory held by the company. So, this sub clause is not applicable to the Company.
- b) The Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate from banks or financial institutions, at any point of time during the year on the basis of security of current assets.
- iii) According to the information and explanations given to us and on the basis of our examination of the books of accounts, the Company has granted loans and advances, secured or unsecured, to companies, firms, LLP or other parties during the year. However, the company has not made any investments or provided any guarantee or security.

- a) In respect of loans or advances in nature of loans provided or stood guarantee or provided security to any other entity

- A) With respect to subsidiaries, joint ventures & associates

Particulars	Aggregate amount during the year	Balance o/s as on 31 st March 2025
N.A.	N.A.	N.A.

- B) With respect to parties other than subsidiaries, joint ventures & associates

Particulars	Aggregate amount during the year	Balance o/s as on 31 st March 2025
Gajgamani Marketing Pvt Ltd	1,92,50,000.00	1,92,50,000.00
Kubera Solutions Pvt Ltd.	18,00,000.00	18,00,000.00
V K C Corporate Solutions Pvt Ltd	45,00,000.00	45,00,000.00

- b) The terms of loans and advances in nature of loans and guarantees provided are not prejudicial to the company's interest.
- c) In respect of loans and advances in nature of loans, the repayment of principal will be made as bullet payment within the stipulated time by the borrower and payment of interest has been stipulated and the receipts are irregular in some cases.
- d) According to the information provided to us, the principal amount along with interest for some loans and advances was overdue for more than ninety days.

Particulars	Balance o/s as on 31 st March 2025	Reasonable steps taken
Prayag Polytech Private Limited	21,68,000.00	Yes, Litigation Filed.
Worldlink Finance Ltd	92,14,118.00	Considered Doubtful, under Negotiation Process for recovery

- e) According to the information and explanations given to us and on the basis of our examination of the books of accounts, loan or advance in the nature of loan granted which has fallen due during the year has been extended as per mutual understanding with the company and other party.

Particulars	Aggregate Amt. of Loan Extended during the year	Percentage of the aggregate to the total loans or advances
V3K Consultancy Pvt Ltd	2,00,000.00	0.72%
Winkles Consultancy Services Pvt Ltd	9,83,200.00	3.54%
Enterprise Trading Co. Ash	10,00,000.00	3.60%

- f) The company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- iv) According to the information and explanations given to us and on the basis of our examination of the books of accounts, the Company has complied with the provisions of section 185 & 186 of the Companies Act, 2013 in respect of loans, Investments, Guarantees and Securities.
- v) The Company has not accepted any deposits from the public in accordance with the provisions of sections 73 to 76 of the Act and the rules framed thereunder.
- vi) Company is not covered by the Companies (Cost Records and Auditors) Rules, 2014; so, this clause is not applicable to company.
- vii) According to the information and explanations given to us, in respect of statutory dues:
- The Company has been regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, Income Tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it with the appropriate authorities and as on 31.03.2024, no amount was outstanding for a period of more than six months from the date they became payable;
 - No dues were required to be deposited on account of any dispute with income tax or sales tax or service tax or duty of customs or duty of excise or value added tax. Therefore, this sub-clause is not applicable for this company;
- viii) In our opinion and according to the information and explanations given to us and on the basis of our examination of the books of accounts, the Company does not have any transactions to be recorded in the books of account that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

- ix)
- a) In our opinion and according to the information and explanations given to us and on the basis of our examination of the books of accounts, the Company does not have any loans or borrowing from a financial institution, bank, Government or dues to debenture holders, therefore this clause of the Order is not applicable to this company;
 - b) The company is not a declared willful defaulter by any bank or financial institution or other lender.
 - c) No Term loans were applied by the company during the year.
 - d) Funds raised on short term basis have not been utilised for long term purposes.
 - e) Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates, or joint ventures.
 - f) Company has not raised loans during the year on pledge of securities held in its subsidiaries, joint ventures, or associate companies.
- x)
- a) In our opinion and according to the information and explanations given to us and on the basis of our examination of the books of accounts, the Company did not raise any moneys by way of IPO/ FPO (including debt instruments) and term loans during the year, therefore this clause of the Order is not applicable to this company;
 - b) Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.
- xi)
- a) In our opinion and according to the information and explanations given to us and on the basis of our examination of the books of accounts, no fraud by Company or any fraud on the company by its officers or employees has been noticed or reported during the year;
 - b) No Report under sub-section (12) of section 143 of the companies' act has been filed by the auditors in form ADT-4 as prescribed under rule 13 of companies (audit and auditors) rules, 2014 with the central government.
 - c) Whistle blower complaints if any, received by the company during the year has been duly considered.
- xii) The Company is not Nidhi company, therefore the provisions of clause (3) (xii) of the Order are not applicable to the company;
- xiii) In our opinion and according to the information and explanations given to us, all related party's transactions are in compliance with sections 177 and 188 of Companies Act, 2013 and the details of same have been disclosed in Ind AS financial statements etc., as required by the applicable accounting standards;
- xiv)
- a) The company has maintained an adequate internal audit system commensurate with the size and nature of its business;
 - b) The reports of the Internal Auditors for the period under audit were considered by the statutory auditors for the purpose of drawing the opinion.
- xv) According to the information and explanations given to us and on the basis of our examination of the books of accounts, the Company has not entered into any non – cash transactions with directors or person connected with him, during the reporting period, therefore this clause of the Order is not applicable to this company;
- xvi)
- a) According to the information and explanations given to us and on the basis of our examination of the books of accounts, the company is not required to be registered u/s 45-IA of Reserve Bank of India Act, 1934.

- b) Company has not conducted any non-banking financial or housing finance activities without a valid certificate of registration from the Reserve Bank of India, as per Reserve Bank of India Act, 1934.
- c) Company is not a core investment company (CIC) as defined in the regulation made by the Reserve Bank of India, so this clause is not applicable.
- d) The group has not CIC as part of the group.
- xvii) In our opinion and according to the information and explanations given to us and on the basis of our examination of the books of accounts, the company has not incurred any cash losses in the financial year and in the immediately preceding financial year.
- xviii) According to the information and explanations given to us, there has not been any resignation of the statutory auditors during the year. Therefore, this clause is not applicable for the company
- xix) According to the information and explanations given to us and on the basis of our examination of the books of accounts, 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, the auditor's knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that company is 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;
- xx) In our opinion and according to the information and explanations given to us and on the basis of our examination of the books of accounts, the Company is not having any ongoing projects or are coming in the upcoming future. Therefore, this clause of the Order is not applicable to the company;
- xxi) According to the information and explanations given to us and on the basis of our examination of the books of accounts, the Company is a standalone company and doesn't prepare any consolidated financials. Therefore, this clause of the Order is not applicable to the company.

Place: New Delhi
Date: 30-05-2025

For **G. K. Kedia & Co.**
Chartered Accountants
F.R. No.: 013016N
Sd/-
Kanishka Aggarwal
Partner
Membership No.544129
UDIN: 25544129BMOIBN9888

ANNEXURE-“II” TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE IND AS FINANCIAL STATEMENTS

(As referred in Paragraph 2 (g) of Other Legal and Regulatory Matters in Independent Auditor’s Report)

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

We have audited the internal financial controls over financial reporting of **SWAGTAM TRADING AND SERVICES LIMITED** (“the Company”) as of March 31, 2025 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

MANAGEMENT’S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: New Delhi
Date: 30-05-2025

For **G. K. Kedia & Co.**
Chartered Accountants
F.R. No.: 013016N
Sd/-
Kanishka Aggarwal
Partner
Membership No.544129
UDIN: 25544129BMOIBN9888

SWAGTAM TRADING AND SERVICES LIMITED

CIN: L51909DL1984PLC289131

BALANCE SHEET AS AT 31st MARCH, 2025

Amount in (Rs. 000's), unless otherwise stated

Particulars	Note	As At March 31, 2025	As At March 31, 2024
ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment and Intangible Assets	3	12.81	13.94
(b) Financial Assets			
(i) Loans	4(i)	38,947.33	38,597.32
(ii) Other Financial Assets	4(ii)	600.00	600.00
(c) Deferred Tax Assets (Net)	5	178.19	21.01
(d) Other Non Current Asset	6	2,800.00	2,800.00
Total Non-Current Assets		42,538.34	42,032.27
Current Assets			
(a) Financial Assets			
(i) Trade Receivables	7(i)	10,958.04	0.00
(ii) Cash and Cash Equivalents	7(ii)	864.06	2,893.58
(iii) Other Financial Assets	7(iii)	1,622.23	1,262.47
(b) Current Tax Asset	8	258.60	0.00
(c) Other Current Assets	9	265.69	89.40
Total Current Assets		13,968.62	4,245.45
Total Assets		56,506.95	46,277.72
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	10	11,905.00	11,905.00
(b) Other Equity	11	33,408.55	33,938.44
Total Equity		45,313.55	45,843.44
Liabilities			
Current Liabilities			
(a) Financial Liabilities			
(i) Trade Payables	12	10,770.10	0.00
(b) Other Current Liabilities	13	419.30	311.62
(c) Current Tax Liabilities	14	4.00	122.66
Total Current Liabilities		11,193.40	434.28
Total Equity and Liabilities		56,506.95	46,277.72
Significant Accounting Policies	2		
Notes to Financial Statements	3 to 33		
As per our Report of even date attached			
For G. K. Kedia & Co.		For Swagtam Trading and Services Limited	
Chartered Accountants			
Firm's Registration No. 013016N			
Sd/-		Sd/-	Sd/-
Kanishka Aggarwal		Vinod Bala	Manish Sharma
Partner		Whole Time Director	Director
Membership No. 544129		DIN: 09790881	DIN: 06489261
Place: New Delhi		Chetan Malik (ACS-34015)	
Date: 30-05-2025		Company Secretary Cum Compliance Officer	

SWAGTAM TRADING AND SERVICES LIMITED

CIN: L51909DL1984PLC289131

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2025

Amount in (Rs. 000's), unless otherwise stated

	Particulars	Note	Year Ended March 31, 2025	Year Ended March 31, 2024
I	Revenue from Operations	15	10,958.04	3,004.50
II	Other Income	16	2,588.88	2,156.76
III	Total Income		13,546.92	5,161.26
IV	EXPENSES :			
	Purchase of Stock- in- Trade	17	10,763.07	2,181.60
	Employee Benefits Expense	18	587.00	602.86
	Depreciation and Amortization expenses	3	1.13	1.54
	Other Expenses	19	2,882.79	837.47
	Total Expenses		14,233.99	3,623.47
V	Profit/(loss) before exceptional items and tax		(687.08)	1,537.79
VI	Exceptional items			
	- Prior Period Expense		0.00	0.00
VII	Profit/(loss) after exceptional and before tax		(687.08)	1,537.79
VIII	Tax Expense/(credit) :			
	Current Tax		0.00	387.67
	Deferred Tax		(157.18)	1.66
IX	Profit/(loss) from Continuing operation for the year		(529.90)	1,148.47
X	Other Comprehensive Income/(Loss)			
	-Item that will not be subsequently reclassified to profit or loss		0.00	0.00
	-Item that may be subsequently reclassified to profit or loss:		0.00	0.00
	Total Other Comprehensive Income/(loss) for the year		0.00	0.00
XI	Total Comprehensive Income for the year (IX+X) comprising Profit/(Loss) and Other comprehensive Income for the year)		(529.90)	1,148.47
XII	Earning per equity share (for discontinued & continuing operation)			
	(Equity share of par value of Rs. 10 each)			
	Basic		10.00	10.00
	Diluted		(0.45)	0.96

Significant Accounting Policies

2

Notes to Financial Statements

3 to 33

As per our Report of even date attached With Balance Sheet

For G. K. Kedia & Co.

For Swagtam Trading and Services Limited

Chartered Accountants

Firm's Registration No. 013016N

Sd/-

Sd/-

Sd/-

Kanishka Aggarwal

Vinod Bala

Manish Sharma

Partner

Whole Time Director

Director

Membership No. 544129

DIN: 09790881

DIN: 06489261

Place: New Delhi

Chetan Malik (ACS-34015)

Date: 30-05-2025

Company Secretary Cum Compliance Officer

SWAGTAM TRADING AND SERVICES LTD.

CIN: L51909DL1984PLC289131

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31st MARCH, 2025

Amount in (Rs. 000's), unless otherwise stated

PARTICULARS	As At March 31, 2025	As At March 31, 2024
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax	(687.08)	1,537.79
Add: Exceptional item	0.00	0.00
Add: Depreciation	1.13	1.54
Less: Interest / Dividend Received	(2,585.93)	(2,156.76)
Operating profit before working capital changes	(3,271.88)	(617.43)
(Increase)/Decrease in Trade Receivable (Current)	(10,958.04)	0.00
(Increase)/Decrease in Other Financial Assets (Current)	(359.76)	(23.07)
(Increase)/Decrease in Other Financial Assets (Non-Current)	0.00	(100.00)
(Increase)/Decrease in Other Current Assets	(176.29)	59.58
(Increase)/Decrease in Other Non-Current assets	0.00	1,700.00
(Increase)/Decrease in Current Tax Assets	(258.60)	34.56
Increase/(Decrease) in Current Liabilities	10,877.78	1.67
Increase/(Decrease) in Current Tax Liabilities	(118.66)	19.66
Direct Taxes Paid	0.00	(387.67)
Net Cash Flow from operating activities	(4,265.44)	687.30
B. CASH FLOW FROM INVESTING ACTIVITIES		
Interest Income	2,585.93	2,156.76
Loans & Advances given	(350.01)	(283.20)
Net Cash Flow from Investing activities	2,235.92	1,873.56
C. CASH FLOW FROM FINANCING ACTIVITIES		
Net Cash Flow from financing activities	0.00	0.00
NET INCREASE /(DECREASE) IN CASH AND CASH EQUIVALENTS	(2,029.53)	2,560.86
CASH AND CASH EQUIVALENTS		
Beginning of the year	2,893.58	332.72
End of the year	864.06	2,893.58

Significant Accounting Policies

2

Notes to Financial Statements

3 to 33

As per our Report of even date attached With Balance Sheet

For G. K. Kedia & Co.

For Swagtam Trading and Services Limited

Chartered Accountants

Firm's Registration No. 013016N

Sd/-

Sd/-

Sd/-

Kanishka Aggarwal

Vinod Bala

Manish Sharma

Partner

Whole Time Director

Director

Membership No. 544129

DIN: 09790881

DIN: 06489261

Place: New Delhi

Chetan Malik (ACS-34015)

Date: 30-05-2025

Company Secretary Cum Compliance Officer

SWAGTAM TRADING AND SERVICES LIMITED

CIN: L51909DL1984PLC289131

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

A. Equity Share Capital

Particulars	Number of shares (In 000's)	Amount in (Rs. 000's)
Balance as at April 1, 2024	1,190.50	11,905.00
Change in Equity Share due to Prior Period Error	0.00	0.00
Change in Equity Share Capital during the year	0.00	0.00
Balance as at March 31, 2025	1,190.50	11,905.00
Balance as at April 1, 2023	1,190.50	11,905.00
Change in Equity Share due to Prior Period Error	0.00	0.00
Change in Equity Share Capital during the year	0.00	0.00
Balance as at March 31, 2024	1,190.50	11,905.00

B. Other Equity

(Amount in Rs. 000's)

Particulars	Reserve & Surplus		Total
	Share Premium	Retained Earnings	
Balance as at April 1, 2024	23,575.00	10,363.45	33,938.45
Change in accounting policie or prior period error	0.00	0.00	0.00
Restated balance at the beginning	23,575.00	10,363.45	33,938.45
Profit during the year	0.00	(529.90)	(529.90)
Other Comprehensive Income	0.00	0.00	0.00
Total Comprehensive Income	0.00	(529.90)	(529.90)
Transfer of profit to general reserve during the year	0.00	(529.90)	(529.90)
Balance as at March 31, 2025	23,575.00	9,833.55	33,408.55

(Amount in Rs. 000's)

Particulars	Reserve & Surplus		Total
	Share Premium	Retained Earnings	
Balance as at April 1, 2023	23,575.00	9,214.98	32,789.98
Change in accounting policie or prior period error	0.00	0.00	0.00
Restated balance at the beginning	23,575.00	9,214.98	32,789.98
Profit during the year	0.00	1,148.47	1,148.47
Other Comprehensive Income	0.00	0.00	0.00
Total Comprehensive Income	0.00	1,148.47	1,148.47
Transfer of profit to general reserve during the year	0.00	1,148.47	1,148.47
Balance as at March 31, 2024	23,575.00	10,363.45	33,938.45

Significant Accounting Policies

Notes to Financial Statements

As per our Report of even date attached With Balance Sheet

For G. K. Kedia & Co.

Chartered Accountants

Firm's Registration No. 013016N

Sd/-

Kanishka Aggarwal

Partner

Membership No. 544129

Place: New Delhi

Date: 30-05-2025

2

3 to 33

For Swagtam Trading And Services Limited

Sd/-

Vinod Bala

Whole Time Director

DIN: 09790881

Chetan Malik (ACS-34015)

Company Secretary Cum Compliance Officer

Sd/-

Manish Sharma

Director

DIN: 06489261

SWAGTAM TRADING AND SERVICES LIMITED**CIN: L51909DL1984PLC289131****NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2025****NOTE NO- 3****PROPERTY, PLANT AND EQUIPMENTS AND INTANGIBLE ASSETS****Amount in (Rs. 000's), unless otherwise stated**

PARTICULARS	GROSS BLOCK				DEPRECIATION			NET BLOCK	
	GROSS VALUE AS ON 1-4-2024	ADDITION	DELETION	GROSS VALUE AS ON 31-03-2025	ACCUMULA TED DEPRECIAT ION	CURRENT YEAR DEPRECIA TION	TOTAL DEPRECI ATION	WDV AS ON 31-03- 2025	WDV AS ON 31-03-2024
(A) Computers	126.81	0.00	0.00	126.81	120.52	0.00	120.52	6.28	6.28
(B) Office Equipment	67.50	0.00	0.00	67.50	64.13	0.00	64.13	3.37	3.37
(C) Furniture and Fixtures	15.00	0.00	0.00	15.00	10.71	1.13	11.84	3.16	4.29
TOTAL	209.31	0.00	0.00	209.31	195.36	1.13	196.49	12.81	13.94
PREVIOUS YEAR	209.31	0.00	0.00	209.31	193.83	1.54	195.36	13.94	15.48

SWAGTAM TRADING AND SERVICES LIMITED**CIN: L51909DL1984PLC289131****NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2025****4(i) Financial Assets: Non-Current Assets: Loans** Amount in (Rs. 000's), unless otherwise stated

Particulars	As At March 31, 2025	As At March 31, 2024
Loans Receivables		
- Considered Good	27,733.21	27,383.20
- Considered Doubtful	11,214.12	11,214.12
Total	38,947.33	38,597.32

with any other persons or amounts due by firms or private companies in which any director is a partner or a member.

4(ii) Other Financial Assets: Non-Current Assets Amount in (Rs. 000's), unless otherwise stated

Particulars	As At March 31, 2025	As At March 31, 2024
Security Deposit	600.00	600.00
Total	600.00	600.00

5 Deferred Tax Asset/ (Liability) Amount in (Rs. 000's), unless otherwise stated

Particulars	As At March 31, 2025	As At March 31, 2024
Temporary Difference on Carry Forward Losses	177.31	18.32
Temporary Difference on Depreciation	1.93	2.69
Temporary Difference on Unabsorbed Depreciation	(1.04)	0.00
Total	178.19	21.01

6 Other Non -Current Assets Amount in (Rs. 000's), unless otherwise stated

Particulars	As At March 31, 2025	As At March 31, 2024
Advance against Purchase of Property	2,800.00	2,800.00
Total	2,800.00	2,800.00

7(i) Financial Assets :Trade Receivable Amount in (Rs. 000's), unless otherwise stated

Particulars	As At March 31, 2025	As At March 31,
Trade Receivables	10,958.04	0.00
Total	10,958.04	0.00

Trade Receivables ageing schedule

Amount in (Rs. 000's), unless otherwise stated

Particulars	As At March 31, 2025					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3	
(i) Undisputed Trade receivables – considered good	10,958.04	0.00	0.00	0.00	0.00	10,958.04
(ii) Undisputed Trade Receivables – considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00
(iii) Disputed Trade Receivables - considered good	0.00	0.00	0.00	0.00	0.00	0.00
(iv) Disputed Trade Receivables - considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00

Trade Receivables ageing schedule

Amount in (Rs. 000's), unless otherwise stated

Particulars	As At March 31, 2024					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3	
(i) Undisputed Trade receivables – considered good	0.00	0.00	0.00	0.00	0.00	0.00
(ii) Undisputed Trade Receivables – considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00
(iii) Disputed Trade Receivables - considered good	0.00	0.00	0.00	0.00	0.00	0.00
(iv) Disputed Trade Receivables - considered doubtful	0.00	0.00	0.00	0.00	0.00	0.00

SWAGATAM TRADING AND SERVICES LIMITED**CIN: L51909DL1984PLC289131****NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2025****7(ii) Cash and Cash Equivalents** in (Rs. 000's), unless otherwise stated

Particulars	As At March 31, 2025	As At March 31, 2024
Cash in Hand	83.58	55.86
Balance with Scheduled Banks		
- Punjab National Bank	70.51	2,837.72
- Axis Bank	709.97	0.00
Total	864.06	2,893.58

7(iii) Other Financial Assets: Current Assets in (Rs. 000's), unless otherwise stated

Particulars	As At March 31, 2025	As At March 31, 2024
Accrued Interest on Non-Current Loans		
- Considered Good	1,454.23	1,094.47
- Considered Doubtful	168.00	168.00
Total	1,622.23	1,262.47

8 Current Tax Assets amount in (Rs. 000's), unless otherwise stated

Particulars	As At March 31, 2025	As At March 31, 2024
Income Tax Refund for Current Year (Net of Advance Tax & TDS Receivable)	258.60	0.00
Total	258.60	0.00

9 Other Current Assets amount in (Rs. 000's), unless otherwise stated

Particulars	As At March 31, 2025	As At March 31, 2024
Value to be received in cash or kind	265.69	89.40
Total	265.69	89.40

SWAGATAM TRADING AND SERVICES LIMITED

CIN: L51909DL1984PLC289131

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2025

10 Equity Share Capital

Amount in (Rs. 000's), unless otherwise stated

Particulars	As At March 31, 2025	As At March 31, 2024
Authorised		
Equity Shares 1,65,00,000 (40,00,000) of par value Rs.10/- (Rs.10/-) each	1,65,000.00	40,000.00
	1,65,000.00	40,000.00
Issued, Subscribed and Fully Paid up		
Equity Shares 11,90,500 (11,90,500) of par value Rs.10/- (Rs.10/-) each fully paid up	11,905.00	11,905.00
	11,905.00	11,905.00

(i) Reconciliation of the number of shares outstanding

Particulars	Shares As At March 31, 2025		Shares As At March 31, 2024	
	No. of shares (In 000's)	Value (Rs. 000)	No. of shares (In 000's)	Value (Rs. 000)
EQUITY SHARES				
Shares outstanding at the beginning	1,190.50	1,190.50	1,190.50	1,190.50
Add: Shares issued during the period	0.00	0.00	0.00	0.00
Total Shares outstanding at the end of the year	1,190.50	1,190.50	1,190.50	1,190.50

(ii) Shares in respect of each class in the company and shares held by shareholders holding more

Name of the shareholders	Class of shares	Shares As At March 31, 2025		Shares As At March 31, 2024	
		Nos. (In 000's)	%	Nos. (In 000's)	%
Pushp Lata Shama	Equity shares	89.52	7.52	89.52	7.52
Purshottam Agarwal	Equity shares	80.00	6.72	80.00	6.72
Keya Vimal Salot	Equity shares	61.93	5.20	61.93	5.20
Total		231.45	19.44	231.45	19.44

The company has one class of equity shares having a par value of Rs. 10/- per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders shall be eligible to receive any of the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding. The amount distributed will be in proportion to the number of equity shares held by the shareholders.

(iii) Shareholding of Promoters as at 31st March, 2025

Shares held by Promoters at the end of the year			% Change during the year
Promoter Name	No. of Shares	% of total shares	
1) Duncan Macneill construction& Developers Limited	12,000.00	1.01	0.00
2) Jeewan Commercial Ltd.	12,000.00	1.01	0.00
3) ACEC India Pvt. Ltd.	1,200.00	0.10	0.00
4) East West Properties Pvt Ltd	12,000.00	1.01	0.00
Total	37,200.00	3.13	

Shareholding of Promoters as at 31st March, 2024

Shares held by Promoters at the end of the year			% Change during the year
Promoter Name	No. of Shares	% of total shares	
1) Duncan Macneill construction& Developers Limited	12,000.00	1.01	0.00
2) Jeewan Commercial Ltd.	12,000.00	1.01	0.00
3) ACEC India Pvt. Ltd.	1,200.00	0.1	0.00
4) East West Properties Pvt Ltd	12,000.00	1.01	0.00
Total	37,200.00	3.13	

SWAGATAM TRADING AND SERVICES LIMITED

CIN: L51909DL1984PLC289131

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2025

11 Other Equity Amount in (Rs. 000's), unless otherwise stated

Particulars	As At March 31, 2025	As at March 31, 2024
Opening Balance	33,938.45	32,789.98
Add : Profit during the year	(529.90)	1,148.47
Closing Balance	33,408.55	33,938.45

12 Trade Payables Amount in (Rs. 000's), unless otherwise stated

Particulars	As At March 31, 2025	As at March 31, 2024
(i) Total outstanding dues of micro enterprises and	0.00	0.00
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	10,770.10	0.00
Total	10,770.10	0.00

Trade Payable Ageing Schedule Amount in (Rs. 000's), unless otherwise stated

Particulars	As At March 31, 2025				
	Less Than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
i) MSME	0.00	0.00	0.00	0.00	0.00
ii) Others	10,770.10	0.00	0.00	0.00	10,770.10
iii) Disputed dues-MSME	0.00	0.00	0.00	0.00	0.00
iv) Disputed dues-Others	0.00	0.00	0.00	0.00	0.00

Amount in (Rs. 000's), unless otherwise stated

Particulars	As At March 31, 2024				
	Less Than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
i) MSME	0.00	0.00	0.00	0.00	0.00
ii) Others	0.00	0.00	0.00	0.00	0.00
iii) Disputed dues-MSME	0.00	0.00	0.00	0.00	0.00
iv) Disputed dues-Others	0.00	0.00	0.00	0.00	0.00

13 Other Current Liabilities Amount in (Rs. 000's), unless otherwise stated

Particulars	As At March 31, 2025	As At March 31, 2024
Expenses Payable	419.30	311.62
Total	419.30	311.62

14 Current Tax Liabilities Amount in (Rs. 000's), unless otherwise stated

Particulars	As At March 31, 2025	As At March 31, 2024
TDS Payable	4.00	3.50
Provision for Income Tax (Net of TDS Receivable and Advance Tax)	0.00	119.16
Total	4.00	122.66

SWAGTAM TRADING AND SERVICES LIMITED**CIN: L51909DL1984PLC289131****NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2025****15 Revenue from Operations**

Amount in (Rs. 000's), unless otherwise stated

Particulars	Year Ended March 31,2025	Year Ended March 31,2024
Sale of Rice	10,958.04	2,254.50
Income from Business Consultancy	0.00	750.00
Total	10,958.04	3,004.50

16 Other Income

Amount in (Rs. 000's), unless otherwise stated

Particulars	Year Ended March 31,2025	Year Ended March 31,2024
Interest on Loan	2,585.93	2,156.76
Amount Written Off	2.95	0.00
Total	2,588.88	2,156.76

17 Purchases of Stock-in-Trade

Amount in (Rs. 000's), unless otherwise stated

Particulars	Year Ended March 31,2025	Year Ended March 31,2024
Purchase of Rice	10,763.07	2181.60
Total	10,763.07	2181.60

18 Employee Benefit Expenses

Amount in (Rs. 000's), unless otherwise stated

Particulars	Year Ended March 31,2025	Year Ended March 31,2024
Directors Remuneration	300.00	206.00
Salary to Employees	287.00	396.86
Total	587.00	602.86

SWAGTAM TRADING AND SERVICES LIMITED

CIN: L51909DL1984PLC289131

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2025

19 Other expenses

Amount in (Rs. 000's), unless otherwise stated

Particulars	Year Ended March 31,2025	Year Ended March 31,2024
ROC Filing Fee	1,285.37	4.20
BSE Charges	354.00	0.00
Annual Listing Fees	325.00	325.00
Professional Charges	219.80	53.30
<u>Rent Expense:</u>		
-Bombay Office Rent	237.00	43.87
-Delhi Office Rent	120.00	120.00
<u>Statutory Auditor's Remuneration:</u>		
-Audit Fees	40.00	35.00
Miscellaneous Expenses	84.94	84.34
Advertisement & Publicity Expense	43.83	23.58
Penalty & Fine	38.00	15.00
Share Transfer And Register Expense	21.00	0.00
Internal Audit Fees	20.00	20.00
Other Amenities Charges	18.00	0.00
Software AMC Charges NSDL	15.00	0.00
Secretarial Audit Fees	15.00	15.00
Waiver Application to BSE	11.80	0.00
Electricity Charges	10.18	0.00
Printing and Stationery	6.31	18.86
Bank Charges	1.22	0.57
Accounting Charges	0.00	44.50
Brokerage Expense	0.00	28.00
<u>Statutory Dues:</u>		
- Interest on Income Tax	11.97	6.17
- Interest on TDS	4.28	0.09
- GST Expense	0.10	0.00
Total	2,882.79	837.47

Note 20: Valuation of Inventory

There is no inventory held by company during the year.

Note 21: Loans & Advances

In the opinion of the Board of directors the value on realization of loans, advances and current assets in the ordinary course of business is not less than the amount at which they are stated in the Balance Sheet and provisions for all known liabilities has been made.

Company has given loan amounting to Rs.20,00,000/- to Prayag Polytech Private Limited on 21.12.2016 for a loan tenure of maximum 6 months. As per the signed agreement between company and the party, interest @15% per annum shall be charged by the company till the loan tenure. The loan was extended for twelve months via new agreement dated 07.06.2017. Further, as per the new agreement, interest @12% per annum shall be payable within 5 days from end of each quarter on pro-rata basis. If not paid within the timelines, then penalty of twice the amount of interest shall be charged and paid within 15 days from the due date. At the end of F.Y. 2018-19, interest accrued is standing at Rs.1,68,000 from Prayag Polytech Private Limited but the company has not received the same from Prayag Polytech Private Limited till date. Accordingly, company has to charge penalty of twice the amount of interest unpaid for the delayed period, which is not recognized in the books of accounts. The company has filed suit for the recovery of the above amount.

Also company has given loan to Worldlink Finance Ltd. and Principal & Interest are due for more than 3 years, and the balance outstanding as on 31.03.2025 amounting Rs.92,14,118.00. The company has filed suit for the recovery of the above amount.

Apart from above, company has given loans to various third parties during the current year and previous years. As per the signed agreement between company and the party, interest is to be paid on quarterly basis, if not paid within the timelines as agreed in the agreement, then interest on interest @12% shall carry for the period of delay. Following are the details of amount o/s on 31.03.2025 for various parties: -

(Amount in Rs.000's)

Particulars	Principal Loan Amount o/s as on 31 st March, 2025	Total Interest Due as on 31 st March, 2025	Interest Delay as on 31 st March, 2025	No. of days delay upto 31 st March, 2025
Gajgamani Marketing Pvt Ltd.	19,250.00	713.40	169.83	275
Winkles Consultancy Services Pvt. Ltd.	983.20	147.95	129.95	275
V3K Consultancy Pvt. Ltd.	200.00	75.15	70.65	275
VKC Corporate Solutions Pvt. Ltd.	45,00.00	311.52	210.27	190
Kubera Solutions Pvt. Ltd..	1,800.00	NIL	NIL	NIL
Enterprise Trading Co. ASH	1,000.00	NIL	NIL	NIL

Further, Company has given advance against purchase of property to Avni Jain in previous years. Following is the detail of amount o/s as on 31st March, 2025.

(Amount in Rs.000's)

Particulars	Principal Loan Amount o/s as on 31 st March, 2025	Interest o/s as on 31 st March, 2025
Avni Jain	2,800.00	NIL

Note 22: Micro, Small and Medium Enterprise.

Following are the details relating to micro, small and medium enterprises:

(Amount in Rs.000's)

Particulars	Year Ended March 31, 2025	Year Ended March 31, 2024
Principal Amount Due to suppliers registered under MSMED Act and remaining unpaid as at year end	NIL	NIL

Interest Amount Due to suppliers registered under MSMED Act and remaining unpaid as at year end	NIL	NIL
Principal Amount Paid beyond the appointed day During the year	NIL	NIL
Interest Paid ,other than under section 16 of MSMED Act	NIL	NIL
Interest paid ,under section 16 of MSMED Act	NIL	NIL
Interest due and payable, for payments already made	NIL	NIL
Further interest remaining due and payable for earlier years	NIL	NIL

**The information has been given in respect of such vendors to the extent they could be identified as "Micro and Small Enterprises" enterprises on the basis of information available with the Company.*

Note 23:

Balance of sundry debtors, creditors and loans & advances are subject to direct confirmation and reconciliations of the adjustments, which are made available.

Note 24: Discounting of security deposits for leases

Security deposits for leases have been recognized at discounted value and the difference between undiscounted and discounted value has been recognized as 'Prepaid expense for Rent' which has been amortized over respective lease term as rent expense under 'Finance Cost'. The discounted value of the security deposits is increased over the period of lease term by recognizing the notional interest income under 'other income' which has ended in F.Y. 2019-20.

Note 25: Auditors' Remuneration

(Amount in Rs.000's)

Particulars	Year Ended March 31, 2025	Year Ended March 31, 2024
Statutory Audit Fees	40.00	35.00
Total	40.00	35.00

Note 26: Contingent Liabilities

(Amount in Rs.000's)

Particulars	As at March 31, 2025	As at March 31, 2024
Contingent Liabilities*	564.04	564.04
Total	564.04	564.04

*(1) BSE has imposed a fine of Rs. 3,12,700/- for non-submission of Related Party Transaction in XBRL Mode under Reg. 23(9) for the period ended September 30, 2023. Management has submitted replies and is contesting the same. However, Waiver Application has been submitted.

(2) Notice Dated 13.05.2022 from the BSE Ltd relating to non-compliance of various regulations and SOP under SEBI (LODR), levying an amount of Rs. 2,51,340 as penalty and freezing the promoters holding for debit. The company has filed suitable submissions and replies with documentary evidences and the matter is under process.

Note 27: Foreign Currency Transactions**(Amount in Rs.000's)**

Particulars	Year Ended March 31, 2025	Year Ended March 31, 2024
a. Expenditure in Foreign Currency	NIL	NIL
b. Income in Foreign Currency	NIL	NIL

Note 28: Previous Year Figures

Previous Year's figures have been regrouped & rearranged wherever found necessary to confirm current year's classification.

Note 29: Related Party Disclosure

In accordance with Ind AS – 24 “Related party disclosures” along with aggregate amount of transactions as identified and certified by the management are given as follows: -

A. Name of Related Parties

S.No.	Name of related Party	Relationship
1.	Smt. Vinod Bala – WTD & CFO	Key Management Personnel
2.	Sh. Jitendra Kumar – Director (Resigned w.e.f. 9 th April, 2024)	
3.	Sh. Raman Mittal – Director	
4.	Sh. Deepak Gupta – Director (Resigned w.e.f. 10 th April, 2024)	
5.	Sh. Sumit Gupta – Director	
6.	Smt. Apra Sharma – Director	
7.	Sh. Manish Sharma – Director	
8.	Sh.Chetan Malik- Company Secretary (Appointed w.e.f 13 th November, 2024)	
9.	Smt. Pooja Mathur – Company Secretary (Resigned w.e.f 12 th September, 2024)	
10.	Sh. Anmol Verma – Director (appointed w.e.f. 19 th April 2024)	
11.	Sh. Anupam Kashyap – Director (appointed w.e.f. 19 th April 2024)	
12.	Best Properties Pvt Ltd.	Relative of Director

Transactions undertaken with related parties in the ordinary course of business during the year:**(Amount in Rs.000's)**

NATURE OF TRANSACTIONS	NAME OF THE CONCERN	RELATION	AMOUNT OF TRANSACTION (Rs.)	OUTSTANDING AS ON 31.03.2025 (Rs.)
Director Remuneration	Lalita Mittal	Whole Time Director	0.00 (125.00)	0.00 (0.00)
Director Remuneration	Prabhjot Kaur	Whole Time Director	0.00 (40.00)	0.00 (0.00)
Director Remuneration	Vinod Bala	Whole Time Director	300.00 (41.00)	25.00 (0.00)
Salary	Chetan Malik	Company Secretary	75.00 (0.00)	15.00 (0.00)
	Pooja Mathur		114.00 (300.00)	25.00 (0.00)
Rent	Best Properties Pvt Ltd	Relative Of Director	120.00 (120.00)	60.00 (0.00)

(Figures in brackets indicates previous year)

Note 30: Segment Reporting

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. The Company's chief operating decision maker is the Directors. The Company has functioned under a single line of operations and has not diversified business operations, so there is no separate business/geographical segment as per Ind AS 108, 'Operating Segments'.

Note 31: Earnings per Share**(Amount in Rs.000's)**

Particulars	Year Ended March 31, 2025	Year Ended March 31, 2024
Profit/(loss) attributable to Ordinary Equity share holder	(529.90)	1,148.47
Weighted average number of Ordinary Equity shares for Basic EPS (In 000's)	1,191	1,191
Nominal Value of shares (Rs.)	10.00	10.00
Basic EPS (Rs.)	(0.45)	0.96
Diluted EPS (Rs.)	(0.45)	0.96

Note 32: Movement of Provision for Tax**(Amount in Rs. 000's)**

Particulars	Year Ended March 31, 2025	Year Ended March 31, 2024
Opening Provision/ (Income Tax Refund) (A)	119.16	(34.56)
Income Tax Refund (B)	(119.16)	34.56
Provision made during the year (C)	0.00	387.67
Balance (A+B+C)	0.00	387.67
Provision Adjusted with Advance Tax & TDS for the year	(258.60)	(268.51)
Closing Provision/ (Income Tax Refund)	(258.60)	119.16

**SWAGTAM TRADING AND SERVICES LIMITED CIN:
L51909DL1984PLC289131**
Regd. Office: R-489, GF-A, New Rajinder Nagar, New Delhi – 110060
Tel: 011-42475489 E-mail: swagtam1984@gmail.com Website: www.swagtam.com

40TH ANNUAL GENERAL MEETING
MONDAY, 8TH SEPTEMBER, 2025 AT 11:30 A.M.
through VIDEO CONFERENCING ('VC')/OTHER AUDIO VISUAL MEANS ('OAVM'),
 however, THE VENUE OF THE MEETING SHALL BE DEEMED TO BE THE REGISTERED OFFICE
 OF COMPANY AT 'R-489, GF-A, NEW RAJINDER NAGAR, NEW DELHI – 110060'

Name of Shareholder:
 Ledger Folio No/DP ID & Client ID No.:
 Address:
 No. of Shares held:
 Email Id:

Tel/Mobile No.:

Affix
Revenue
Stamp

S. NO	RESOLUTIONS as per Notice of AGM	OPTIONAL *	
		FOR	AGAINST
Ordinary Business			
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31 st March 2025 together with the Reports of the Board of Directors and Auditors thereon		
2.	To appoint a director in place of Mr. Sumit Gupta (DIN: 06911742), who retires by rotation and being eligible, offers himself for re-appointment as a director		
3.	To re-appoint M/s G.K. Kedia & Co. Chartered Accountants (Firm Registration No._013016N), as Statutory auditors of the Company and fix their remuneration.		
Special Business			
4.	To Change the Name of the Company and alter the Name Clause of the Memorandum of Association of the Company		
5.	To make / Grant loan(s) or give guarantee(s) or make investments in excess of the prescribed limit U/s 186 of the Companies Act, 2013		

Signature of Shareholder:

Signed thisday of September, 2025

Notes:

1. This Form in order to be effective should be duly completed and deposited at the Registered Office, not less than 48 hours before the commencement of the AGM.
2. For the Resolutions and Notes, please refer to NOTICE of 40th AGM.
3. Please fill-in/complete all details required above before submission in order to be effective.

ELECTRONIC VOTING PARTICULARS

In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereafter, the Resolutions proposed at the 39th AGM will be transacted through remote E-voting (facility to cast vote from a place other than the venue of the AGM)

EVEN (E-voting Event Number)	User ID	Password

Please refer to various Notes & Instruction in NOTICE of AGM

REGISTRATION OF E-MAIL & CONTACT DETAILS & PAN, etc. FOR FUTURE COMMUNICATION

Name of Shareholder:

PAN:

AADHAR:

Telephone No.:

Mobile No.:

Email ID:

Registered Address:

City:

State:

Pincode:

Registered Folio No./ DP ID & Client ID No.:

No. of Shares held:

Signature of the Shareholder