

# MANOR ESTATES AND INDUSTRIES LIMITED

Regd. Office: S No. 321, Kallakal Village, Gajwel TQ, Medak District, Telangana 502336  
CIN: L45400TG1992PLC014389 Phone: 8897642711 E-mail: meilmedak@gmail.com  
Website: www.meilmedak.in GSTIN: 36AABCK2979A1ZO

Medak, 29<sup>th</sup> August, 2025

To  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
25th Floor, Dalal Street,  
Mumbai – 400 001.

Dear Sir/Ma'am,

**Subject: Submission of Annual Report for the Financial Year 2024-25 along with  
Notice of AGM and Intimation regarding cut-off date for remote-e-voting**

**Scrip Code: 526115**

Pursuant to Regulation 34 and other relevant provisions of the SEBI (Listing Obligations & Disclosure Requirements), 2015, we are forwarding herewith the Annual Report for the financial year 2024-25 along with Notice of the 33<sup>rd</sup> Annual General Meeting of the Company which will be held on Tuesday, the 30<sup>th</sup> of September, 2025. The Company is providing e-voting facility to the shareholders to vote on the resolutions proposed at the 33<sup>rd</sup> Annual General Meeting.

The e-voting will commence at 09.00 AM on 27<sup>th</sup> September, 2025 and end at 05.00 PM on, 29<sup>th</sup> September, 2025. The Company has fixed 23<sup>rd</sup> September, 2025 as the cut-off date to reckon eligibility to vote on the e-voting platform. A copy of the Notice calling 33<sup>rd</sup> AGM along with the Annual report for the financial year 2024-25 will be mailed to the shareholders and will be uploaded on the company's website at <http://www.meilmedak.in/>

Yours faithfully,  
For **Manor Estates and Industries Limited**



Krati Garg  
Company Secretary & Compliance Officer

# **MANOR ESTATES AND INDUSTRIES LIMITED**

**33<sup>rd</sup> ANNUAL REPORT  
2024-2025**

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# MANOR ESTATES AND INDUSTRIES LIMITED

## Board of Directors

- |    |                               |  |
|----|-------------------------------|--|
| 1. | Sri. Anil Agarwal             | : Director & CFO, Promoter             |
| 2. | Sri. Rishabh Agarwal          | : Whole-time Director, Promoter        |
| 3. | Smt. Nalini Agarwal           | : Director (Non-Executive)             |
| 4. | Sri. Siddarth Sanghi          | : Director, Independent, Non-Executive |
| 5. | Sri. Raghavendra Rahul Korlam | : Director, Independent, Non-Executive |

## Key Managerial Personnel (KMP):

- |    |                      |                                 |
|----|----------------------|---------------------------------|
| 1. | Sri. Rishabh Agarwal | : Whole-time Director, Promoter |
| 2. | Sri. Anil Agarwal    | : Chief Financial Officer       |
| 3. | Smt. Krati Garg      | : Company Secretary             |

## Corporate Identification Number:

L45400TG1992PLCO14389

## Registered Office:

Survey No. 321, Kallakal Village,  
Medak District, Telangana – 502336  
Email: meilmedak@gmail.com  
Telephone: 8897642711

## Statutory Auditors:

M/s. Nataraja Iyer & Co.  
Chartered Accountants  
1-10-126, Ashok Nagar,  
Hyderabad, Telangana – 500 020

## Secretarial Auditor:

M/s. Kashinath Sahu & Co.  
Practicing Company Secretaries  
Flat No. 101, Arunodhaya Enclave, Annapurna Colony,  
Mallapur, Telangana – 500076

## Internal Auditor:

M/s. Sattiraju Sathyanarayan Murthy,  
Chartered Accountant  
506, 5<sup>th</sup> Floor, Swapnalokh Complex,  
S.P.Road, Secunderabad, Telangana – 500003

## Registrar and Share Transfer Agent:

Bigshare Services Private Limited  
306, Right Wing, 3rd Floor, Amrutha Ville,  
Opp. Yashoda Hospital, Somajiguda, Raj Bhawan Road,  
Hyderabad, Telangana – 500082  
Ph: 040-23374967  
Email: bsshyd@bigshareonline.com

## NOTICE

**Notice** is hereby given that the 33<sup>rd</sup> Annual General Meeting of the members of MANOR ESTATES AND INDUSTRIES LIMITED will be held on Tuesday, the 30<sup>th</sup> day of September 2025 at 11:00 A.M. at the registered office of the company situated at Survey No. 321, Kallakal Village, Medak District, Telangana 502336 to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31<sup>st</sup> March 2025, the Auditor's Report thereon and the report of the Board of Directors and in this regard to consider and if thought fit to pass the following resolution as an ordinary resolution:

**RESOLVED THAT** the audited financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted.

2. To appoint a Director in place of Smt. Nalini Agarwal (DIN: 07164298), who retires by rotation at this Annual General Meeting, and being eligible, offers herself for re-appointment and if thought fit to pass the following resolution as an ordinary resolution.

**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Smt. Nalini Agarwal (DIN: 07164298), who retires by rotation at this meeting, be and is hereby appointed as Non-executive Director of the Company.

### SPECIAL BUSINESS:

#### 3. To Re-appoint Statutory Auditors of the Company for a Second term of five years

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

**RESOLVED THAT** pursuant to the provisions of Section 139, Section 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendations of the Audit Committee, M/s, Nataraja Iyer & Co. Chartered Accountants, (ICAI Firm Registration No 002413S ), be and are hereby re-appointed as Statutory Auditors of the Company for a second term of five years to hold office from the conclusion of 33<sup>rd</sup> Annual General Meeting till the conclusion of 38<sup>th</sup> Annual General Meeting to be held for the financial year 2029-30, on such remuneration plus taxes, as may be mutually agreed upon between the Board of Directors and the Statutory Auditors.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to settle any question, difficulty or doubt, that may arise and to do all such acts, deeds and things as may be necessary, proper or expedient for the purpose of giving effect to this Resolution"

#### **4. To Re-appoint Mr. Rishabh Agarwal (DIN-06963740) as Whole time Director of the Company**

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

**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, read with Schedule V and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and as per relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any amendments thereto or re-enactment thereof, for the time being in force) (hereinafter collectively referred to as the “Applicable Laws”) and the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and subject to such other approvals as may be necessary, the consent of the Company be and is hereby accorded for the re-appointment of Mr. Rishabh Agarwal (DIN-06963740) as Whole Time Director of the Company for a further period of 5 years commencing 1<sup>st</sup> December, 2025 and up to 30<sup>th</sup> November, 2030 at a remuneration as set out in the statement annexed to the notice, with full liberty to the Board of Directors (hereinafter referred to as the “Board” which shall be deemed to include the Nomination & remuneration Committee of the Board) to revise/ alter/ modify/ amend/ change the terms and conditions as may be agreed to by the Board and Mr. Rishabh Agarwal (DIN: 06963740) within the applicable provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** where in any financial year during the tenure of the said Whole Time Director, the Company has no profits or its profit are inadequate, the remuneration as may be approved by the Board of Directors of the Company from time to time shall be paid as minimum remuneration;

**RESOLVED FURTHER THAT** the Board of Directors of the Company and / or Company Secretary of the Company be and are hereby jointly and/or severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution.

#### **5. To Re-appointment Mr. Siddarth Sanghi (DIN: 00033401) as Independent Director for Second Term Period of 5 (five) years**

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

**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 (‘the Act’) [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 17 and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’), as amended from time to time, Mr. Siddarth Sanghi (DIN: 00033401), Non-Executive Independent Director of the Company and who being eligible for re-appointment as an Independent Director has given his consent along with a declaration that he meets the criteria for independence under Section 149(6) of the Act and the rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations and in respect of whom the Company has received a Notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director and based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, be and is hereby re-appointed as an Independent Director of the Company [not liable to retire by rotation], to

hold office for a second term of 5 (five) consecutive years on the Board of the Company commencing from 26th June 2025 up to 25th June, 2030 (both days inclusive).

**RESOLVED FURTHER THAT** the Board of Directors of the Company, and /or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient and desirable for the purpose of giving effect to the aforesaid resolution.”

#### **6. To appoint Secretarial Auditors of the Company**

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

**RESOLVED THAT** pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), other applicable laws/statutory provisions, if any, as amended from time to time, Kashinath Sahu & Co., Practising Company Secretaries (Firm Registration Number: 4807) be and are hereby appointed as Secretarial Auditors of the Company for term of five consecutive years commencing from financial year 2025-26 till financial year 2029-30, at such fees, plus applicable taxes as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors.

By order of the Board of Directors  
*For* **MANOR ESTATES AND INDUSTRIES LIMITED**  
Sd/-  
**Krati Garg**  
**Company Secretary**  
**Membership No. 58962**

**Date: 11.08.2025**

**Place: Medak**

Registered Office:

Survey No.321, Kallakal Village,  
Medak District, Telangana – 502336

CIN: L45400TG1992PLCO14389

Phone No.: 8897642711

Email: meilmedak@gmail.com

Website: www.meilmedak.in

## NOTES:

1. A statement giving the relevant details of the director seeking re-appointment under the accompanying Notice, as required by Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 is annexed herewith. The director has furnished the requisite declarations for re-appointment.
2. A member entitled to attend, and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxies in order to be effective must be received by the company not later than forty-eight (48) hours before the meeting. Proxy form attached herein. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/ authority, as applicable.

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder as per Rule 19 of the Companies (Management and Administration) Rules, 2014.

3. The Explanatory Statement setting out material facts concerning the business under Item Nos. 3 to 6 of the Notice is annexed hereto. [Section 102 of the Companies Act, 2013 ("Act")]
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided not less than three days' notice in writing is given to the Company.
5. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their DP ID and Client ID/Folio No., which is enclosed herewith, and hand over the same at the entrance of AGM venue.
6. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote at the meeting.
7. Relevant documents referred to in the accompanying notice are open for inspection by the members at the company's registered office on all working days of the company, during business hours up to the date of the meeting.
8. Corporate members intending to send their authorized representatives to attend the meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the company, a certified copy of the relevant board resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the meeting.
9. Members seeking any information with regard to the accounts are requested to write to the company at an early date, at least 10 days prior to the meeting so as to enable the management to keep the information ready at the meeting.



10. Any director himself/herself or any member intending to propose any person as a director other than a retiring director, has to give a notice as to his/her intention to propose him/her as a candidate for that office not less 14 (fourteen) days before the meeting along with deposit of Rs.1,00,000 (Rupees One Lakh only).
11. Members holding shares in dematerialized form (electronic form) are requested to intimate any changes in their respective addresses, bank mandates etc., directly to their respective Depository Participants.
12. The notice of the AGM along with the Annual Report 2024-25 is being sent by electronic mode to those members whose e-mail addresses are registered with the Company/Depositories.
13. Members may also note that the notice of the 33<sup>rd</sup> AGM and the Annual Report for 2024-2025 will also be available on the company's website [www.meilmedak.in](http://www.meilmedak.in) for download and BSE website [www.bseindia.com](http://www.bseindia.com).
14. The Securities Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participant with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the company's Registrar and Transfer Agent.
15. Members holding shares in physical mode are also requested to register/update their e-mail addresses with the Company/Registrar and Share Transfer agents of the Company for receiving all communications from the Company electronically.
16. Members holding shares in the company and who have not registered their e-mail ID with the company or the depository and wish to avail e-voting may write to the company's registrar and share transfer agent – Bigshare Services Private Limited or to the company quoting their Client ID/Folio no. and DP ID so as to send the password for e-voting. Hard copy of the ballot paper will be provided at the venue of the AGM for those members who have not exercised their e-voting.
17. Pursuant to prohibition imposed vide Secretarial Standards on General Meetings (SS-2) issued by ICSI and the MCA Circular, no gifts shall be distributed at the meeting.
18. Voting through electronic means:
  - I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the company is pleased to provide facility to the members to exercise their right to vote at the 33<sup>rd</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through remote e-voting platform provided by CDSL.
  - The Company is also providing the facility for voting by way of physical ballot at the Annual General Meeting, for members attending the meeting and who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through the ballot paper. Mr. Kashinath Sahu, practicing Company Secretary has been appointed as the Scrutinizer

to scrutinize the remote e-voting process as well as the ballot process at the Annual General Meeting in a fair and transparent manner.

- Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e., 23<sup>rd</sup> September, 2025 only shall be entitled to avail the facility of remote e-voting.

**The instructions for Remote E-Voting are as under:**

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

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

- i. The voting period begins on 27<sup>th</sup> September, 2025 at 9.00 A.M. and ends on 29<sup>th</sup> September, 2025 at 5.00 P.M. During this period any shareholders' of the company holding shares either in physical form or in dematerialized form, as on the cut-off date, i.e., 23<sup>rd</sup> September, 2025 (end of the day) may cast his/her vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to **SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

- iv. In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Companies, Individual shareholders holding

securities in Demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi/Easiest are requested to visit cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available in <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> </ol>

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at: 022-4886 7000 and 022-2499 7000.

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

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

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

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

- vi. After entering these details appropriately, click on "SUBMIT" tab.
- vii. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in Demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- viii. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

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

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

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

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

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, a Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mills Compound, N M Joshi Marg, Lower Parel (East), Mumbai – 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800225533.

The voting results declared along with the Scrutinizer's Report shall be placed on the company's website, [www.meilmedak.in](http://www.meilmedak.in) and the website of the registrar and share transfer agent viz., [www.bigshareonline.com](http://www.bigshareonline.com) immediately after the declaration of the result by the Chairman or a person authorised by the Chairman. The results shall also be immediately forwarded to the BSE Limited.

#### Annexure

Details of the Director seeking Re-appointment at the forthcoming Annual General Meeting  
[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements)  
Regulations, 2015]

Name of Director	Nalini Agarwal
Nationality	Indian
Date of Birth	14/04/1979
Date of Appointment	30/09/2024
Expertise in specific functional areas	Legal and Commercial matters
Qualification	LLB
List of other companies in which directorship is held as on 31 <sup>st</sup> March, 2025*	Nil
Chairman / Member of the Committees of the Board of the other Companies in which he/she is a director as on 31 <sup>st</sup> March, 2025*	Nil
Equity Shares held in the Company as on 31 <sup>st</sup> March, 2025	Nil
Relationship between Directors inter se	Spouse of Sri. Rishabh Agarwal Daughter-in-law of Sri. Anil Agarwal

\* Directorships and Committee memberships in Manor Estates and Industries Limited are not included in the aforesaid disclosure. Also, directorships in Private Limited Companies, Foreign Companies and Section 8 companies and their Committee memberships are excluded. Membership and Chairmanship of Audit Committees, Nomination & Remuneration committee and Stakeholders Relationship committees of only public companies have been included in the aforesaid table.

**Details of the Director seeking Re-appointment at the forthcoming Annual General Meeting [Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

Name of Director	Rishabh Agarwal
Nationality	Indian
Date of Birth	06/04/1979
Date of Appointment	26/07/2020
Expertise in specific functional areas	Project execution and management
Qualification	BSc. Economics
List of other companies in which directorship is held as on 31 <sup>st</sup> March, 2025*	NIL
Chairman / Member of the Committees of the Board of the other Companies in which he/she is a director as on 31 <sup>st</sup> March, 2025*	NIL
Equity Shares held in the Company as on 31 <sup>st</sup> March, 2025	16,647 shares
Relationship between Directors inter se	Spouse of Ms. Nalini Agarwal Son of Mr. Anil Agarwal

\* Directorships and Committee memberships in Manor Estates and Industries Limited are not included in the aforesaid disclosure. Also, directorships in Private Limited Companies, Foreign Companies and Section 8 companies and their Committee memberships are excluded. Membership and Chairmanship of Audit Committees, Nomination & Remuneration committee and Stakeholders Relationship committees of only public companies have been included in the aforesaid table.

**Details of the Director seeking Re-appointment at the forthcoming Annual General Meeting [Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

Name of Director	Siddarth Sanghi
Nationality	Indian
Date of Birth	17/04/1981
Date of Appointment	26/07/2020
Expertise in specific functional areas	Management of large commercial organizations
Qualification	M. Com



List of other companies in which directorship is held as on March 31, 2025*	Refer Note 1
Chairman / Member of the Committees of the Board of the other Companies in which he/she is a director as on March 31, 2025*	Refer Note 1
Equity Shares held in the Company as on 31.03.2025	NIL
Relationship between Directors inter se	NIL

\* Directorships and Committee memberships in Manor Estates and Industries Limited are not included in the aforesaid disclosure. Also, directorships in Private Limited Companies, Foreign Companies and Section 8 companies and their Committee memberships are excluded. Membership and Chairmanship of Audit Committees, Nomination & Remuneration committee and Stakeholders Relationship committees of only public companies have been included in the aforesaid table.

#### Note 1

Name of the Company	Designation
Fancy Zippers Private Limited	Director
Moksh Ornaments Limited Sanghi	Additional Director
Filaments Private Limited Alpha	Director
Zippers Private Limited Sanghi	Director
Threads Private Limited SKK	Director
Zippers Private Limited Ausho	Director
Enterprises Pvt. Ltd.	Director
Sanghi SEZ Private Limited	Director

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

#### **ITEM NO. 3**

M/s, Nataraja Iyer & Co. Chartered Accountants, (ICAI Firm Registration No 002413S ), statutory auditors of the Company, were appointed at the 29<sup>th</sup> Annual General Meeting of members held on 30.09.2021 for a period of four years commencing from financial year 2021-22 up to 2024-25 to hold office from conclusion of the 29<sup>th</sup> Annual General Meeting until the conclusion of the 33<sup>rd</sup> Annual General Meeting of the Company to be held for the financial year 2024-25. In terms of the provisions of Section 139 of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions, the Company can appoint or reappoint an audit firm as statutory auditors for not more than 2 (two) terms of 5 (five) consecutive years. M/s, Nataraja Iyer & Co. is eligible for reappointment for a further period of five years. Based on the recommendations of the Audit Committee, the Board of Directors at their meeting held on 11<sup>th</sup> August, 2025, approved the reappointment of M/s, Nataraja Iyer & Co. as the Statutory Auditors of the Company to hold office for a second term of 5 (five) consecutive years from conclusion of the 33<sup>rd</sup> Annual General Meeting until the conclusion of the 38<sup>th</sup> Annual General Meeting of the Company to be held for the financial year 2029-30. The

Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors. Considering the evaluation of the past performance, experience and expertise of M/s, Nataraja Iyer & Co. and based on the recommendation of the Audit Committee, it is proposed to appoint M/s, Nataraja Iyer & Co. as Statutory Auditors of the Company for a second term of five consecutive years till the conclusion of the 38<sup>th</sup> Annual General Meeting of the Company in terms of the aforesaid provisions. The Board of Directors recommend the special resolution as set out at item no.3 of the Notice for the approval of the Members.

None of the Directors, Key Managerial Personnel or their relatives are, financially or otherwise, concerned or interested in the said resolution.

#### **ITEM NO. 4**

The Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee at its meeting held on 11<sup>th</sup> August, 2025 had re-appointed Mr. Rishabh Agarwal (DIN-06963740) as Whole Time Director of the Company, for further period of 5 (five) years with effect from 1<sup>st</sup> December, 2025, subject to approval of the Members of the Company. Mr. Rishabh Agarwal has expertise, knowledge and business acumen in managing the overall business of the Company and his appointment would be beneficial for the Company.

The remuneration proposed for Mr. Rishabh Agarwal is commensurate with the industry and size of the Company. The terms and conditions are set out herein below:

##### **1. TENURE OF APPOINTMENT:**

The re-appointment of Mr. Rishabh Agarwal as Whole Time Director is for a further period of 5 years with effect 1<sup>st</sup> December, 2025 to 30<sup>th</sup> November, 2030.

##### **2. DUTIES AND RESPONSIBILITIES:**

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

##### **3. REMUNERATION:**

Rupees Thirty lakhs per annum as approved by the Board on the recommendation of the Nomination and Remuneration Committee subject to the approval of the members.

##### **4. OTHER TERMS OF APPOINTMENT:**

(a) The terms and conditions of the appointment of Mr. Rishabh Agarwal may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and Mr. Rishabh Agarwal, subject to such approvals as may be required.

(b) The appointment may be terminated by either party by giving to the other party six months' notice of such termination or the Company paying six months' remuneration in lieu thereof.

(c) The employment of Mr. Rishabh Agarwal may be terminated by the Company without notice on payment in lieu of notice

i). If Mr. Rishabh Agarwal is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company or any subsidiary or associated company to which he is required to render services; or

(ii). In the event of any serious, repeated or continuing breach (after prior warning) or non-observance by Mr. Rishabh Agarwal of any of the stipulations contained herein as no separate agreement shall be executed between the Company and Mr. Rishabh Agarwal; or

(iii). In the event the Board expresses its loss of confidence in Mr. Rishabh Agarwal; or

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

(d) Upon the termination by whatever means of the employment Mr. Rishabh Agarwal shall immediately tender his resignation from offices held by him in any subsidiaries and associated companies and other entities without claim for compensation for loss of office and shall not without the consent of the Company at any time thereafter represent himself as connected with the Company or any of the subsidiaries or associated companies.

(e) Mr. Rishabh Agarwal will not be liable to retire by rotation. The Board of Directors is of the opinion that the above remuneration being paid to Mr. Rishabh Agarwal, as Whole-time Director of the Company, is commensurate with his duties and responsibilities. The Board considers that his association as Whole-time Director will be beneficial to and in the interest of the Company.

Additional details of Mr. Rishabh Agarwal as required pursuant to Companies Act, 2013 (hereinafter referred to as 'the Act') and the Secretarial Standard-2 issued by the Institute of Company Secretaries of India are provided in the table annexed to this Notice. The Board recommends the Ordinary Resolution as set out at Item Nos. 4 of the Notice for approval of the Members.

Except Ms. Nailini Agarwal, spouse of Mr. Rishabh Agarwal and Mr. Anil Agarwal, father of Mr. Rishabh Agarwal, none of the other Directors/Key Managerial Personnel of the Company/their relatives are, in any way, concerned or interested financially or otherwise, in the resolution set out at Item Nos. 4 of the Notice.

#### **ITEM NO. 5**

Mr. Siddarth Sanghi (DIN: 00033401), is currently a Non-Executive Independent Director of the Company, Member of the Audit Committee and Chairperson of Nomination and Remuneration Committee who was appointed as an Independent Director of the Company by the Members at the 28<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September 2020 for a period of 5 (five) consecutive years commencing from 26<sup>th</sup> June 2020 up to 25<sup>th</sup> June, 2025 (both days inclusive) and is eligible for re-appointment for a Second term on the Board of the Company.

Based on the recommendation of the Nomination & Remuneration Committee, the Board of Directors at its meeting held on 11<sup>th</sup> August, 2025, proposed the re-appointment of Mr. Siddarth Sanghi as an Independent Director of the Company for a Second term of 5 (five) consecutive years commencing from 26<sup>th</sup> June 2025 up to 25<sup>th</sup> June, 2030 (both days inclusive), not liable to retire by rotation, for the approval of the Members by way of a Special Resolution.

The NRC taking into consideration the skills, expertise and competencies required for the Board in the context of the business and sectors of the Company and based on the performance evaluation, concluded and recommended to the Board that Mr. Siddarth Sanghi qualifications and the rich experience of over two decades, the skills and capabilities required for the role of Independent Director of the Company. The Board is of the opinion that Mr. Siddarth Sanghi continues to possess the identified core skills, expertise and competencies fundamental for effective functioning in his role as an Independent Director of the Company and his continued association would be of immense benefit to the Company. The Company has in terms of Section 160(1) of the Companies Act, 2013 ('the Act') received a notice from a Member proposing her candidature for the office of Director. The Company has received a declaration from Mr. Siddarth Sanghi confirming that he continues to meet the criteria of independence as prescribed under Section 149(6) of the Act, read with the rules framed thereunder and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'). In terms of Regulation 25(8) of the SEBI Listing Regulations, Mr. Siddarth Sanghi has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Mr. Siddarth Sanghi has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated 20<sup>th</sup> June, 2018 issued by BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.

Further, Mr. Siddarth Sanghi has confirmed that he is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director in terms of Section 152 of the Act, subject to re-appointment by the Members. Mr. Siddarth Sanghi has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs ('IICA').

The terms and conditions of the appointment of Independent Directors is uploaded on the website of the Company at <https://www.meilmedak.in> and would also be made available for inspection to the Members of the Company up to 30<sup>th</sup> September, 2025, by sending a request from their registered email address to the Company at [meilmedak@gmail.com](mailto:meilmedak@gmail.com) along with their Name, DP ID & Client ID/Folio No.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, Regulation 17 of the SEBI Listing Regulations and other applicable provisions of the Act and SEBI Listing Regulations, the re-appointment of Mr. Siddarth Sanghi as an Independent Director is now placed for the approval of the Members by a Special Resolution. The Board recommends the Special Resolution set out in Item No. 5 of the accompanying Notice for approval of the Members.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Mr. Siddarth Sanghi and his relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the accompanying Notice. Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

## ITEM NO. 6

The Board at its meeting held on 11<sup>th</sup> August, 2025, based on recommendation of the Audit Committee, after evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., has approved the appointment of M/s. Kashinath Sahu & Co., practicing Company Secretaries, a peer reviewed firm (Firm Registration Number: 4807) as Secretarial Auditors of the Company for a term of five consecutive years commencing from financial year 2025-26 up to financial year 2029-30, subject to approval of the Members.

The appointment of Secretarial Auditors shall be in terms of the amended Regulation 24A of the SEBI Listing Regulations vide SEBI Notification dated December 12, 2024 and provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Kashinath Sahu & Co. is a well-known firm of practising Company Secretaries founded in 2002 and based in Hyderabad.

Kashinath Sahu & Co has confirmed that the firm is not disqualified and is eligible to be appointed as Secretarial Auditors in terms of Regulation 24A of the SEBI Listing Regulations. The services to be rendered by Kashinath Sahu & Co as Secretarial Auditors is within the purview of the said regulation read with SEBI circular no. SEBI/HO/CFD/CFD-PoD-/CIR/P/2024/185 dated 31<sup>st</sup> December, 2024.

The remuneration in connection with the Secretarial Audit shall be mutually agreed between the Board of Directors and Kashinath Sahu & Co.

In addition to the secretarial audit, Kashinath Sahu & Co shall provide such other services in the nature of certifications and other professional work, as approved by the Board of Directors.

The Board recommends the Ordinary Resolution as set out in Item No. 6 of this Notice for approval of the Members.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are concerned or interested, in the Resolution set out in Item No. 6 of this Notice.

**FORM FOR REGISTRATION OF EMAIL ADDRESS FOR RECEIVING DOCUMENTS / NOTICES  
BY ELECTRONIC MODE**

To

M/s. Bigshare Services Private Limited,  
306, Right Wing, 3rd Floor, Amrutha Ville,  
Opp. Yashoda Hospital, Somajiguda,  
Raj Bhawan Road, Hyderabad - 500082  
Telangana  
Email: bsshyd@bigshareonline.com

**Company: Manor Estates & Industries Limited**

I agree to receive all documents / notices including the Annual Report from the Company in electronic mode. Please register my email address given below in your records for sending communication through email.

Name of Sole / First Holder : \_\_\_\_\_

DP ID / Client ID / Regd. Folio No : \_\_\_\_\_

PAN No. : \_\_\_\_\_

E-Mail Address : \_\_\_\_\_

Date:

Place:

(Signature of the member)

## DIRECTORS' REPORT

Dear Members,

Your directors present their 33<sup>rd</sup> Annual Report on the business and operations of the Company and the accounts for the financial year ended 31<sup>st</sup> March, 2025.

### 1. Financial summary or highlights/performance of the Company

The performance of the Company during the year ended 31<sup>st</sup> March 2025 has been as under:

(Amounts in Lakhs)

Particulars	2024-25	2023-24
Gross Income	150.16	4.25
Expenses	84.73	60.20
Profit [Loss] Before Interest and Depreciation	66.44	(55.79)
Provision for Depreciation	1.01	0.16
Exceptional Items	NIL	NIL
Net Profit [Loss] Before Tax	65.43	(55.95)
Provision for Tax	5.65	NIL
Net Profit [Loss] After Tax	59.78	(55.95)
Paid up Equity Share Capital	823.50	823.50
Basic Earnings [Loss] per share	0.73	(0.68)
Diluted Earnings [Loss] per share	0.73	(0.68)

### 2. Brief description of the company's working during the year/state of company's affairs

Work on the Company's real estate project is moving slower than expected. The final layout permission is expected to be received in the current year.

### 3. Material changes and commitments

There are no material changes and commitments affecting the financial position of the Company which occurred between the end of the financial year to which the financial statements relate and the date of this report.

### 4. Dividend

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

### 5. Transfer to reserve

The Company does not propose to transfer any amount to the general reserve for the financial year ended 31<sup>st</sup> March, 2025.

### 6. Share Capital

During the period under review, there were no changes in the Capital Structure of the Company. The Authorized Share Capital of the Company is ₹11,00,00,000 divided into 1,10,00,000 equity shares of ₹10/- each and the paid-up share capital is ₹8,23,50,000 divided into 82,35,000 equity shares of ₹10/- each.

### 7. Directors and Key Managerial Personnel as on 31<sup>st</sup> March, 2025 and details of change in Directors and Key Managerial Personnel

Your Directors believe that the Board must consciously create a culture of leadership to provide a long-term vision and policy approach to improve the quality of governance. The Board's actions and decisions are aligned with the Company's best interests.

The company has maintained an optimum combination of Executive and Non-Executive Directors.

The composition of the Board, Category, DIN and shareholding of Directors are as follows:

Sl. No.	Name of the Director	Designation	DIN	No. of shares held
1.	Sri. Anil Agarwal	Director (CFO) Promoter	00040449	35,70,849
2.	Smt. Nalini Agarwal	Director (Non-Executive)	07164298	-
3.	Sri. Rishabh Agarwal	Whole-time Director, Promoter	06963740	16,647
4.	Sri. Raghavendra Rahul Korlam	Director, Independent, Non-Executive	07461756	-
5.	Sri. Siddarth Sanghi	Director, Independent, Non-Executive	00033401	-

The Key Managerial personnel of the Company as on 31<sup>st</sup> March, 2025 were as follows:  
Key Managerial Personnel (KMP)

- |    |                      |                                 |
|----|----------------------|---------------------------------|
| 1. | Sri. Rishabh Agarwal | : Whole-time Director, Promoter |
| 2. | Sri. Anil Agarwal    | : CFO & Director                |
| 3. | Smt. Krati Garg      | : Company Secretary             |

## PROPOSED APPOINTMENTS / RE-APPOINTMENTS IN THE 33<sup>rd</sup> ANNUAL GENERAL MEETING

Sri. Anil Agarwal [DIN: 00040449] Director, who retires by rotation at the ensuing Annual General Meeting of the Company will be completing 75 years of age on 1<sup>st</sup> January 2026. He has declined to seek reappointment.

Approval of the shareholders is being sought for the re-appointment of Ms. Nalini Agarwal, (DIN 07164298) as Director (Non- Executive) of the Company, who retires by rotation at the ensuing Annual General Meeting of the Company and being eligible offers herself for re-appointment in accordance with the provisions of the Companies Act and pursuant to Articles of Association of the Company. Your Board recommends the re-appointment of Ms. Nalini Agarwal as a Director of the Company.

Approval of the shareholder is also being sought for the reappointment of Mr. Siddarth Sanghi [DIN: 00033401], Independent Director for a second term of five years commencing from 26<sup>th</sup> June, 2025.



## **8. Directors' Responsibility Statement**

Pursuant to the requirement of Section 134, in the Companies Act, 2013, the Board of Directors of the company make the following statements, to the best of their knowledge and belief and according to the information and explanations obtained by them:

- i. in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- ii. they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit/loss of the company for that period;
- iii. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- iv. they have prepared the annual accounts on a going concern basis;
- v. they have laid down internal financial controls to be followed by the company and such internal financial controls are adequate and operating effectively;
- vi. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **9. Selection of Independent Directors**

Considering the requirement of skill sets on the Board, eminent people having an independent standing in their respective field/profession and who can effectively contribute to the Company's business and policy decisions are considered by the Nomination and Remuneration Committee, for appointment, as an Independent Director on the Board. The Committee inter alia considers qualification, positive attributes, area of expertise and number of Directorship(s) and Membership(s) held in various committees of other companies by such persons in accordance with the Company's policy for selection of directors and determining directors' independence. The Board considers the Committee's recommendation and takes appropriate decision.

In the opinion of the Board the Independent Directors possess the integrity, expertise and experience (including the proficiency) of the independent directors.

## **10. Declaration given by independent directors**

The company has received necessary declarations from each Independent Director of the company under Section 149(7) of the Companies Act, 2013.

## **11. Particulars of Employees**

The company had no employees during the year 2024-2025 other than the three Key Managerial Personnel.

## **12. Meetings of Board of Directors**

The Board of Directors duly met 4 (Four) times on 23.05.2024, 14.08.2024, 12.11.2024, and 14.02.2025 in respect of which meetings, proper notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose.

The intervening gap between the meetings was not more than 120 days as prescribed under the Companies Act, 2013.

## **13. Policy on Director's appointment and remuneration**

The company has framed policy on directors' appointment and remuneration and other matters as provided in section 178(3) of the Act and is referred to while taking decisions under its purview.

#### **14. Formal Board Evaluation**

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

The performance of the board was evaluated by the board after seeking inputs from all the directors on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc

The Board and the Nomination and Remuneration committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent directors, performance of non-independent directors, performance of the board as a whole and performance of the chairman was evaluated, taking into account the views of directors. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the board, its committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

The overall performance of the non-executive directors of the company is satisfactory. The review of performance was based on the criteria of performance, knowledge, analysis, quality of decision making etc.

#### **15. Audit Committee**

The Audit Committee of the company is duly constituted as per Section 177 of the Companies Act, 2013.

Audit Committee has acted in accordance with the terms of Section 177 of the Companies Act, 2013

- (i) recommended for appointment, remuneration and terms of appointment of auditors of the company;
- (ii) reviewed and monitored the auditor's independence and performance, and effectiveness of audit process;
- (iii) examination of the financial statement and the auditors' report thereon;
- (iv) approval or any subsequent modification of transactions of the company with related parties;
- (v) scrutiny of inter-corporate loans and investments; if any
- (vi) valuation of undertakings or assets of the company, wherever it is necessary;
- (vii) evaluation of internal financial controls and risk management systems;
- (viii) monitoring the end use of funds raised through public offers and related matters.

The Audit Committee consists of a combination of Director (CFO) and Non-Executive Independent Directors and assists the Board in fulfilling its overall responsibilities.

The details of composition of Audit committee for the year ended 31.03.2025 is as follows:

<b>Directors</b>	<b>Chairperson/Member</b>	<b>Category</b>
Sri. Raghavendra Rahul Korlam	Chairperson	Independent Director
Sri. Siddarth Sanghi	Member	Independent Director
Sri. Anil Agarwal	Member	Non-Independent, Chief Financial Officer

<b>Meetings and attendance at Audit Committee meetings during the year 2024– 2025</b>			
<b>Sl. No.</b>	<b>Date of meeting</b>	<b>Total number of Members as on the date of meeting</b>	<b>Number of Members attended</b>
1.	23.05.2024	03	03
2.	14.08.2024	03	03
3.	12.11.2024	03	03
4.	14.02.2025	03	03

#### **16. Nomination and Remuneration Committee**

The company has constituted the **Nomination and Remuneration** Committee under section 178 of the Companies Act, 2013.

The Nomination and Remuneration Committee consists of a combination of Non-Executive Director and Non-Executive Independent Directors and assists the Board in fulfilling its overall responsibilities.

The details of composition of Nomination and Remuneration committee for the year ended 31.03.2025 is as follows.

<b>Directors</b>	<b>Chairperson/Member</b>	<b>Category</b>
Sri. Siddharth Sanghi	Chairperson	Independent Director
Sri. Raghavendra Rahul Korlam	Member	Independent Director
Smt. Nalini Agarwal	Member	Non-Independent & Non-Executive Director

#### **Meetings and attendance of Nomination and Remuneration Committee Meetings during the year 2024 – 2025**

<b>Sl. No.</b>	<b>Date of meeting</b>	<b>Total No of Members as on the date of meeting</b>	<b>Number of Members attended</b>
1.	14.08.2024	03	03

The Nomination and Remuneration policy of the company is provided below:

a) Selection and evaluation of directors:

The board has based on the recommendations of the Nomination and Remuneration Committee, laid down following policies.

1. Policy for determining qualifications, positive attributes and independence of a director.
2. Policy for board & independent directors' evaluation.

b) Performance evaluation of board, committees and directors.

The company believes in a formal evaluation of the board and of the individual directors, on an annual basis, is a potentially effective way to respond to the demand for greater board accountability and effectiveness. For the company, evaluation provides an ongoing means

for directors to assess their individual and collective performance and effectiveness. In addition to greater board accountability, evaluation of Board members helps in:

- a) More effective board processes.
- b) Better collaboration and communication.
- c) Greater clarity with regard to members roles and responsibilities.

The evaluation process covers the following aspects:

- Self-evaluation of directors.
- Evaluation of the performance and effectiveness of the board.
- Evaluation of the performance and effectiveness of the committees.
- Feedback from the non-executive directors to the Chairperson.
- Feedback on management support to the board.

## **17. Risk management policy**

The Risk Management Policy in place in the company enables the company to proactively take care of the internal and external risks of the company and ensures smooth business operations.

The company's risk management policy ensures that all its material risk exposures are properly covered, all compliance risks are covered, and the company's business growth and financial stability are assured. The board of directors decide the policies and ensure their implementation to ensure protection of company from any type of risks.

## **18. Statutory Auditors**

M/s, Nataraja Iyer & Co. a firm of Chartered Accountants were appointed as the Statutory auditors of the Company at the 29<sup>th</sup> Annual General Meeting of members held on 30.09.2021 for a period of four years commencing from financial year 2021-22 up to 2024-25. The Board vide their meeting held on 11<sup>th</sup> August 2025 has proposed to re-appoint M/s. Nataraja Iyer & Co. for a second term of 5 (five) years from the conclusion of this 33<sup>rd</sup> AGM until the conclusion of 38<sup>th</sup> AGM of the Company to be held in the year 2030 subject to approval of the members.

## **19. Board's comment on the Auditors' Report**

The observations of the Statutory Auditors, when read together with the relevant notes to the accounts and accounting policies are self-explanatory.

## **20. Secretarial Audit Report**

In terms of Section 204 of the Act and Rules made there under, Sri. Kashinath Sahu, practicing Company Secretary has been appointed as Secretarial Auditor of the company for the financial year under review.

Secretarial Audit Report issued by Sri. Kashinath Sahu, practicing Company Secretary is attached as Annexure I to this report and the same is self-explanatory as the report is clean.

Pursuant to Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Regulation 24A of the Listing Regulations the Board at its meeting held on 11<sup>th</sup> August, 2025 subject to approval of members at the 33<sup>rd</sup> Annual General Meeting of the Company and based on the recommendation of the Audit Committee, approved the appointment of M/s. Kashinath Sahu & Co. practicing Company Secretaries, having Firm Registration No. - 4807 and Peer review No. 2957/2023, as the Secretarial Auditor of the Company for a term of 5 (five) consecutive years commencing from the conclusion of 33<sup>rd</sup> AGM up to the conclusion of 38<sup>th</sup> AGM to be held in the year 2030 to conduct audit of the secretarial records.

**21. Cost Auditors**

The provisions of Section 148 of the Companies Act, 2013 do not apply to the company. Hence, the company has not appointed Cost Auditors for financial year 2024-25.

**22. Reporting of frauds by auditors**

During the year under review, neither the Statutory auditors nor the Secretarial auditor has reported to the Audit committee, under Section 143 (12) of the Companies Act, 2013, any instance of fraud committed against the Company by its officers or employees, the details of which would need to be mentioned in the Directors Report.

**23. Vigil Mechanism**

Pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism to report genuine concerns has been established. The mechanism provides for adequate safeguards.

**24. Prevention of Insider Trading**

The company has adopted a code of conduct for prevention of insider trading with a view to regulate trading in securities by the directors and designated employees of the company. The code requires pre-clearance for dealing in the company's shares and prohibits the purchase or sale of company shares by the directors and the designated employees while in possession of unpublished price sensitive information in relation to the company and during the period when the trading window is closed. The Company Secretary is responsible for implementation of the code along with the management of the Company.

Members of the board have confirmed compliance with the code.

**25. Internal Financial Controls**

Internal Financial Controls are an integral part of the Risk Management framework and processes that address financial as well as financial reporting provisions of the Act and the Listing Regulations.

The company has adequate Internal Financial Controls consistent with the nature of business and size of the operations, to effectively provide for safety of its assets, reliability of financial transactions with adequate checks and balances, adherence to applicable statutes, accounting policies, approval procedures and to ensure optimum use of available resources. These systems are reviewed and improved on a regular basis. It has a comprehensive budgetary control system to monitor revenue and expenditure against approved budget on an ongoing basis. However, Company has not carried out any business operation during the year.

**26. Annual Return**

The Annual Return of the Company as on 31<sup>st</sup> March 2024 is available on the company's website and can be accessed at [www.meilmedak.in](http://www.meilmedak.in).

**27. Secretarial standards**

The company complies with all applicable secretarial standards.

**28. Particulars of loans, guarantees or investments under section 186**

There were no transactions carried out during the year under section 186 with respect to loans, guarantees and investments.

**29. Significant and Material Orders passed by the Regulators or Courts**

There are no significant material orders passed by the Regulators/Courts which would impact the going concern status of the company and its future operations.

**30. Particulars of contracts or arrangements with related parties**

No contracts or arrangements have been entered into by the company with related parties as referred to in sub-section (1) of section 188 of the Companies Act, 2013 except payment of remuneration to CFO – Sri. Anil Agarwal and Whole-time director – Sri. Rishabh Agarwal which were done in routine course at arm's length.

**31. Subsidiary & associates/joint ventures**

Company does not have any subsidiary/ associate company and joint ventures.

**32. Corporate Governance Report and Management Discussion & Analysis**

As per Regulation 15 of SEBI (Listing Obligations and Disclosure Requirements), 2015, provisions relating to corporate governance are not applicable to your company and therefore there is no separate report on corporate governance.

However, in pursuance of Schedule V of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, a certificate from Sri. Kashinath Sahu, practicing Company Secretary, in compliance with (i) of Point (10) of Para C of Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed as Annexure-III and forms part of this Report.

Management Discussion and Analysis Report, pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, forms part of this report and same is attached as Annexure II.

**33. Disclosure Under the Sexual Harassment of Women at Workplace (Prevention, Prohibition And Redressal) Act, 2013**

At present the company has no women employees other than a KMP.

**34. Conservation of energy, technology absorption and foreign exchange earnings and outgo**

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

a) Conservation of energy: No energy conservation was considered applicable during the year.

(b) Technology absorption: Not Applicable.

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 is as follows:

Foreign Exchange Inflows: NIL

Foreign Exchange Outflows: NIL

**35. Corporate Social Responsibility (CSR)**

The provisions of Section 135 of the Companies Act, 2013, relating to Corporate Social Responsibility are not applicable to the company for the time being.

**36. Deposits**

The company has neither accepted nor renewed any deposits during the year under review. As such no amount of principal or interest was outstanding on the date of the Balance Sheet.

### **37. Transfer of Amounts to Investor Education and Protection Fund**

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 Investor Education and Protection Fund (IEPF).

### **38. Listing with stock exchanges**

The shares of the company are listed on The Bombay Stock Exchange. All dues to the exchange have been paid in full.

### **39. The details of application made or any proceeding pending under the insolvency and bankruptcy code, 2016**

During the period under review, there was no application made nor any proceeding initiated or pending under the Insolvency and Bankruptcy code, 2016.

### **40. The details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the banks or financial institutions along with the reasons thereof**

During the period under review, there was no one time settlement with any bank nor are there any outstanding loans.

### **41. General**

Your Directors state that no disclosure or reporting is required in respect of the following matters as there were no transactions on these matters during the year under review:

- Issue of equity shares with differential rights as to dividend, voting or otherwise.
- Issue of shares (including sweat equity shares) to employees of the company under any scheme save and except Employees' Stock Options Schemes referred to in this report.
- There has been no change in the nature of business of the company.
- There is no proceeding pending under the Insolvency and Bankruptcy Code, 2016.
- There was no instance of onetime settlement with any bank or financial institution.

### **42. Acknowledgements**

Your directors wish to place on record their appreciation of the contribution made by the stakeholders, of the company and for their continued support.

Date: 11.08.2025  
Place: Medak

By the order of the Board of Directors  
for **Manor Estates and Industries Limited**

Sd/-  
Anil Agarwal  
Director  
DIN: 00040449

Sd/-  
Rishabh Agarwal  
Whole-time Director  
DIN: 06963740

**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup>MARCH, 2025**  
**[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies**  
**(Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

To,  
 The Members of  
 Manor Estates & Industries Limited  
 Survey No. 321, Kallakal Village, Gajwel TQ,  
 Medak District - 502 336

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. MANOR ESTATES & INDUSTRIES LIMITED CIN: L45400TG1992PLC014389 (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's Books, Papers, Minute Books, Forms and Returns filed and other Records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year commencing from 1<sup>st</sup>April, 2024 and ended 31<sup>st</sup> March, 2025, complied with the statutory provisions listed hereunder and also that the Company has proper Board process and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter :

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

- I. The Companies Act, 2013 (the Act) and the rules made there under;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- IV. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment – **(Not applicable to the Company during the Audit Period);**
- 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. Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015;
  - c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ;- **(Not applicable to the Company during the Audit Period);**
  - e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and the Securities and



- Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 notified on 28<sup>th</sup> October, 2014- **(Not applicable to the Company during the Audit Period);**
- f.** The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- **(Not applicable to the Company during the Audit Period);**
  - g.** The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - h.** The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009– **(Not applicable to the Company during the Audit Period).**
  - i.** The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998– **(Not applicable to the Company during the Audit Period).**

I have relied on the representations made by the Company and its officers for the systems and mechanism formed by the Company for compliances of other specific applicable Acts, Laws and Regulations to the Company.

I have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

I report that, during the year under review, the Company has complied with the provisions of the Acts, Rules, Regulations and Guidelines mentioned above herein and that during the audit period, there were no specific events/actions in pursuance of the above referred rules, regulations, guidelines, standards etc, having a major bearing on the Company's affairs.

**I further report that:**

- a. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive, Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Companies Act, 2013.
- b. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation of the meeting.
- c. As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

I further report that, based on the review of the compliance reports and the certificates of Company Secretary/ Managing Director taken on record by the Board of Directors of the Company, in my opinion there are adequate systems and processes in the Company with the size and operation of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines

**I further report that there were no other instances of:**

- (i) Rights/debentures/sweat equity.
- (ii) Redemption/buy-back of securities.
- (iii) Merger/ amalgamation etc.
- (iv) Foreign technical collaborations.

**For M/s Kashinath Sahu & Co  
Practising Company Secretaries**

**Place:** Hyderabad  
**Date:** 01.08.2025

**Sd/-  
CS. Kashinath Sahu  
Proprietor  
FCS: 4790, CP: 4807  
UDIN No: F004790G000915326  
Peer Review No: 2957/2023**

**Note:**

**{This report is to be read with our letter of even date, which is annexed as “Annexure – A”  
and forms an integral part of this report.}**

## **“Annexure – A”**

To,  
The Members of  
Manor Estates & Industries Limited  
Survey No. 321, Kallakal Village, Gajwel TQ,  
Medak District - 502 336

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

Maintenance of secretarial records is the responsibility of the management of M/s. Manor Estates & Industries Limited (“the Company”). Our responsibility is to express an opinion on these secretarial records based on our audit.

- I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
- The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For M/s Kashinath Sahu & Co  
Practising Company Secretaries**

**Place:** Hyderabad

**Date:** 01.08.2025

**CS. Kashinath Sahu  
Proprietor  
FCS: 4790, CP: 4807  
UDIN No: F004790G000915326  
Peer Review No: 2957/2023**

## CERTIFICATE OF THE CFO

To,  
The Directors,  
Manor Estates and Industries Limited

I, Anil Agarwal, Chief Financial Officer of Manor Estates and Industries Limited, to the best of my knowledge and belief, certify that:

1. I have reviewed the Balance Sheet as on 31<sup>st</sup> March 2025, the statement of profit and loss, the statement of changes in equity and the statement of cash flows for the year ended 31<sup>st</sup> March 2025 along with the summary of the significant accounting policies and other explanatory information of the company and the board's report for the year ended 31<sup>st</sup> March 2025.
2. These statements do not contain any material untrue statement, omit any material fact nor do they contain statements that might be misleading.
3. The financial statements and other financial information included in this report, present all material respects in a true and fair view of the company's affairs, the financial condition, results of operations and cash flows of the company as at and for the periods presented in this report. Further the said financial statements are in compliance with the existing accounting standards, applicable laws and regulations.
4. There are no transactions entered into by the company during the year that are fraudulent, illegal, or violative of the company's code of conduct and ethics.
5. I accept responsibility for establishing and maintaining internal controls for financial reporting and I have evaluated the effectiveness of company's internal control systems pertaining to financial reporting. I have not come across any reportable deficiencies in the design or operation of such internal controls.
6. I have indicated to the auditors and the audit committee that:
  - i. there are no significant changes in internal control over financial reporting during the year.
  - ii. there are no significant changes in accounting policies during the year.
  - iii. there are no instances of significant fraud of which I have become aware.

By order of the Board  
for MANOR ESTATES AND INDUSTRIES LIMITED

Sd/-  
Anil Agarwal  
Chief Financial Officer

Place: Medak  
Date: 11.08.2025

## MANAGEMENT DISCUSSION & ANALYSIS REPORT

### 1. FORWARD-LOOKING STATEMENTS

Work on the company's real estate project is moving at a slower than expected pace, however, final layout permission is expected to be received in the current year.

### 2. OPPORTUNITIES & THREATS:

The company's project is receiving good enquiries from perspective customers however NRI investments in the real estate sector in the area of the company's project is lukewarm due to current geopolitics.

Your directors are working to substantially increase your company's market capitalisation and are also considering inorganic alternatives.

The company is also examining purchase of real estate assets in peripheral areas of major metro cities which have huge potential for value appreciation in the near term.

Your directors aim to achieve maximum value addition by astute use of the company's resources. However, geopolitics can alter any situation and crumple every pie in the oven.

### 3. OUTLOOK:

Your company has been following the philosophy of providing the highest quality products and services at the lowest possible prices. Your company's philosophy to provide high class quality products i.e. full value for money, to consumers would greatly benefit in the long run. Your company will continue to follow this philosophy in the new operations too.

### 4. RISKS AND CONCERNS:

The company has no secured or unsecured loans. The company does not foresee any area of risk or concern. However, the outcome of the real estate activities depends on the continued robust growth of this sector.

### 5. INTERNAL CONTROL SYSTEMS:

The company has proper and adequate systems of internal controls in order to ensure that all assets are safeguarded against loss from unauthorized use or disposition and that all transactions are authorized recorded and reported correctly. An Audit Committee headed by a non-executive independent director is in place to review various areas of the control systems.

### 6. DISCUSSION OF FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

The details of the financial performance of the Company are appearing in the Balance Sheet, Profit & Loss Account and other financial statements etc. appearing separately. Highlights for the year 2024-25 are as under:

Particulars	Amount (Rs. in lakhs)
Gross income for the year 2024 - 2025	150.16
Provision for taxation	5.65
Profit after tax/ (Loss)	59.79
Paid up equity share capital as on 31 <sup>st</sup> March, 2025	823.50

The financial performance of the Company has been explained in the Directors Report appearing separately.

**7. HUMAN RESOURCES:**

At present the company has no employees other than the key managerial personnel.

**8. CAUTIONARY STATEMENT:**

Certain statements in the Management Discussion and Analysis describing the company's views about the industry, expectations/predictions, objectives etc, may be forward looking within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed in the statement. Company's operations may inter-alia affect with the supply and demand situations, input prices and their availability, changes in Government regulations, tax laws and other factors such as Industrial relations and economic developments etc. Investors should bear the above in mind.

**9. INDUSTRY STRUCTURE AND DEVELOPMENTS:**

The real estate structure is the most recognised sector, globally. It comprises: housing, hospitality, commercial and retail. The growth of this sector is complemented by the change in the corporate environment and the demand for office spaces as well as urban and semi-urban accommodations. The real estate sector is dominated by the housing segment which makes approximately 80% of the real estate sector.

**Certificate of Non-Disqualification of Directors**  
**(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To,  
The Members of  
Manor Estates & Industries Limited  
Survey No. 321, Kallakal Village, Gajwel TQ,  
Medak District-502 336

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Manor Estates & Industries Limited, having CIN: L45400TG1992PLC014389 and having registered office at Survey No. 321, Kallakal Village, Gajwel TQ , Medak District-502336 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Details of Directors:

Name	Designation	DIN No.	Date of Appointment
RISHABH AGARWAL	Wholetime Director	06963740	26.06.2020
SIDDARTH SANGHI	Director	00033401	26.06.2020
ANIL AGARWAL	Director & CFO	00040449	31.08.1996
NALINI AGARWAL	Director	07164298	30.03.2015
RAGHAVENDRA RAHUL KORLAM	Director	08925952	25.02.2022

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our verification.

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

**For Kashinath Sahu & Co**  
**Practising Company Secretaries**

**Place: Hyderabad**  
**Date: 01.08.2025**

Sd/-  
(CS Kashinath Sahu)  
Proprietor  
FCS: 4790; CP No. 4807  
UDIN No: F004790G000915370  
Peer Review No: 2957/2023

## **Independent Auditor's Report**

To the Members of  
Manor Estates and Industries Limited  
Report on the Audit of the Standalone Financial Statements

### **1. Opinion**

We have audited the accompanying standalone financial statements of Manor Estates and Industries Limited (the "Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

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

### **2. Basis for Opinion**

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

### **3. Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significant in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have to identify the matters depending on the facts and circumstances of the entity. Based on the audit performed there are no key audit matters to communicate as there are no significant audit judgements relating to areas in the Standalone Financial Statements that involved



significant management judgement including accounting estimates that have been identified as having high estimation and uncertainty.

#### **4. Information Other than the Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

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

#### **5. Management's Responsibilities for the Standalone Financial Statements**

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

In preparing the standalone financial statements, 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 responsible for overseeing the Company's financial reporting process.

## **6. Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## **7. Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

- (e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act
- (f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, remuneration paid/payable by the Company to its directors is in accordance with the provisions of the Act.

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

- i. The Company has no pending litigations which have an impact on its standalone financial statements.
- ii. The Company has no long term contract including derivative contracts requiring disclosure of material foreseeable losses.
- iii. There are no amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv. a. The management has represented that to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
  - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
  - provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- b. The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or
- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries; and
- c. Based on such audit procedures as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (iv) (a) and (b) contain any material misstatement.

- v. The Company has not declared or paid dividend during the year.
- vi. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014

Based on our examination which included Test Check and as communicated by the Company, the accounting software used, for recording accounting transactions has feature recording audit trail (edit log) facility and the same operated throughout the year and the audit trail is not disabled at the data base level and application layer of the accounting software.

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

For NATARAJA IYER & CO.  
CHARTERED ACCOUNTANTS  
Firm's Registration No. 002413S

Sd/-

Prema Jagadisan  
PARTNER

Membership No. 200880  
UDIN: 25200880BM015J2714

HYDERABAD  
DATE: 28.05.2025

**Annexure "A" to the Independent Auditor's report of even date to the members of MANOR ESTATES AND INDUSTRIES LIMITED on the standalone financial statements for the year ended 31<sup>st</sup> March, 2025**

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

We have audited the internal financial controls with reference to financial statements of Manor Estates and Industries Limited ("the Company") as of 31<sup>st</sup> March, 2025 in conjunction with our audit of the Standalone 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 with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls with reference to financial statements issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls With reference to financial statements (the "Guidance Note") issued by ICAI and the Standards on Auditing prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements include obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal controls based on the assessed risk. The procedures selected depends on our judgment, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to financial statements.

**Meaning of Internal Financial Controls with reference to Financial Statements.**

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the

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

**Inherent Limitations of Internal Financial Controls with reference to Financial Statements.**

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

**Opinion**

In our opinion, the Company has, in all material respects, adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31<sup>st</sup> March, 2025, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note.

Hyderabad,

Date: 28.05.2025

For NATARAJA IYER & CO.  
Chartered Accountants  
FR No. 002413S

Sd/-  
Prema Jagadisan  
Partner  
MNo-200880  
UDIN: 25200880BM015J2714

**Annexure “B” to the Independent Auditor’s Report of even date to the members of Manor Estates and Industries Limited on the standalone financial statements for the year ended 31<sup>st</sup> March 2025**

Based on the audit procedures performed for the purpose of reporting a true and fair view on the standalone financial statements of the Company and taking into consideration the information and explanations given to us and the information examined by us in the course of audit, and to the best of our knowledge and belief we report that:

- (i) a) A. The Company has maintained proper records showing full particulars including quantitative details and situation of property, Plant and Equipment.  
  
B. The company does not have intangible assets hence records are not maintained.  
  
b) The Company carried out physical verification of its Property, Plant and Equipment during the year and no discrepancies were noticed on such verification.  
  
c) The company hold immovable property under Inventory and title deeds of that property are held in the name of the Company.  
  
d) The company has not revalued its Property Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.  
  
e) As informed and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.
- (ii) a) The Company conducted physical verification of inventory (Land) once during the year and in our opinion the coverage and procedure of such verification is appropriate and no discrepancy noticed on such physical verification.  
  
b) According to the information and explanation given to us and on the basis of our examination of the records of the company, the Company during the year does not have sanctioned working capital limits from banks or financial institutions.
- (iii) According to the information and explanation given to us and on the basis of our examination of the records of the Company, during the year the company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Hence sub clauses (a) to (f) of clause (iii) of the order are not applicable to the company for the year.
- (iv) According to the information and explanation given to us and on the basis of our examination of records of the Company, the company has not given any loans,



investments, guarantees, and security, in terms of provisions of section 185 and 186 of the Companies Act, 2013, and hence sub-clause (iv) is not applicable to the company for the year.

- (v) The Company has not accepted any deposits during the year as per section 73 to 76 of the Act. hence sub-clause (v) is not applicable to the company for the year.
- (vi) Based on the examination by us. maintenance of cost records as per the provisions under Section 148 of the Companies Act, 2013 are not applicable to the Company.
- (vii) (a) The company is generally regular in depositing the undisputed statutory dues such as income-tax and goods and services tax, with the appropriate authorities;

According to the information and explanation given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Income-tax, and Goods and Service Tax, and other statutory dues, were in arrears as at 31<sup>st</sup> March, 2025, for a period of more than six months from the date they became payable.

(b) There are no disputed statutory dues remaining unpaid due to pending litigations.

- (viii) As per the information and explanations given to us and on the basis of our examination of the records of the Company, there are no transactions which are not recorded in the books of accounts and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix) a) As per the information and explanation given to us and on the basis of our examination of the records of the Company, during the year the company has not borrowed loans or other borrowings from banks, financial institutions or government. Hence default on repayment of loans does not arise.  
  
b) As per the information and explanation given to us and on the basis of our examination of the records of the Company, the company was not declared as willful defaulter by any bank or financial institution or other lender during the year.  
  
c) During the year the company has not availed any term loans hence reporting under the clause about diversion of funds is not applicable.  
  
d) During the year the company has not raised funds on short term basis hence reporting under the clause is not applicable.  
  
e) The company does not have any subsidiaries, associates or joint ventures hence reporting under the clause is not applicable for the year.

- f) The company does not have any subsidiaries, associates or joint ventures hence reporting under the clause is not applicable for the year.
- (x) The company has not raised moneys by way of Initial public offer or further public offer including debt instruments and also has not made preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible).
- (xi) a) According to the information and explanation given to us and on basis of our examination of the records of the Company, no fraud by the Company or on the Company has been noticed or reported during the year.
- b) During the year no report under sub-section (12) of section 143 of the Act has been filed by us in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- c) As per the information and explanations given to us there are no whistle-blower complaints received by the company during the year.
- (xii) The Company is not a Nidhi Company as per section 406 of the Act, and hence the sub-clauses (a) to (c) of 3(xii) is not applicable to the company.
- (xiii) According to the information and explanation given to us and on the basis of our examination of the records of the Company, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 and details have been disclosed in the standalone Financial Statements to the extent applicable.
- (xiv) (a) On basis of our examination of the records of the company, the Company has internal audit system commensurate to the size and nature of its business.
- (b) we have considered the internal audit report of the Company issued till date for the period under audit.
- (xv) The company has not entered into any non-cash transactions with directors or persons connected with them with regard to the provisions of section 192.
- (xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.
- (xvii) The company has not incurred cash loss in the financial year and in the immediately preceding financial year the company incurred cash loss of Rs. 55.79 lakhs.
- (xviii) There has been no resignation of the statutory auditors during the year.
- (xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial

statements, our 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) As per the information and explanations given to us and on the basis of our examination of the records of the Company, the provisions of section 135 of the act are not applicable to the company and hence sub-clauses (a) and (b) of (xx) are not applicable for the year.

For NATARAJA IYER & CO.,  
Chartered Accountants  
FRN:002413S

Sd/-  
Prema Jagadisan  
Partner  
MNo.: 200880  
UDIN: 25200880BM015J2714

Place: Hyderabad  
Date: 28.05.2025

MANOR ESTATES AND INDUSTRIES LIMITED				
Balance Sheet as at 31-03-2025				
	Particulars	Note no	As at 31-03-2025	As at 31-03-2024
			Rs in Lakhs	Rs in Lakhs
	<b>ASSETS</b>			
1	<b>Non-Current Assets</b>			
	(a) Property, Plant and Equipment	2.1	10.19	0.44
2	<b>Current assets</b>			
	(a) Inventories	2.2	208.21	13.10
	(b) Financial Assets			
	(i) Cash and cash equivalents	2.3	0.92	0.09
	(ii) Bank balance other than (i) above	2.4	150.00	-
	(c) Current tax assets (Net)	2.5	0.85	-
	(d) Other current assets	2.6	7.83	1.59
			<b>367.81</b>	<b>14.78</b>
	<b>Total Assets</b>		<b>378.00</b>	<b>15.22</b>
	<b>Equity and Liabilities</b>			
	<b>Equity</b>			
	(a) Equity Share Capital	2.7	823.50	823.50
	(b) Other Equity	2.8	(1,046.19)	(1,105.97)
			<b>(222.69)</b>	<b>(282.47)</b>
	<b>Liabilities</b>			
1	<b>Non-current liabilities</b>			
	(a) Financial Liabilities			
	(i) Borrowings	2.9	60.06	70.59
	(ii) Other financial liabilities	2.10	300.00	100.00
	(b) Deferred Tax Liability (Net)	2.11	0.04	-
			<b>360.10</b>	<b>170.59</b>
2	<b>Current Liabilities</b>			
	(a) Financial Liabilities			
	(i) Trade Payables	2.12		
	(A) total outstanding dues of micro enterprises and small enterprises; and		-	-
	(B) total outstanding dues of creditors other than micro enterprises and small enterprises.		-	0.05
	(b) Other Current Liabilities	2.13	67.29	2.25
	(c) Provisions	2.14	173.30	124.80
			<b>240.59</b>	<b>127.10</b>
	<b>Total Equity and Liabilities</b>		<b>378.00</b>	<b>15.22</b>
	Significant Accounting Policies	1		
	Notes to Accounts	2		

As per our review report of even date  
For NATARAJA IYER & CO  
Chartered Accountants

Sd/-  
Prema Jagadesan  
Partner Membership  
No.: 200880

Place: Hyderabad  
Date: 28.05.2025

For and on behalf of the Board

Sd/-  
Anil Agarwal  
Director  
DIN: 00040449

Place: Medak  
Date: 28.05.2025

Sd/-  
Rishabh Agarwal  
Whole-time Director  
DIN:06963740

Sd/-  
Krati Garg  
Company Secretary  
Membership No.:  
A58962

MANOR ESTATES AND INDUSTRIES LIMITED				
Statement of Profit and Loss for the year ended 31-03-2025				
	Particulars	Note No.	For the year ended 31-03-2025 Rs in Lakhs	For the year ended 31-03-2024 Rs in Lakhs
I	Revenue from Operations	2.15	141.67	-
II	Other Income	2.16	8.49	4.25
III	<b>Total Income (I+II)</b>		<b>150.16</b>	<b>4.25</b>
IV	Expenses			
	(a) Change in Inventory of stock-in-trade and work-in-progress	2.17	12.42	-
	(b) Employee Benefits Expense	2.18	56.41	54.00
	c) Depreciation and amortization expenses	2.1	1.01	0.16
	(d) Other Expenses	2.19	14.88	6.04
	<b>Total Expenses (IV)</b>		<b>84.73</b>	<b>60.21</b>
V	Profit/(loss) before exceptional items and tax (III-IV)		65.43	(55.95)
VI	Exceptional Items		-	-
VII	Profit/(loss) after exceptional items and before tax (V-VI)		<b>65.43</b>	<b>(55.95)</b>
VIII	Tax expense:			
	(1) Current tax		5.60	-
	(2) Deferred tax		0.05	-
			<b>5.65</b>	-
IX	Profit/(loss) for the period from continuing operations (VII-VIII)		<b>59.78</b>	<b>(55.95)</b>
X	Profit/(loss) from Discontinued operations		-	-
XI	Tax expenses of discontinued operations		-	-
XII	Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
XIII	<b>Profit/(Loss) for the year</b>		<b>59.78</b>	<b>(55.95)</b>
XIV	Other Comprehensive Income		-	-
XV	Total Comprehensive Income for the year (XIII+XIV) comprising profit and loss and other comprehensive income for the year		<b>59.78</b>	<b>(55.95)</b>
XVI	Earnings per equity share (for discontinued operations):			
	(1) Basic		-	-
	(2) Diluted		-	-
XVII	Earnings per equity share (for discontinued and continuing operations):			
	(1) Basic		0.73	(0.68)
	(2) Diluted		0.73	(0.68)
	<b>Significant Accounting Policies</b>	1		
	<b>Notes to Accounts</b>	2		

As per our review report of even date  
For NATARAJA IYER & CO  
Chartered Accountants

Sd/-  
Prema Jagadesan  
Partner Membership  
No.: 200880

Place: Hyderabad  
Date: 28.05.2025

For and on behalf of the Board

Sd/-  
Anil Agarwal  
Director  
DIN: 00040449

Place: Medak  
Date: 28.05.2025

Sd/-  
Rishabh Agarwal  
Whole-time Director  
DIN:06963740

Sd/-  
Krati Garg  
Company Secretary  
Membership No.:  
A58962

<b>MANOR ESTATES AND INDUSTRIES LIMITED</b>			
<b>Cash Flow Statement for the year ended 31-03-2025</b>			
	<b>Particulars</b>	<b>For the year ended</b>	<b>For the year ended</b>
		<b>31-03-2025 Rs. In Lakhs</b>	<b>31-03-2024 Rs. in Lakhs</b>
<b>A</b>	<b>Cash Flow from Operating Activities</b>		
	Net Profit /(Loss) before tax and extraordinary items	65.43	(55.95)
	Adjustments For :		
	Depreciation	1.01	0.16
	Interest Income	(8.49)	-
	Operating Profit/(Loss) before Working Capital Changes	57.95	(55.79)
	Adjustments For :		
	Trade Payables	(0.05)	(0.05)
	Inventories	(195.11)	-
	Other bank balances	(150.00)	-
	Other Current Assets	1.41	(0.36)
	Other Liabilities	65.04	-
	Provisions	48.50	54.75
	Cash Generated from Operations	(172.26)	(1.45)
	Less: Direct Taxes	5.62	-
	Cash Flow before Extraordinary Items	(177.88)	(1.45)
	Extraordinary / Prior period Items	-	-
	<b>Net Cash Flow from Operating Activities</b>	<b>(177.88)</b>	<b>(1.45)</b>
<b>B</b>	<b>Cash Flow from Investing Activities</b>		
	Loans to companies	-	-
	Purchase of Property, Plant & Equipment	(10.76)	-
	Sale of Property, Plant & Equipment (Gross value)	-	-
	Interest income	-	-
	<b>Net Cash Flow from Investing Activities</b>	<b>(10.76)</b>	<b>-</b>
<b>C</b>	<b>Cash Flow from Financing Activities</b>		
	Proceeds from Issue of share capital (Net of share issue expenses)	-	-
	Proceeds from/repayment of Long Term Borrowings	189.47	1.38
	<b>Net Cash Flows from Financing Activities</b>	<b>189.47</b>	<b>1.38</b>
	<b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>	<b>0.83</b>	<b>(0.07)</b>
	<b>Opening Balance</b>	<b>0.09</b>	<b>0.16</b>
	<b>Closing Balance</b>	<b>0.92</b>	<b>0.09</b>
	Reconciliation of Cash and Cash Equivalents		
	Cash and Cash equivalents at the end of the period	0.92	0.92
	Components of Cash and Cash equivalents (Ref. Note No. 2.3)		

Notes:

- Cash and cash equivalents consist of cash on hand and bank balance.
- The above statement of Cash Flows has been prepared under the indirect method as set out in IND AS 7 – Statement of Cash Flows notified under Section 133 of Companies Act, 2013 read with Rule 4 of Companies (Indian Accounting Standards) Rules, 2015 and relevant provisions of the Act.

**As per our review report of even date**  
**For NATARAJA IYER & CO**  
**Chartered Accountants**

**Sd/-**  
**Prema Jagadesan**  
**Partner Membership**  
**No.: 200880**

**Place: Hyderabad**  
**Date: 28.05.2025**

**For and on behalf of the Board**

**Sd/- Anil Agarwal**  
**Director**  
**DIN: 00040449**

**Place: Medak**  
**Date: 28.05.2025**

**Sd/-**  
**Rishabh Agarwal**  
**Whole-time Director**  
**DIN:06963740**

**Sd/-**  
**Krati Garg**  
**Company Secretary**  
**Membership No.: A58962**

MANOR ESTATES AND INDUSTRIES LIMITED						
Statement of Changes in Equity						
A. Equity Share Capital						
(All amounts in Indian Rupees, except share data)						
Particulars		No of Shares	Value			
Equity Share Capital			Rupees in Lacs			
Current reporting period 31.03.2025						
Balance as at 1 <sup>st</sup> April 2024		82,35,000	823.50			
Changes in equity share capital due to prior period errors		-	-			
Restated balance at the beginning of the current reporting period		82,35,000	823.50			
Changes in equity share capital during the current period		-	-			
Balance as at 31 <sup>st</sup> March 2025		82,35,000	823.50			
Previous reporting period 31.03.2024						
Balance as at 1 <sup>st</sup> April 2023		82,35,000	823.50			
Changes in equity share capital due to prior period errors		-	-			
Restated balance at the beginning of the current reporting period		82,35,000	823.50			
Changes in equity share capital during the current period		-	-			
Balance as at 31 <sup>st</sup> March 2024		82,35,000	823.50			
B. Other Equity						
Current Reporting Period 31-03-2025						
Sl. No.	Particulars	Capital Reserve	Retained Earnings	Total	Others	Total Other Equity
1	Balance at the beginning of the current reporting period	22.48	(1,128.45)	(1,105.97)	-	(1,105.97)
2	Changes in accounting policy or prior period errors	-	-	-	-	-
3	Restated balance at the beginning of the current reporting period	22.48	(1,128.45)	(1,105.97)	-	(1,105.97)
4	Total Comprehensive Income for the current period	-	59.78	59.78	-	59.78
5	Dividends	-	-	-	-	-
6	Transfer to retained earnings	-	-	-	-	-
7	Balance at the end of the current reporting period	22.48	(1,068.67)	(1,046.19)	-	(1,046.19)
Previous Reporting Period 31-03-2024						
Sl. No.	Particulars	Capital Reserve	Retained Earnings	Total	Others	Total Other Equity
1	Balance at the beginning of the current reporting period	22.48	(1,072.50)	(1,050.02)	-	(1,050.02)
2	Changes in accounting policy or prior period errors	-	-	-	-	-
3	Restated balance at the beginning of the previous reporting period	22.48	(1,072.50)	(1,050.02)	-	(1,050.02)
4	Total Comprehensive Income for the previous reporting period	-	(55.95)	(55.95)	-	(55.95)
5	Dividends	-	-	-	-	-
6	Transfer to retained earnings	-	-	-	-	-
7	Balance at the end of the previous reporting period	22.48	(1,128.45)	(1,105.97)	-	(1,105.97)

As per our review report of even date  
For NATARAJA IYER & CO  
Chartered Accountants

Sd/-  
Prema Jagadesan  
Partner Membership No.: 200880  
Place: Hyderabad  
Date: 28.05.2025

For and on behalf of the Board

Sd/-  
Anil Agarwal  
Director  
DIN: 00040449  
Place: Medak  
Date: 28.05.2025

Sd/-  
Rishabh Agarwal  
Whole-time Director DIN:06963740  
Sd/-  
Krati Garg Company Secretary  
Membership No.: A58962

**MANOR ESTATES AND INDUSTRIES LIMITED**

**Regd. Office: S.No.321, Kallakal Village, Toopran Mandal, Meda Dist., Telangana - 502336, India  
CIN L45400TG1992PLC014389 Phone : 8897642711 Email: meilmedak@gmail.com Website  
www.meilmedak.in**

**SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO ACCOUNTS**

**NOTE [1] – SIGNIFICANT ACCOUNTING POLICIES**

**1. REPORTING ENTITY INFORMATION**

The company was originally incorporated as Karan Woo-Sin Limited at Hyderabad as a public limited company under the Companies Act 1956 pursuant to a certificate of incorporation dated 18th June 1992 issued by the Registrar of Companies Andhra Pradesh Hyderabad. The name of the company was changed to Manor Estates and Industries Limited and a fresh certificate of incorporation dated 31st October 2014 consequent upon change of name was issued by the Registrar of Companies, Telangana at Hyderabad. The Company has its registered office and place of business at Survey No.321 Kallakal Village, Medak Dist, Telangana – 502336, India. The equity shares of the company are listed on BSE Limited in India. The Company is presently engaged in the business of Real Estate and Construction activity.

**2. BASIS OF PREPARATION**

**(a) Statement of Compliance**

These Financial Statements have been prepared under the historical cost basis in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (“Act”) – to the extent modified, read with Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act and rules thereunder as well as the guidelines issued by the Securities and Exchange Board of India (SEBI).

These financial statements were authorized for issue in accordance with a resolution of the Board of Directors passed in its meeting held on 28-05-2025.

**(b) Functional and presentation currency**

These financial statements are presented in Indian Rupee (INR). All figures appearing in the financial statements are rounded up to lakhs.

**(c) Use of Estimates and Judgements**

In the preparation of the Company’s financial statements the management has made judgements, estimates and assumptions that may affect the reported amounts of revenue, expenses, assets, liabilities and the accompanying disclosures along with contingent liabilities. In view of the uncertainty about these assumptions and estimates they may result in outcomes that require material adjustments to the carrying amount of assets or liabilities affected in future periods. The Company continuously evaluates these estimates and assumptions based on the most recently available information.



The following are the areas where estimates and judgments in applying accounting policies have been made which may have the most significant effect on the amounts recognized in the financial statements are as below:

- Estimates in the useful lives of Property, Plant & Equipment (PPE)
- Valuation of Inventories
- Provisions
- Evaluation of recoverability of Deferred Tax Assets
- Contingencies

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to the accounting estimate are recognised in the period in which the estimate is revised and in any future periods affected.

### 3. PROPERTY, PLANT AND EQUIPMENT

- a. Property, Plant & Equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Such cost includes purchase price, non-recoverable taxes, borrowing cost and other directly attributable cost to bring the asset to its working condition for its intended use.
- b. Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost can be measured reliably.
- c. Gain and losses on disposal/de-recognition of an item of property, plant and equipment are measured as a difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is disposed/de-recognized.
- d. Depreciation on property, plant and equipment has been provided on the cost less estimated residual value using Straight line method over the useful life of asset as stipulated in Schedule II to the Companies Act, 2013.
- e. The assets residual value, useful lives and methods of depreciation are reviewed at each financial year end, and adjustment if any, is made prospectively.

### 4. IMPAIRMENT OF ASSETS

- a. At each balance sheet date, the company assesses whether there is any indication that any asset may be impaired. If any indication exists, the recoverable amount of such assets is estimated to determine the extent of impairment, if any. Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of Cash Generating Unit to which the asset belongs.
- b. Recoverable amount is the higher of fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to present value using a pre-tax

discount rate that reflects current market assessment of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

c. If the recoverable amount of an asset or cash generating unit is estimated to be less than its carrying amount, the carrying amount of the asset or cash generating unit is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss.

#### 5A. INVENTORIES

Inventories comprise of land. Inventories are valued at lower of cost or net realisable value.

[Land which was forming part of Property, Plant and Equipment was converted to stock in trade on 15.10.2021, the date on which the company commenced its real-estate activity].

#### 5B. WORK IN PROGRESS

Work in Progress comprise of development expenses, being stamp duty value of the land held as stock-in-trade exchanged for development.

#### 6. CASH AND CASH EQUIVALENTS

Cash and cash equivalents includes cash on hand, demand deposits with banks.

#### 7. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

a. Provision is made in the books of account where there is a present obligation as a result of past event that probably requires an outflow of resources and reasonable estimate can be made.

b. A disclosure for contingent liability is made when there is a possible obligation or present obligation that arises from past event and the outflow of resources embodying economic benefit is not probable.

c. A contingent liability or a provision at the balance sheet date is not disclosed or recognized unless the possibility of any outflow of resources in settlement is remote

d. Contingent asset is not recognised since this may result in the recognition of income that may never be realized. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognized. Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

#### 8. EARNING PER SHARE

Basic / Diluted Earnings Per Share ("EPS") is computed by dividing the net profit attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year.

#### 9A. Financial Assets

a. Financial assets other than equity instruments are classified into financial assets at transaction price, fair value through profit or loss and at amortized cost using effective interest rate method.

- b. The company measures the trade receivable at their transaction price, if they do not contain a significant financing component.
- c. The company de-recognizes a financial asset only when the contractual rights to the cash flows from the financial asset expires or it transfers the financial assets and transfer qualifies for de-recognition under Ind AS 109.

#### 9B. Financial Liabilities

- a. Financial liabilities are classified into financial liabilities at transaction price, fair value through profit and loss and at amortized cost using effective interest rate method.
- b. For trade and other payables maturing within one year from the balance sheet date, carrying amount is considered as fair value, as it approximates fair value due to the short-term maturity of these liabilities.
- c. A financial liability is de-recognized when the obligation is discharged, cancelled or expires.

#### 9C. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amounts are presented in the financial statements, if there is a currently legally enforceable right to offset the recognized amount and the company intends to settle or realize on net basis.

### 10. REVENUE RECOGNITION

- a. Revenue from contracts with customers is recognized as and when the company satisfies the performance obligation by transferring control of promised goods or services to a customer, which usually coincides with title passing to the customer and the customer taking physical possession.
- b. When the performance obligation is satisfied, the company recognizes as revenue the transaction price that is allocated to that performance obligation in the contract based on the standalone selling price of the goods or services promised. The transaction price is the amount of consideration to which the company is entitled.
- c. Interest income is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the deposits and the effective interest rate settled with the Bank.

### 11. TAXES ON INCOME

- a. Tax comprises of Current tax and Deferred Tax. Current tax is the expected tax payable on the taxable income or Book profit for the current year. The amount of current tax reflects the best estimate of the tax amount to be paid after considering the uncertainty, if any, related to income taxes.
- b. Deferred tax is recognized on temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the

computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

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

## 12. Cash Flow Statement

Cash flows are reported using indirect method, whereby net profits before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from regular revenue generating (operating activities), investing and financing activities of the Company are segregated.

13. Accounting policies not specifically referred above are consistent with generally accepted accounting practices.

**MANOR ESTATES AND INDUSTRIES LIMITED**

Regd. Office: S.No.321, Kallakal Village, Toopran Mandal, Medak Dist.,Telangana - 502336, India  
CIN: L45400TG1992PLC014389 Phone: 8897642711 Email: melmedak@gmail.com Website: www.melmedak.in

**Notes forming Part of the Financial Statements**

**2.1. Property Plant and Equipment**

DESCRIPTION	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	As At 31.03.2024	Additions/Adj During the year	As At 31.03.2025	As At 31.03.2024	Depreciation for the year	Deductions	As At 31.03.2025	As At 31.03.2024
	RS. in Lakhs	RS. in Lakhs	RS. in Lakhs	RS. in Lakhs	RS. in Lakhs	RS. in Lakhs	RS. in Lakhs	RS. in Lakhs
Land freehold	-	-	-	-	-	-	-	-
Plant & Machinery	-	-	-	-	-	-	-	-
Office Equipment	0.82	-	0.82	0.38	0.15	-	0.53	0.29
Furniture & Fixture	-	-	-	-	-	-	-	-
Vehicle	-	10.76	10.76	-	0.86	-	0.86	9.90
Electrical Installation	-	-	-	-	-	-	-	-
<b>TOTAL</b>	<b>0.82</b>	<b>10.76</b>	<b>11.58</b>	<b>0.38</b>	<b>1.01</b>	<b>-</b>	<b>1.39</b>	<b>10.19</b>
								<b>0.44</b>

DESCRIPTION	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	As At 31.03.2023	Additions/Adj During the year	As At 31.03.2024	As At 31.03.2023	Depreciation for the year	Deductions	As At 31.03.2024	As At 31.03.2023
	RS. in Lakhs	RS. in Lakhs	RS. in Lakhs	RS. in Lakhs	RS. in Lakhs	RS. in Lakhs	RS. in Lakhs	RS. in Lakhs
Land freehold	-	-	-	-	-	-	-	-
Plant & Machinery	-	-	-	-	-	-	-	-
Office Equipment	0.82	-	0.82	0.22	0.16	-	0.38	0.44
Furniture & Fixture	-	-	-	-	-	-	-	-
Vehicle	-	-	-	-	-	-	-	-
Electrical Installation	-	-	-	-	-	-	-	-
<b>TOTAL</b>	<b>0.82</b>	<b>-</b>	<b>0.82</b>	<b>0.22</b>	<b>0.16</b>	<b>-</b>	<b>0.38</b>	<b>0.44</b>
								<b>0.60</b>

**Manor Estates and Industries Limited**  
**Notes forming part of the Financial Statements**

<b>PARTICULARS</b>	<b>As at 31.03.2025 Rs in lakhs</b>	<b>As at 31.03.2024 Rs in Lakhs</b>
<b>2.2 Inventories</b>		
<b>Stock in trade at lower of cost or net realisable value</b>		
Stock in Trade - Land	66.54	13.10
WIP – Development Expenses	<b>141.67</b>	-
<b>Total</b>	<b>208.21</b>	<b>13.10</b>
<b>2.3 Cash and Cash equivalents</b>		
Cash on hand	0.25	0.01
Balances with scheduled banks		
- In current accounts	0.67	0.08
<b>Total</b>	<b>0.92</b>	<b>0.09</b>
<b>2.4 Bank Balance other than 2.3 above</b>		
Fixed deposits with Scheduled banks	150.00	-
<b>Total</b>	<b>150.00</b>	-
<b>2.5 Current Tax Asset (Net)</b>		
Advance Tax & TDS (Less) Provision for Tax	0.85	-
<b>Total</b>	<b>0.85</b>	-
<b>2.6 Other Current Assets</b>		
(Unsecured and considered good)		
Pre-Paid Expenses	0.13	-
Advance for Expenses	0.05	-
Other deposits		0.76
Interest accrued on deposits	7.65	-
Input CGST		0.14
Input SGST		0.02
Input IGST		0.67
<b>Total</b>	<b>7.83</b>	<b>1.59</b>

**Manor Estates and Industries Limited**  
**Notes forming part of the Financial Statements**

<b>2.7 Equity Share Capital</b>				
<b>Particulars</b>		<b>As at 31.03.2025</b>		<b>As at 31.03.2024</b>
		<b>Rs. in Lakhs</b>		<b>Rs. in Lakhs</b>
<b>Share Capital</b>				
<b>Authorised</b>				
1,10,00,000 Equity Shares of Rs.10/- each		1,100.00		1,100.00
<b>Issued</b>				
82,35,000 Equity Shares of Rs.10/- each		823.50		823.50
<b>Subscribed and Paid-up</b>				
82,35,000 Equity Shares of Rs.10/- each		823.50		823.50
<b>Total</b>		<b>823.50</b>		<b>823.50</b>
<b>Rights, Preferences and Restrictions attached to Equity Shares:</b>				
<p>The Company has only one class of equity shares having a par value of Rs.10/- per share. Each holder of an Equity share is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company after distribution of preferential amount, in proportion of their shareholding.</p>				
<b>Equity shareholders holding more than 5% shares.</b>				
<b>Name</b>	<b>As at 31.03.2025</b>		<b>As at 31.03.2024</b>	
	<b>No. of Shares</b>	<b>%</b>	<b>No. of Shares</b>	<b>%</b>
Anil Agarwal	35,70,849.00	43.36	35,70,849.00	43.36
W.T Company	10,68,300.00	12.97	10,68,300.00	12.97

**Note:** There is no change in the paid-up capital at the beginning and closing of the year.

<b>Shares held by the promoters at the end of the current period</b>				
<b>Sl. No.</b>	<b>Promoter Name</b>	<b>No. of shares</b>	<b>% of total shares</b>	<b>% change during the period</b>
1.	Chitrita Agarwal	35,700	0.43	-
2.	Anil Agarwal	35,70,849	43.36	-
3.	Rishabh Agarwal	16,647	0.20	-
		<b>36,23,196</b>	<b>44.00</b>	
<b>Note:</b> There is no change in the shareholding pattern of the Promoters since 31-03-2024 to 31-03-2025.				
<b>2.8 Other Equity</b>				
<b>Particulars</b>		<b>As at 31.03.2025</b>	<b>As at 31.03.2024</b>	
		<b>Rs. in Lakhs</b>	<b>Rs. in Lakhs</b>	
<b>Capital Reserve</b>				
As per last balance sheet		22.48		22.48
Add: Current period adjustments		-		-
		<b>22.48</b>		<b>22.48</b>
<b>Statement of Profit and Loss</b>				
Deficit as per last Balance sheet		(1,128.45)		(1,072.50)
Add: Surplus/ (Deficit) for the period		59.78		(55.95)
		<b>(1,068.67)</b>		<b>(1,128.45)</b>
<b>Total</b>		<b>(1,046.19)</b>		<b>(1,105.97)</b>

**Manor Estates and Industries Limited**  
**Notes forming part of the Financial Statements**

Particulars	As at 31.03.2025	As at 31.03.2024
	Rs. in Lakhs	Rs. in Lakhs
<b>2.9 Borrowings</b>		
<b>Unsecured Loans</b>		
Loan from Related Parties (Interest free)	60.06	70.59
<b>Total</b>	<b>60.06</b>	<b>70.59</b>
<b>2.10 Other Non-Current Liabilities</b>		
Refundable Non Interest Bearing Security Deposit	300.00	100.00
<b>Total</b>	<b>300.00</b>	<b>100.00</b>
<b>2.11 Deferred Tax Liabilities (Net)</b>		
Deferred Tax Liability	0.04	-
Less: Deferred Tax Asset	-	-
<b>Total</b>	<b>0.04</b>	<b>-</b>
<b>2.12 Trade Payables</b>		
(a) Total outstanding dues of micro and small enterprises	-	-
(b) Total outstanding dues of creditors other than micro and small enterprises	-	0.05
<b>Total</b>	<b>0.00</b>	<b>0.05</b>
<b>2.13 Other Current Liabilities</b>		
Expenses	67.29	2.25
<b>Total</b>	<b>67.29</b>	<b>2.25</b>
<b>2.14 Provisions</b>		
Remuneration Payable to Directors		
Opening Balance	124.80	70.80
Add: Addition made during the year	54.00	54.00
Less: Amount used	5.50	-
Less: Amount unused or reversed	-	-
Closing balance	173.30	124.80
<b>Total</b>	<b>173.30</b>	<b>124.80</b>



**Manor Estates and Industries Limited**  
**Notes forming part of the Financial Statements**

Particulars	For the year ended	For the year ended
	31.03.2025 Rs in Lakhs	31.03.2024 Rs in Lakhs
<b>2.15 Revenue from Operations</b>		
Sale of Plots	141.67	-
<b>Total</b>	<b>141.67</b>	<b>-</b>
<b>2.16 Other Income</b>		
Sale of scrap	-	4.21
Interest in FDRs	8.49	-
Excess provision written back	-	0.04
<b>Total</b>	<b>8.49</b>	<b>4.25</b>
<b>2.17 Changes in Inventory of stock-in-trade and work-in-progress</b>		
Opening stock-in-trade – Land	13.10	13.10
Add: Expenses incurred – Land	65.87	-
Add: Development expenses	141.67	-
Total of additions	207.54	-
<b>Total</b>	<b>220.64</b>	<b>13.10</b>
Less: Closing stock-in-trade – Land	66.54	13.10
Work-in-progress at Close – Development Expenses	141.67	-
Total Deductions	208.21	13.10
<b>Change in Inventory</b>	<b>12.42</b>	<b>-</b>
<b>2.18 Employee Benefit Expenses</b>		
Salaries	2.41	-
Remuneration to Directors	54.00	54.00
<b>Total</b>	<b>56.41</b>	<b>54.00</b>
<b>2.19 Other Expenses</b>		
Advertisement Expenses	0.17	0.31
AGM Expenses	0.21	0.18
Auditors Remuneration - Audit Fee	1.00	0.75
Bank Charges	0.00	0.01
BSE Listing Fee	3.25	3.25
Custodial Monitoring Fee	0.55	0.55
Insurance	0.18	-
Legal & Professional charges	1.30	-
Postage	0.04	0.27
Printing & Stationery	0.10	-
Promotional & marketing expenses	1.65	-

Travelling expenses	2.37	-
Vehicle maintenance	0.50	-
Registrar & Share transfer agent fees	0.20	0.20
Electricity Charges	0.35	0.23
Rates & Taxes	1.95	-
ROC Filing Fees	0.17	0.04
License Fees	0.01	0.10
Deposits written-off	0.76	-
General expenses	0.00	-
Web Maintenance	0.12	0.15
<b>Total</b>	<b>14.88</b>	<b>6.04</b>

NOTES TO FINANCIAL STATEMENTS					
2.20 Earnings Per Share			(Rs. In Lakhs)		
Particulars	As at 31-03-2025		As at 31-03-2024		
Total Comprehensive Income	59.78		(55.95)		
No of equity shares used in computing earnings per share	82,35,000		82,35,000		
Basic earnings per share (FV of Rs.10/- each)	0.73		(0.68)		
Diluted earnings per share	0.73		(0.68)		
2.21 FINANCIAL INSTRUMENTS					
Capital Management					
Company's capital management objectives are to:					
- ensure the company's ability to continue as a going concern.					
- provide an adequate return to shareholders by pricing products and services commensurately with the level of risk for the purposes of the Company's Capital Management, capital includes issued capital and all other equity reserves. Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of financial covenants.					
		(Rs. In Lakhs)			
Particulars		As at 31st March 2025	As at 31st March 2024		
Equity Share Capital		823.50	823.50		
Other Equity Reserves		(1,046.19)	(1,105.97)		
Total		(222.69)	(282.47)		
Categories of Financial Assets and Financial Liabilities as at 31st March 2025					(Rs. in Lakhs)
Particulars	Amortised Cost	Fair Value through Profit or Loss	Fair Value through OCI	Total Carrying Value	Total Fair Value
Current Assets					
Trade Receivables	-	-	-	-	-
Cash & Cash Equivalents	-	-	-	0.92	-

Other Bank balances	-	-	-	150.00	-
<b>Total Financial Assets</b>	-	-	-	<b>150.92</b>	-
<b>Non-Current Liabilities</b>	<b>Amortised Cost</b>	<b>Fair Value through Profit or Loss</b>	<b>Fair Value through OCI</b>	<b>Total Carrying Value</b>	<b>Total Fair Value</b>
Other non-current liabilities	-	-	-	300.00	-
<b>Total Financial Liabilities</b>	-	-	-	<b>300.00</b>	-
<b>Current Liabilities</b>	<b>Amortised Cost</b>	<b>Fair Value through Profit or Loss</b>	<b>Fair Value through OCI</b>	<b>Total Carrying Value</b>	<b>Total Fair Value</b>
Trade Payables	-	-	-	-	-
<b>Total Financial Liabilities</b>	-	-	-	-	-
<b>As at 31st March, 2024</b>					<b>(Rs. in Lakhs)</b>
<b>Particulars</b>	<b>Amortised Cost</b>	<b>Fair Value through Profit or Loss</b>	<b>Fair Value through OCI</b>	<b>Total Carrying Value</b>	<b>Total Fair Value</b>
<b>Current Assets</b>					
Trade Receivables	-	-	-	-	-
Cash & Cash Equivalents	-	-	-	0.09	-
Other Bank balances	-	-	-	-	-
<b>Total Financial Assets</b>	-	-	-	<b>0.09</b>	-
<b>Non-Current Liabilities</b>	<b>Amortised Cost</b>	<b>Fair Value through Profit or Loss</b>	<b>Fair Value through OCI</b>	<b>Total Carrying Value</b>	<b>Total Fair Value</b>
Other non-current liabilities	-	-	-	100.00	-
<b>Total Financial Liabilities</b>	-	-	-	<b>100.00</b>	-
<b>Current Liabilities</b>	<b>Amortised Cost</b>	<b>Fair Value through Profit or Loss</b>	<b>Fair Value through OCI</b>	<b>Total Carrying Value</b>	<b>Total Fair Value</b>
Trade Payables	-	-	-	0.05	-
<b>Total Financial Liabilities</b>	-	-	-	<b>0.05</b>	-

Financial Risk Management Framework					
Company's activities expose it to financial risks viz credit risk and liquidity risk.					
<b>Credit Risk</b>					
The Company has no outstanding receivables, hence no credit risk assessment required.					
<b>Liquidity risk</b>					
<b>(i) Liquidity Risk management</b>					
The Company manages liquidity risk by maintaining adequate borrowing facilities and by continuously monitoring and forecasting actual cash flow and by matching the liquidity requirement.					
<b>(ii) Maturities of Financial Liabilities</b>					
The following tables contains details of the Company's remaining contractual maturities for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the earliest date on which the Company can be required to pay. Financial liabilities include trade payables, refundable deposits, Capital purchases, unpaid/unclaimed dividends etc., which are in the normal course of business having maturity plan of less than one year and non-interest bearing.					
<b>(Rs. in Lakhs)</b>					
Particulars	Less than 1 Year	1-3 years	3 years to 5 years	5 years and above	
<b>31st March, 2025</b>					
Long Term Borrowings	-	60.06	-	-	
Short Term Borrowings	-	-	-	-	
Trade Payables	-	-	-	-	
Other Financial Liabilities	-	300.00	-	-	
<b>Total</b>	<b>-</b>	<b>360.06</b>	<b>-</b>	<b>-</b>	
<b>31st March, 2024</b>					
Long Term Borrowings	-	70.59	-	-	
Short Term Borrowings	-	-	-	-	
Trade Payables	0.05	-	-	-	
Other Financial Liabilities	-	100.00	-	-	
<b>Total</b>	<b>0.05</b>	<b>170.59</b>	<b>-</b>	<b>-</b>	
As at 31st March, 2025, the Company had a working capital of ₹367.81 lakhs including cash and bank deposits of ₹150.92 lakhs.					
As at 31st March, 2024, the Company had a working capital of ₹14.73 lakhs including cash and bank balance and bank deposits of ₹0.09 lakhs.					
<b>(iii) Financial arrangements</b>					
The Company had access to the following undrawn borrowing facilities at the end of the reporting period:					
<b>(Rs. in lakhs)</b>					
Particulars	As at 31st March 2025		As at 31st March 2024		
Secured Bank Overdraft facility					
- Expiring within one year	-		-		
- Expiring beyond one year	-		-		
<b>Total</b>	<b>-</b>		<b>-</b>		

2.22 RELATED PARTY TRANSACTIONS						
List of related parties						
i) Related Companies: Nil						
ii) Directors:						
a. Anil Agarwal						
b. Nalini Agarwal						
c. Korlam Raghavendra Rahul						
d. Siddarth Sanghi						
e. Rishabh Agarwal						
f. Krati Garg - Company Secretary						
Details of transactions between the Company and its related parties are disclosed below						
(Rs. in lakhs)						
Particulars		As at 31st March 2025		As at 31st March 2024		
i) Related Companies		NIL		NIL		
ii) Unsecured Loan Outstanding as at 31 March from Directors						
Anil Agarwal		56.00		66.79		
Rishabh Agarwal		4.06		3.81		
		60.06		70.59		
Details of transactions between the Company and its related parties are disclosed below:						
(Rs. in lakhs)						
Particulars		2024-25	2023-24	Up to 31-03-2025	Up to 31-03-2024	
iii) Remuneration to Directors (Due and payable)						
Anil Agarwal - Director		24.00	24.00	79.58	55.58	
Rishabh Agarwal - Whole-time Director		30.00	30.00	93.72	69.22	
		54.00	54.00	173.30	124.80	
2.23 Trade Payables as at 31-03-2025						
(Rs. in lakhs)						
Particulars		Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME		-	-	-	-	-
Others		-	-	-	-	-
Disputed dues - MSME		-	-	-	-	-
Disputed dues - Others		-	-	-	-	-
2.24 Trade payables as at 31-03-2024						
(Rs. in lakhs)						
Particulars		Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME		0.05	-	-	-	0.05
Others		-	-	-	-	-
Disputed dues - MSME		-	-	-	-	-

Disputed dues - Others	-	-	-	-	-
2.25 Contingent Liabilities and Commitments (To the extent not provided for)					
(Rs. in lakhs)					
Particulars	As At				
	31st March, 2025	31st March, 2024			
Contingent Liabilities					
Claims against the company not acknowledged as debts	NIL	NIL			
Commitments					
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances and deposits)	NIL	NIL			
Outstanding Bank Guarantees	NIL	NIL			
2.26 Income Tax					
(a) Components of Income tax expenses					
(Rs. in lakhs)					
Particulars	For the year ended 31-03-2025	For the year ended 31-03-2024			
Tax expense recognised in profit and loss	-	-			
Current Tax:	-	-			
Current year tax- Long Term Capital Gain	5.60	-			
Total	5.60	-			
(b) Reconciliation of effective tax rate					
The major components of income tax expense and the reconciliation of expected tax expense based on the domestic effective tax rate of the company at 26% (31.03.2024 – NIL) and the reported tax expense in the statement of profit and loss are as follows:					
(Rs. in lakhs)					
Particulars	For the year ended 31-03-2025	For the year ended 31-03-2024			
Profit/(Loss) before tax	65.43	-			
Enacted tax rate applicable to the company in India	15.60%	-			
Tax using the company's domestic tax rate	10.21	-			
Tax effects of:					
MAT charge for the year*	-	-			
Recognition of MAT credit	-	-			
Income Tax expense	-	-			
*MAT considered NIL as book profit of ₹65.43 lakhs is less than the unabsorbed depreciation of ₹310.40 lakhs which is less than loss brought forward as per books of account as per the provisions of Section 115JB(2)(iii) of IT Act.					
Current income tax as per computation under Income Tax Act is NIL considering the brought forward losses/unabsorbed depreciation available under Income Tax Act.					
(c) Deferred tax assets and liabilities					
The tax effects of significant temporary differences that resulted in deferred tax assets and liabilities and a description of the items that created there differences is given below:					
(Rs. in lakhs)					
Particulars	For the year ended 31-03-2025	For the year ended 31-03-2024			
Deferred tax assets/(liabilities)	-	-			
Property, Plant & Equipment	(0.05)				

Total	(0.05)	-
2.27 There are no dividends proposed to be distributed to equity shareholders for the year.		
2.28 During the year the company has not issued any securities for any specific purposes.		
2.29 All the title deeds of the property are in the name of the company.		
2.30 The company does not hold any property under investment property category which may be required to be valued by a registered valuer.		
2.31 During the year company has not carried out any revaluation of its property, plant and equipment and the company has no intangible assets.		
2.32 The company during the year has not granted any loans or advances in the nature of loans to promoters, directors, KMPs and the related parties either severally or jointly with any other person that are repayable on demand or without specifying any terms or period of repayment.		
2.33 During the year or in earlier year the company has not undertaken any capital works which are in progress or there are no Intangible assets which are under progress.		
2.34 The company is not holding any benami property hence there are no proceedings initiated or pending under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.		
2.35 The Company does not have any borrowings from banks or financial institutions on the basis of security of current assets.		
2.36 The company is not declared as a wilful defaulter by any bank of financial institution or other lenders.		
2.37 The company does not have any relation with the companies which are struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.		
2.38 There are no charges or satisfaction yet to be registered with registrar of companies beyond the statutory period.		
2.39 The company has no subsidiaries, hence violation of provisions of clause (87) of Section 2 of the Act read with Companies (Restriction on number of layers) Rules, 2017 does not arise.		
2.40 The company has not applied for any approved scheme or arrangements in terms of sections 230 to 237 of the Companies Act, 2013.		
2.41 The company has not traded or invested in Crypto currency and virtual currency during current year and previous year.		
2.42 The company has neither advanced or loaned invested (either share premium, borrowed funds or any sources or kind of funds) to any other person(s), entities including foreign entities nor received any fund from any person including foreign entities with the understanding that the intermediary shall:		
(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or		
(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.		
2.43 The company does not have any income which is not recorded in the books of accounts that has been surrendered or disclosed as income in any of the tax assessments under the Income Tax Act, 1961.		
2.44 Segment Information – Real estate and construction operations commenced from 15-10-2021 is considered as only reportable segment. There are no reportable transactions carried out.		
<b>2.45 Ratios</b>		
<b>Ratio</b>	<b>As at 31-03-2025</b>	<b>As at 31-03-2024</b>
Current	1.53	0.12
Debt Equity	(0.27)	(0.25)

Debt Service Coverage	-	-
Return on Equity	-	-
Inventory TO	-	-
Trade receivables TO	-	-
Trade Payable TO	-	-
Net Capital TO	-	-
Net Profit ratio	-	-
Return on Capital Employed	-	-
Return on Investment	-	-

**As per our review report of even date  
For NATARAJA IYER & CO  
Chartered Accountants**

**Sd/-  
Prema Jagadesan  
Partner Membership  
No.: 200880**

**Place: Hyderabad  
Date: 28.05.2025**

**For and on behalf of the Board**

**Sd/- Anil Agarwal  
Director  
DIN: 00040449**

**Place: Medak  
Date: 28.05.2025**

**Sd/-  
Rishabh Agarwal  
Whole-time Director  
DIN:06963740**

**Sd/-  
Krati Garg  
Company Secretary  
Membership No.:  
A58962**



**Form No. MGT-11****Proxy form**

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

Name of Member(s):

Registered Address:

E-mail ID:

Folio No /Client ID:

DP ID:

I/We, being the member(s) of Manor Estates and industries Limited and holding equity shares of the company hereby appoint:

Name:	E-Mail ID:
Address:	
Signature:	

Or failing him,

Name:	E-Mail ID:
Address:	
Signature:	

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 33<sup>rd</sup> Annual General Meeting of the company, to be held on Tuesday, the 30<sup>th</sup> day of September, 2025 at 11:00 AM at the Registered office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31<sup>st</sup> March 2025, the Auditor's Report thereon and the report of the Board of Directors.
2. To appoint a Director in place of Smt. Nalini Agarwal (DIN: 07164298), who retires by rotation at this Annual General Meeting, and being eligible, offers herself for re-appointment.
3. To re-appoint Statutory Auditors of the Company for a Second term of five years.
4. To Re-appoint Sri. Rishabh Agarwal (DIN-06963740) as Whole time Director of the Company.
5. To Re-appointment Sri. Siddarth Sanghi (DIN: 00033401) as Independent Director for Second Term Period of 5 (five) years.
6. To appoint Secretarial Auditors of the Company.

\* Applicable for investors holding shares in electronic form

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2025

Affix Revenue  
Stamp

Signature of Shareholder:

Signature of Proxy holder(s)

**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting**

**MANOR ESTATES AND INDUSTRIES LIMITED**

Regd. Office: S No. 321, Kallakal Village, Toopran Mandal, Medak District, Telangana 502336

CIN: L45400TG1992PLC014389 Phone: 8897642711 E-mail: meilmedak@gmail.com

Website: www.meilmedak.in

**ATTENDANCE SLIP**

(To be handed over at the entrance of the meeting hall)

**33<sup>rd</sup> Annual General Meeting**

I hereby state that I am a registered shareholder/proxy for the registered shareholder of the Company. I hereby record my presence at the 33<sup>rd</sup> Annual General Meeting of the Company held on Tuesday, the 30<sup>th</sup> day of September, 2025 at 11 A.M. at the registered office of the Company, or/any adjournment thereof.

Full name of the Shareholder attending \_\_\_\_\_  
(In block capitals)

Name of proxy \_\_\_\_\_

Ledger Folio No./Client ID No. \_\_\_\_\_ No. of shares held: \_\_\_\_\_

(Member's /Proxy's Signature)

**Note:**

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 3) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

LOCATION MAP FOR VENUE OF AGM

