

33rd

Annual Report

2024-2025



Garnet Construction Limited

Registered & Corporate Office:

501/531, Laxmi Mall, Laxmi Industrial Estate, New Link Road, Andheri (W), Mumbai - 400 053.

Tel: 91-22-42578500 | Fax: 91-22-42578522 | E-mail: investors@garnetconstructions.com | www.garnetconstructions.com

GARNET CONSTRUCTION LIMITED

BOARD OF DIRECTORS :

Mr. Kishan Kumar Kedia

Mr. Arun Kedia

Mr. Sanjay Kedia

Mr. Akash Kamble

Mr. Jitendra Jadhav

Ms. Sirya Vakil Siddiqui

Chairman & Managing Director

Marketing Director

Finance Director

Director

Director

Director

AUDITORS :

M/s Shankarlal Jain & Associates LLP

12, Engineer Building,
265 Princess Street,
Mumbai-400 002

BANKERS :

IDBI Bank

Oshiwara,
Andheri West
Mumbai - 400058

REGISTER & SHARE TRASFER AGENT: MUFG Intime India Private Limited

(Formerly Link Intime India Private Limited)
C 101, Embassy 247,
L B S Marg, Vikhroli (West),
Mumbai, 400083

REGISTERED OFFICE :

501/531, Laxmi Mall,
Laxmi Industrial Estate,
New Link Road, Andheri (West),
Mumbai - 400 053.

Notice is hereby given that the 33rd Annual General Meeting of the Members of Garnet Construction Limited will be held on Tuesday, September 30, 2025 at 10:00 a. m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2025, the statement of Profit and Loss for the year ended on that date together with the Directors' and Auditors' Reports thereon.
2. To Appoint a Director in place of Mr. Kishan Kumar Kedia (DIN: 00205146), who retires by rotation and being eligible, offers himself for reappointment.

Special Business:

3. To consider and, if thought fit, to pass, with or without modifications, the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment thereof for the time being in force) and on recommendation of Nomination & Remuneration Committee and that of the Board, Ms. Sirya Siddiqui holding DIN 08727351, who holds office as an Independent Non-Executive Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013 signifying the Member's intention to propose appointment of Ms. Sirya Siddiqui holding DIN 08727351, as a candidate for the office of a Director and who has submitted a declaration under Section 149(6) of the Act and Regulation 16 (1)(b) of the SEBI Listing Regulations that she meets the criteria for independence as provided in the Act and the SEBI Listing Regulations and being eligible be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold such office for the second term of 5 (five) consecutive years.

4. To consider and, if thought fit, to pass, with or without modifications, the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 204 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment thereof, for the time being in force) and pursuant to the recommendation of Audit Committee and that of the Board, consent of the members be and is hereby accorded for the appointment of Ms. Neetu Maheshwari, (CP No. 13397), Practicing Company Secretaries and holding a valid peer review certificate issued by the Institute of Company Secretaries of India ("ICSI"), as the Secretarial Auditors of the Company to hold office for a term of 5 (five) consecutive years from Financial Year 2025-26 till Financial Year 2029-30, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company and the Secretarial Auditors.

RESOLVED FURTHER THAT the Board of Directors (including any committee thereof), be and is hereby authorized to decide and finalize the terms and conditions of appointment, including the remuneration of the Secretarial Auditor and to do all other acts, matters, deeds and things as may be deemed necessary or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto.”

Place: Mumbai

Date: September 6, 2025

By order of the Board of Directors
Garnet Construction Limited

Kishan Kumar Kedia
DIN: 00205146
Managing Director

NOTES

1. The Ministry of Corporate Affairs (MCA) inter alia vide its Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 and subsequent circulars, the latest being Circular No.09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars"), has permitted holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
2. Pursuant to the provisions of the Act, although a Member entitled to attend and vote at the AGM is allowed to appoint a proxy to attend and vote on their behalf, the physical attendance of Members has been dispensed with for this AGM. Therefore, the facility for appointing proxies by the Members will not be available for this AGM and consequently, the Attendance Slip and Proxy Form are not annexed to this Notice. However, corporate members are entitled to appoint authorized representatives to attend the AGM through VC/OAVM, participate therein and cast their votes via e-voting.
3. Corporate Members are requested to send to the Company, at its registered office a duly certified copy of Board Resolution authorizing their representative to attend and vote at the AGM.
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
5. Annual Report 2025 and this Notice are being sent through electronic mode to those Members whose email addresses are registered with the Company/Depository Participants. The physical copy of Annual report 2025 and this Notice will be sent to those members who request for the same. Members may note that the Annual Report 2025 and this Notice can be accessed at the Company's website at viz.www.garnetconstructions.com and can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and also on the website of National Securities Depository Limited ('NSDL') (agency for providing the Remote e-Voting facility) at <https://www.evoting.nsdl.com>.
6. The Explanatory Statement, pursuant to Section 102(2) of the Companies Act, 2013 are annexed thereto.
7. As the AGM will be held through VC/OAVM, the requirement of providing the Route map for the AGM Venue does not apply.
8. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013. 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.

VOTING RESULTS & SCRUTINIZER RELATED INFORMATION

9. Ms. Neetu Maheshwari (COP 13397) has been appointed as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.
10. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, count the votes cast at the meeting and votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than 48 hrs of conclusion of the General Meeting, a consolidated Scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same.
11. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website www.garnetconstructions.com. and on the website of NSDL within 48 hrs of conclusion of the General Meeting and communicated to the BSE Limited.
12. Brief profile of the Directors proposed to be appointed/re-appointed at this Annual General Meeting has been furnished in this Annual Report.
13. Members desirous of obtaining any information with regard to accounts are requested to write to the Company Secretary at the Registered Office of the Company, at least 10 days in advance, so as to compile the same.
14. Members may please note that SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024, has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate, claim from unclaimed dividend account, exchange of securities certificate, sub-division of securities certificate, consolidation of securities certificates / folios, transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR - 4, with the Company's Registrar and Transfer Agents, MUFG Intime India Pvt. Limited (formerly Link Intime India Pvt. Limited). It may be noted that any service request can be processed only after the folio is KYC Compliant.
15. SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024 has made it mandatory for the holders of physical securities to furnish PAN, Nomination, Contact details, Bank A/c. details and Specimen signature for their corresponding folio numbers. The Company is sending individual letters to all the Members holding shares of the Company in physical form for furnishing the aforesaid details. In view of this requirement and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to update their KYC details (through Form ISR-1, Form ISR-2 and Form ISR-3, as applicable) and consider converting their holdings to dematerialized form. Members can download Forms to make their service request with RTA from the link <https://web.in.mpms.mufig.com/client-downloads.html> or contact the Company's RTA – MUFG Intime India Private Limited (formerly Link Intime India Pvt. Limited) ('Registrar' or 'MIPL') at : rnt.helpdesk@in.mpms.mufig.com for assistance in this regard.

As per the provisions of the Act and applicable SEBI Circular, Members holding shares in physical form may file nomination in the prescribed Form SH-13 with MIPL or make changes to their nomination details through Form SH-14 and Form ISR-3 and in respect of shares held in dematerialized form, the nomination form may be filed with the respective DPs.

16. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their Bank Details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), Mandates, Nomination, Power of Attorney, Change of Address, Change of Name, E-mail Address, and Contact Numbers etc. to their respective Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and its Transfer Agents to provide efficient and better services. Members holding shares in Physical Form are requested to intimate such changes to Transfer Agents M/s. MUFG Intime India Private Limited (formerly Link Intime India Pvt. Limited)
17. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participants and holdings should be verified.

VOTING THROUGH ELECTRONIC MEANS

- a. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) and the Circulars issued by the Ministry of Corporate Affairs the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has appointed National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.
- b. In line with the said MCA Circulars and SEBI Circular, the Notice of the AGM and Annual Report for FY2024-25 has been uploaded on the website of the Company at www.garnetconstructions.com. and can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com and also on the website of National Securities Depository Limited ('NSDL') (agency for providing the Remote e-Voting facility) at <https://www.evoting.nsdl.com>.
- c. Register of Members and the Share Transfer Books of the Company will remain closed from Friday, September 26, 2025 to Monday, September 29, 2025 (both days inclusive).
- d. The remote e-voting period commences on Saturday, September 27, 2025, at 9:00 a.m. IST and ends on Monday, September 29, 2025 at 5:00 p.m. IST. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Tuesday, September 23, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Tuesday, September 23, 2025. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- e. A person who is not a member as on the cut-off date should treat this Notice for information purposes only.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER :**How do I vote electronically using NSDL e-Voting system?**


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

Step 1: Access to NSDL e-Voting system**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id / mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-voting period or joining virtual meeting & voting during the meeting. 3. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User

	<p>ID (i.e. your sixteen digit demat account number held 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 options available against Company name or e-Voting service provider - NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.</p> <p>5. Shareholders / Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;">  </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once 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 options available against Company name or e-Voting service provider-NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

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

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

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

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

4. Your User ID details are given below :

Sr. No	Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a.	For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b.	For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
C.	For Members who hold shares in Physical Form	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c. How to retrieve your 'initial password'?

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

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

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

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

General Guidelines for shareholders

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details / Password" or "physical User Reset Password" option available on www.evoting.nsdl.com to reset the password.
2. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send request to Pallavi Mhatre at evoting@nsdl.co.in

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

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

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

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

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is send through e-mail and holding shares as of the cut-off date i.e. Tuesday, September 23, 2025 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/ RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on toll free no. 022 - 4886 7000 and 022 - 2499 7000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. Tuesday, September 23, 2025 may follow steps mentioned in the Notice of the AGM under "Access to NSDL e-Voting system".
6. Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at Company. Only those Members who have preregistered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

Place: Mumbai**Date:** September 6, 2025**By order of the Board of Directors
Garnet Construction Limited****Kishan Kumar Kedia
DIN: 00205146
Managing Director**

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

The following Explanatory Statements, as required under Section 102 of the Companies Act, 2013.

ITEM NO. 3

Ms. Sriya Siddiqui (DIN 08727351), Independent Director of the Company, was appointed pursuant to the approval of the Members through an ordinary resolution passed at the 28th Annual General Meeting held on 30th September 2020, for a term of 5 (five) consecutive years. Her first term as an Independent Director will end on 29th September, 2025.

As per Section 149 of the Companies Act, 2013, an Independent Director may hold office for two terms of 5 (five) consecutive years each.

Ms. Sriya Siddiqui has given a declaration confirming that she meets the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013, and fulfills the requirements under Section 16(1)(b) of the SEBI Listing Regulations.

The Company has received a Notice in writing from a Member proposing her candidature for the office of Director of the Company.

Based on the Nomination & Remuneration Committee (NRC) recommendation, the Board has proposed the re-appointment of Ms. Sriya Siddiqui as an Independent Director, not liable to retire by rotation, for a second term of 5 (five) consecutive years, effective from 30th September, 2025 to 29th September 2030 (both days inclusive).

A copy of draft letter for her appointment as Independent Director setting out the terms and conditions would be available for inspection by the members at the Registered Office of the Company during the normal business hours on all the working days or by writing an email to investors@garnetconstructions.com

A brief profile, qualifications, experience, date of appointment on the Board, number of Board meetings attended, directorships, and Membership/Chairmanships of the Committees held in other companies are enclosed along with the explanatory statement/ corporate governance report. This statement be regarded as disclosure under Regulation 36(3) of the SEBI Listing Regulations.

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

The Board recommends the Special Resolution as set out in Item No. 3 of the notice for the approval of the Members.

ITEM NO. 4

Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), every listed entity shall undertake Secretarial Audit by a Secretarial Auditor who shall be a peer reviewed Company Secretary and shall annex a Secretarial Audit Report in such form as specified, with the annual report of the listed entity.

Ms. Neetu Maheshwari, practicing Company Secretaries has confirmed that she satisfy the requirements as set out under Companies Act, 2013 and Rules made thereunder and the SEBI Listing Regulations and that she is not disqualified to be appointed as the Secretarial Auditor of the Company. She is a peer reviewed individual as required by the applicable regulations. Ms. Neetu Maheshwari has provided her consent and confirmed her eligibility for appointment as the Secretarial Auditor of the Company.

The Audit Committee and the Board of Directors (the Board) of the Company have recommended the appointment of Ms. Neetu Maheshwari, Company Secretaries as the Secretarial Auditors of the Company, to hold office for a term of 5 (five) consecutive years from Financial Year 2025-26 till Financial Year 2029-30.

The overall remuneration to be paid to Secretarial auditor will be decided on mutual basis for conducting Secretarial Audit the for the financial year ending 31st March 2026. Further, the Board, in consultation with the Audit Committee shall approve revisions in the remuneration of the Secretarial Auditor for the remaining part of the tenure in such manner and to such extent as may be mutually agreed with the Secretarial Auditor. Besides the secretarial audit, the Company would also obtain certifications from the Secretarial Auditor under various statutory regulations and certifications required by Lenders, statutory authorities and other permissible services in compliance with regulation 24A(1B) of SEBI Listing Regulations read with SEBI circulars as may be issued in this regard, as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board in consultation with the Audit Committee.

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

Considering her past performance, experience and expertise, and based on the recommendation of the Audit Committee the Board recommends passing of Ordinary Resolution as set out in Item No. 4 of the notice for the approval of the Members.

Place: Mumbai

Date: September 6, 2025

By order of the Board of Directors
Garnet Construction Limited

Kishan Kumar Kedia
DIN: 00205146
Managing Director

Registered Office:

501/531, Laxmi Mall, Laxmi Industrial Estate,
New Link Road, Andheri (West), Mumbai – 400 053, Maharashtra.

Annexure to Item 2

Detail of Directors seeking appointment and/or re-appointment at the ensuing Annual General Meeting (as per Regulation 36(3) of the SEBI (LODR) Regulations, 2015 entered with the Stock Exchanges and Secretarial Standard 2 – General Meetings issued by ICSI

Sr. No.	Name of Director	Kishan Kumar Kedia	Sriya Siddiqui
1	Date of Birth	10/04/1947	14/05/1996
2	Age	78 Years	29 Years
3	Date of Appointment	15-10-1992	14-04-2020
4	DIN	00205146	08727351
5	Expertise in Specific functional area	-	-
6	Qualification	Under Graduate	Graduate
7	No. of meetings of Board attended during the year	5	5
8	Names of other listed entities in which he holds the directorship as on March 31, 2025	Nil	Nil
9	Names of other listed entities/unlisted Public Companies in which he holds Membership / Chairmanship of Committees as on March 31, 2025 (Only Audit Committee & Stakeholders Relationship Committee considered)	1	1
10	Relationships, if any, between Director inter-se	Related to Mr. Arun Kedia (Son) Mr. Sanjay Kedia, (Son)	NA
11	Number of shares and convertible instruments held by directors	40,82,909 (29.37%)	Nil
12	Remuneration last drawn for Financial Year 2025 and sought to be paid	30 lakhs	Nil

DIRECTORS' REPORT

To,
The Members,

Your Directors have pleasure in presenting their 33rd Annual Report on the business and operations of the Company and Audited Statement of Accounts for the year ended 31st March, 2025.

FINANCIAL HIGHLIGHTS:

The Board's Report is prepared based on the standalone financial statements of the Company.

(Rs. in Lakhs)

Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
Total Income	1941.19	1818.82
Total Expenditure	951.15	1409.39
Profit / (loss) Before Interest, Depreciation & Tax (EBITDA)	1114.16	510.33
Less : Finance Charges	92.89	72.21
Depreciation	31.23	28.69
Profit / (Loss) before Exceptional Item and Tax	990.04	409.42
Add : Exceptional Item	0	0
Minority Share of Profit / (Loss) (net)	0.00	0.00
Profit/(Loss) before Tax	990.04	409.42
Provision for Tax	249.45	115.39
Profit/(Loss) after Tax	740.59	294.03
Other Comprehensive Income / (Loss)	(2.51)	(1.12)
Total Comprehensive Income for the year net of tax	738.09	292.91

DIVIDEND:

In view of limited profits, no dividend was recommended by the Board during the year under review.

OPERATION:

During the year under review the total income of the company has marginally increased and same is Rs 1941.19 lacs as against previous year Rs. 1818.82 lacs, the same is on account of operational sales during the year. However, company has posted excellent profit of Rs. 740.59 lacs as against previous year Profit of Rs. 294.03 Lacs.

CHANGE IN BUSINESS ACTIVITY:

During The year under review there is no change among the business of the Company.

RESERVE:

The Board of Directors of your company does not propose to carry any amount to reserve.

BOARD INDEPENDENCE:

Based on the confirmation/disclosures received from the Independent Directors and on evaluation of the relationships disclosed, the following Non-Executive Directors are Independent in terms of Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 149 (6) of the Companies Act, 2013;

Shri Akash Kamble
Shri Jitendra Maruti Jadhav
Shri Sirya Vakil Siddiqui

ANNUAL EVALUATION BY THE BOARD :

In compliance with the Companies Act, 2013 and Regulation 19 read with Schedule II of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Nomination and Remuneration Committee members, covering various aspects of the Board's functioning such as adequacy of composition of Board and Committees, Board communication, timeliness and unbiased information of right length and quality of information, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as attendance and participation in the discussion and deliberation at the meeting understanding role and responsibilities as board member, demonstration of knowledge, skill and experience that make him/her a valuable resource for the board.

The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Executive Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS :

The Company conducted familiarisation programme for Directors during the year. The programme aims to provide insights into the Company's business and familiarise Directors with its various aspects and assist them in performing their role as Independent Director. The Company's policy on conducting the familiarisation program has been disclosed on the website of the Company.

NUMBER OF BOARD MEETINGS :

During the year, 5 (five) meetings of the Board of Directors were held. The details of the Meetings are furnished in the Corporate Governance Report which forms part of this report.

AUDIT COMMITTEE :

The details pertaining to composition of Audit Committee are included in the Corporate Governance Report which forms part of this report.

NOMINATION AND REMUNERATION POLICY (NRP):

The NRP of the Company for Directors, Key Managerial Personnel (KMP) and Senior Management Personnel is hosted on the website of the Company. Disclosure pertaining to remuneration and other details as required under section 197 (12) of the act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is included in the Corporate Governance Report forming part of this report.

DIRECTORS' RESPONSIBILITY STATEMENT:

The Directors state that—

- a. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. the Directors had 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 and loss of the Company for that period;
- c. the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the Directors had prepared the annual accounts on a going concern basis;
- e. the Directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f. the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

PREVENTION OF INSIDER TRADING :

The insider trading policy of the Company lays down guidelines and procedures to be followed and disclosures to be made while dealing with the shares of the Company. The policy has been formulated to regulate, monitor and ensure reporting of deals by designated person/employees and maintain the highest ethical standards of dealing in Company securities.

INTERNAL FINANCIAL CONTROLS :

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. During the year under review, no material or serious observations has been received from the Auditors of the Company for inefficiency or inadequacy of such controls.

RISK MANAGEMENT:

The Company is periodically reviewing its risk management perception taking into account overall business environment affecting / threatening the existence of the Company. Presently, management is of the opinion that such existence of risk is minimal.

DEPOSITS:

During the year under review, the Company has not accepted any deposits within the meaning of Section 73 of Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014 and as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the balance sheet.

DETAILS OF SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES:

Pursuant to sub-section (3) of section 129 of the Act, during the year under review company has no subsidiary, joint venture and associates company therefore the statement containing the salient feature of the financial statement of a company's subsidiary or subsidiaries, associate company or companies and joint venture or ventures is not applicable.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

The details of Loans and Investments made by the Company are given in Notes to Accounts to the Financials of the Company.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All contracts/arrangements/transactions entered by the company during the financial year with related parties were in the ordinary course of business and on an arm's length basis. The details of material related party transaction are furnished in Annexure II and forms part of this report. The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the company's website.

Your Directors also draw attention of the members to Note 33 to the financial statement which sets out related party disclosures.

As per the requirement under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations"), approval of the Audit Committee was received for all the Related Party Transactions. As per the Regulation 23(8) of the SEBI Regulations, the Company has sought approval of shareholders for passing necessary resolution.

WEB LINK OF ANNUAL RETURN:

Pursuant to the provisions of section 134(3)(a) of the Companies Act, 2013, web link of the Annual Return for the Financial Year ended March 31, 2025 made under the provisions of section 92(3) of the Act is placed at <http://www.garnetconstructions.com/Financial-Results>.

CORPORATE GOVERNANCE:

As per Regulation 27 of the Listing Regulation, a report of the Corporate Governance and the Certificate of the Auditors of the Company in respect of the Compliance thereof are appended hereto and forming part of this report. The requisite certificate from the Auditors of the Company confirming compliance with the conditions of Corporate Governance is attached in the report on Corporate Governance. The Board of Directors of the Company adopted the Code of Conduct and the same is posted on the Company's website. The Directors and Senior Management personnel have affirmed their compliance with the said code.

DIRECTORS AND KEY MANAGERIAL PERSONNEL APPOINTMENTS/ RESIGNATIONS DURING THE YEAR:

The following change took place during the financial year 2024-25 under review:

Shri Akash Kamble, was appointed as an Independent Director Non-Executive on the Board w.e.f. September 6, 2024. With significant expertise, he has made valuable contributions to enhancing the company's governance and strategic direction.

Shri Kishan Kumar Kedia, Director of the Company will retire by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment.

Ms. Sriya Siddiqui, was appointed as an Independent Director at the 28th AGM of the Company held on 30th September, 2020 for a term of 5 years. She is due for retirement from her first term as an Independent Director. She is eligible for re-appointment for another term of 5 (five) consecutive years subject to the approval of the Members by a special resolution. She has provided her consent for re-appointment and confirmed that she is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Companies Act, 2013. Based on the performance evaluation, the Nomination and Remuneration Committee (NRC) and Board at their meetings held on 6th September, 2025 has recommended her re-appointment as an Independent Director for a second term of 5 (five) consecutive years and shall not be liable to retire by rotation as provided under section 152(6) of the Companies Act, 2013.

A brief resume of the Directors seeking appointment/re-appointment at the forthcoming AGM and other details as required to be disclosed in terms of Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) forms part of the Notice calling the AGM.

PARTICULARS OF EMPLOYEES:

During the year, there was no employee in receipt of remuneration as prescribed in the Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The prescribed particulars of Employees as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as **Annexure III** and form part of this Report.

DECLARATION BY INDEPENDENT DIRECTORS:

Declarations by the Independent Directors that they meet the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 has been received by the Company.

REMUNERATION POLICY:

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of directors, Key Managerial Personnel and Senior Management of the Company.

STATUTORY AUDITORS:

At the 31st Annual General Meeting of the Company held on September 30, 2023, Shankarlal Jain & Associates LLP, Chartered Accountants (FRN: 131521W), were appointed as statutory auditors of the Company to hold office till the conclusion of the 36th Annual General Meeting of the Company.

The Statutory Auditors have issued an unmodified opinion the financial statements for the Financial Year 2024-25 and the Statutory Audit report forms the part of this Annual Report. The notes on financial statements referred to in the Auditors Report prepared are self-explanatory and do not call for any further comments.

SECRETARIAL AUDIT REPORT:

In terms of Section 204 of the Companies Act, 2013 and Rules made thereunder, Ms. Neetu Maheshwari, Practicing Company Secretaries have been appointed as Secretarial Auditor of the Company. The report of the Secretarial Auditors is enclosed as **Annexure** to this report. The report is self-explanatory however the Company has initiated necessary steps to comply with non-compliances as per the provisions of various statute mentioned in the secretarial audit report.

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, The Audit Committee and the Board of Directors (the Board) of the Company have recommended the appointment of Ms. Neetu Maheshwari, Company Secretaries as the Secretarial Auditors of the Company for a period of 5 (five) consecutive years, to hold office from the conclusion of this 33rd AGM of the Company until the conclusion of 38th AGM of the Company.

The Secretarial Auditors have confirmed that they satisfy the criteria as required under the Listing Regulations and the Companies Act, 2013 and the Rules made thereunder and that they are not disqualified to be the Secretarial Auditors of the Company.

The Board recommends their appointment to the shareholders. The notice convening the 33rd AGM of the Company read with the explanatory statement sets out the details.

The report in respect of the Secretarial Audit carried out by Ms. Neetu Maheshwari, Company Secretaries, in Form MR-3 for the FY 2024-25 forms part of this report. As there is observations made by the Secretarial Auditor in their report.

VIGIL MECHANISM/ WHISTLE BLOWER POLICY:

The Company has a Whistle Blower Policy to report genuine concerns or grievances. The Whistle Blower Policy has been posted on the website of the Company www.garnetconstructions.com.

SIGNIFICANT MATERIAL CHANGES:

There were no material changes and commitments, which affects the financial position of the Company, which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report, except resignation of Shri Shiromani Chauhan from the board as Non-executive independent director.

MANAGEMENT DISCUSSION AND ANALYSIS:

The Management Discussion and Analysis of the financial condition and result of operation of the Company under review, is annexed and forms an integral part of the Directors' Report.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Report on CSR activities as required under Companies (Corporate Social Responsibility) Rules, 2014, is not applicable.

MD & CFO CERTIFICATION

Certificate from Managing Director and Chief Financial Officer of the Company, pursuant to the Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the Financial Year 2024-25 under review was placed before the Board of Directors of the Company at its meeting held on May 30, 2025.

SECRETARIAL STANDARD :

The Company complies with all applicable Secretarial Standards issued by The Institute of Company Secretaries of India and approved by the Central Government under Section 118(10) of the Companies Act, 2013 for the Financial Year ended 31st March, 2025.

OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

Company has adopted a policy for prevention of Sexual Harassment of Women at workplace as required under the Act.

The following is a summary of sexual harassment complaint received or disposed of during the year 2024-25.

- No. of Complaint received: NIL
- No. of Complaint disposed off: NIL

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

In view of the nature of the Company, Rule 8 of Company (Accounts) Rules, 2014 concerning conservation of energy and technology absorption respectively are not applicable to the Company.

The foreign exchange earnings and outgo during the year is as follows:

Outflow: Nil

Inflow: Nil

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:

No significant or material orders were passed by the regulators or courts or Tribunals which impact the going concern status and Company's operations in future.

DISCLOSURE ABOUT COST AUDIT:

As per the Cost Audit Orders, Cost Audit is not applicable to the Company's packing and its allied business for the FY 2024-25.

ACKNOWLEDGEMENT:

We record our gratitude to the Banks, Financial Institutions and others for their assistance and co-operation during the year. We also wish to place on record our appreciation for the dedicated services of the employees of the Company. We are equally thankful to our esteemed investors for their co-operation extended and confidence reposed in the management.

Place: Mumbai

Date: September 6, 2025

By order of the Board of Directors
Garnet Construction Limited

Kishan Kumar Kedia
DIN : 00205146
Managing Director

Annexure-I

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025

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

To,
The Members,
GARNET CONSTRUCTION LIMITED
501/531, Laxmi Mall, Laxmi Industrial Estate,
New Link Road, Andheri (West),
Mumbai – 400 053.

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

Based on our verification of the 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, We here by report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2025 (hereinafter referred to as “Audit Period”) complied with the statutory provisions listed here under and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Take overs) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; #
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and sweat Equity) Regulation, 2021; #
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; #
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; #
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; #

- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; # and
- (i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

The Regulations or Guidelines, as the case may be were not applicable for the period under review.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India;
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

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

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive and Independent Directors. There were no changes in the composition of the Board of Directors during the period under review.

Adequate notice was given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

During the period under review, decisions were carried through unanimously and no dissenting views were observed, while reviewing the minutes.

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

We further report that during the audit period, there were no events/actions, having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc. except Mr. Kishan Kumar Kedia is occupying Managing Director as well as Chief Financial Officer for the company.

For **Neetu Maheshwari**

Place: Jaipur
Date: September 6, 2025

Neetu Maheshwari
FCS: 10266, C.P No.: 13397
UDIN: F010266G001189840

'Annexure A'

To,
The Members,
Garnet Construction Limited

Our Secretarial Audit Report for the Financial Year ended on 31st March, 2025 of even date is to be read along with this letter.

1. Maintenance of Secretarial record is responsibility of the Management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Neetu Maheshwari**

Place: Jaipur
Date: September 6, 2025

Neetu Maheshwari
FCS: 10266, C.P No.: 13397
UDIN: F010266G001189840

Annexure-III

PARTICULAR OF EMPLOYEES

The ratio of the remuneration of each Director to the median employee's remuneration and other details in terms of sub-section 12 of Section 197 of the Companies Act, 2013 read with Rule (5) (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- i. The ratio of the remuneration of each director to the median remuneration of employee for financial year :-

Executive Directors	Director remuneration
Kishan Kumar Kedia, Managing Director	30.00
Arun Kedia, Director Marketing	30.00
Sanjay Kedia, Finance Director	30.00

- ii. The percentage increase in remuneration in the financial year of following :-

Executive Directors & KMP	% increase
Kishan Kumar Kedia, Chairman & Managing Director	Nil
Arun Kedia, Director Marketing	Nil
Sanjay Kedia, Finance Director	Nil
Neha Verma, Company Secretary	Nil

- iii. Percentage increase in median remuneration of employees in the financial year :- Nil.

- iv. Number of permanent employee on the roll of company :- 36

- v. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration :-

The percentage increase made in the salaries of employees other than managerial personnel in the financial year 2024-25 was NIL whereas the percentage increase in the remuneration of managerial personnel in the financial year 2024-25 was NIL.

- vi. Affirmation that the remuneration is as per the remuneration policy of the Company.

It is affirmed that the remuneration paid is as per the remuneration policy of the Company.

REPORT ON CORPORATE GOVERNANCE**1. Company's Philosophy on Code of Governance**

Your Company's activities are carried out in accordance with good corporate practices and the Company is constantly striving to better them and adopt best practices that would ensure efficient conduct of the affairs of the Company to achieve its goals and maximize value for all its stakeholders.

2. Board of Directors**Board Composition**

Present strength of the Board is 6 (Six) Directors. The Board comprises of three (3) Executive and 4 (four) Non-Executive Director. The board is headed by Mr. Kishan Kumar Kedia, Executive Chairman.

Category	Name of Director
Executive and Non-Independent Director	Mr. Kishan Kumar Kedia Mr. Arun Kedia Mr. Sanjay Kedia
Non Executive and Independent Director	Mr. Akash Kamble Mr. Jitendra Jadhav Ms. Sriya Siddiqui Mr. Shiromani Chauhan

Board Meetings

Five Board Meetings were held during the financial year 2024 – 25 on 30th May, 2024, 14th August, 2024, 6th September, 2024, 14th November, 2024 and 14th February, 2025.

Details of Composition, Status, Attendance at the Board Meetings and the last Annual General Meeting, Number of other Directorship and other committee position held :-

Name	Category	Attendance		No. of Other Directorship \$	Committee (as on March 31, 2025)	
		Board Meeting	Last AGM		Member Ship	Chairman Ship
Mr. Kishan Kumar Kedia	Executive Non Independent	5	Yes	1	-	-
Mr. Arun Kedia	Executive Non Independent	5	Yes	2	-	-
Mr. Sanjay Kedia	Executive Non Independent	5	Yes	3	-	-
Mr. Shiromani Chauhan *	Non Executive Independent	5	Yes	-	2	2
Mr. Jitendra Jadhav	Non Executive Independent	5	Yes	-	4	2
Ms. Sriya Siddiqui	Non Executive Independent	5	Yes	-	4	-
Mr. Akash Kamble	Non Executive Independent	3	Yes	-	4	2

* Resigned wef 30th May, 2025.

\$ Directorship included in Private Limited Company.

Shri Arun Kedia and Shri Sanjay Kedia and Shri Kishan Kumar Kedia are Promoters and are relatives.

Independent Directors confirmation by the Board

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations.

In the opinion of the Board, the Independent Directors, fulfil the conditions of independence specified in Section 149(6) of the Companies Act, 2013 and Regulation 16(1) (b) of the Listing Regulations.

Independent Directors' Meeting

During the year under review, the Independent Directors met on February 14, 2025, inter alia, to :

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

All the Independent Directors were present at this Meeting except Mr. Shiromani Chauhan.

3. Audit Committee :

The Committee comprises of three members and all are independent Directors, to exercise powers and discharge their function as stipulated under Companies Act, 2013. During the year five meetings were held on 30.05.2024, 14.08.2024, 06.09.2024, 14.11.2024 and 14.02.2025 and all the members attended the meeting. Quorum of the committee is two Independent Directors as Members.

The terms of reference of this Committee are wide enough covering the matters specified for Audit Committee under Part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

The composition of the Audit Committee and the number of meetings attended by each Members during the year ended 31st March, 2025 is as follows:

Sr. No.	Name of the members	Status	Director Status	Meeting Attended
1	Shiromani Chauhan #	Chairman	Non-Executive & Independent	3
2	Jitendra Jadhav	Member	Non-Executive & Independent	5
3	Sriya Siddiqui	Member	Non-Executive & Independent	5
4	Akash Kamble @	Member	Non-Executive & Independent	2

Mr. Shiromani Chauhan tenure as non-executive independent director will be completed as on 30th September, 2024.

@ Mr. Akash Kamble appointed as non-executive independent director as on 30th September, 2024 and thereafter he will be chairman of the Committee.

All the Members of the Audit Committee are financially literate and two Members has accounting and related financial management expertise.

The Company Secretary acts as the Secretary to the Committee. The Audit Committee, as and when considers appropriate, invites the Statutory Auditors and Internal Auditors at the meetings of the Committee.

Terms of reference

The terms of reference of the Audit Committee are in line with the requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of the Listing Regulations. The Audit Committee inter alia performs the functions of approving Annual Internal Audit Plan, review of financial reporting system, internal controls system, discussion on financial results, interaction with Statutory and Internal Auditors, discussion with Statutory and Internal Auditors, recommendation for the appointment of Statutory, Internal Auditors and their remuneration, Management Discussions and Analysis, Review of Internal Audit Reports.

4. Nomination & Remuneration Committee (NRC)

Terms of Reference

The terms of reference of the NRC is to Committee include identifying persons to be appointed as Directors and senior management positions, recommend to the Board the appointment and removal of Directors, carryout evaluation of Directors, formulate criteria for determining qualification, positive attributes and independence of Directors, recommend policy relating to remuneration of Directors.

The members of the Nomination and Remuneration Committee met three times on 30th May, 2024, 6th September, 2024 and 14th February, 2025. All the members were attended the said meetings.

The Composition of Committee is as under:

Sr. No.	Name of the members	Status	Director Status	Meeting Attended
1	Shiromani Chauhan#	Chairman	Non-Executive & Independent	2
2	Jitendra Jadhav	Member	Non-Executive & Independent	3
3	Sriya Siddiqui	Member	Non-Executive & Independent	3
4	Akash Kamble @	Member	Non-Executive & Independent	2

Mr. Shiromani Chauhan tenure as non-executive independent director will be completed as on 30th September, 2024.

@ Mr. Akash Kamble appointed as non-executive independent director as on 30th September, 2024 and thereafter he will be chairman of the Committee.

Performance Evaluation

Guided by the prevailing regulatory environment of the SEBI Listing Regulations, 2015 and the Companies Act, 2013, the framework used to evaluate the performance of Independent and the Executive Directors is based on the expectation that they perform their duties in a manner which creates and continues to build sustainable value for the shareholders and in accordance with the duties and obligations abided on them. The performance evaluation criteria for Independent Directors are determined by the Nomination and Remuneration Committee. An indicative list of factors that may be evaluated include participation and contribution by a Director, commitment, effective deployment of

knowledge and expertise, effective management of relationship with stakeholders, integrity and maintenance of confidentiality and independence of judgment.

The evaluation also assessed the quality, quantity and timeliness of flow of information between the management and the Board that is necessary for it to effectively and reasonably perform its duties.

Remuneration Policy

Remuneration for the Whole-time Director, KMP and Senior Management Personnel

Managing Directors and Whole-time Director

The remuneration to be paid to the Managing and Whole-time Director shall be in accordance with the percentage / slabs / conditions laid down in the Articles of Association of the Company and/or as per the provisions of the Companies Act, 2013 and the rules made there under. The Managing Directors and Whole-time Director shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and quantum of perquisites including, employer's contribution to P.F, and other medical expenses, club fees etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the shareholders and /or Central Government, wherever required.

Minimum and Excess Remuneration

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managing Directors and Whole-time Director in accordance with the provisions of the Companies Act, 2013 and rules made there under.

If any Managing Director and Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company.

Independent Non- Executive Directors:

There is no provision of remuneration has been made to Independent director. However, committee is proposes to recommended the board for payment of Sitting Fees to Independent Directors.

KMP and Senior Management Personnel:

The KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and quantum of perquisites including, employer's contribution to P.F, and same shall be decided and approved by the Board on the recommendation of the Committee.

Approval of the Remuneration Policy & Amendment in the Policy:

This Remuneration Policy shall apply to all future employment agreements with members of Company's Senior Management including Key Managerial Person and Board of Directors. The Remuneration Policy is binding for the Board of Directors including its provisions on stock options. In other respects, the Remuneration Policy shall be of guidance for the Board. Any departure from the policy shall be recorded and reasoned in the Board's minutes. The Nomination & Remuneration Committee shall review the policy from time to time and make necessary recommendations to the Board. Any amendment to this Policy can be made only with the approval of the Board of Directors of the Company.

Disclosure of Information & Dissemination:

Information on the total remuneration of Board of Directors, Key Managerial Personnel and Senior Management may be disclosed in the Company's annual financial statements. The Company's Remuneration Policy shall be published on its website.

5. Stakeholder Relationship Committee (SRC)

The members of the Stakeholders Relationship Committee met two times on 30th May, 2024 and 14th February, 2025. All the members were attended the said meetings.

The Composition of Committee is as under:

Sr. No.	Name of the members	Status	Director Status	Meeting Attended
1	Jitendra Jadhav	Member	Non-Executive & Independent	2
2	Shiromani Chauhan #	Member	Non-Executive & Independent	1
3	Sriya Siddiqui	Member	Non-Executive & Independent	2
4	Akash Kamble @	Chairman	Non-Executive & Independent	1

Mr. Shiromani Chauhan tenure as non-executive independent director will be completed as on 30th September, 2024.

@ Mr. Akash Kamble appointed as non-executive independent director as on 30th September, 2024 and thereafter he will be chairman of the Committee.

During the financial year 2024-2025 the Company did not receive any complaints from the shareholders.

Terms of Reference

The committee periodically reviews the services rendered to the shareholders particularly redressal of complaints of the shareholders like delay in transfer of shares, non-receipt of Annual Report, non-receipt of declared dividends etc. and also the action taken by the Company on the above matters.

Investor Relations

During the year ended 31st March, 2025, no complaint has been received by the Company.

6. Corporate Social Responsibility Committee (CSR)**Composition of Committee**

The Committee's composition and terms of reference are in compliance with the provisions of the Companies Act, 2013 :

Sr. No.	Name of the members	Status	Director Status	Meeting Attended
1	Jitendra Jadhav	Chairman	Non-Executive & Independent	1
2	Akash Kamble	Member	Non-Executive & Independent	1
3	Sriya Siddiqui	Member	Non-Executive & Independent	1

The Company Secretary of the Company acts as the Secretary to the committee.

Terms of Reference

The Committee's prime responsibility is to assist the Board in discharging its social responsibilities by way of formulating and monitoring implementation of the framework of corporate social responsibility policy, recommend amount of expenditure to be incurred on CSR activities, oversee the implementation of CSR projects/programs undertaken by the Company, suggest remedial measures, where required, and monitor the CSR Policy from time to time.

Meetings and Attendance

There was one meeting of the Corporate Social Responsibility Committee held during FY 2024-25 on 14th February, 2025. All members were present in the meeting.

7. General Body Meeting

The details of last there Annual general Meeting

Year	Date	Venue	Time
2024	September 30, 2024	Video Conferencing deemed venue Registered Office	11.00 am
2023	September 30, 2023	Video Conferencing deemed venue Registered Office	11.00 am
2022	September 30, 2022	Video Conferencing deemed venue Registered Office	12.30 pm

Special Resolutions as detailed below were passed during the last three Annual General Meetings

- 30.09.2024 i. To consider and approve re-appointment of Shri Jitendra Jhadav an Independent Director of the Company for second term of 5 years.
- 30.09.2024 ii. To consider and approve appointment of Shri Akash Kamble an Independent Director of the Company for second term of 5 years.

All special resolutions as set out in the notice of Annual General Meeting were passed by the shareholders at respective meeting with requisite majority. No resolution was passed through postal ballot last year nor is any resolution proposed to be passed through postal ballot in the ensuing Annual General Meeting.

8. Directors

Resume and other information regarding the Director seeking re-appointment as required by Regulation 36(3) of the Listing Regulations has been given in the Notice of the 33rd Annual General Meeting annexed to the Annual Report.

9. Means of Communication

- The quarterly / half yearly financial results are published in English & Marathi newspaper.
- Quarterly, Half Yearly and Annual Financial Results of the Company are sent to the stock exchange immediately after they have been approved by the board. Quarterly and Annual Results are published in the newspaper and also uploaded on company's website.
- Management Discussion and Analysis Report form the part of the Annual Report.

10. General Shareholder Information

Annual General Meeting :

Day & Date& Time : Tuesday, 30th September, 2025 at 10.00 a.m.

Venue : Through Video conferencing / Other Audio Video Means (OAVM)

Date of Book closure : Friday 26th September, 25 to Tuesday 30th September, 25.
(both days inclusive.)

Dividend payment date : Not applicable since no dividends is recommended by the Board.

Listing on Stock Exchanges: Bombay Stock Exchanges, and Annual Listing fees for the Financial Year 2025-26 has been paid to the stock exchange.

Demat International Security Identification Number (ISIN) : INE797D01017

Corporate Identity Number : L45200MH1992PLC069044

Designated e-mail id for investors : investors@garnetconstructions.com

Address for correspondence Company address : Garnet Construction Limited, 501/531, Laxmi Mall, Laxmi Industrial Estate, New Link Road, Andheri (West), Mumbai-400 053.

Company's Share Transfer Agent address : MUFG Intime India Private Limited (Formerly Link Intime India Pvt Ltd). C-101, 247 Park, LBS Road, Surya Nagar, Gandhi Nagar, Vikhroli (West), Mumbai - 400083.

Market Price Data – High/Low price of the Equity Shares of the Company during the financial year 2024 – 25 on BSE :-

Month	Bombay Stock Exchange Ltd.	
	High	Low
Apr-24	28.94	21.42
May-24	29.00	23.95
Jun-24	28.50	22.50
Jul-24	28.95	24.50
Aug-24	57.15	23.50
Sep-24	56.07	44.20
Oct-24	48.70	37.60
Nov-24	48.15	35.18
Dec-24	39.87	35.11
Jan-25	38.50	27.05
Feb-25	31.48	22.00
Mar-25	27.37	21.60

Share Transfer System : The company's equity shares which are in dematerialized form are dealt through the depositories in electronic mode. Transfer of shares in physical form is processed by the Company's Registrar and Transfer Agent (RTA) with in fifteen days from the date of receipt, provided the documents are complete in all respect. All requests for transfer / transmission in physical mode are processed by the RTA.

Distribution of shareholding as on 31.03.2025

Number of Equity Shares		Share Holders		Share Total	
		No.	% to Total	In Rs.	% to Total
0	500	5207	84.4333	6928590.00	4.9838
501	1000	422	6.8429	3481990.00	2.5046
1001	2000	220	3.5674	3416470.00	2.4575
2001	3000	89	1.4432	2263530.00	1.6282
3001	4000	45	0.7297	1624620.00	1.1686
4001	5000	44	0.7135	2098700.00	1.5096
5001	10000	59	0.9567	4362490.00	3.1380
100001 and Above		81	1.3134	114845610.00	82.6097
Total		6167	100.00	13,90,22,000	100.00

Shareholding pattern as on 31.03.2025

Category	No. of Shares	% of Shares
Promoters	85,21,237	61.29
Private Corporate Bodies	5,43,186	3.91
Indian Public	44,02,078	31.67
NRIs/OCBs	2,19,704	1.58
Clearing Member / HUF / LLP	2,15,995	1.55
Grand Total	1,39,02,200	100.00

Reconciliation of Share Capital Audit Report :

As stipulated by SEBI, a qualified practicing Company Secretary carries out the Reconciliation of Share Capital to reconcile the total capital held with the National Security Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The Audit is carried out every quarter and the report there on is submitted to the Stock Exchanges.

The report, inter alia, confirms that the total listed and paid-up share capital of the Company is in agreement with the aggregate of the total dematerialized shares and those in physical mode.

Dematerialization of Shares and Liquidity as on March 31, 2025

Mode of Holding	No. of Shareholders	% of Shareholders	No. of Shares	% of Shares
Physical	1229	19.93	322800	2.32
Electronic	4938	80.07	13579400	97.68
TOTAL	6167	100.00	13902200	100.00

Details of shares held by Non-executive Director are given in extract of Annual return in Form MGT – 9.

11. Code for prevention of insider trading

The Company has adopted a Code for Prevention of Insider Trading in the shares of the Company which is in line with the Model Code as prescribed by the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended. The said code, inter-alia prohibits purchase/sale of shares of the Company by Directors and Employees while in possession of unpublished price sensitive information in relation to the Company and the same is posted on Company website.

12. Other Disclosures

- a. **CEO/CFO Certification** : The Managing Director and Chief Financial Officer (CFO) have issued certificate pursuant to the provisions of Regulation 17(8) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 certifying that the Financial Statements do not contain any materially untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed to this Report.
- b. **Compliance with Corporate Governance Requirements** : The Company is fully compliant with the Corporate Governance requirements as specified by Regulation 17 to 27 and clauses (b) to (i) of Sub-Regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- c. **Disclosures regarding Materially Significant Related Party Transactions**: All transactions with related parties were in the ordinary course of business and at arm's length. The Company has not entered into any transaction of a material nature with any of the related parties. Particulars of the Related Party Transactions have been disclosed in Note to 33 of the accounts.
- d. **Familiarization Programme for Independent Directors** : The Company has a detailed familiarization programme for Independent Directors the details of which are available on company website.
- e. **Policy on Material Subsidiary** : The Company has formulated a policy on determination of Material subsidiary and the same is available on Company website.
- f. **Fees paid to Statutory Auditor** : Details of fees paid by the Company for all services to the Statutory Auditors are disclosed in note no. 28A to the Financial Statements.
- g. **Disclosure regarding certain Non-Compliances related to Capital Markets** : There are no penalties or strictures imposed on the Company by the Stock Exchanges or SEBI or any statutory authorities. There were no instances of non-compliance of any matter related to the capital market during the last three (3) years.
- h. **Whistle Blower Policy** : The Board of Directors have framed Whistle Blower Policy for the Directors and employees. The policy has been disclosed on the website of the Company at Company website.
- i. **Compliance of mandatory and non-mandatory requirements** : Certificate from the auditors of the Company confirming compliance with the mandatory requirements under Schedule V(E) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed to this report.
- j. **Director Disqualification Certificate** : A certificate from a Company Secretary in practice that none of the Directors on the board of the Company have been debarred or disqualified from being appointed or continuing as Directors of companies by the SEBI/Ministry of Corporate Affairs or any such statutory authority : The Certificate of Company Secretary in practice is annexed herewith as a part of the report.
- k. **Details of shares held by Non-Executive Directors** :

Sr. No.	Name of Director	Shares held
1	Shiromani Chauhan	0
2	Akash Kamble (w.e.f. 06-09-2024)	0
3	Sriya Siddiqui	0
4	Jitendra Jhadav	0

- l. **Accounting treatment in preparation of Financial Statements** : The Financial Statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 and other relevant provisions of the Act.
- m. **Confirmation by the Board of Directors regarding acceptance of recommendation of all Committees** : In terms of the amendments made to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors confirm that during the year, it has accepted all recommendations received from all its Committees.
- n. **Details of use of Public Funds obtained in last three years** : No funds have been raised from public in last three years.
- o. **Dematerialization of Shares** : 97.68 % of the equity shares of the Company have been dematerialized as on 31st March, 2025. The Company has entered into agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) whereby shareholders have an option to dematerialise their shares with either of the Depositories.
- p. **Outstanding GDRs/ADRs/Warrants or any Convertible** : There are no outstanding instruments and hence Instruments, its date of conversion and likely impact are not applicable.
- q. **Commodity price risk or foreign exchange risk and hedging activities** : The same is not applicable to the company. Since the Company does not have any exposure hedged through Commodity derivatives.
- r. **Foreign exchange risk and hedging activities** : During the year, the Company has not engaged in any foreign exchange risk and hedged to the extent considered necessary.
- s. **Prevention, Prohibition And Redressal Of Sexual Harassment At Workplace** : During the year, no complaint were lodged with the Company.
- t. **Unclaimed Suspense Account** : There were no shares in the demat suspense account or unclaimed suspense account during the Financial Year 2024-25.
- u. **Transfer of Shares to Investor Education and Protection Fund (IEPF)**: During the year under review, the Company has not transferred any requisite equity shares as well as Dividend for a period of consecutive 7 years or more beginning from the Financial Year 2016-17 since company has not declared any dividend.
- v. **Loans and Advances to Firm/Company where Directors are interested**: During the year, the Company has not provided any loans or advances to firms / Companies in which Directors are interested.

For and on behalf of the Board

Place : Mumbai
Date : 6th September, 2025

Kishan Kumar Kedia
Managing Director
DIN : 00205146

COMPLIANCE CERTIFICATE

(in terms of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Board of Directors
Garnet Construction Limited

I the undersigned, with respect to FY 2024-25, certify to the Board that

- (a) I have reviewed the financial statements and the cash flow statement for the year and that to the best of our knowledge and belief –
- (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (ii) these statements together present a true and fair view of the company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) I accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have also disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps I have taken or propose to take to rectify these deficiencies.
- (d) I have indicated to the auditors and the Audit Committee -
- (i) significant changes in internal control over financial reporting during the year;
 - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Garnet Construction Ltd.

Kishan Kumar Kedia
Managing Director & Chief Financial Officer

Place : Mumbai
Date : 6th September, 2025

Declaration on Compliance of the Company's Code of Conduct

The Company has framed a Code of Conduct for the Members of the Board of Directors and the Senior Management of the Company pursuant to Regulation 17 (5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all the members of the board of directors and senior management have affirmed compliance with said code of conduct for the financial year 2024-25.

For and on behalf of the Board

Place : Mumbai
Dated : 6th September, 2025

Kishan Kumar Kedia
Managing Director

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
Garnet Construction Limited
501/531, Laxmi Mall, Laxmi Industrial Estate,
New Link Road, Andheri (West), Mumbai – 400 053

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Garnet Construction Limited** CIN : L45200MH1992PLC069044 and having registered office at 501/531, Laxmi Mall, Laxmi Industrial Estate, New Link Road, Andheri (West), Mumbai – 400 053, Maharashtra (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No.	Name of Directors	DIN	Date of Appointment
1	Kishankumar Jugalkishore Kedia	00205146	October 15, 1992
2	Arun Kishankumar Kedia	00205183	October 15, 1992
3	Sanjay Kishankumar Kedia	00205220	October 15, 1992
4	Shiromani Singh	02451817	March 10, 2003
5	Jitendra Maruti Jadhav	08469921	June 01, 2019
6	Sirya Vakil Siddiqui	08727351	April 14, 2020
7	Akash Kamble	10768240	September 06, 2024

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

For Neetu Maheshwari
Company Secretaries

Neetu Maheshwari
FCS No. – 10266
CP No.– 13397
UDIN : F010266G001189895
Place : Jaipur
Date : 6th September, 2025

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management of the Company is pleased to present this report covering the activities of the Company during the year ended on March 31, 2025.

ECONOMY OVERVIEW

Two sectors in India stand out as the primary engines of growth: real estate and infrastructure. The major reason for this is that the two components of a country's growth are intricately interconnected, forming a symbiotic relationship that significantly influences urban development and economic advancement. By 2040, the real estate market will grow to Rs. 65,000 crore (US\$ 9.30 billion) from Rs. 12,000 crore (US\$ 1.72 billion) in 2019. Real estate sector in India is expected to reach US\$ 1 trillion in market size by 2030, up from US\$ 200 billion in 2021 and contribute 13% to the country's GDP by 2025.

Retail, hospitality, and commercial real estate are also growing significantly, providing the much-needed infrastructure for India's growing needs. India's real estate sector is expected to expand to US\$ 5.8 trillion by 2047, contributing 15.5% to the GDP from an existing share of 7.3%. In FY23, India's residential property market witnessed with the value of home sales reaching an all-time high of Rs. 3.47 lakh crore (US\$ 42 billion), marking a robust 48% year-on-year increase. The volume of sales also exhibited a strong growth trajectory, with a 36% rise to 379,095 units sold. Demand for residential properties has surged due to increased urbanization and rising household income. India is among the top 10 price appreciating housing markets internationally. Driven by increasing transparency and returns, there's a surge in private investment in the sector.

The Government has allowed FDI of up to 100% for townships and settlements development projects. The Union Budget 2025-26 boosts homeowners with nil tax on two self-occupied properties (earlier one) and raises TDS threshold on rent from Rs. 2.4 lakh (US\$ 2,769) to Rs. 6 lakh (US\$ 6,924), driving property ownership demand. In the Union Budget 2024-25, PM Awas Yojana Urban 2.0 will address housing needs for 1 crore urban poor and middle-class families with a Rs. 10 lakh crore (US\$ 120.16 billion) investment.

INDIAN REAL ESTATE SECTOR

India's real estate market is experiencing significant growth, fueled by market dynamics and supportive government actions. The residential sector is expanding rapidly, thanks to affordability programs that increase access to housing. At the same time, flexible office spaces are revolutionizing the commercial landscape, responding to evolving consumer demands. Major urban centres such as Mumbai, Pune, Hyderabad, and the National Capital Region (NCR) serve as the primary engines of this growth, reflecting their strong economies and increasing populations.

Projections indicate that the Indian Real Estate Sector will reach a trillion dollars by 2030, driven by strategic investments and innovative approaches. Incorporating technology and sustainable practices is fundamentally transforming the industry. From smart homes to data-driven decision-making and energy-efficient construction, the real estate sector in India is adopting a future-oriented and globally aligned trajectory. In 2024, real estate investments throughout the Asia Pacific region experienced a 12% annual increase, reaching US\$155.9 billion, as reported by Colliers. Importantly, India exhibited remarkable growth, with investments soaring by 88% year-on-year, amounting to US\$3 billion in the latter half of 2024.

Office properties retained their status as the preferred investment choice, capturing 47% of the market, followed by industrial and logistics assets, which constituted 27%. Mumbai emerged as a significant investment hub, accounting for nearly half of India's total investments, predominantly driven by acquisitions of office assets.

This strong investment momentum in India aligns with JLL India's findings, which indicate businesses invested Rs. 62,328 crore in new project development during FY25. Looking ahead, it is anticipated that the Reserve Bank of India's lowering of policy rates and new fiscal incentives aimed at the middle class will sustain strong demand in the sector. In addition, the continuous expansion of expressways, metro networks, and commercial corridors will propel the growth of land banking.

RESIDENTIAL SECTOR

Throughout 2024, the demand from homebuyers exhibited remarkable strength, culminating in sales volumes attaining a peak not observed in the past twelve years. A total of 0.35 million units were transacted, reflecting a robust increase of 7% compared to the preceding year. Numerous markets achieved sales figures not witnessed in multiple years, with Hyderabad and Pune accomplishing unprecedented sales.

Furthermore, Mumbai recorded its highest annual and semi-annual sales in thirteen years, with a total of 96,187 units sold. Despite the upsurge in sales following the pandemic, developers have markedly escalated project launches since 2022, capitalising on robust demand. In 2024, new launches attained an 11-year peak of 0.37 million units. Developers are strategically attuning to the evolving preferences of homebuyers by offering properties that emphasise enhanced lifestyles, spaciousness, amenities and distinctive experiences. In conjunction with robust sales in 2024, property prices have experienced an increase across all markets, with Bengaluru demonstrating a year-over-year growth of 12%.

Developers are adeptly attracting buyers through an array of incentives, including financing schemes and complimentary offerings, particularly within the high-end segment. The government's 'housing for all' initiative persistently propels policies to encourage private sector participation and enhance homebuyer financing. With a stable economy and favourable interest rates, the market is well positioned for sustained growth in the forthcoming year.

OFFICE SECTOR

Driven by optimistic economic sentiments, the office market in India experienced a remarkable surge in 2024, achieving an exceptional annual transaction volume of 6.68 million square meters (71.9 million square feet). This figure surpassed the previous peak in 2019 by a substantial 19%, affirming the market's vigorous recovery and even exceeding the near record volumes observed in 2023. The robust economic outlook has served as the primary catalyst for this ongoing occupier activity, propelling the market back onto its pre-pandemic growth trajectory.

In 2024, Mumbai, the National Capital Region (NCR), Bengaluru, Pune, and Ahmedabad recorded the highest annual office transaction volumes. India's three largest office markets, Bengaluru, NCR, and Mumbai, collectively represented 57% of the total transacted area, considerably exceeding the national growth rate of 21%. These markets have emerged as the principal catalysts for the Indian office market's record-setting performance. Although total office transaction volumes have consistently increased, the primary drivers have shifted. While IT services previously dominated, India-focused businesses and Global Capability Centres (GCCs) are now anchoring demand.

In 2024, India facing businesses accounted for 36% of transactions, and GCCs for 31%. Despite global economic volatility, this sustained demand highlights India's strong positive business sentiment.

OPPORTUNITIES & THREATS OPPORTUNITIES

The Indian real estate industry has undergone significant changes in recent years, driven by factors such as the growth of the Indian economy, urbanization, and increased demand for housing and commercial spaces.

The industry has also faced various challenges, such as regulatory issues, a lack of transparency, and a slowdown in demand in certain segments.

OPPORTUNITIES

* **Affordable Housing:** The affordable housing segment is a significant opportunity in the Indian real estate sector. The government's focus on providing "Housing for All" by 2022 has created a huge demand for affordable housing. Developers who focus on this segment can benefit from government incentives and tax breaks.

* **Commercial Real Estate:** The commercial real estate segment, including office spaces, shopping malls, and warehouses, offers significant growth opportunities in the Indian real estate sector. With the growth of e-commerce, there is an increasing demand for warehouses and logistics parks. The Company firmly believes that there will be rise in demand and growth due to various implementations. The Company think the demand should remain strong in the medium to long term. The Company understands in order to remain competitive and to continue being a trusted partner to our customer we need to expand our scope of services and capabilities. The Company believes there will be strong growth and increase demand in the trading segments.

The Company expects better results in this sector due increasing rising income and growth of service sector The Company's long-term view on this Segment is positive. The Company faced lot of economic challenges in Infrastructure sector.

THREATS

* **Economic conditions** Company projects exposed to challenges to different economic conditions, trade policies, local laws, political environment and also includes challenges like timely completion of projects and to maintain a smooth balance between returns and risk. In addition to this, there are risks associated to operating in different geographies in terms of terrain, sociopolitical and engineering factors.

* **Land Acquisition:** Land acquisition is a major challenge for real estate development in India. The process is complicated, time-consuming, and often leads to disputes between developers, landowners, and government authorities.

* **Construction Delays:** Delays in project completion are a common problem in the Indian real estate industry. This can be due to a variety of factors, including delays in obtaining approvals, shortage of skilled labor, and supply chain disruptions.

* **Cost of people** The major risk is to retain existing talent and attract new talent. The need to strengthen and improve leadership pipeline is an important priority to keep up with the fast paced growth of the Company.

* **Regulatory environment** The Company is exposed to risk attached to various statutes and regulations. The Company is mitigating these risks through regular review of legal compliance carried out through internal and external compliance audits. Our ability to manage, evolve and improve our operational, financial and internal controls across the organization and to integrate our wide spread operations and derive benefits from our operations is key to our growth strategy and results of operations.

* **Collection of receivables from our clients** There are usually no delays associated with the collection of receivables from our clients. Our operations involve significant working capital requirements and prompt collection of receivables affect favorably to our liquidity and results of operations. However, there can be no assurance that any such development would not adversely affect our business.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The internal control commensurate with the activities is supplemented by continuous review by the management. The internal control system is designed to ensure that every aspect of the company's activity is properly monitored.

CAUTIONARY STATEMENT

Management Discussion and Analysis detailing the Company's objectives, outlook and expectations have "forward looking statement" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied depending upon global and Indian demand supply conditions, changes in Government regulations, tax regimes and economic developments within India and overseas.

For and on behalf of the Board

Kishan Kumar Kedia
Managing Director
DIN: 00205146

Place: Mumbai
Date: September 6, 2025

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
Garnet Construction Limited

1. We have examined the compliance of conditions of corporate governance by Garnet Construction Limited ('the Company') for the year ended March 31, 2025 as stipulated in Regulations 17 to 27 and Clauses (b) to (i) & (t) of Regulation 46(2) and Para C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations').

Management's Responsibility

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

Auditor's Responsibility

3. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
4. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
5. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

7. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C, D and E of Schedule V to the Listing Regulations during the year ended March 31, 2025.
8. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

Restrictions on Use

9. The certificate is issued solely for the purpose of complying with the aforesaid SEBI Listing Regulations and may not be suitable for any other purpose.

For Shankarlal Jain & Associates LLP
Chartered Accountants
Firm Registration No. 109901W/W100082

Date: 06-09-2025
Place: Mumbai

Satish Jain
Partner
Membership No. 048874
UDIN: 25048874BMJHGJ8744

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GARNET CONSTRUCTION LIMITED

STANDALONE FINANCIAL STATEMENTS

FINANCIAL YEAR – 2024-2025

Independent Auditor's Report

To
The Members of
GARNET CONSTRUCTION LIMITED
MUMBAI

Report on the Audit of the Financial Statements**Opinion**

We have audited the accompanying financial statements of **GARNET CONSTRUCTION LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (herein referred to as "the financial statements")

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

Basis of Opinion

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

Key Audit Matters

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

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's management and Board of Directors are responsible for the other information. The other information comprises of the information included in the Company's annual report, but does not include the financial statements and our auditor's report thereon.

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

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

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.

Responsibility of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an

opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls.

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
 - A. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books

- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of changes in Equity dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate report in Annexure B;
- g) In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us; and
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position and its financial statements as of March 31, 2025.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
 - iii. There were no amount which were required to be transferred to the Invest or Education and Protection Fund by the Company.
- iv. (a) Management has represented to us that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ('Intermediaries'), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entities ('Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall,

whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (i) and (ii) of rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

(d) The Company has not paid any dividend in the current financial year and hence the provisions of section 123 were not attracted.

(e) Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

For Shankarlal Jain & Associates LLP
Chartered Accountants
Firm Registration No. 109901W/W100082

Date: 30-05-2025

Place: Mumbai

Satish Jain

Partner

Membership No. 048874

UDIN: 25048874BMJHBN3937

GARNET CONSTRUCTIONS LIMITED

Annexure – A to the Independent Auditors' Report

For The Year Ended 31st March, 2025

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

- (i) (a) The company has maintained proper records showing full particulars, including quantitative details and situation of its property, plant and equipment.
- b) The Company has a regular program of physically verification of its property, plant and equipment under which the assets are physically verified in a phased manner over a period of three years, which, in our opinion, is reasonable having regards to the size of the company and the nature of its assets. In accordance with the program, certain property, plant and equipment were verified during the year and no material discrepancies were noticed on such verification.
- c) According to the information and explanation given to us and on the basis of our examination of the records of the company, the title deed of immovable of property are held in the name of the company.
- d) The Company has not revalued its property, plant and equipment during the year.
- e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed.
- (b) As the Company has not availed any working capital limit during the year, reporting requirements under this clause is not applicable.
- (iii) (a) The Company has not stood guarantee or provided security during the year but provided loans or advances which are given below:

Particulars	Loans (₹ in Lakhs)	Advances in nature of loans (₹ in Lakhs)
A. Aggregate amount granted / provided during the year		
- Employees	2.26	-
- Other Loans	1112.51	-
B. Balance outstanding as at balance sheet date in respect of above cases:		
- Employees	15.96	-
- Other Loans	6406.63	-

- (b) Based on information and explanations provided to us, we are of the opinion that the terms and conditions of the loans given are, prima facie, not prejudicial to the interest of the Company.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has granted loans or provided advances in the nature of loan is payable on demand. Having regard to the fact that the repayment of principal or payment of interest are on demand, we are unable to comment on the regularity of the repayments of principal amounts and payment of interest.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan given falling due during the year, which has been renewed or extended or fresh loans given to settle the overdue of existing loans given to the same party.
- (f) According to the information and explanations given to us and on the basis of our examination of the records the Company has granted Loans or advances in the nature of loans which are repayable on demand details of which are given below:

Particulars	All Parties (₹ in Lakhs)

A. Aggregate of loans/advances in nature of loans	
<ul style="list-style-type: none"> - Repayable on demand (A) - Agreement does not specify any terms or period of repayment (B) 	1114.77
	-
Total (A+B)	1114.77
Percentage of loans/advances in nature of loans to the total loans	100%

- (iv) As per the information and explanations given to us, the company has not granted loans, or given guarantee or security for any person specified under section 185 and section 186 of the Companies Act, 2013.
- (v) In our opinion, and according to the information and explanations given to us, the Company has not accepted any deposits or there is no amount which has been considered as deemed deposit within the meaning of Sections 73 to 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, reporting under clause 3(v) of the Order is not applicable to the Company.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Companies Act, 2013 for the products manufactured by it (and/ or services provided by it). Accordingly, clause 3(vi) of the Order is not applicable.
- (vii) (a) In our opinion and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year.

- (ix) (a) According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us including representations received from the management of the Company and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or other lender.
- (c) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any term loans during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.
- (d) In our opinion and according to the information and explanations given to us and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have not been utilised for long term purposes.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (f) According to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, associates or joint ventures.
- (x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully, partially or optionally convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the period covered by our audit.
- (b) No report under Section 143(12) of the Companies Act, 2013 has been filed with the Central Government for the period covered by our audit.

- (c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistleblower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with Sections 177 and 188 of the Companies Act, 2013, where applicable. Further, the details of such related party transactions have been disclosed in the standalone financial statements, as required by the applicable Accounting Standards.
- (xiv)
 - a) In our opinion and based on our observation, the Company has an internal audit system commensurate with the size and nature of the business.
 - b) We have considered the internal audit reports of the Company issued till date, for the year under audit, in determining the nature, timing and extent of our audit procedures.
- (xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them and accordingly, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi)
 - (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.
 - (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
 - (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
 - (d) According to the information and explanations provided to us during the course of audit, the Group does not have any CIC. Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year
- (xviii) According to the information and explanation given to us there has been no resignation of the statutory auditors of the Company during the year Accordingly, clause 3(xviii) of the Order is not applicable.

- (xix) According to the information and explanations given to us and 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 and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) According to the information and explanations given to us, as the Company has fulfill the criteria as specified under Section 135(1) of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 there is requirement for the Company to spend amount under sub-section (5) of section 135 of the Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.
- (xxi) The reporting under clause (xxi) is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For Shankarlal Jain & Associates LLP
Chartered Accountants
Firm Registration No. 109901W/W100082

Satish Jain

Partner
Membership No. 048874

UDIN: 25048874BMJHBN3937

Place: Mumbai
Date: 30-05-2025

GARNET CONSTRUCTIONS LIMITED**Annexure - B to the Independent Auditors' Report For The Year Ended 31st March, 2025**

(Referred to in paragraph 1(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

We have audited the internal financial controls over financial reporting of **GARNET CONSTRUCTION LIMITED** ("the Company") as of 31st March 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the

Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Shankarlal Jain & Associates LLP
Chartered Accountants
Firm Registration No. 109901W/W100082

Place: Mumbai
Date: 30-05-2025

Satish Jain
Partner
Membership No. 048874
UDIN: 25048874BMJHBN3937

GARNET CONSTRUCTION LIMITED			
Balance Sheet as at 31st March, 2025			
Particulars	Notes	Amount in (Lacs)	
		As at	
		31st March, 2025	31st March, 2024
ASSETS			
I) Non - Current Assets			
a. Property, Plant and Equipment	3	458.70	394.94
b. Financial Assets			
Investments	4	0.39	0.39
Non-current loans	5	45.84	45.84
Other Non - Current Financial Assets	6	6.58	6.16
c. Other non-current assets	7	54.81	54.81
		566.32	502.14
II) Current Assets			
a. Inventories	8	6,500.07	6,334.68
b. Financial Assets			-
Trade Receivables	9	2,953.91	3,075.36
Cash and Cash Equivalents	10	6.48	6.68
Current Loans	11	6,412.63	5,479.18
Other Current Financial Assets		-	-
c. Other Current assets	12	1,112.76	911.05
		16,985.86	15,806.95
TOTAL ASSETS (I + II)		17,552.17	16,309.09
EQUITY AND LIABILITIES			
I) Equity			
a. Equity Share Capital	13	1,390.22	1,390.22
b. Other Equity	14	8,899.46	8,161.38
		10,289.68	9,551.60
II) Liabilities			
i) Non - Current Liabilities			
a. Financial Liabilities			
Long Term Borrowings	15	565.23	987.72
Other financial liabilities		-	-
b. Provisions	16	24.93	17.21
c. Deferred Tax Liabilities [Net]	17	72.88	74.28
		663.04	1,079.21
ii) Current Liabilities			
a. Financial Liabilities			
Borrowings	18	243.12	
Trade Payables	19	257.30	227.06
Other financial Liabilities	20	498.97	466.05
b. Other current liabilities	21	4,645.24	4,028.08
c. Provisions	22	954.82	957.09
		6,599.45	5,678.28
TOTAL EQUITY AND LIABILITIES (I+II)		17,552.17	16,309.09
Significant Accounting Policies		1 and 2	
The accompanying notes form an integral part of the financial statements			
As per our attached report of even date		For and on behalf of the Board of Directors	
For M/s Shankarlal Jain & Associates LLP			
Chartered Accountants			
Firm Reg. No.109901W/W100082		Kishan Kumar Kedia	
		Managing Director & Chief Financial Officer	
Satish Jain		Arun Kedia	
Partner		Marketing Director	
M. No. 048874		Sanjay Kumar Kedia	
Place : Mumbai		Finance Director	
Date : 30th May, 2025		Neha Verma	
		Company Secretary	

GARNET CONSTRUCTION LIMITED			
Statement of Profit and Loss for the year ended 31st March, 2025			
Particulars	Notes	(Lacs)	
		Year Ended	Year Ended
		March 31, 2025	March 31, 2024
REVENUE:			
Revenue from operations	23	1,609.09	1,113.03
Other income	24	332.10	705.79
Total Revenue (I)		1,941.19	1,818.82
EXPENSES			
Operating Costs	25	436.74	307.42
Changes in Inventories	26	(165.38)	628.54
Employee benefits expense	27	275.17	214.05
Finance cost	28	92.89	72.21
Depreciation and amortisation	3	31.23	28.69
Other expenses	29	280.50	158.49
Total Expenses (II)		951.15	1,409.40
Profit for the year before tax (I - II)		990.04	409.43
Exceptional items		-	
Tax Expenses :			
Current tax		250.00	118.00
Short/ (Excess) provision of tax in earlier years		-	-
Deferred tax		(0.56)	(2.61)
		249.44	115.39
Profit for the year		740.59	294.03
OTHER COMPREHENSIVE INCOME:	30		
Re - measurement gains / (losses) on defined benefit plans		(3.35)	(1.50)
Income tax effect		0.84	0.38
Other Comprehensive Income for the year, net of tax		(2.51)	(1.12)
Total Comprehensive Income for the year net of tax		738.09	292.91
Basic & Diluted Earning per Equity Share [EPS]	32	0.00	0.00
Significant Accounting Policies		1 and 2	
The accompanying notes form an integral part of the financial statements			
As per our attached report of even date		For and on behalf of the Board of Directors	
For M/s Shankarlal Jain & Associates LLP			
Chartered Accountants			
Firm Reg. No.109901W/W100082		Kishan Kumar Kedia	
		Managing Director & Chief Financial Officer	
Satish Jain		Arun Kedia	Sanjay Kumar Kedia
Partner		Marketing Director	Finance Director
M. No. 048874			
Place : Mumbai		Neha Verma	
Date : 30th May, 2025		Company Secretary	

GARNET CONSTRUCTION LIMITED		
Cash Flow Statement for the year ended 31st March, 2025		
	(Lacs)	
Particulars	INR	INR
	Year Ended	Year Ended
	31st March, 2025	31st March, 2024
A Cash flows from operating activities:		
Profit (Loss) before tax	990.04	409.43
Adjustments for:		
Depreciation, Impairment and Amortisation expenses	31.23	28.69
Profit on sale of assets [Net]	(1.50)	
Interest income	(324.10)	(597.58)
Interest expenses	92.89	72.21
Rellassification of actuarial gain/loss to OCI	(3.35)	(1.50)
Provisions for employee benefits	5.69	4.42
Total	(199.15)	(493.76)
Operating profit before working capital changes	790.89	(84.33)
Adjustments for:		
Increase/ [Decrease] in trade Payables	30.23	(6.79)
Increase/ [Decrease] in provision	(0.23)	89.93
Increase/ [Decrease] in other current liabilities	666.99	96.98
[Increase]/ Decrease in Inventories	(165.38)	628.54
[Increase]/ Decrease in loans	(933.45)	(1,103.71)
[Increase]/ Decrease in trade receivable	121.45	340.62
[Increase]/ Decrease in other current assets	(201.72)	(76.10)
[Increase]/ Decrease in other non current assets	(0.42)	(0.44)
Total	(482.53)	(30.97)
Cash generated from operations	308.36	(115.30)
Direct taxes paid [Net of refunds]	(250.00)	(118.00)
Net cash from operating activities	58.36	(233.30)
B Cash flows from investing activities:		
Purchase of fixed assets	(94.99)	(3.13)
Proceeds from sale of fixed assets	1.50	
Interest received	324.10	597.58
Net cash used in investing activities	230.61	594.45
C Cash flows from financing activities:		
Repayment of Long Term Borrowings	(439.39)	(415.40)
Proceeds from Short Term Borrowings	464.22	
Repayment of Short Term Borrowings	(221.11)	
Interest paid	(92.89)	(72.21)
Net cash used in financing activities	(289.17)	(487.61)
Net increase in cash and cash equivalents	(0.20)	(126.47)
Cash and cash equivalents at the beginning of the year	6.68	133.14
Cash and cash equivalents at the end of the year	6.48	6.68

Notes to the Cash Flow Statement

1 Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Ind AS 7.

2 Figures in bracket indicates outflows.

3 The accompanying notes (1 to 45) are an integral part of the financial statements.

3 Cash and cash equivalents comprise of:

	<u>As at</u>	
	<u>31st March, 2025</u>	<u>31st March, 2024</u>
a Cash on Hand	1.70	1.96
b Balances with Banks	4.78	4.72
c Book Overdraft	-	-
Total	6.48	6.68

5 **Disclosure as required by Ind AS 7**

Reconciliation of liabilities arising from financial activities

<u>31st March, 2025</u>	Opening Balanc	Cash Flows	Non cash changes	Closing Balance
Long Term Secured Borrowing	1,054.65	(439.39)	-	615.26
Short Term Unsecured Borrow	-	-	-	-
Total Liabilities from Financin	1,054.65	(439.39)	-	615.26

<u>31st March, 2024</u>	Opening Balanc	Cash Flows	Non cash changes	Closing Balance
Long Term Secured Borrowing	1,470.05	(415.40)	-	1,054.65
Short Term Unsecured Borrowings	-	-	-	-
Total Liabilities from Financin	1,470.05	(415.40)	-	1,054.65

As per our attached report of even date
For M/s Shankarlal Jain & Associates LLP
Chartered Accountants
Firm Reg. No.109901W/W100082

For and on behalf of the Board of Directors

Kishan Kumar Kedia
Managing Director & Chief Financial Officer

Satish Jain
Partner
M. No. 048874
Place : Mumbai
Date : 30th May, 2025

Arun Kedia
Marketing Director

Neha Verma
Company Secretary

Sanjay Kumar Kedia
Finance Director

GARNET CONSTRUCTION LIMITED					
Statement of Change in Equity for the year ended 31 st March, 2025					
A. Equity Share Capital:					
	Note		Face Value	No. of Shares	Amount (Lacs)
Balance as at 1st April, 2023 Change in equity share capital during FY 2023-24 Balance as at 31st March, 2024 Change in equity share capital during FY 2024-25 Balance as at 31st March, 2025	13		Rs. 10	1,39,02,200	1,390.22
				-	-
			Rs. 10	1,39,02,200	1,390.22
			-	-	
			Rs. 10	1,39,02,200	1,390.22
B. Other Equity:					
Particulars	Note	Lacs			
		Reserves and Surplus		Other Comprehensive Income	Total
		Securities Premium Reserve	Retained Earnings		
Balance as at 1st April, 2023 Changes during the year Profit for the year Other Comprehensive income Remeasurement of the net defined benefit liabilities/ assets , net of taxes Balance as at 31st March, 2024	14 14	4,330.00 - - 4,330.00	3,531.70 294.03 - 3,825.73	6.76 - (1.12) 5.64	7,868.47 294.03 (1.12) 8,161.38
Particulars	Note	INR			
		Reserves and Surplus		Other Comprehensive Income	Total
		Securities premium reserve	Retained Earnings		
Balance as at 1st April, 2024 Changes during the year Profit for the year Other Comprehensive income Remeasurement of the net defined benefit liabilities/ assets , net of taxes Balance as at 31st March, 2025	14 14	4,330.00 - - 4,330.00	3,825.73 740.59 - 4,566.33	5.64 - (2.51) 3.13	8,161.38 740.59 (2.51) 8,899.46
As per our attached report of even date		For and on behalf of the Board of Directors			
For M/s Shankarlal Jain & Associates LLP					
Chartered Accountants					
Firm Reg. No.109901W/W100082		Kishan Kumar Kedia			
		Managing Director & Chief Financial Officer			
Satish Jain	Arun Kedia	Sanjay Kumar Kedia			
Partner	Marketing Director	Finance Director			
M. No. 048874					
Place : Mumbai	Neha Verma				
Date : 30th May, 2025	Company Secretary				

Notes to the Standalone Financial Statements for the year ended 31st March 2025

Note 1: COMPANY BACKGROUND:

Garnet Construction Limited (the “Company”) is public company domiciled in India and was incorporated under the provisions of the Companies Act, 1956. The Company was incorporated in October 15, 1992 and thereafter listed with National Stock Exchange and Bombay Stock Exchange on December 15, 1994. The addresses of the Registered Office and principal place of business are disclosed in the of the Annual Report.

The Company is a Real Estate Development Company that is focused on residential, commercial, retail and other projects, such as mass housing and cluster redevelopment. Information on related party relationships of the Company is provided in Note 34.

The financial statements were authorised for issue in accordance with a resolution of the Board of Directors on 30th May, 2025. in accordance with the provisions of the Companies Act, 2013 and are subject to the approval of the shareholders at the Annual General Meeting.

Note 2: Significant Accounting Policies on Standalone Financial Statements**a) Basis of preparation:**

The financial statements of the Company have been prepared in accordance with the relevant provisions of the Companies Act, 2013, (“The Act”) the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 read with the Companies (Indian Accounting Standards) Amendment Rules, 2016 and the Guidance Notes and other authoritative pronouncements issued by the Institute of Chartered Accountants of India (ICAI).

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair value at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- **Level 1** — quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- **Level 2** — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- **Level 3** — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

The financial statement are prepared in Indian Rupee ("INR") and all values are rounded to nearest INR, except when otherwise indicated.

b) Current and Non-Current Classification of Assets and Liabilities:

An asset is considered as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle as indicated in (c) below,
- Held primarily for the purpose of trading,
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is considered as current when:

- It is expected to be settled in normal operating cycle as indicated in (c) below,
- It is held primarily for the purpose of trading,
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

c) Operating Cycle:

The normal operating cycle in respect of operations relating to under construction real estate project depends on signing of agreement, size of the project, phasing of the project, type of

development, project complexities, approvals needed and realization of project into cash and cash equivalents. Accordingly Assets and Liabilities have been classified into current and non-current based on the operating cycle of the respective projects.

d) Critical accounting estimates and judgements

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind As requires management to make judgements, estimates and assumptions, that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expenses for the years presented. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements pertain to:

- **Revenue and Cost estimates:** The estimates relating to percentage of completion, costs to completion, area available for sale etc., being of a technical nature are reviewed and revised periodically by the management and are considered as change in estimates and accordingly, the effect of such change in estimates is recognised prospectively in the period in which such changes are determined.
- **Useful lives of property plant and equipment:** The Company has estimated useful life of each class of assets based on the nature of assets, the estimated usage of the asset, the operating condition of the asset, past history of replacement, anticipated technological changes, etc. The Company reviews useful life of property, plant and equipment as at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.
- **Impairment testing:** Property, plant and equipment are tested for impairment when events occur or changes in circumstances indicate that the recoverable amount of the cash generating unit is less than its carrying value. The recoverable amount of cash generating units is higher of value – in –use and fair value less cost to sell. The calculation involves use of significant estimates and assumptions which includes turnover and earnings multiples, growth rates and net margins used to calculate projected future cash flows, risk adjusted discount rate, future economic and market conditions.
- **Impairment of investments:** The Company reviews its carrying value of investments carried at cost or amortised cost annually, or more frequently when there is indication for impairment, If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.
- **Income taxes:** Deferred tax assets are recognized to the extent that it is regarded as probable that deductible temporary differences can be realized. The Company estimates deferred tax assets and liabilities based on current tax laws and rates and in certain cases, business plans, including management’s expectations regarding the manner and timing of recovery of the related assets. Changes in these estimates may affect the amount of deferred tax liabilities or the valuation of deferred tax assets and thereby the tax charge in the Statement of Profit or Loss. Provision for tax liabilities require judgements on the interpretation of tax legislation, developments in case law and the potential outcomes of tax audits and appeals which may be subject to significant uncertainty. Therefore the actual results may vary from expectations

resulting in adjustments to provisions, the valuation of deferred tax assets, cash tax settlements and therefore the tax charge in the Statement of Profit or Loss.

- **Fair value measurement of financial instruments:** The fair value of financial instruments that are traded in an active market is determined by using valuation techniques. This involves significant judgements in selection of a method in making assumptions that are mainly based on market conditions existing at the Balance Sheet date and in identifying the most appropriate estimate of fair value when a wide range of fair value measurements are possible.
- **Litigation:** From time to time, the Company is subject to legal proceedings the ultimate outcome of which being always subject to many uncertainties inherent in litigation. A provision for litigation is made when it is considered probable that a payment will be made and the amount of the loss can be reasonably estimated. Significant judgement is made when evaluating, among other factors, the probability of unfavourable outcome and the ability to make a reasonable estimate of the amount of potential loss. Litigations provisions are reviewed at each accounting period and revisions made for the changes in facts and circumstances.
- **Defined benefit plans:** The cost of the defined benefit plans and the present value of the defined benefit obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each Balance sheet date.

e) Property, Plant and Equipment

i) Tangible Assets:

Property, Plant and Equipment are recorded at their cost of acquisition, net of modvat/cenvat, less accumulated depreciation and impairment losses, if any. The cost thereof comprises of its purchase price, including import duties and other non-refundable taxes or levies and any directly attributable cost for bringing the asset to its working condition for its intended use.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit or Loss when the asset is derecognised.

For transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognised as on 1st April, 2016 measured as per previous GAAP as its deemed cost on the date of transition.

ii) Capital Work in Progress and Capital Advances:

Expenses incurred for acquisition of capital assets outstanding at each balance sheet date are disclosed under capital work-in-progress. Advances given towards the acquisition of fixed assets are shown separately as capital advances under the head Other Non-Current Assets.

iii) Depreciation:

Depreciation on Property, Plant and Equipment is provided on a Straight Line basis in accordance with the provisions of Schedule II to the Companies Act, 2013 except depreciation on new sales office, which is considered as a temporary structure and has been amortized over a period of four years on a straight line basis. Structures constructed for purpose of demonstration to prospective buyers (to be demolished before the project completion) are capitalised as buildings and depreciated over the period by which the respective project is expected to be completed.

The Management believes that the estimated useful lives as per the provisions of Schedule II to the Companies Act, 2013, are realistic and reflect fair approximation of the period over which the assets are likely to be used. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

f) Impairment of Tangible Assets:

Carrying amount of tangible assets are reviewed at each Balance Sheet date. These are treated as impaired when the carrying cost thereof exceeds its recoverable value. Recoverable value is higher of the asset's net selling price or value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Net selling price is the amount receivable from the sale of an asset in an arm's length transaction between knowledgeable, willing parties, less the cost of disposal. An impairment loss is charged for when an asset is identified as impaired. The impairment loss recognized in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

g) Inventories:

a) Construction work in progress

The construction work in progress is valued at lower of cost and net realizable value. Cost includes cost of land, development rights, rates and taxes, construction costs, borrowing costs, other direct expenditure, allocated overheads and other incidental expenses. Land cost includes the cost of land, land related development rights and premium.

b) Finished stock of completed projects (ready units)

Finished stock of completed projects and stock in trade of units is valued at lower of cost and net realizable value. Cost includes cost of land, development rights, rates and taxes, construction costs, borrowing costs, other direct expenditure, allocated overheads and other incidental expenses.

c) Inventory includes certain land purchased in the name of directors and employees who holds the same in trust for the Company.

h) Revenue Recognition:

(i) Revenue from contract with customer:

Revenue from contract with customer is recognised, when control of the goods or services are transferred to the customer, at an amount that reflects the consideration to which the

Company is expected to be entitled in exchange for those goods or services. The Company assesses its revenue arrangements against specific criteria in order to determine if it is acting as principal or agent. The Company concluded that it is acting as a principal in all of its revenue arrangements. The specific recognition criteria described below must also be met before revenue is recognised.

Revenue from real estate projects

The Company recognises revenue, on execution of agreement or letter of allotment and when control of the goods or services are transferred to the customer, at an amount that reflects the consideration (i.e. the transaction price) to which the Company is expected to be entitled in exchange for those goods or services excluding any amount received on behalf of third party (such as indirect taxes). An asset created by the Company's performance does not have an alternate use and as per the terms of the contract, the Company has an enforceable right to payment for performance completed till date. Hence the Company transfers control of a good or service over time and, therefore, satisfies a performance obligation and recognises revenue over time. The Company recognises revenue at the transaction price which is determined on the basis of agreement or letter of allotment entered into with the customer. The Company recognises revenue for performance obligation satisfied over time only if it can reasonably measure its progress towards complete satisfaction of the performance obligation. The Company would not be able to reasonably measure its progress towards complete satisfaction of a performance obligation if it lacks reliable information that would be required to apply an appropriate method of measuring progress. In those circumstances, the Company recognises revenue only to the extent of cost incurred until it can reasonably measure outcome of the performance obligation. The Company uses cost based input method for measuring progress for performance obligation satisfied over time. Under this method, the Company recognises revenue in proportion to the actual project cost incurred (excluding land cost) as against the total estimated project cost (excluding land cost). The management reviews and revises its measure of progress periodically and are considered as change in estimates and accordingly, the effect of such changes in estimates is recognised prospectively in the period in which such changes are determined. A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

(ii) Revenue from lease rentals and related income

Lease income is recognised in the Statement of Profit and Loss on straight line basis over the lease term, unless there is another systematic basis which is more representative of the time pattern of the lease. Revenue from lease rentals is disclosed net of indirect taxes, if any.

(iii) Interest Income:

For all financial instruments measured at amortised cost, interest income is measured using the Effective Interest Rate (EIR), which is the rate that exactly discounts the estimated future cash flows through the contracted or expected life of the financial instrument, as appropriate, to the net carrying amount of the financial asset.

(iv) Dividend Income:

Dividend income is recognized when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend.

(v) Other income:

Other incomes are accounted on accrual basis, except interest on delayed payment by debtors and liquidated damages which are accounted on acceptance of the Company's claim.

i) Financial Instruments:

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

(i) Financial Assets:*Initial Recognition and Measurement:*

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Subsequent Measurement:

For purposes of subsequent measurement, financial assets are classified in two categories:

- Financial assets at amortized cost
- Equity instruments measured at fair value through other comprehensive income FVTOCI

Financial Assets at Amortized Cost:

A financial asset is measured at the amortized cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and any fees or costs that are an integral part of the EIR.

Equity Instruments at FVTOCI:

For equity instruments not held for trading, an irrevocable choice is made on initial recognition to measure it at FVTOCI. All fair value changes on such investments, excluding

dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to profit or loss, even on sale or disposal of the investment. However, on sale or disposal the Company may transfer the cumulative gain or loss within equity.

Investments in associates, subsidiaries and joint ventures:

These are carried at cost subject to provision for impairment, if any.

Derecognition:

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily derecognized when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of Financial Assets:

The Company applies the expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposures:

- Financial assets at amortized cost.
- Financial guarantee contracts.

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. Under this approach the Company does not track changes in credit risk but recognizes impairment loss allowance based on lifetime ECLs at each reporting date. For this purpose the Company uses a provision matrix to determine the impairment loss allowance on the portfolio of trade receivables. The said matrix is based on historically observed default rates over the expected life of the trade receivables duly adjusted for forward looking estimates.

For recognition of impairment loss on other financial assets and risk exposures, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events on a financial instrument that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. The ECL impairment loss allowance (or reversal) recognized during the period in the statement of profit and loss and the cumulative loss is reduced from the carrying amount of the asset until it meets the write off criteria, which is generally when no cash flows are expected to be realized from the asset.

ii) Financial Liabilities:

Initial Recognition and Measurement:

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and financial guarantee contracts.

Subsequent Measurement:

This is dependent upon the classification thereof as under:

Loans and Borrowings:

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the Statement of Profit and Loss.

Derecognition:

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the Statement of Profit and Loss.

(iii) Offsetting of Financial Instruments:

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis.

(iv) Equity Instruments:

An equity instrument is any contract that evidences a residual interest in the assets of an entity in accordance with the substance of the contractual arrangements. These are recognized at the amount of the proceeds received net of any issue/ transaction costs.

j) Employee Benefits:

Short term employee benefits are those which are payable wholly within twelve months of rendering service are recognized as an expense at the undiscounted amount in Statement of Profit and Loss of the year in which the related service is rendered.

Company's Contribution paid/ payable for the year/ period to Defined Contribution Retirement Benefit Plans is charged to Statement of Profit and Loss or Project Work in Progress, if it is directly related to a project.

Company's liabilities towards Defined Benefit Schemes viz. Gratuity benefits and other long term benefit viz. compensated absences are determined using the Projected Unit Credit Method. Actuarial valuations under the Projected Unit Credit Method are carried out at the Balance Sheet date. Actuarial gains and losses are recognized immediately in the Balance Sheet with a corresponding effect in the SOCI. Past service cost is recognized immediately in the Statement of Profit and Loss.

k) Borrowing Costs:

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are considered as a part of cost of such assets less interest earned on the temporary investment. A qualifying asset is one that necessarily takes substantial period of time to get ready for the intended use. All other borrowing costs are charged to Statement of Profit and Loss in the year in which they are incurred.

l) Taxes on Income:

Current Income Taxes:

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the Statement of Profit and Loss. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred Taxes:

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the

extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum Alternate Tax ("MAT") credit forming part of deferred tax asset is recognised as an asset only when and to the extent there is reasonable certainty that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a reasonable certainty to the effect that the Company will pay normal income tax during the specified period.

m) Provisions and Contingent Liabilities:

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources.

When the Company expects some or all of a provision to be reimbursed, the same is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss, net of any reimbursement. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

A Contingent Liability is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain

future events not wholly within the control of enterprise or a present obligation that arises from past events that may, but probably will not, require an outflow of resources.

Both provisions and contingent liabilities are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent Liabilities are not recognized but are disclosed in the notes.

n) Earnings Per Share:

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year are adjusted retrospectively for events including a bonus issue, bonus element in right issue to existing shareholders, share split, and reverse share split (consolidation of shares).

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. The period during which, number of dilutive potential equity shares change frequently, weighted average number of shares are computed based on a mean date in the quarter, as impact is immaterial on earning per share.

o) Cash and Cash Equivalent:

Cash and cash equivalent for the purpose of Cash Flow Statement comprise cash at bank and in hand and short term highly liquid investments which are subject to insignificant risk of changes in value.

USE OF JUDGEMENTS AND ESTIMATES

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Estimates and underlying assumptions are reviewed at each reporting date. Any revision to accounting estimates and assumptions are recognized prospectively i.e. recognized in the period in which the estimate is revised and future periods affected.

Revenue is recognized only when the Company can measure its progress towards complete satisfaction of the performance obligation. The measurement of progress is estimated by reference to the stage of the projects determined based on the proportion of costs incurred to date (excluding land cost) and the total estimated costs to complete (excluding land cost).

GARNET CONSTRUCTION LIMITED							
Notes to the Financial Statements							
3-Property, Plant & Equipment							
	Office Premises	Plant and Machinery	Computers	Office Equipments	Furniture and Fixtures	Vehicles	Lacs <u>Total</u>
Gross Block:							
As at 01st April, 2023	407.42	66.13	11.19	24.01	110.01	70.21	688.97
Additions	-	-	1.41	1.72	-	-	3.13
Disposals	-	-	-	-	-	-	-
As at 31st March, 2024	407.42	66.13	12.60	25.73	110.01	70.21	692.09
Additions	-	-	4.72	4.85	20.60	64.81	94.99
Disposals	-	-	-	-	-	-	-
As at 31st March, 2025	407.42	66.13	17.32	30.58	130.61	135.02	787.08
Depreciation and Impairment:							
As at 01st April, 2023	51.17	36.64	9.29	17.60	102.44	51.32	268.46
Depreciation for the year	7.31	5.23	1.67	3.23	7.24	4.01	28.69
Disposals	-	-	-	-	-	-	-
As at 31st March, 2024	58.48	41.88	10.96	20.83	109.68	55.32	297.16
Depreciation for the year	7.31	5.23	2.52	3.49	0.92	11.75	31.23
Disposals	-	-	-	-	-	-	-
As at 31st March, 2025	65.79	47.11	13.49	24.31	110.61	67.07	328.39
Net Block:							
As at 31st March, 2024	348.94	24.26	1.63	4.90	0.32	14.89	394.94
As at 31st March, 2025	341.63	19.02	3.83	6.26	20.00	67.95	458.70

Note: Refer to Note 16 in respect of certain fixed assets which are mortgaged against borrowings

Particulars	(Lacs) As at	
	31st March, 2025	31st March, 2024
4- Investments		
Investment in Equity Instruments [Valued at cost]:	Face Value	
In fully paid-up equity shares of:		
Callista Realty Limited	Rs. 10	
(Number of shares as on 31.03.2024 - 3900, 31.03.2023 - 3900)		
	0.39	0.39
Total	0.39	0.39
Aggregate Value of unquoted investment	0.39	0.39
5- Non-current loans		
Unsecured, considered good unless otherwise stated		
Security Deposits		
With Others	45.84	45.84
Total	45.84	45.84
6- Other Non - Current Financial Assets		
Fixed Deposit	5.13	5.13
(Having maturity more than 12 months from Balance Sheet date)		
Accrued Interest on Fixed Deposit	1.45	1.03
Total	6.58	6.16
7- Other non-current assets		
Advances other than Capital Advances		
With Government Authorities	-	-
Security Deposits	50.00	50.00
Other Non Current Assets	4.81	4.81
Total	54.81	54.81
8- Inventories		
Finished goods	1,084.82	928.65
Land	4,196.97	4,276.99
Construction Work-in-Process	1,218.28	1,129.04
Total	6,500.07	6,334.68
Inventories and work-in-progress are stated at the lower of cost and net realisable value. Net realisable value is determined based on estimated selling price, less further costs expected to be incurred to completion and disposal. Finished goods are valued at raw material cost plus costs of construction, comprising labor costs and an attributable proportion of administration overheads.		

Particulars	(Lacs) As at	
	31st March, 2025	31st March, 2024
9- Trade Receivables		
Unsecured and Considered good		
(i) Undisputed Trade Receivables – considered good	2,953.91	3,075.36
(ii) Disputed Trade Receivables – considered good	-	-
Total	2,953.91	3,075.36

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director is a member.

Trade receivables are non-interest bearing and are generally on terms as per the contract / agreement.

9.1 Trade Receivables ageing schedule

Trade Receivable	Outstanding for following periods from Due date of payment					Total
	Less than 6 Months	6 months to 1 year	1 - 2 years	2-3 years	More Than 3 Year	
1. Undisputed	141.80	181.95	23.59	5.34	2,601.23	2,953.91
2. Undisputed	-	-	-	-	-	-
Total	141.80	181.95	23.59	5.34	2,601.23	2,953.91
3. Disputed Trade Receivables	-	-	-	-	-	-
4. Disputed Trade Receivables Credit Impaired	-	-	-	-	-	-
Total	141.80	181.95	23.59	5.34	2,601.23	2,953.91

As at March 2023	Outstanding for following periods from Due date of payment					Total
	Less than 6 Months	6 months to 1 year	1 - 2 years	2-3 years	More Than 3 Year	
1. Undisputed	82.94	109.84	13.12	114.82	2,754.64	3,075.36
2. Undisputed	-	-	-	-	-	-
Total	82.94	109.84	13.12	114.82	2,754.64	3,075.36
3. Disputed Trade	-	-	-	-	-	-
4. Disputed Trade	-	-	-	-	-	-
Total	82.94	109.84	13.12	114.82	2,754.64	3,075.36

Particulars	(Lacs) As at	
	31st March, 2025	31st March, 2024
10- Cash and Cash Equivalents		
Cash and Cash Equivalents (as per IND AS-7 - "Statement of Cash Flows")		
Cash on Hand	1.70	1.96
Balances with Banks	4.78	4.72
Total	6.48	6.68
11- Current Loans		
[Financial assets stated at amortised cost]		
Unsecured, considered good unless otherwise stated	-	-
Security Deposits	6.00	6.00
Other Loans and advances	6,406.63	5,473.18
Total	6,412.63	5,479.18
12- Other Current assets		
Advances other than Capital Advances		
Prepaid Expenses	1.33	1.39
Advance to Employees	15.96	15.12
Other Advances	633.44	417.31
Advance against investments/property	382.27	382.27
With Government Authorities (tax credit receivable)	79.76	94.95
Total	1,112.76	911.05
13-Equity Share Capital:	Lacs As at	
	31st March, 2025	31st March, 2024
Authorised:		
5,80,00,000/- (31.03.2024- 5,80,00,000/-)Equity Shares of Rs. 10/- each fully paid up	5,800.00	5,800.00
	5,800.00	5,800.00
Issued, Subscribed and Paid-up:		
1,39,02,200/- (31.03.2024- 1,39,02,200/-) Equity Shares of Rs. 10/- each fully paid up	1,390.22	1,390.22
Total	1,390.22	1,390.22
A The reconciliation in number of shares is as under:		
Number of shares at the beginning of the year	1,39,02,200	1,39,02,200
Shares Issued during the year on conversion of fully convertible debenture	-	-
Shares Issued during the year on conversion of share warrants	-	-
Number of shares at the end of the year	1,39,02,200	1,39,02,200
B Rights, Preferences and Restriction of Share holders: The company has only one class of Equity shares having par value of Rs.10/- each. The equity shares have rights, Preferences and restrictions which are in accordance with the provision of law, in particular the Companies Act 2013. The dividend proposed by the Board of Directors is subject to shareholders approval in the ensuing Annual General Meeting.		

C Details of Shareholders holding more than 5% of aggregate Equity Shares of INR 10/- each

Name of share holder	31st March, 2025		31st March, 2024	
	Number of Shares	% to total share holding	Number of Shares	% to total share holding
Sanjay Kumar Kedia	22,20,173	15.97	22,01,173	15.83
Kusumdevi Kedia			21,12,464	14.23
Arun Kumar Kedia	22,18,055	15.95	22,18,055	14.16
Kishan Kumar Kedia	40,82,909	29.37	19,70,445	12.65

D Details of Shareholding of promoters

Name of share holder	31st March, 2025		31st March, 2024		% Change during the year
	Number of Shares	% to total share holding	Number of Shares	% to total share holding	
Sanjay Kumar Kedia	22,20,173	15.97	22,01,173	15.83	0.14
Kusumdevi Kedia			21,12,464	14.23	-14.23
Arun Kumar Kedia	22,18,055	15.95	22,18,055	14.16	1.79
Kishan Kumar Kedia	40,82,909	29.37	19,70,445	12.65	16.72
Narendra Kedia	100	0.00	100	-	-

E Shares held by Holding Company - NA

F Particulars of shares issued for consideration other than cash, shares bought back and bonus shares in last five years:

- i. Shares bought back -- NIL
- ii. Issue of bonus shares -- NIL
- iii. Shares issued on account of merger -- NIL

G There are no shares reserved for issue under options, contracts / commitments for sale of Shares/ disinvestments other than represented in clause (j) below.

H There are no shares forfeited during the year.

I Particulars of calls in arrears by directors and officers of the company. – NIL

J Security convertible into equity shares: - NIL

Particulars	Lacs	
	As at	
	31st March, 2025	31st March, 2024
14- Other Equity		
Securities Premium Reserve		
Balance as per last Balance Sheet	4,330.00	4,330.00
Add/Less: During the year	-	-
	4,330.00	4,330.00
Retained Earnings:		
Balance as per last Balance Sheet	3,825.73	3,531.70
Adjusted from Retained Earnings on transition to Ind AS	-	-
Profit for the year	740.59	294.03
Items of Other comprehensive income recognised directly in retained earnings	-	-
	4,566.33	3,825.73
Other Comprehensive Income		
Balance as per last Balance Sheet	5.64	6.76
- Transfer to retained earning of re-measurement gains/(Losses) on defined benefit plans, net of taxes	(2.51)	(1.12)
	3.13	5.64
Adjstment on account of consolidation	-	-
Tax Impact of Ind AS adjustments	-	-
Balance as at the end of the year	4,569.46	3,831.38
Total	8,899.46	8,161.38
Securities Premium Reserve		
Securities Premium Reserve is used to record the premium on issue of shares. The reserve is utilised in		

Particulars	Lacs		
	As at		
	31st March, 2025	31st March, 2024	
15- Long Term Borrowings			
Secured loans (at amortised cost)			
Term loans			
From bank	24.14	2.65	
From financial institution/NBFC	541.09	985.06	
Amount disclosed under Current Borrowings as 'Current maturities of long-			
Total	565.23	987.72	
a) In April 2017, the company has availed Term Loan from Reliance Home Finance Limited of Rs. 500			
b) In Jan 2023, the company has availed Term Loan from Axis Finance Ltd of Rs. 500 Lakh, balance			
16- Provisions			
Provision for Employee Benefits			
Gratuity	24.93	17.21	
Total	24.93	17.21	
17- Deferred Tax Liabilities [Net]			
Break up of Deferred Tax Liabilities and Assets into major components of the respective balances are as			
Particulars	As at	Charge	As at
	31st March	for	31st March
	2024	year	2023
Deferred Tax Liabilities [A]			
Deferred Tax Assets:			
Provision for leave salary/gratuity	(3.37)	0.84	(4.21)
Differences in depreciation and other differences in block of	(69.51)	0.56	(70.07)
MAT Credit	0	0	0
Deferred tax - Income/Expenses due to MAT Credit			
Total [B]	(72.88)	1.40	(74.28)
Net Deferred Tax Asset/ (Liabilities) [B-A]	(72.88)	1.40	(74.28)
18- Borrowings			
Unsecured Loan			
Avira Realty Pvt Ltd	243.12	-	
Total	243.12	-	

Particulars	Lacs					
	As at					
	31st March, 2025	31st March, 2024				
19- Trade Payables						
Total outstanding dues of micro enterprises and small enterprises *	-	-				
Total outstanding dues of creditors other than micro enterprises and small enterprises	257.30	227.06				
Total	257.30	227.06				
* Amount due to micro enterprises and small enterprises units has not been segregated in view of						
19.1 Trade Payable ageing schedule						
As at 31-03-2024	Not Due	Outstanding for following periods from due date of				Total
		Less than 1 year	1 - 2 years	2-3 years	More Than 3 Year	
MSME	-	-	-	-	-	-
Others	56.78	0.08	29.25	30.18	141.01	257.30
Disputed Dues-	-	-	-	-	-	-
Disputed Dues-	-	-	-	-	-	-
As at 31-03-2023	Not Due	Outstanding for following periods from due date of				Total
		Less than 1 year	1 - 2 years	2-3 years	More Than 3 Year	
MSME	-	-	-	-	-	-
Others	11.36	3.86	39.64	3.75	168.46	227.06
Disputed Dues-	-	-	-	-	-	-
Disputed Dues-	-	-	-	-	-	-
20- Other financial Liabilities						
Current maturities of long-term borrowings						
Term loans						
From bank		6.07				4.94
From financial institution/NBFC		43.96				61.99
		50.03				66.93
Interest Accrued but not due on Borrowings		-				-
Statutory Dues Payable		13.34				10.60
Other financial liabilities (Note19(a))		435.61				388.52
Total		498.97				466.05
Note 20(a) Other financial liabilities is of dues for cancellation of project & booking payable to customers, which includes cancellation of project due to acqition of land by govertment authorities which is subject to RERA approval to be filed.						
21- Other current liabilities						
Advance received from customers		4,645.24				4,028.08
Other Current Liability		-				-
Total		4,645.24				4,028.08
22- Provisions						
Provision for Taxation (Net of Advance Tax & TDS)		200.69				82.39
Provision for Expenses Refer Note 21(a)		747.38				869.25
Gratuity		6.76				5.44
Total		954.82				957.09
Note 22(a) Provision for Expense is towards provision made in previous years against work to be executed for land aquired by government authorities. The management has not granted the relevant work contract till date which is to be done hence the Provision is outstanding as on 31st March 2025.						

Particulars	Lacs	
	As at	
	31st March, 2025	31st March, 2024
23 Revenue from operations		
Revenue from Sale of Magic Hill Enclave	241.32	11.66
Revenue from Sale of Land	1,717.20	1,078.41
Revenue from Sale of Flat	-	111.00
Less: Sales Return	(349.43)	(88.03)
Total	1,609.09	1,113.03
24 Other income		
Interest from Banks	0.42	0.63
Interest from others	323.68	596.95
COMPENSATION RECEIVED	-	102.90
Other Income	8.00	5.31
Total	332.10	705.79
25 Operating Costs		
Purchase	190.50	
Development Exp. of Crystal Spring [Lonavala]	1.13	2.64
LAND Related Expenses	160.45	82.87
Magic Encalve WIP	83.74	194.69
Magic Heaven - WIP	0.19	0.69
Rates & Taxes	-	15.34
Other Operational Cost	-	11.20
Panchdeep Exp	50,000	-
Total	50,436.00	307.42
26 Changes in Inventories		
Finished goods	5,281.79	5,205.64
WIP	1,218.28	1,129.04
Total	6,500.07	6,334.68
27 Employee benefits expense		
Salary	164.19	109.10
DIRECTORS REMUNERATION	90.00	90.00
BONUS	1.50	1.05
Gratuity	5.69	4.42
MEDICAL EXPENSES	3.40	1.65
STAFF WELFARE EXPENSES	10.40	7.84
Total	275.17	214.05

Particulars	Lacs	
	As at	
	31st March, 2025	31st March, 2024
28 Finance cost		
Interest on Loan - Axis Finance Ltd	42.35	44.35
Interest on Loan - Axis Finance Ltd Top Up	18.28	10.24
Interest on Loan (Reliance Housing Finance Ltd)	2.61	10.40
Interest on SBI Car Loan	0.41	0.80
Interest Paid	19.03	4.32
Processing Charges	0.06	1.61
Interest-United	2.00	-
Foreclosure Charges	8.15	-
Stamp Duty paid	-	0.49
Total	92.89	72.21
29 Other expenses		
Administation Expenses	12.78	15.87
Auditor Remunertion Refer Note No 28(a)	10.58	6.38
Professional Fees	14.49	30.61
Professional Fess -Legal	3.22	7.00
Repairs & Maintenance Expense	-	-
-Repairs & Maintenance Land & Building	4.40	3.48
-Repairs & Maintenance Others	8.44	9.85
Advertisement Expenses	1.89	1.48
Business Promotion Expenses	1.52	0.33
Commission & Brokerage	46.40	10.50
Registration Charges	1.00	0.46
Other Charges	155.32	55.75
Conveyance Expenses	1.61	1.01
Travelling Expenses	6.50	3.56
CSR Exp	-	12.20
Total	268.15	158.49
Note No 28(a)		
Audit Fees	4.50	4.50
Tax Audit	0.50	0.50
Cerification	1.00	0.50
Other Taxation Matters	4.58	-
	10.58	5.50
30 Other comprehensive income Not to be reclassified to profit or loss in subsequent periods		
Pariculars	31st March, 2024	31st March, 2023
Remeasurements of the defined benefit plans	(3.35)	(1.50)
Tax effects on above	0.84	0.38
Net Total	(2.51)	(1.12)
Total Income not to be reclassified	(3.35)	(1.50)
Tax Impact in above	0.84	0.38

31- Tax Expenses		
a) Tax charge / (credit) recognised in profit or loss		
Particulars	31st March, 2025	31st March, 2024
Current tax:		
Current tax on profit for the year	250.00	118.00
Charges / (Credit) in respect of current tax for earlier years	-	-
Minimum alternate tax credit entitlement	-	-
Total Current Tax	250.00	118.00
Deferred tax:		
Origination and reversal of temporary differences	(0.56)	(2.61)
Income Tax expenses reported in the statement of profit and loss	249.44	115.39
(b) A reconciliation of income tax expense applicable to accounting profit/ (loss) before tax at the statutory income tax rate to recognised income tax expense/ (credit) for the year indicated are as follows:		
Particulars	31st March, 2025	31st March, 2024
Accounting profit before Income tax	990.04	409.43
Statutory income tax rate	25.17%	25.17%
Tax at statutory income tax rate	249.17	103.04
Tax effect of amounts which are not deductible (Taxable) in calculating taxable		
Tax impact of expenses which will be not allowed	(1.43)	(4.18)
Tax Impact of expenses which are allowable	(1.11)	(3.23)
Other	(5.55)	2.61
	257.27	107.85
32- Earning Per Shares (EPS)		
Particulars	31st March, 2025	31st March, 2024
Net Profit attributable to equity		
Net Profit for the year	738.09	292.91
Nominal value of equity shares (Rs.)	10.00	10.00
Weighted average number of equity shares in calculating basic and diluted EPS	1,39,02,200	1,39,02,200
Basic EPS	0.00	0.00
Diluted EPS	0.00	0.00

33 Related Party Disclosure**List of Related Parties only with whom transactions are executed.**

a) Key Management Personnel/Relative of Managerial Person	
Kishan Kumar Kedia	Managing Director & CFO
Arunkumar Kedia	Marketing Director
Sanjay Kumar Kedia	Finance Director
b) Associate Concern	
Aditya Industrial Estate	Associate Concern
Neelkant Industrial Estate	
S K Investment	
Panchdeep Industrial Estate	
Kedia Industrial Development Corporation	
Avira Realty Private Limited	

Previous year figures in bracket (Amount in Rs. Lakhs)

Particulars of transactions	Relative	Opening balance	Transaction during the year		Closing balance
Remuneration	Key	0	90.00	0	0
Interest		0	17.12	0	17.12
Loan Received		0	447.11	(221.11)	226.00

Note:1)Related parties are identified by the company & relied upon by the auditor.**2)Figures in bracket pertains to previous year.****34- Revenue From Contracts With Customers****34.1 Revenue from Operations**

Particulars	31st March, 2025	31st March, 2024
Revenue from contract with customers as per Note 24	1,609.09	1,113.03
Total revenue as per contracted price	1,609.09	1,113.03

35 - Financial Instruments – Fair Values And Risk Management

A The carrying value of financial instruments by categories are as follows:

Financial Assets :	Refer Note	Amount in Lacs			
		31st March, 2025		31st March, 2024	
		Cost / Amortised Cost	FVTOCI	Amortised Cost	FVTOCI
Investment in Jointly Owned Entity					
Quoted Investments					
Unquoted Investments	4.a	0.39	-	0.39	-
Investments in Equity Instruments					
Quoted Investments					
Unquoted Investments	4.b	-	-	-	-
(Level 3: See note below)					
Cash & Cash Equivalents					
Cash & Bank	10	6.48	-	6.68	-
Bank balances other than cash and cash equivalents	6	6.58	-	6.16	-
Trade Receivables	9	2,953.91	-	3,075.36	-
Loans and advances	5 & 11	6,458.48	-	5,525.03	-
Other Financial Assets					

Note : 1) Investments in unquoted equity shares of Callista Realty Limited.

Financial Liabilities :	Refer Note	31st March, 2025		31st March, 2024	
		Cost / Amortised Cost	FVTOCI	Cost / Amortised Cost	FVTOCI
Borrowings					
Long term Borrowings	15	565.23	-	987.72	-
Short Term Borrowings	19	293.15	-	66.93	-
Trade Payables	18	257.30	-	227.06	-
Other Financial Liabilities	19	448.94	-	399.12	-

B Fair Value Hierarchy

The following table shows the details of financial assets and financial liabilities including their levels in the fair value hierarchy

Financial assets and liabilities measured at fair value

Particulars	31st March, 2025			31st March, 2024		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Financial Assets						
Investment in Jointly Owned Entity						
Quoted Investments	-	-	-	-	-	-
Unquoted Investments	-	-	0.39	-	-	0.39
Investments in Equity Instruments	-	-		-	-	
Quoted Investments	-	-		-	-	
Unquoted Investments	-	-	-	-	-	-
Cash & Cash Equivalents	-	-		-	-	
Cash & Bank	-	-	6.48	-	-	6.68
Bank balances other than cash and cash equivalents	-	-	6.58	-	-	6.16
Trade Receivables	-	-	2,953.91	-	-	3,075.36
Loans and advances	-	-	6,458.48	-	-	5,525.03
Other Financial Assets	-	-	-	-	-	-

Particulars	31st March, 2025			31st March, 2024		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Borrowings						
Long term Borrowings	-	-	565.23	-	-	987.72
Short Term Borrowings	-	-	293.15	-	-	66.93
Trade Payables	-	-	257.30	-	-	227.06
Other Financial Liabilities	-	-	448.94	-	-	399.12

Level 1: Level 1 hierarchy includes financial instruments valued using market quoted prices. This includes listed equity instruments, traded bonds and mutual funds that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period. Mutual funds are valued using the closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities.

In respect of Financial Assets at amortised cost, the carrying value approximates fair value.

In respect of Financial Liabilities at amortised cost, the carrying value approximates fair value.

Financial Instruments : Financial Risk Management

The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk ; and
- Market risk

Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors has established the Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the board of directors on its activities.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

i. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investments in bank securities.

The carrying amount of the financial assets which represents the maximum credit exposure is as follows:

Trade and other receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However credit risk with regards to trade receivable is almost negligible in case of its residential sale and lease rental business as the same is done to the fact that in case of its residential sell business it does not handover possession till entire outstanding is received. Similarly in case of lease rental business, the Company keep 3 to 12 months rental as deposit from the occupants.

No impairment is observed on the carrying value of trade receivable.

Cash and cash equivalents

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Investment committee comprising of Mr. Sanjay Kedia (Chairperson), Mr. Arun Kedia (Non-Independent Director), Mr. and Mr. Santosh Ginoria (Independent Directors) on an annual basis, and may be updated throughout the year subject to approval of the Investment Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

ii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure as far as possible that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed condition, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of surplus funds, bank overdrafts, bank loans, debentures and inter-corporate loans.

The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Company's has access to a sufficient variety of sources of funding.

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include estimated interest payments and exclude the impact of netting agreements.

March 31, 2024	Contractual Cash Flows				
	Carrying Amount	Within 1 year	1-2 years	2-5 years	More than 5 years
Borrowings :					
Long term Borrowings	615.26	50.03	53.14	201.10	310.98
Trade Payables	257.30	257.30	-	-	-
Other Financial Liabilities	448.94	448.94	-	-	-

March 31, 2023	Contractual Cash Flows				
	Carrying Amount	Within 1 year	1-2 years	2-5 years	More than 5 years
Borrowings :					
Long term Borrowings	1,470.05	292.82	336.55	206.94	633.73
Trade Payables	227.06	227.06	-	-	-
Other Financial Liabilities	399.12	399.12	-	-	-

iii. Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates, interest rates and equity prices – will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long term debt. We are exposed to market risk primarily related to interest rate risk and the market value of certain commodities. Thus, our exposure to market risk is a function of investing and borrowing activities and revenue generating and operating activities. The objective of market risk management is to avoid excessive exposure in our revenues and costs.

Interest rate risk

Interest rate risk can be either fair value interest rate risk or cash flow interest rate risk. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates. Cash flow interest rate risk is the risk that the future cash flows of floating interest bearing investments will fluctuate because of fluctuations in the interest rates.

Exposure to interest rate risk

The Company's interest rate risk arises from borrowings. Borrowings issued at fixed rates exposes to fair value interest rate risk. The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows:

Particulars	31st March, 2025	31st March, 2024
Floating rate Borrowings	615.26	1,054.65

Fair value sensitivity analysis for floating-rate instruments

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, is as follows:

	Increase / decrease in basis points	Effect on profit before tax
March 31, 2024		
INR- Increase	100	6
INR- Decrease	100	(6)
March 31, 2023		
INR- Increase	100	11
INR- Decrease	100	(11)

E. Capital management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. Management monitors the return on capital as well as the level of dividends to ordinary shareholders.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest and non interest bearing loans and borrowings, less cash and cash equivalents, excluding discontinued operations.

The Company's adjusted net debt to equity ratio is as follows:

Particulars	31st March, 2025	31st March, 2024
Total Liabilities *	615.26	1,054.65
Less: Cash and cash equivalents	6.48	6.68
Adjusted net debt	608.77	1,047.97
Total equity	10,289.68	9,551.60
Adjusted equity	10,289.68	9,551.60
Adjusted net debt to adjusted equity ratio	0.06	0.11

* Total Liabilities = non-current borrowings + current borrowings + current maturities of non - Current borrowings + Interest accrued

36 - Retirement Benefit Obligation**Retirement Benefits**

As per Ind AS 19 the Company has recognized " Employees Benefits" in the financial statements in respect of Employee Benefits Schemes as per Actuarial Valuation.

A) Defined Benefit Plans

Valuation in respect of Gratuity have been carried out by independent actuary, as at the Balancesheet date, based on the following assumptions and sensitivity

Particulars	GRATUITY	
	31st March, 2025	31st March, 2024
Discount Rate (per annum)	6.20%	7.20%
Expected rate of return of plan assets	0.00%	0.00%
Rate of salary increase	7.00%	7.00%
Rate of employee turnover	10.00%	10.00%

I) Change in Defined Benefit Obligation (DBO)

Particulars	GRATUITY	
	31st March, 2025	31st March, 2024
Opening Balance of Present Value of Obligation	22.65	16.74
Interest cost	1.44	1.22
Current Service Cost	4.25	3.20
Liabilities transfer in/Acquisitions	-	-
Past Service Cost	-	-
Benefit Paid	-	-
Actuarial (Gain) / Losses on Obligation -Due to change in Financial Assumptions	2.54	0.46
Actuarial (Gain) / Losses on Obligation -Due to change in demographic assumption	-	-
Actuarial (Gain) / Losses on Obligation -Due to Experience	0.81	1.04
Closing Balance of Present Value of Obligation	31.69	22.65

II) Change in the Fair Value of Plan Assets

Particulars	GRATUITY	
	31st March, 2025	31st March, 2024
Opening Balance of Present Value of plan assets	-	-
Interest Income	-	-
Contribution by Employer	-	-
Assets tranfer in/Acquisitions	-	-
Benefit Paid (-)	-	-
Expected Return of Plan Assets	-	-
Fair Value of Plan Assets as at 31st March	-	-

III) Net Assets/(Liability) recognised in Balance Sheet

Particulars	GRATUITY	
	31st March, 2025	31st March, 2024
Present value of Funded Obligation	31.69	22.65
Current Liability	6.76	5.44
Non - Current Liability	24.93	17.21
Fair Value of Plan Assets	-	-
Assets/(Liability) recognised in the Balance Sheet	(31.69)	(22.65)

IV) Expenses Recognised in Statement of Profit & Loss Account

Particulars	GRATUITY	
	31st March, 2025	31st March, 2024
Current Service Cost	4.25	3.20
Net Interest cost	1.44	1.22
Actuarial (Gain)/Loss	-	-
Total Expenses/(Gain) recognised in the Profit & Loss Account	5.69	4.42

V) Expenses Recognised in Other Comprehensive Income (OCI)

Particulars	GRATUITY	
	31st March, 2025	31st March, 2024
Actuarial (Gain) / Losses on obligation for the year	3.35	1.50
Return on plan assets excluding interest income	-	-
Net (Income) Expenses for the year Recognised in OCI	3.35	1.50

VI) Balance Sheet Reconciliation

Particulars	GRATUITY	
	31st March, 2025	31st March, 2024
Opening Net Liability	22.65	16.74
Expenses Recognised in statement of Profit & Loss Account	5.69	4.42
Expenses Recognized in OCI	3.35	1.50
Employer's Contribution	-	-
Net Liability/ (Asset) Recognised in the Balance Sheet	31.69	22.65

Gratuity - Sensitivity Analysis :

The sensitivity of the defined benefit obligation to change in the weighted principal assumptions is :

In lacs

Particulars	31st March, 2025	31st March, 2024
Change in Discounting rate (delta effect of +/- 0.5%)	↑30.37	↑21.74
	↓33.11	↓23.63
Change in rate of Salary increase Rate (delta effect of +/- 0.5%)	↑32.66	↑23.31
	↓30.75	↓22.00
Change in rate of Employee Turnover (delta effect of +/- 10%)	↑31.76	↑22.77
	↓31.59	↓22.51

37- Corporate Social Responsibility

As per section 135 of the Companies Act, 2013 read with relevant rules thereon, for FY 2023-24 the Company was not required to spend on Corporate Social Responsibility (CSR) activities.

Amount spent during the year on :

Particulars	Amount Spent in cash	Amount yet to be paid in cash	Total Amount
31st March, 2025			
Promote Social, Educational and Cultural development of the	-	-	-
31st March, 2024			
Promote Social, Educational and Cultural development of the	12.20	-	12.20

38- Ratio Analysis And Its Elements

Sr. No.	Ratio	Numerator	Denominator	31st March, 2025	31st March, 2024	Reasons for Variance
1	Current ratio	Current Assets	Current Liabilities	2.57	2.78	
2	Debt- Equity Ratio	Total Debt	Total Networkth	0.06	0.11	
3	Debt Service Coverage ratio	Earnings for debt service (NPAT + Finance Costs - Interest Income+ Depreciation and amortisation)	Debt service (Interest and Principal Repayments made during the year	0.73	0.46	
4	Return on Equity ratio (%)	Net Profits after taxes	Average Shareholder's Equity	7.20%	3.08%	
Sr. No.	Ratio	Numerator	Denominator	31st March, 2025	31st March, 2024	Reasons for Variance
5	Inventory Turnover Ratio (in days)	Cost of Goods Sold (Operating costs + changes in Inventories)	Average Inventory * 365	15.43	51.38	
6	Trade Receivable Turnover Ratio (in days)	Average Trade Receivables * 365	Revenue from operations (The billing during the year is considered for revenue from projects)	684	1,064	
7	Trade Payable Turnover Ratio (in days)	Average Trade Payables * 365	Operating Costs and other expenses (Operating Costs include Operating Costs capitalised to projects)	96	61	
8	Net Capital Turnover Ratio (%)	Revenue from operations	Working Capital	15.5%	11.0%	
9	Net Profit ratio (%)	Net Profits after taxes	Total Revenue	38.0%	16.1%	
10	Return on Capital Employed (%)	Earnings before interest and taxes	Capital Employed (Tangible Net Worth + Total Debt + Deferred Tax Liability)	0.10	0.04	
11	Return on Investment (%)	Net Profits after taxes	Total Assets	0.042	0.018	

39- Contingent Liabilities, Capital Commitments And Other Commitments

Particulars	31st March, 2025	31st March, 2024
Contingent Liabilities		
Claims against the Company not acknowledge as debts *		
Commitments		
Advance against Property	165.71	165.71

* Interest and claims by customers/ suppliers may be payable as and when the outcome of the related matters are finally determined and hence not been included above. Management based on legal advice and historical trends, believes that no material liability will devolve on the company in respect of these matters.

It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the pending resolution of the respective proceedings as it is determinable only on receipt of judgements/decisions pending with the various forums/authorities.

- 40** The Company has identified real estate as the only operating segment in terms of Ind AS 108 which is also reviewed by Board of Directors who are considered Chief Operating Decision Maker (CODM). Since the entire operations of the Company are in India, there are no geographical segments . There is no single customer to whom sales are in excess of 10% of the total revenue.

41- Leases

The lease expenses for cancellable and non-cancellable operating leases was Rs. Nil for the year ended 31st March, 2025.

There is no future minimum lease payments under non-cancellable operating lease.

42- Other Statutory Information

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company does not have any transactions with companies struck off.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
The Company has not advanced or loaned or invested funds to any other person(s) or
- (v) entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - (a) 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
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

43- Previous year figures have been regrouped, re-arranged and re-classified wherever necessary to conform to current year's classification.

As per our attached report of even date

For and on behalf of the Board of Directors

For M/s Shankarlal Jain & Associates LLP

Chartered Accountants

Kishan Kumar Kedia

Firm Reg. No.109901W/W100082

Managing Director & Chief Financial Officer

Satish Jain

Arun Kedia

Sanjay Kumar Kedia

Partner

Marketing Director

Finance Director

M. No. 048874

Place : Mumbai

Neha Verma

Date : 30th May, 2025

Company Secretary

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