

**ACE EDUTREND LTD.**

**Ref: AEL/BSE/2025**

**Date: 08.09.2025**

**BSE Limited**

Corporate Relationship Department  
25<sup>th</sup> floor, P.J. Tower,  
Dalal Street, Mumbai-400001

**BSE Scrip Code: 530093**

**ISIN: INE715F01014**

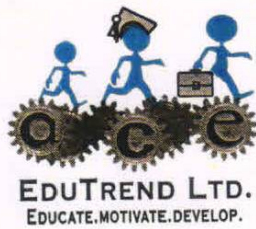
**SUB: Annual Report for the financial year 2024-25 along with the Notice convening the Thirty-First Annual General Meeting.**

**Ref: Regulation 34 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (The Listing Regulations”)**

Enclosed please find the copy of the Annual Report of the Company for the financial year 2024-25 along with the copy of the Notice convening the Thirty First Annual General Meeting (the “AGM” or the “Meeting”) of ACE EDUTREND LIMITED (the “Company”) on Tuesday, 30th September 2025 at 12.00 p.m. (IST) through Video Conferencing / Other Audio Visual Means (“VC / OAVM”) in compliance with the Companies Act, 2013 read with General Circular No.09/2024 dated 19th September 2024 read with Circular No.14/2020 dated 8th April 2020, Circular No.17/2020 dated 13th April 2020, Circular No.20/2020 dated 5th May 2020 issued by the Ministry of Corporate Affairs (“MCA Circulars”) and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October 2024 issued by the Securities and Exchange Board of India (“SEBI Circulars”) (MCA Circulars and SEBI Circular are hereinafter collectively referred to as the “Circulars”) to transact the business as set out in the Notice of the AGM dated 28<sup>th</sup> August 2025 (the “AGM Notice”). Beetal Financial & Computer Services Private Limited, 3<sup>rd</sup> Floor, 99 Madangir, Behind LSC, New Delhi-110062, Email: [beetalrta@gmail.com](mailto:beetalrta@gmail.com) , Contact No. +011-29961281-283, the Company’s Registrar and Share Transfer Agents (“Beetal” or the “RTA”), will provide the facility for voting through remote e-voting, participating the Meeting through VC / OAVM and e-voting during the Meeting. The Company has, on 08<sup>th</sup> September 2025, sent the AGM Notice along with the Annual Report containing Audited Financial Statements for the financial year ended 31st March 2025 and the Reports of the Auditors and the Directors (together with annexures thereto) by email to all its shareholders who have registered their email addresses with the Company / RTA or Depositories. In compliance with the requirements of the Circulars, physical copy of the same is not being sent to the shareholders. Further, in terms of Regulation 36(1)(b) of the Listing Regulations, a letter providing the web-link and exact

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**Regd. Office: 812, Aggarwal Cyber Plaza-1, Netaji Subhash Place, Pitampura, Delhi**  
**Email ID: [csaceindia@gmail.com](mailto:csaceindia@gmail.com) Website: [www.aceedutrend.co.in](http://www.aceedutrend.co.in)**  
**CIN: L29299DL1993PLC201811 Tel: 011-25702148**



**ACE EDUTREND LTD.**

path for accessing the AGM Notice and the Annual Report has been sent to those shareholders who have not registered their email address(es).

The Annual Report along with the AGM Notice and E-voting instructions is also available on the website of the Company and on the website of Beetal Financial & Computer Services Private Limited.

This is for your information as also for the information of your members and the public at large.

Thanking You,

Yours Faithfully

For **Ace Edutrend Limited**

**Deepali Mahapatra**

**Company Secretary & Compliance Officer**

## CORPORATE INFORMATION

### Board of Directors

**Mr. Monendra Srivastava**  
Managing Director & CFO  
(Resigned w.e.f. July 10, 2025)

**Mrs. Himani Sharma**  
Executive Director

**Mrs. Sushma Jain**  
Independent Director

**Mrs. Ruchi Sharma**  
Independent Director

**Mr. Suresh Sharma**  
Independent Director

**Mr. Umaid Raj Tater**  
Independent Director  
Resigned w.e.f. May 28, 2025

**Mrs. Anubha Chauhan**  
Independent Director  
Appointed w.e.f. July 10, 2025

### Company Secretary & Compliance officer

**Mrs. Deepali Mahapatra**  
Appointed w.e.f. July 10, 2025

### Bankers

**ICICI Bank Limited**  
19, West Avenue Road, Punjabi Bagh  
West-110026

### Statutory Auditor

**M/s Asha & Associates**  
301 BIGJOS Tower, Netaji Subhash Place,  
Pitampura, Delhi-110034

### Secretarial Auditor

**Chandan J & Associates**  
Practicing Company Secretary

### Internal Auditor

Chandni Singla & Associates, Chartered  
Accountants

### Registrar and Share Transfer Agent

**Beetal Financial & Computer Services  
Private Limited**  
Beetal House, 3rd Floor, 99, Madangir,  
Behind Local Shopping Centre. Near Dada  
Harsukh Das Mandir, New Delhi 110062

### Registered Office

812, Aggarwal Cyber Plaza-1, Netaji  
Subhash Place, Pitampura, Delhi-110034

### Corporate Identity Information

L29299DL1993PLC201811

### Stock Exchange

Bombay Stock Exchange (BSE)

**Content of Annual Report**

<b>PARTICULARS</b>	<b>Annexures</b>	<b>Page</b>
Notice of Annual General Meeting		<b>3-33</b>
Board of Directors' Report		<b>34-51</b>
Secretarial Audit Report	<b>Annexure I</b>	<b>52-57</b>
Certificate of Non- Disqualification of Directors	<b>Annexure II</b>	<b>58-59</b>
Certificate on Compliance with the Conditions of Corporate Governance	<b>Annexure III</b>	<b>60-61</b>
Chief Executive Officer and Chief Financial Officer Certification	<b>Annexure IV</b>	<b>62</b>
Nomination and Remuneration Policy	<b>Annexure V</b>	<b>63-65</b>
Management Discussion and Analysis Report	<b>Annexure VI</b>	<b>66-68</b>
Independent Auditor Report		<b>69-83</b>
Financial Statement for the Financial Year ended As on March 31, 2025 along with its annexures		<b>84-108</b>

### NOTICE

**NOTICE** is hereby given that **31<sup>st</sup>** Annual General Meeting ('AGM') of the members of **Ace Edutrend Limited ('THE COMPANY')** will be held on **Tuesday, the 30<sup>th</sup> day of September, 2025** at 12.00 p.m. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") without the physical presence of the members at a common venue, to transact the following businesses: -

#### **ORDINARY BUSINESS**

- 1. TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025, INCLUDING BOARD OF DIRECTORS AND AUDITORS REPORT THEREON.**

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

**"RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025 along with the Reports of the Board of Directors and Auditors thereon, be and are hereby approved and adopted.

- 2. TO RE-APPOINT MS. HIMANI SHARMA (DIN: 08299061), DIRECTOR WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HERSELF FOR RE-APPOINTMENT.**

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

**"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the members of the Company be and is hereby accorded to the re-appointment of Ms. Himani Sharma (DIN: 08299061), Director of the Company, who retires by rotation and being eligible, offers herself for re-appointment, as a Director liable to retire by rotation."

#### **SPECIAL BUSINESS**

- 3. APPOINTMENT OF MRS. ANUBHA CHAUHAN, (DIN: 09058512) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR ON THE BOARD OF THE COMPANY**

To consider and if thought fit, pass with or without modification, the following resolutions as an **Ordinary Resolution:**

## ANNUAL REPORT 2024-25

**"RESOLVED THAT** Mrs. Anubha Chauhan (DIN: 09058512), who was appointed as additional director of the Company with effect from July 10th 2025 by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee and who holds office up to the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act 2013 ("the Act") [including any statutory modification(s) or re-enactment(s) thereof for the time being in force and of the Articles of Association of the Company, and who is eligible for appointment and who has consented to act as a Director of the Company, be and is hereby appointed as the Director of the Company;

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 149, 150, 152 and other applicable provisions, if any, under the Act (Including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Schedule IV to the Act and the Companies (Appointment and Qualifications of Directors) Rules 2014, Regulation 17, 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations 2015 ("SEBI Listing Regulations"), as amended from time to time, the appointment of Ms. Anubha Chauhan, who has submitted her declaration that she meets the criteria for independence as provided in Section 149(6) of the Act read with the Rules framed there under and Regulation 16(1)(b) of the SEBI Listing Regulations and who is eligible for appointment as an independent Director of the Company, not liable to retire by rotation, for a term of five years, i.e. from July 10th 2025 to July 9th, 2030 (both days Inclusive) be and is hereby approved;

**RESOLVED FURTHER THAT** any Director of the Company for the time being be and is hereby authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary forms and returns with the Registrar of Companies, MCA Online and to do all such acts, deeds and things as may be considered necessary and expedient in this regard;

**RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized to sign the certified true copy of the resolution to be given as and when required."

#### **4. APPOINTMENT OF RAMANUJ MURLINARAYAN DARAK AS DIRECTOR (NON-EXECUTIVE INDEPENDENT DIRECTOR) ON THE BOARD OF THE COMPANY.**

To consider and if thought fit, pass with or without modification, the following resolutions as an **Ordinary Resolution:**

**"RESOLVED THAT** Mr. Ramanuj Murlinarayan Darak (DIN: 08647406), who was appointed as additional director of the Company with effect from August 28, 2025 by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee and who holds office up to the date of this Annual General Meeting of the Company under Section 161(1) of the Companies Act 2013 ("the Act") [including any statutory modification(s) or re-enactment(s) thereof for the time being in force and of the Articles of Association of the Company, and who is eligible for appointment and who has consented to act as a Director of the Company, be and is hereby appointed as the Director of the Company;

## ANNUAL REPORT 2024-25

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 149, 150, 152 and other applicable provisions, if any, under the Act (Including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Schedule IV to the Act and the Companies (Appointment and Qualifications of Directors) Rules 2014, Regulation 17, 25 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations 2015 (“SEBI Listing Regulations”), as amended from time to time, the appointment of Mr. Ramanuj Murlinarayan Darak, who has submitted his declaration that he meets the criteria for independence as provided in Section 149(6) of the Act read with the Rules framed there under and Regulation 16(1)(b) of the SEBI Listing Regulations and who is eligible for appointment as an independent Director of the Company, not liable to retire by rotation, for a term of five years, i.e. from August 28, 2025 to August 27, 2030 (both days Inclusive) be and is hereby approved;

**RESOLVED FURTHER THAT** any Director of the Company for the time being be and is hereby authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary forms and returns with the Registrar of Companies, MCA Online and to do all such acts, deeds and things as may be considered necessary and expedient in this regard;

**RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized to sign the certified true copy of the resolution to be given as and when required.”

### 5. **APPOINTMENT OF ROHAN MOHAN AGARWAL AS MANAGING DIRECTOR OF THE COMPANY.**

To consider and if thought fit, pass with or without modification, the following resolutions as **Special Resolution:**

“**RESOLVED THAT**, pursuant to the provisions of Sections 152, 178, 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and the Board, the consent of the members be and is hereby accorded to the appointment of **Mr. Rohan Mohan Agarwal** as **Managing Director** of the Company for a period of **five (5) years** w.e.f. August 28, 2025 to August 27, 2030 his directorship shall be liable to retire by rotation, and on the following terms & conditions:

#### (a) **Powers & Responsibility**

1. He is expected to perform such functions, exercise such powers and perform such duties as the Board shall from time to time in its absolute discretion determine and entrust to him, subject, nevertheless to the provisions of the Companies Act, 2013 or any statutory modifications or re-enactment thereof for the time being in force.
2. He shall have the general control of the business of the Company and be vested with the management and day to day affairs of the Company. He shall have the authority to enter into contracts on behalf of the Company in the ordinary course and shall have the authority to do and



## ANNUAL REPORT 2024-25

perform all other acts and things which in the ordinary course of such business he may consider necessary or proper in the best interest of company.

3. He shall at all times act in the best interests of the Company and all its stakeholders and keep the Board of Directors informed of any developments or matters that have materially impaired, or are reasonably likely to materially impair, the interests of the Company and /or any of its stakeholders He shall devote his time, attention and abilities to manage the business of the company.
4. The Board of Directors of the Company may from time to time nominate him on the various Committees constituted by it He is expected to perform duties in Committee(s) with necessary diligence and prudence.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to alter, amend or vary the terms and conditions of appointment including remuneration structure as may be agreed to between the Board of Directors and Mr. Servesh Gupta within limits sanctioned by the members, and/or within such guidelines or amendments as may be made to the Companies Act, 2013 and Schedule V or such other authority as may be prescribed;

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matter and things to give effect to the foregoing resolution.”

### 6. TO CONSIDER AND APPOINTMENT OF M/s CHANDAN JHA & ASSOCIATES, PRACTICING COMPANY SECRETARIES AS SECRETARIAL AUDITORS.

To consider and if thought fit, pass with or without modification, the following resolutions as an **Ordinary Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Regulation 24A & other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) read with Circulars issued there under from time to time and Section 204 and other applicable provisions of the Companies Act, 2013, if any read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (“the Act”), and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, M/s Chandan Jha & Associates (M. No. A62350, C.P. No: 27629), the practicing Company Secretaries) be and is hereby appointed as Secretarial Auditors of the Company for a period of 5 consecutive years, commencing from financial year 2025-26 to 2029-30 (‘the Term’), to undertake Secretarial Audit of the Company on such terms & conditions, including remuneration as may be mutually agreed upon between the Board of Directors (hereinafter referred to as the ‘Board’ which expression shall include any Committee thereof or person(s) authorized by the Board) and the Secretarial Auditor from time to time;

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



## ANNUAL REPORT 2024-25

**RESOLVED FURTHER THAT** any Director of the Company for the time being be and is hereby authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary forms and returns with the Registrar of Companies, MCA Online and to do all such acts, deeds and things as may be considered necessary and expedient in this regard;

**RESOLVED FURTHER THAT** any Director of the company be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution and for matters connected therewith or incidental thereto.”

### 7. TO INCREASE IN THE AUTHORIZED SHARE CAPITAL AND ALTERATION OF CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.

To considered and if thought fit, pass with or without modification, the following resolutions as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Sections 13, 61, 64 and all other applicable provisions, if any, of the Companies Act, 2013 (along with any rules there under, including any statutory modification(s) or re-enactment thereof for time being in force and as may be enacted from time to time) (“Act”) read with the Articles of Association of the Company (AOA), as agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any committee and sub-committee which the Board may have constituted or shall hereinafter constitute to exercise its powers including the powers conferred by this resolution), approval of the members of the Company be and is hereby accorded to increase the existing Authorized Share Capital of the Company being INR 10,00,00,000/- (Indian Rupees Ten Crore only) divided into 1,00,00,000 (One Crore ) shares of INR 10/- (Indian Rupees Ten only) each to INR 50,00,00,000/- (Indian Rupees Fifty Crores only) consisting of 5,00,00,000 (Five Crore) shares of INR 10/- (Indian Rupees Ten only) each;

**RESOLVED FURTHER THAT** the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

V. That the Authorized Capital of the Company is INR 50,00,00,000/- (Indian Rupees Five Crores only) divided into 5,00,00,000 (Five Crore) shares of INR 10/- (Indian Rupees Ten only) each.”

**RESOLVED FURTHER THAT** any of the Directors of the Company be and is hereby severally authorized to file, sign, verify and execute all such e-forms with Registrar of Companies, paper or documents, as may be necessary and to do all such acts, deeds, matter and things as may be necessary and incidental for giving effect to this resolution.”

## ANNUAL REPORT 2024-25

### 8. APPROVAL FOR RIGHT ISSUANCE OF EQUITY SHARES TO EXISTING SHAREHOLDERS THROUGH RIGHT ISSUE MECHANISM.

To consider and if thought fit, pass with or without modification, the following resolutions as a **Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 62(1)(a) and 179 (3) and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Share Capital and Debentures) Rules, 2014, the Companies (Prospectus and Allotment of Securities) Rules, 2014 and any statutory modification(s) or reenactment thereof, to the extent notified for the time being in force ("Companies Act, 2013"), and any other applicable law for the time being in force, and in accordance with the provisions of Memorandum of Association and the Articles of Association of the company, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), and all other applicable Securities and Exchange Board of India ("SEBI"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "SEBI Listing Regulations"), the Securities Contracts (Regulation) Act, 1956, the Securities Contracts (Regulation) Rules, 1957, the Foreign Exchange Management Act, 1999 and rules and regulations made thereunder, including the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 ("RBI Master Directions") as amended/ updated from time to time, and any other provisions of applicable law (including foreign laws), and subject to other approvals, permissions and sanctions of the Securities and Exchange Board of India ("SEBI"), the Stock Exchanges where the Equity Shares of the Company are listed (the "Stock Exchanges"), the Reserve Bank of India ("RBI"), the Registrar of Companies, Delhi, ("ROC"), along with applicable notification, circulars etc. issued by the aforesaid authorities and any other concerned statutory/ regulatory authorities, if and to the extent necessary, and such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed in granting of such approvals, permissions and sanctions by any of the aforesaid authorities and which may be agreed to by the board of directors of the Company ("Board", which term shall include a duly authorized committee thereof for the time being exercising the power conferred by the Board including the powers conferred by this resolution), consent and approval of the members be and is hereby accorded to create, offer, issue and allot such number of fully paid-up Equity Shares of the face value of Rs. 10 each by the Company (the "Equity Shares") by way of a Rights Issue as may be determined to the shareholders as beneficial owners, as at the end of the business hours on such date as may hereafter be fixed by the Board for the rights issue as the record date ("Record Date" and such existing shareholders, the "Eligible Equity Shareholders") or to such person or persons who may or may not be an Eligible Equity Shareholder of the Company in whose favor a right has been exercised by the Promoters and members of the Promoter Group to whom the offer is made, or in favour of any specific investor(s) or in whose favour the Board may, in its discretion, allot Equity Shares in the rights issue, for an amount not exceeding Rs. 50 crores (Rupees Fifty Crores only) (the "Issue") for such purposes and on such other terms and conditions as may be mentioned in the draft letter of offer/Letter of Offer/ or any other offer documents to be sent by the Company in respect of the offer, as may be permitted under the applicable laws and as may be decided by the Board and / or any committee authorized by the Board, including granting/crediting of rights entitlement to the Eligible Equity Shareholders to apply for the same or renounce the Equity

## ANNUAL REPORT 2024-25

Shares being so offered to them in favour of any other person(s), or to enable application for additional equity shares, if any, by eligible person(s);

**RESOLVED FURTHER THAT** treatment of fractional entitlements, if any, shall be in a manner as will be disclosed in the offer document(s) in connection with the Issue;

**RESOLVED FURTHER THAT** the Equity Shares issued shall rank pari passu in all respects, including dividends, with the existing Equity Shares of the Company;

**RESOLVED FURTHER THAT** (i) all monies received from the Issue shall be transferred to a separate bank account maintained by the Company for the purpose of the Issue; (ii) the Company shall utilise the monies received pursuant to the Issue after the finalisation of the basis of allotment, in accordance with the provisions of the SEBI ICDR Regulations and other applicable laws; (iii) the details of all monies utilised out of the Issue shall be disclosed under an appropriate separate head in the Balance Sheet of the Company indicating the purpose for which such monies had been utilised;

**RESOLVED FURTHER THAT** if required, the Common Seal of the Company be affixed on such Agreements, Documents, Deeds as may be necessary in connection with the aforesaid issue in the presence of any one of the aforementioned Authorised Signatories of the Company, in accordance with the provisions of the Articles of Association of the Company;

**RESOLVED FURTHER THAT,** if necessary, the Company's Common Seal be taken out of the Registered Office of the Company beyond the city limits for execution of the aforesaid documents;

**RESOLVED FURTHER THAT** it is clarified that in case of inconsistencies between this resolution and regulatory provisions/amendments to regulatory provisions made from time to time, as applicable, regulatory provisions/ amendments will prevail and be binding on the Company even if not specifically stated herein, and Board authorisation would be deemed to have been granted for the same to the Authorised Signatories as stated in the resolution;

**RESOLVED FURTHER THAT** any prior actions taken/ documents executed/ intermediaries engaged for preliminary discussions/ work by the Directors/Key Managerial Personnels/Authorised Signatories of the Company in pursuance of Right issue be and is hereby ratified by the Board;

**RESOLVED FURTHER THAT** the authorisations given to the Directors/Key Managerial Personnel/Authorised Signatories of the Company as mentioned above shall automatically cease to be effective on cessation of their Directorship with the Company or cessation/termination of their employment from the Company and that any Director or Chief Financial Officer or Company Secretary be authorised to intimate to all concerned, by way of a letter, e-mail etc. of the same and request the concerned party to act thereon/ take the same on record;



## **ANNUAL REPORT 2024-25**

**RESOLVED FURTHER THAT** any Director or Key Managerial Personnel of the Company be and are hereby severally authorised to issue certified copy of this resolution to the concerned authority with a request to act thereon and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution.”

**By order of the Board of Directors  
For ACE EDUTREND LIMITED**

**Date: 28.08.2025  
Place: New Delhi**

**Sd/-  
Deepali Mahapatra  
Company Secretary & Compliance Officer**

## ANNUAL REPORT 2024-25



### NOTES:

1. The Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) in respect of Item Nos. 3,4,5,6,7 and 8 of the accompanying Notice, is annexed hereto. Further, disclosures in relation to Item No. 3,4 and 5 of the Notice, as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and ‘Secretarial Standard 2 on General Meetings’ issued by the Institute of Company Secretaries of India (“SS-2”) forms an integral part of this Notice.
2. Ministry of Corporate Affairs (“MCA”) vide its General Circular No. 09/2024 dated September 19, 2024 read with circulars issued earlier on the subject (“MCA Circulars”) and SEBI vide its Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated October 3, 2024 read with the circulars issued earlier on the subject (“SEBI Circulars”), have permitted to conduct the Annual General Meeting (“AGM”) virtually, without physical presence of Members at a common venue.

In compliance with the MCA Circulars and SEBI Circulars, the provisions of the Act and the SEBI Listing Regulations, the 31<sup>st</sup> AGM of the Company is being held virtually.

The Notice convening this AGM along with the Annual Report for Financial Year 2024-2025 is being sent by electronic mode to those Members whose e-mail address is registered with the Company/Depositories, unless a member has specifically requested for a physical copy of the same. Members may kindly note that the Notice convening this AGM and Annual Report for Financial Year 2024-2025 will also be available on the Company’s website [www.aceedutrend.co.in](http://www.aceedutrend.co.in) website of the Stock Exchanges i.e. BSE Limited (BSE) at [www.bseindia.com](http://www.bseindia.com) and on the website of National Security Depository Services Limited (NSDL) at [www.nsdl.co.in](http://www.nsdl.co.in). The Company will also publish an advertisement in the newspapers containing details of the AGM and other relevant information for Members viz. manner of registering e-mail Id., Cut-off date for e-voting, Record Date etc.

3. Since this AGM is held through Video Conference/Other Audio Visual Means (“VC/OAVM”), route map to the venue is not required and therefore, the same is not annexed to this Notice.
4. Members attending the meeting through VC/OAVM shall be reckoned for the purpose of quorum under Section 103 of the Act. Members holding equity shares as on September 23, 2025 (“Cut-off date”) may join the AGM anytime 30 minutes before the scheduled time by following the procedure outlined in the Notice. A person who is a Member as on the Cut-off date shall be eligible to attend and vote on resolutions proposed at the AGM. Any person who is not a Member as on the Cut-off date shall treat this Notice for informational purpose only.
5. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories and Company’s RTA as on the cut-off date only shall be entitled to avail the facility remote e-voting or voting at the AGM.
6. Attendance through VC/OAVM is restricted and hence, Members shall be eligible to join the meeting on first come-first-serve basis. However, attendance of Members holding more than

## ANNUAL REPORT 2024-25

2% of the paid-up equity share capital, Institutional investors, Directors, Key Managerial Personnel, and Auditors will not be restricted on first- come-first serve basis.

### 7. Appointment of Proxy and Attendance Slip:

Since the 31<sup>st</sup> AGM is being held through VC/OAVM in accordance with the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxy would not be available to the Members for attending the 31<sup>st</sup> AGM, and therefore, proxy form and attendance slip are not annexed to this Notice.

8. The Company has appointed Mr. Apoorv Srivastava, Practicing Company Secretary (Membership No. F12734 and Certificate of Practice No. 21063) as the Scrutinizer for scrutinizing the remote e-voting process as well as voting at the AGM in a fair and transparent manner.
9. Corporate shareholders/institutional shareholders intending to send their authorized representative(s) to attend / vote at the 31<sup>st</sup> AGM are requested to send from their registered e-mail address, scan copy of the relevant Board Resolution/ Authority Letter, etc. authorizing their representative(s) to attend / vote, to the Scrutinizer on his e-mail ID at [apoorvandassociates@gmail.com](mailto:apoorvandassociates@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) and [csaceindia@gmail.com](mailto:csaceindia@gmail.com).
10. The Notice of the AGM along with the Annual Report for is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
11. 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, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents (RTA), M/s Beetal Financial & Computer Services Private Limited to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to RTA.
12. Members holding shares in physical form are requested to note that in terms of Regulation 40 of the SEBI Listing Regulations, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019. In view of the above and in order to eliminate risks associated with physical transfer of securities, shareholders holding equity shares of the Company in physical form are requested to consider converting their holdings to dematerialized form. Members may contact the Company's Registrar and Share Transfer Agent ('RTA') for assistance in this regard.
13. Members holding shares in de mat mode are requested to update their details with their Depository Participants at the earliest.



## ANNUAL REPORT 2024-25

14. Members may further note that SEBI, vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated listed companies to issue securities in dematerialized form only while processing service requests, viz., issue of duplicate securities certificate, claim from unclaimed suspense account, splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition etc. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is annexed here with and available on Company's website and on the website of Beetal Financial & Computer Services Private Limited. It may be noted that any service request can be processed only after the folio is KYC compliant.
15. However, in terms of the provisions of Section 112 and 113 of the Act read with the said Circulars, Corporate Shareholders are entitled to appoint their authorised representatives to attend the AGM through VC/OAVM on their behalf and participate there at, including cast votes by electronic means (details of which are provided separately, herein below). Such Corporate Shareholders are requested to refer 'General Guidelines for Shareholders' provided in the notice below, for more information
16. **Electronic dissemination of the AGM Notice and Annual Report:** Electronic/digital copy of the Annual Report for financial year 2024-25 and Notice convening the 31st AGM are being sent to all Members whose e-mail Id. are registered with the RTA/ Company/Depositories. Members who have not registered their e-mail Id. may get the same registered by following the instructions mentioned above. For Members who have not registered their e-mail address, a letter containing exact web-link of the website i.e. <https://aceedutrend.co.in/> where details pertaining to the entire Annual Report is hosted is being sent at the address registered in the records of RTA/Company/Depositories. The Company shall provide hard copy of the Annual Report for financial year 2024-25 to the Members, upon request.
17. The Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the directors are interested, maintained as per the Companies Act, 2013 will be available for electronic inspection by the Shareholders during the AGM without any fee. Shareholders seeking to inspect such documents may send an email to [csaceindia@gmail.com](mailto:csaceindia@gmail.com)
18. Non-Resident Indian members are requested to inform RTA/respective DPs, immediately of:
  - a) Change in their residential status on return to India for permanent settlement.
  - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code and address of the bank with pin code number, if not furnished earlier.
19. ***AN ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ELECTRONIC ANNUAL REPORT:***
  - i. In accordance with, the Circular No. 14 dated April 8, 2020 read with Circular No. 17 dated April 13, 2020, Circular No. 20 dated May 5, 2020 and General Circular No.02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 08, 2021, General Circular



## ANNUAL REPORT 2024-25

No. 21/2021 dated December 14, 2021 and General Circular No. 02/2022 dated May 05, 2022 issued by MCA and Circular dated SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13 May, 2022 and on 15th January, 2021 reference no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 extended relaxations granted under circular dated 12th May, 2020 issued by SEBI, owing to the difficulties involved in dispatching of physical copies of the financial statements (including Report of Board of Directors, Auditor's report or other documents required to be attached therewith), such statements including the Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s).

ii. Members are requested to register their email ID and Bank Account details:

In case the shareholder's email ID is already registered with the Company/its Registrar & Share Transfer Agent "RTA"/Depositories, log in details for e-voting are being sent on the registered email address. In case the shareholder has not registered his/her/their email addresses with the Company/its RTA/Depositories and or not updated the Bank Account mandate for receipt of dividend, the following instructions to be followed:

- ✓ **In the case of Shares held in physical mode:** The shareholder may please email to RTA at [beetal\\_rta@gmail.com](mailto:beetal_rta@gmail.com)
- ✓ **In the case of Shares held in Demat mode:** The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

20. The Notice of AGM along with Annual Report for the financial year 2024-25, is available on the website of the Company at [www.aceinedutrend.co.in](http://www.aceinedutrend.co.in), on the website of Stock Exchanges where shares of the Company are listed i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com)

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

The remote e-voting period begins on 27th September, 2025 at 9:00 A.M. and ends on 29th September 2025, at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. 23rd September 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being 23rd September 2025.

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

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

#### **Step 1: Access to NSDL e-Voting system**

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





## ANNUAL REPORT 2024-25



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"> <li>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> 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 &amp; voting during the meeting.</li> <li>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ 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 “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>3. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online</b>”</li> </ol>

	<p>for <b>IdEAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> 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 &amp; voting during the meeting.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies</p>

	<p>where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) 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. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; 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 de mat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in de mat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in de-mat 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.
4. 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.
5. Your User ID details are given below :

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

6. 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.**
7. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
8. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
9. Now, you will have to click on "Login" button.
10. 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 who's voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".



## ANNUAL REPORT 2024-25

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



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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), and AADHAR (self-attested scanned copy of Aadhar Card) by email to [csaceindia@gmail.com](mailto:csaceindia@gmail.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16-digit DPID + CLID or 16-digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [csaceindia@gmail.com](mailto:csaceindia@gmail.com). If you are 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 de mat mode.**

3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

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

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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps

mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders, who would like to express their views/have questions may send their questions in advance mentioning their name de-mat account number/folio number, email id, mobile number at [csaceindia@gmail.com](mailto:csaceindia@gmail.com) .The same will be replied by the company suitably.
6. Registration of Speaker related point needs to be added by company.

### EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

As required by Section 102 of the Companies Act, 2013 (“Act”), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 3, 4, 5, 6, 7 & 8 of the accompanying Notice:

**Item No.3: Appointment of Mrs. Anubha Chauhan, (DIN: 09058512) as a non-executive Independent Director on the Board of the Company**

Based on recommendation of the Nomination and Remuneration Committee (‘NRC’), the Board appointed Ms. Anubha Chauhan (DIN: 09058512) as an Additional Director of the Company and also an Independent Director not liable to retire by rotation, for a term of five years, i.e., July 10, 2025 up to July 09, 2030 (both days inclusive), subject to approval by the Members.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (‘the Act’) and Article 64 of the Articles of Association of the Company, Ms. Anubha Chauhan shall hold office up to the date of this AGM and is eligible to be appointed as a Director. The profile and specific areas of expertise of Ms. Anubha Chauhan are provided as Annexure to this Notice.

Ms. Anubha Chauhan has given her declaration to the Board, inter alia, that (i) she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘SEBI Listing Regulations’) (ii) is not restrained from acting as a Director by virtue of any order passed by SEBI or any such authority (iii) is eligible to be appointed as a Director in terms of Section 164 of the Act and (iv) she is not aware of any circumstance which exists or may be reasonably anticipated, that could impair or impact her ability to discharge her duties, with an objective independent judgment and without any external influence. She has also given her consent to act as a director.

In the opinion of the Board, Ms. Anubha Chauhan is a person of integrity, possesses relevant expertise /experience and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director and she is independent of the Management.

The Board considers it desirable and in the interest of the Company to have Ms. Anubha Chauhan on the Board of the Company and accordingly the Board recommends the appointment of Ms. Anubha Chauhan as an Independent Director as proposed in the Resolution set out at Item No. 3 of the accompanying Notice for approval by the Members.

Except for Ms. Anubha Chauhan and/or her relatives, no other Director, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

**ITEM NO.4: Appointment of Mr. Ramanuj Murlinarayan Darak DIN (08647406) as a non-executive Independent Director on the Board of the Company**

Based on recommendation of the Nomination and Remuneration Committee ('NRC'), the Board appointed Ramanuj Murlinarayan Darak DIN (08647406) as an Additional Director of the Company and also an Independent Director not liable to retire by rotation, for a term of five years, i.e., August 28, 2025 up to August 27, 2030 (both days inclusive), subject to approval by the Members.

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ('the Act') and Article 64 of the Articles of Association of the Company, Ramanuj Murlinarayan Darak shall hold office up to the date of this AGM and is eligible to be appointed as a Director. The profile and specific areas of expertise of Mr. Ramanuj Murlinarayan Darak are provided as Annexure to this Notice.

Ramanuj Murlinarayan Darak has given his declaration to the Board, inter alia, that (i) he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') (ii) is not restrained from acting as a Director by virtue of any order passed by SEBI or any such authority (iii) is eligible to be appointed as a Director in terms of Section 164 of the Act and (iv) he is not aware of any circumstance which exists or may be reasonably anticipated, that could impair or impact her ability to discharge her duties, with an objective independent judgment and without any external influence. She has also given her consent to act as a director.

In the opinion of the Board, Ramanuj Murlinarayan Darak DIN (08647406) is a person of integrity, possesses relevant expertise /experience and fulfills the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director and she is independent of the Management.

The Board considers it desirable and in the interest of the Company to have Mr. Ramanuj Murlinarayan Darak DIN (08647406) on the Board of the Company and accordingly the Board recommends the appointment of Mr. Ramanuj Murlinarayan Darak as an Independent Director as proposed in the Resolution set out at Item No. 4 of the accompanying Notice for approval by the Members.

Except for Mr. Ramanuj Murlinarayan Darak and/or his relatives, no other Director, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

**ITEM NO.5: Appointment of Rohan Mohan Agarwal as Managing Director on the Board of the Company.**

## ANNUAL REPORT 2024-25

The Board, at its meeting held on August 28, 2025, has appointed Mr. Rohan Mohan Agarwal as Managing Director of the Company for a period of 5 years w.e.f. August 28 2025 based upon the declarations filed with the Company, Mr. Rohan Mohan Agarwal is not disqualified to be appointed as a Director and Managing Director of the Company and has also shown his willingness to be appointed as Managing Director for a period of Five (5) years.

Mr. Rohan Mohan Agarwal, is a dynamic business entrepreneur and the terms & conditions of appointment of Mr. Rohan Mohan Agarwal as Managing Director is outlined in the resolution placed before the members.

Based on the evaluation, the Nomination and Remuneration Committee, the Audit Committee and the Board of Directors at their respective meetings held on August 28 2025, have approved the terms of appointment and remuneration of Mr. Rohan Mohan Agarwal as a Managing Director of the Company, liable to retire by rotation, to hold office for a term of 5 (Five) consecutive years with effect from August 28, 2025 up to August 27, 2030 subject to the approval of members at the ensuing Annual General Meeting of the Company.

The nomination and remuneration committee while considering his appointment has checked the declaration of Mr. Rohan Mohan Agarwal that he is not debarred from holding the office by virtue of any SEBI Order or any other authority.

Further Company have received from Mr. Rohan Mohan Agarwal, the following disclosures as per the relevant provisions of the Companies Act, 2013 Managing Director of the Company pursuant to Rule X of the Companies Further Company has received from Mr. Rohan Mohan Agarwal, the following disclosures as per the relevant provisions of the Companies Act, 2013:

Consent in writing to act as Managing Director of the Company pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014;

Intimation in Form DIR-8, pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under Sub-section (2) of Section 164 of the Act.

### **THE ADDITIONAL INFORMATION AS REQUIRED BY SCHEDULE V TO THE ACT IS GIVEN BELOW:**

#### **I. General Information:**

- i. Nature of Industry: The Company is engaged in industry-leading IT solution company, website design and web development. Specialized in custom PHP & Asp.Net CRM & Software Development, WooCommerce, Digital Marketing, CRM software development, and Blockchain.
- ii. Date or expected date of commencement of commercial production: Since Company is not a new company hence this point is not applicable.
- iii. In case of new companies, expected data of commencement of activities as per project
- iv. approved by financial institutions appearing in the prospectus Not Applicable
- v. Foreign investments or collaborations, if any: Not Applicable

## ANNUAL REPORT 2024-25



### II. Information about the appointee:

- i. Experience and Background details: Results-driven, professional with over 3 years of experience in the manufacturing sector - textile garments production and operations. Currently working as Manufacturing Head at Olive Tex Silk Mills Pvt Ltd, with a strong background in plant management, production scheduling, and process improvements to enhance operational efficiency and quality control. His leadership spirit and strong vision reflect his ability in driving business to success.
- ii. Past remuneration drawn: no remuneration drawn in past.
- iii. Job profile and suitability Managing Director of the Company is responsible for day-to-day operations of the company. He is also responsible for procuring the business for the company Mr. Rohan Mohan Agarwal has requisite skills and competence to lead the organization and he is suitable candidate for the job.
- iv. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any: He has no pecuniary relationships directly or indirectly with any director or managerial personnel.

### III. Other information:

- i. Reasons for loss or inadequate profits The Company is a not in profit-making and as per the method of calculation of managerial remuneration and the proposed remuneration of appointee the profit may show inadequacy on annual basis.
- ii. Steps taken or proposed to be taken for improvement Not Applicable Expected increase in productivity and profits in measurable terms: Not Applicable.
- iii. Disclosures: The Corporate governance part of the Board Report mentions all elements of his remuneration package.

All above referred documents are available for inspection at the registered office of the Company during the normal business hours (10.00 am to 5.00 pm) on working days, except on Saturday and Sunday, up to and including the date of AGM.

The Board Resolution as set out in the Item No. 5 of accompanying notice for the approval of members of the Company as a Special Resolution.

### **ITEM NO.6: Appointment of M/s Chandan J & Associates, Practicing Company Secretaries as Secretarial Auditors and fix their remuneration.**

Pursuant to recent amendments to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), a listed entity is required to appoint a Secretarial Audit firm for up to two terms of five consecutive years, subject to Members approval at the Annual General Meeting.



## ANNUAL REPORT 2024-25

In this regard, based on the recommendation of the Audit Committee, the Board of Directors, at its meeting on August 14, 2025, approved the appointment of M/s. Chandan Jha & Associates, Practicing Company Secretaries (M. No. A62350, C.P. No: 27629), as the Company's Secretarial Auditor for five years commencing from FY 2025-26 to FY2029-30, subject to Members' approval, after taking into account the eligibility of the firm's qualification, experience, independent assessment, competency and Company's previous experience based on the evaluation of the quality of audit work done by them in the past.

The Company has received a consent letter from M/s. Chandan Jha & Associates, Practicing Company Secretaries, confirming their willingness to undertake the Secretarial Audit and issue the Secretarial Audit Report in accordance with Section 204 of the Act along with other applicable provisions, if any, under the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended.

M/s. Chandan Jha & Associates hereby affirms its compliance with Regulation 24A (1B) of the Listing Regulations in providing services to the Company. Further, M/s. Chandan Jha & Associates confirms that they hold a valid peer review certificate issued by ICSI and it fulfills all eligibility criteria and has not incurred any disqualifications for appointment, as outlined in the SEBI circular dated December 31, 2024. M/s. Chandan Jha & Associates is a leading firm of practicing Company Secretaries with over one year in delivering comprehensive secretarial and legal compliance services.

The Board of Directors may alter and vary the terms and conditions of appointment, in such manner and to such extent as may be mutually agreed with the Secretarial Auditor.

None of the Directors, Key Managerial Personnel (KMP) and their relatives are, in any way, concerned or interested in the resolution at Item No. 4 of the accompanying Notice.

The Board recommends the Ordinary Resolution at Item No. 6 of the accompanying Notice for approval by the Members of the Company.

### **ITEM NO.7: Increase in the Authorised Share Capital and alteration of Capital clause of the Memorandum of Association of the Company**

The existing Authorised Share Capital of the Company is INR 10,00,00,000/- (Rupees Ten Crores only) divided into 1,00,00,000 (One Crore rupees only) equity shares of INR 10/- each.

In order to meet the future business requirements of the Company including but not limited to capital infusion, expansion plans, issue of securities or any other strategic purposes, it is proposed to increase the Authorised Share Capital of the Company from INR 10,00,00,000/- (Rupees Ten Crores Only) to INR 50,00,00,000/- (Rupees Fifty Crores Only) divided into 5,00,00,000 (Five Crores) equity shares of INR 10/- each.

Pursuant to the provisions of Sections 13, 61, and 64 of the Companies Act, 2013 and other applicable provisions, if any, such increase in Authorised Share Capital also requires alteration of Clause V of the Memorandum of Association of the Company.



## ANNUAL REPORT 2024-25



Accordingly, approval of the members is sought for: Increasing the Authorised Share Capital as mentioned above; and Altering Clause V of the Memorandum of Association to reflect the increased capital.

The draft of the amended Clause V of the Memorandum of Association is as follows:

V. That the Authorised Capital of the Company is INR 50,00,00,000/- (Indian Rupees Fifty Crores only) divided into 5,00,00,000 (Five Crore) shares of INR 10/- (Indian Rupees Ten only) each.

The Board recommends the resolution for approval of the members as an Ordinary Resolution.

None of the Directors, Key Managerial Personnel (KMP) and their relatives are, in any way, concerned or interested in the resolution at Item No. 5 of the accompanying Notice.

### **ITEM NO. 8: Approval to Issue Equity Shares on Right Basis to the existing Equity Shareholders of the Company.**

The Company proposes to create, offer, issue, and allot equity shares by way of a rights issue for an amount not exceeding Rs. 50 Crores (Rupees Fifty Crores only), on such terms, in such manner, at such time and at such price or prices and as may be discovered in accordance with applicable laws, including, without limitation to the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), and all other applicable Securities and Exchange Board of India ("SEBI"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "SEBI Listing Regulations"), to the existing shareholders of company by way of Right issue and get the equity shares listed on recognized stock exchanges in India.

The Equity Shares allotted shall rank in all respects pari passu with the existing Equity shares of the company. The Company intends to at the discretion of the board of directors of the Company ("Board").

The Detailed information regarding the rights issue will be provided in the draft letter of offer/letter of offer, or any other offer-related documents issued in connection with the rights issue. Wherever necessary and applicable, the pricing of the issue will be finalized in accordance with the applicable guidelines, in force, of GOI, RBI, SEBI and other relevant authorities.

The Board has in its meeting held 28-08-2025 approved the offer, subject to approval of the members of the company. With respect to the offer, the company will be required to file draft letter of offer or letter of offer with stock exchanges, in accordance with the SEBI ICDR Regulations, SEBI LODR Regulations or the companies act, 2013, and the rules notified thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) (collectively referred to as the "Companies Act") and other applicable laws.



## **ANNUAL REPORT 2024-25**

The Board recommends the resolution for the approval of the members by way of Special Resolution.

None of the directors, key managerial personnel or relatives of directors and/or key managerial personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution, except to the extent of their shareholding in the Company.

**By order of the Board of Directors  
For ACE EDUTREND LIMITED**

**Date: 28.08.2025  
Place: New Delhi**

**Sd/-  
Deepali Mahapatra  
Company Secretary**

### **DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT**

[ In pursuant of Secretarial Standard on General Meeting (SS-2) & Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

#### **1. Appointment of Ms. Anubha Chauhan (DIN: 09058512)**

<b>Name of the Directors</b>	Mrs. Anubha Chauhan
<b>DIN</b>	09058512
<b>Father's Name</b>	Mr. Karanpal Singh Pundeer
<b>Date of Birth</b>	30/09/1982
<b>Age</b>	42 Years
<b>Nationality</b>	Indian
<b>Date of first appointment on the Board</b>	July 10, 2025
<b>Qualification</b>	Post Graduate
<b>Experience &amp; Expertise in specific functional area</b>	Ms. Anubha Chauhan has extensive experience in the industry in which the Company operates.
<b>Terms &amp; Conditions for appointment/ reappointment Details of Remuneration</b>	As per the Companies Act, 2013 As discussed, and mutually agreed by Board and the Director.
<b>Details of Remuneration</b>	As discussed, and mutually agreed by Board and the Director.
<b>Shareholding in the Company (%)</b>	NIL
<b>Relationship with Directors, Manager and other KMP of the Company</b>	He is not related to any other Director and KMP of the Company
<b>Number of Shares held in the Company</b>	NIL
<b>Directorship held in other Companies</b>	3

## ANNUAL REPORT 2024-25



<b>Chairman/Member of the Committees of the Boards of Directors</b>	2
<b>Number of Board Meetings attended during the year</b>	NIL

### 2. Appointment of Mr. Ramanuj Murlinarayan Darak, (DIN: 08647406) as Independent Director.

<b>Name of the Directors</b>	Ramanuj Murlinarayan Darak
<b>DIN</b>	08647406
<b>Father's Name</b>	Mr. Murlinarayan Darak
<b>Date of Birth</b>	18/09/1967
<b>Age</b>	57 Years
<b>Nationality</b>	Indian
<b>Date of first appointment on the Board</b>	August 28, 2025
<b>Qualification</b>	Graduate
<b>Experience &amp; Expertise in specific functional area</b>	Mr. Ramanuj Murlinarayan Darak has extensive experience in the industry in which the Company operates.
<b>Terms &amp; Conditions for appointment/ reappointment Details of Remuneration</b>	As per the Companies Act, 2013 As discussed, and mutually agreed by Board and the Director.
<b>Details of Remuneration</b>	As discussed, and mutually agreed by Board and the Director.
<b>Shareholding in the Company (%)</b>	NIL
<b>Relationship with Directors, Manager and other KMP of the Company</b>	He is not related to any other Director and KMP of the Company
<b>Number of Shares held in the Company</b>	NIL
<b>Directorship held in other Companies</b>	5

## ANNUAL REPORT 2024-25



<b>Chairman/Member of the Committees of the Boards of Directors</b>	2
<b>Number of Board Meetings attended during the year</b>	NIL

### 3. Appointment of Mr. Rohan Mohan Agarwal as Managing Director.

<b>Name of the Directors</b>	Rohan Mohan Agarwal
<b>DIN</b>	08592184
<b>Father's Name</b>	Mr. Mohan Agarwal
<b>Date of Birth</b>	15/02/1995
<b>Age</b>	30 Years
<b>Nationality</b>	Indian
<b>Date of first appointment on the Board</b>	August 28, 2025
<b>Qualification</b>	Graduate
<b>Experience &amp; Expertise in specific functional area</b>	Mr. Rohan Mohan Agarwal has extensive experience in the industry in which the Company operates.
<b>Terms &amp; Conditions for appointment/ reappointment Details of Remuneration</b>	As per the Companies Act, 2013 As discussed, and mutually agreed by Board and the Director.
<b>Details of Remuneration</b>	As discussed, and mutually agreed by Board and the Director.
<b>Shareholding in the Company (%)</b>	NIL
<b>Relationship with Directors, Manager and other KMP of the Company</b>	He is not related to any other Director and KMP of the Company
<b>Number of Shares held in the Company</b>	NIL
<b>Directorship held in other Companies</b>	0
<b>Chairman/Member of the Committees of</b>	NIL

## ANNUAL REPORT 2024-25



the Boards of Directors	
Number of Board Meetings attended during the year	NIL

**By order of the Board of Directors  
For ACE EDUTREND LIMITED**

**Date: 28.08.2025  
Place: New Delhi**

**Sd/-  
Deepali Mahapatra  
Company Secretary**

# ANNUAL REPORT 2024-25



## DIRECTORS' REPORT

Your Directors present you the 31<sup>st</sup> Annual Report of your Company and the Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2025.

### 1. FINANCIAL SUMMARY

Financial Summary and performance Highlights of your Company, for the financial year ended 31<sup>st</sup> March, 2025 are as follows:

Financial Highlights:		(In 000')
Particulars	2024-25	2023-24
Total Revenue	35.32	0
Total Expense	<b>6002.76</b>	983.02
Profit/Loss Before Tax	<b>(5967.45)</b>	<b>(983.02)</b>
Less: Taxation		
Current Tax	0	0
Deferred Tax	(665.35)	(642.91)
Profit/Loss After Tax	<b>(6632.80)</b>	<b>(1625.93)</b>

### 2. RESULTS OF OPERATIONS

The Company has not generated any revenue for the financial year 2024-25. The Net Loss after tax stood for F.Y. 2024-25 at Rs. **66,32,800/-** (Rupees Sixty-Six Lakhs Thirty-Two Thousand and Eight Hundred Only) as against Net Loss after tax Rs. **16,25,930/-** (**Rupees Sixteen Lakhs Twenty-Five Thousand Nine Hundred and Thirty Only**) in the previous year.

### 3. DIVIDEND AND TRANSFER TO RESERVES

The Company has suffered loss in the year 2024-25 hence it is not in the position to recommend any dividend and there has been no transfer to General Reserve for the period ended March 31, 2025.

### 4. CAPITAL STRUCTURE

#### Authorised Share Capital



## ANNUAL REPORT 2024-25

The Authorised Share Capital of the Company as at March 31, 2025 was Rs. 10, 00, 00,000/- (Rupees Ten Crore Only)

### Paid up Share Capital

The Paid-up share capital as at March 31, 2025 stands at Rs. 9,16,09,000/- (Rupees Nine Crore Sixteen Lakhs Nine Thousand Only) comprising of 91,60,900 equity shares of Rs. 10/- each fully paid up.

## 5. CHANGE IN THE NATURE OF BUSINESS

During the year, there was no change in the nature of business of the Company.

## 6. MATERIAL CHANGES AND COMMITMENT

Following material changes and commitments affecting the financial position of the company and occurring between the date of balance sheet and the date of report. Hence the report containing followed material changes pertaining to the post -financial statement event impacting the operations and performance of the company.

- Mr. Amit Kumar resigned from the post of Company Secretary & Compliance Officer of the Company with effect from April 11, 2025.
- Mr. Monendra Srivastava has been resigned from the post of Managing Director and CFO of the Company with effect from July 10, 2025.
- Mrs. Deepali Mahapatra appointed as the Company Secretary and Compliance Officer of the Company with effect from July 10, 2025.
- Mrs. Anubha Chauhan has been appointed as an addition Director (Independent) on the board of the Company with effect from July 10, 2025.

## 7. PARTICULARS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL APPOINTED OR RESIGNED DURING THE FINANCIAL YEAR ENDED MARCH 31, 2025.

Sr. No	Name	Designation	Date of Appointment	Cessation Date
1	Himani Sharma	Additional Director	13/11/2018	-
2	Sushma Jain	Additional Director (Independent)	15/04/2022	-
3	Monendra Srivastava	Managing Director	17/05/2016	10/07/2025
4	Monendra Srivastava	CFO	10/02/2024	10/07/2025
5	Suresh Kumar Sharma	Independent Director	25/08/2017	28/05/2024

## ANNUAL REPORT 2024-25

6	Umaid Raj Tater	Independent Director	25/08/2017	28/05/2024
7	Ruchi Sharma	Independent Director	28/05/2024	-
8	Amit Kumar	Company Secretary and Compliance Officer	31/01/2025	11/04/2025

### Appointment, Re-appointment and Resignation of Directors & Key Managerial Personnel-

- Mrs. Deepali Mahapatra appointed as Company secretary and Compliance Officer w.e.f: 10.07.2025
- \*Mr. Monendra Srivastava resigned from the post of Managing Director and Chief Financial Officer of the Company with effect from July 10, 2025.
- Mrs. Anubha Chauhan appointed as an Independent Director of the company on the Board of the Company with effect from July 10, 2025.
- Mr. Amit Kumar resigned from the post of Company Secretary and Compliance Officer of the Company with effect from April 11, 2025.
- Mr. Umaid Raj Tater has been resigned from the post of Directorship with effect from May 28, 2024.
- Mr. Suresh Kumar Sharma resigned from the post of Directorship from the post of Directorship of the Company with effect from May 28, 2025.

### 8. ANNUAL RETURN

The Annual Return pursuant to the provisions of Section 92(3) of The Companies Act, 2013 read with Rule 12 of the Companies (Management and administration) Rules, 2014 shall be published on the website of the company at [www.aceedutrend.co.in](http://www.aceedutrend.co.in).

### 9. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

**10. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SECTION 188(1) OF THE COMPANIES ACT, 2013.**

During the year under review, the Company has not entered into any contracts or arrangements with related parties as referred to in Section 188(1) of the Companies Act, 2013. Accordingly, there are no transactions with Promoters, Directors, Key Managerial Personnel or other related parties that could have had a potential conflict with the interests of the Company at large.

Hence, the disclosure in **Form AOC-2** is not applicable and has not been annexed.

**11. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW**

There were four meetings of the Board held during the year:

<b>BM No.</b>	<b>Date</b>
01/2024-25	28.05.2024
02/2024-25	07.08.2024
03/2024-25	12.11.2024
04/2024-25	31.01.2025

The gap between any two meetings has been less than one hundred and twenty days in all meetings.

**12. DIRECTORS RESPONSIBILITY STATEMENT**

Pursuant to Section 134(5) of the Companies Act 2013, the Directors hereby confirm that:

- in the preparation of the annual accounts for the year ended 31<sup>st</sup> March, 2025, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed along with proper explanation relating to material departures;
- they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31<sup>st</sup> March, 2025 and of the profit and loss of the company for that period;
- they have 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;
- they have prepared the annual accounts on a going concern basis;

## ANNUAL REPORT 2024-25

- they have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### 13. STATUTORY AUDITOR

M/s **Asha & Associates**, Chartered Accountants (Firm Registration No. 000369N), were appointment as the statutory auditors of the Company based on their consent and certificate furnished by them in terms of Section 141 of the Companies Act, 2013, up to the conclusion of Annual General Meeting to be held in the year 2027.

The requirement for the annual ratification of the auditor's appointment at the AGM has been omitted pursuant to Companies(amendment) Act, 2017 notified on May 7, 2018.

### 14. SECRETARIAL AUDITOR

Pursuant to Section 204 of the Companies Act, 2013, the Company appointed M/s Chandan Jha & Associates, a Practicing Company Secretary as its Secretarial Auditor to conduct the Secretarial Audit of the Company for FY 2024-25. The Report of Secretarial Auditor (Form MR-3) for the FY 2024-25 is annexed to the report as **Annexure-1**.

### 15. INTERNAL AUDITOR

The Company has appointed M/s Chandni Singla & Associates, Chartered Accountants as internal auditors of the company pursuant to section 138 of the Companies Act, 2013 read with Rule 13 of Companies (Accounts) Rules, 2014.

### 16. COMMENTS BY THE BOARD ON AUDIT QUALIFICATION

There were no qualifications, reservations or adverse remarks made by the Statutory Auditor in their audit report.

However, the following qualification mentioned by the secretarial auditor in the Secretarial Audit Report:

S. No.	Auditor Remarks	Management Response
1.	Ms. Sushma Jain and Ms. Ruchi Sharma, independent directors in the Company have not applied to the institute for inclusion of their name in the data bank and have not passed self-assessment test as conducted by the Indian Institute of Corporate Affairs (IICA) during the year ended March 31, 2025. Hence they stand ineligible to be	The Directors in the process of obtaining the certificate from Institute of Corporate Affairs (IICA) and will comply the provisions in coming days.

## ANNUAL REPORT 2024-25



	appointed as such in the office of independent directors in the Company. It is a violation of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of the Companies Act, 2013	
2.	Composition of Board of Directors is not constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors because of ineligible Independent Directors.	The Directors in the process of obtaining the certificate from Institute of Corporate Affairs (IICA) and will comply the provisions in coming days and the provision will comply soon.
3.	Composition of Audit Committee is not constituted with proper balance consisting of a minimum of three Directors [with independent Directors forming a majority] because of ineligible Independent Directors.	The Directors in the process of obtaining the certificate from Institute of Corporate Affairs (IICA) and will comply the provisions in coming days and the provision will comply soon.
4.	Composition of Nomination and remuneration Committee is not constituted with proper balance consisting of three or more non-executive Directors out of which not less than one-half shall be independent directors because of ineligible Independent Directors.	The Directors in the process of obtaining the certificate from Institute of Corporate Affairs (IICA) and will comply the provisions in coming days and the provision will comply soon.
5.	Number of Meetings Mentioned in the Board Report and MGT-7 filed for the Financial year 2023-24 is different.	The error occurred due to a clerical mistake and was unintentional. We will ensure that such an error does not occur in the future.
6.	Ms. Himani Sharma and Mrs. Sushma Jain appointed as additional directors in the Company w.e.f 13.11.2018, 15.04.2022 respectively and were regularized in the AGM. However, till date no ROC Form for regularization has been filed to the ROC.	The Company will submit ROC Form for regularization alongwith applicable fine soon.

## 17. RISK MANAGEMENT POLICY

Your Directors have adopted a Risk Management Policy for the Company. The Audit Committee and the Board of Directors of the Company review the risks, if any involved in the Company from time to time, and take appropriate measures to minimize the same. The Audit

## ANNUAL REPORT 2024-25

Committee ensures that the Policy for Risk Management is adopted across the Company in an inclusive manner.

### **18. ORDERS PASSED BY THE REGULATORS OR COURTS, IF ANY**

No significant and material orders were passed by the Regulators, Courts or Tribunals impacting the going concern status and Company's operations in future.

### **19. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS**

The Company's internal control systems are supplemented by an extensive programme of internal audit by an independent professional agency and periodically reviewed by the Audit Committee and Board of Directors. The internal control system is designed to ensure that all financial and other records are reliable for preparing financial statements, other data and for maintaining accountability of assets.

### **20. DECLARATION BY INDEPENDENT DIRECTORS**

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

### **21. COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES**

The Company has adopted a Nomination and Remuneration Policy on Directors' Appointment and Remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters as provided under Section 178(3) of the Companies Act, 2013. The Policy is enclosed as a part of this report in compliance with Section 134(3) of the Companies Act, 2013 as **Annexure-4**.

### **22. COMPOSITION DETAILS & NUMBER OF BOARD MEETINGS AND COMMITTEE MEETINGS CONDUCTED DURING THE YEAR**

The composition of Board of Directors is following Regulation 17 of the Listing Regulations as well as the Companies Act, 2013 read with the Rules issued thereunder. The Company have optimum composition of Executive and Non-Executive Directors as on 31<sup>st</sup> March, 2025.

On an annual basis, the Company obtains from each Director details of the Board and Board Committee position she / he occupies in other Companies and changes, if any, regarding their Directorships. In addition, the Independent Directors provide an annual confirmation that they meet the criteria of independence as defined under Section 149(6) on an annual basis under the Companies Act, 2013.

## ANNUAL REPORT 2024-25

The maximum tenure of Independent Directors is up to five consecutive years from the date of their appointment. However, they can be re-appointed for another term of five consecutive years from the date of their re-appointment.

Mrs. Himani Sharma (DIN: 08299061), director of the Company will retire at the ensuing Annual General Meeting and being eligible has offered herself for re-appointment. The Board recommends her re-appointment.

The Board of Directors along with its committees provides effective leadership and strategic guidance to the Company's management while discharging its fiduciary responsibilities, thereby ensuring that the management adheres to high standards of ethics, transparency and disclosures.

### Meetings of the Board

The Company has held such minimum number of Board in Calendar Year with maximum interval of 120 days between any two consecutive board meetings which is following the provisions of the Companies Act, 2013 (the 'Act'), Secretarial Standard-1 and Listing Regulations.

### Composition of the Board of Directors as on March 31, 2025 and attendance in Board Meeting held during the year

Name & Designation	Category	No. of Board Meeting during the Year 2024-25	
		Held	Attended
Monendra Srivastava	Managing Director & CFO	4	4
Umaid Raj Tater	Independent Director	4	1
Suresh Kumar Sharma	Independent Director	4	1
Himani Sharma	Director	4	4
Sushma Jain	Independent Director	4	4
Ruchi Sharma	Independent Director	4	3

### RELATIONSHIP BETWEEN DIRECTORS

Mr. Monendra Srivastava and Mrs. Himani Sharma are related as husband and wife. No other Director is related to any other Director.

### INDEPENDENT DIRECTORS' MEETING

Independent Directors meet time to time without the attendance of Non-Independent Directors and members of the management of the Company inter alia, evaluated performance of the Non-Independent Directors, Chairman of the Company and the Board of Directors as a whole. They also assessed the quality, content and timeliness of flow of information between the



## ANNUAL REPORT 2024-25



Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

### Familiarization Programme for Independent Directors

The Company has in place a structured induction and familiarization program for the Independent Directors. The Company familiarizes its Independent Directors with the Company's corporate profile, its Vision and Values Statement, organizational structure, the Company's history and milestones, latest Annual Report, Code of Conduct applicable to Directors/Senior Management employees of the Company Code of Conduct for Prevention of Insider Trading and other applicable codes along with the Sustainability Reports of the Company. They are also updated on all business-related issues and new initiatives.

At the time of appointment, an appointment letter setting out the role, duties & responsibilities, details regarding remuneration, performance evaluation process, among others, is given to the Directors. The Directors are also explained in detail the compliances required from them under the Act, Listing Regulations and other relevant regulations and their individual affirmations are taken with respect to the same.

Brief details of the familiarization program are uploaded and can be accessed on the Company's website. [www.aceedutrend.co.in](http://www.aceedutrend.co.in)

### COMMITTEES OF THE BOARD

To focus effectively on the issues and ensure expedient resolution of diverse matters, the Board has constituted several Committees of Directors with specific terms of reference. The Committees operate as empowered agents of the Board as per their terms of reference that set forth the purposes, goals and responsibilities. Committee members are appointed by the Board with the consent of individual Directors. The Committees meet as often as required or as statutorily required.

Committees that are constituted voluntarily for effective governance of the affairs of the Company may also include Company executives.

#### (i) Details of the committees of the Board as on March 31, 2025.

<b>Audit Committee</b>	<b>Nomination and Remuneration Committee</b>	<b>Stakeholders Relationship Committee</b>
Mr. Monendra Srivastava (Chairman)	Mrs. Sushma Jain (Chairperson)	Mrs. Sushma Jain (Chairperson)
Mrs. Sushma Jain (Member)	Mrs. Ruchi Sharma (Member)	Mrs. Ruchi Sharma (Member)
Mrs. Ruchi Sharma (Member)	Mrs. Himani Sharma (Member)	Mrs. Himani Sharma (Member)

## ANNUAL REPORT 2024-25



### (ii) Details of Meetings of the Committees held during the year 2024-25

Name of the Directors	No. of Committee Meeting					
	Audit Committee		Nomination & Remuneration Committee		Stakeholders Relationship Committee	
	Held	Attendance	Held	Attendance	Held	Attendance
Mr. Monendra Srivastava	4	4	2	NA	1	NA
Mrs. Sushma Jain	4	3	2	2	1	1
Mrs. Ruchi Sharma	4	4	2	1	1	1
Mrs. Himani Sharma	4	NA	2	1	1	1

### **AUDIT COMMITTEE**

The composition of the Audit Committee is in alignment with provisions of Section 177 of the Companies Act, 2013 read with the Rules issued there under and Regulation 18 of the Listing Regulations. The members of the Audit Committee are financially literate and have experience in financial management. The Committee through regular interaction with external and internal auditors and review of financial statements ensures that the interests of stakeholders are properly protected.

#### (i) Terms of reference

The Audit Committee functions according to its terms of reference that define its composition, authority, responsibility and reporting functions in accordance with the provisions of the Companies Act and Regulation 18 of Listing Regulations which, inter-alia, currently include the following:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration, terms of appointment of auditor of the Company;
3. Approval of payment to statutory auditors for any other permitted services rendered by the statutory auditors;
4. Reviewing and examining, with the management, the annual financial statements before submission to the Board for approval, with particular reference to:
  - a) Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report.
  - b) Changes, if any, in accounting policies and practices and reasons for the same.

## ANNUAL REPORT 2024-25

- c) Major accounting entries involving estimates based on the exercise of judgment by management.
  - d) Significant adjustments made in the financial statements arising out of audit findings.
  - e) Compliance with listing and other legal requirements relating to financial statements.
  - f) Disclosure of any related party transactions.
  - g) Draft Auditors' report including qualifications, if any
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
  6. Reviewing and monitoring, with the management, the statement of uses/ application of funds raised through an issue/ public offers (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/ notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
  7. Reviewing and monitoring with the management, independence and performance of statutory and internal auditors, adequacy of the internal control systems, and effectiveness of the audit processes;
  8. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit;
  9. Discussion with internal auditors of any significant findings and follow up thereon;
  10. Reviewing the findings of any internal investigations by internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
  11. Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
  12. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors;
  13. To ensure establishment of and to review the functioning of the Whistle Blower Policy (Vigil Mechanism);
  14. Approval of appointment of CFO (i.e., the whole- time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications experience & background, etc. of the candidate;

## ANNUAL REPORT 2024-25

15. Approval or any subsequent modification of transactions of the Company with related parties;
16. Scrutiny of inter-corporate loans and investments;
17. Valuation of undertakings or assets of the Company, wherever it is necessary;
18. Evaluation of internal financial controls and risk management system;
19. Review of Management discussion and analysis of financial condition and results of operations;
20. Review of Management letters / letters of internal control weaknesses issued by the statutory auditors;
21. Review of Internal audit reports relating to internal control weaknesses;
22. Review of Financial statement, in particular, investments made by the subsidiary company(s);
23. Review of appointment, removal and terms of reference of Chief Internal Auditor;
24. Recommend appointment and remuneration of Cost Auditors;
25. Any other role as prescribed by the Companies Act, 2013 and the Listing Regulations.

### (ii) Meetings

Audit Committee meets at least four times in a year with a gap of not more than four months between two meetings. During the year the Committee met four times i.e. on 28.05.2024, 07.08.2024, 12.11.2024, and 31.01.2025

## **NOMINATION AND REMUNERATION COMMITTEE**

The Nomination and Remuneration Committee, constituted under Section 178 of the Act and Regulation 19 read with Part D of Schedule II of the Listing Regulations, functions according to its terms of reference that define its composition, authority, responsibility and reporting functions which, inter alia, include the following:

### (i) Terms of Reference

1. Recommend to the board the set up and composition of the board and its committees including the formulation of the criteria for determining qualifications, positive attributes and independence of a director". The committee will consider periodically reviewing the composition of the board with the objective of achieving an optimum balance of size, skills, independence, knowledge, age, gender and experience.
2. Recommend to the board the appointment or re-appointment of directors.

## ANNUAL REPORT 2024-25

3. Devise a policy on board diversity.
4. Recommend to the board appointment of key managerial personnel (“KMP” as defined by the Act) and executive team members of the Company (as defined by this committee).
5. Recommend to the board the remuneration policy for directors, executive team or key managerial personnel as well as the rest of the employees.

### (ii) Meetings

The Committee meets as often as required. During the year the Committee met two time on 28th May, 2024 and 31st January 2025.

### Investors’ Grievances/Complaints

During the year, the Company didn’t receive any complaint/grievance from the investors. No complaint was pending as on March 31, 2025.

### Transfers, Transmissions etc. approved

During the year under review, no request had been received for share transfer/transmission. The has 3623 shareholders as on March 31, 2025.

## **REMUNERATION OF DIRECTORS**

The Company has no stock option plans for the directors and hence, it does not form a part of the remuneration package payable to any executive and/or non-executive director.

In 2024-25, the Company did not advance any loans to any of the executive and/or non-executive directors

### (i) Remuneration to Executive Directors

The Company has not paid any remuneration to the Executive directors for the Financial year 2024-25.

### (ii) Remuneration to Non-Executive Directors

During the FY 2024-25, the Company has not paid any remuneration to the non-executive directors.

### (iii) Criteria for making payment to Non-Executive Directors

Criteria for making payment to Non-Executive Director has been disseminated on our website at [www.aceedutrend.co.in](http://www.aceedutrend.co.in)

## ANNUAL REPORT 2024-25



### 23. GENERAL BODY MEETINGS

(i) The details of last three Annual General Meetings (AGM) of the Company are as follows:

(ii)

Year	Date	Time	Venue	Special Resolution Passed
2024	September 10, 2024	12:00 Noon	At Maharaja Banquets Monarch Residency, A-1/20A, Paschim Vihar, (Opposite Metro Pillar No. 256), Main Rohtak Road, New Delhi-110063	Regularisation of Mrs. Ruchi Sharma (DIN: 10643519) as Independent Director of the Company. Re-appointment of Mr. Monendra Srivastava (DIN: 07489845) as Managing Director of the Company.
2023	September 27, 2023	12:00 Noon	At Maharaja Banquets Monarch Residency, A-1/20A, Paschim Vihar, (Opposite Metro Pillar No. 256), Main Rohtak Road, New Delhi-110063	1. Reclassification of Promoters of the Company as Public Shareholders.
2022	September 17, 2022	10:00 A.M.	At Maharaja Banquets Monarch Residency, A-1/20A, Paschim Vihar, (Opposite Metro Pillar No. 256), Main Rohtak Road, New Delhi-110063	1. Appointment of Mr. Prasanna L. Mohapatra as an Independent Director. 2. Appointment of Mrs. Sushma Jain as Independent Director of the Company

### 24. PERFORMANCE EVALUATION OF THE BOARD

Regulation 4 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 mandates that the Board shall monitor and review the Board Evaluation framework. The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its own performance and that of its committees and individual Directors. Schedule IV of the Companies Act, 2013 and regulation 17(10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 states that the performance evaluation of Independent Directors shall be done by the entire Board of Directors, excluding the director being evaluated.

## ANNUAL REPORT 2024-25



The evaluation of all the Directors and the Board as a whole was conducted based on the criteria and framework adopted by the Board, the actual evaluation process shall remain confidential and shall be a constructive mechanism to improve the effectiveness of the Board/Committee.

### 25. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The criteria of Corporate Social Responsibility as prescribed under Section 135 of the Companies Act, 2013 is not applicable on the Company. Thus, there is no requirement to constitute a committee, formulate the policy and spent amount on Corporate Social Responsibility.

### 26. VIGIL MECHANISM/ WHISTLE BLOWER POLICY

The Company has established a Vigil Mechanism/ Whistle Blower Policy and overseas through the committee, the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also provided direct access to the chairman of the Audit Committee on reporting issues concerning the interests of co-employees and the Company. The Whistle Blower policy as approved by the Board has been uploaded on the website of the Company i.e. [www.aceedutrend.co.in](http://www.aceedutrend.co.in)

### 27. DISCLOSURES UNDER SECTION 197 OF THE COMPANIES ACT, 2013 AND RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

In accordance with the provisions of Section 197(12) of the Companies Act, 2013 and Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the names and other particulars of employees should be set out in the annexure to the Directors' Report. As the Company has not paid any remuneration to the Directors, therefore, there is no requirement to comply with the provisions of this section.

### 28. DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company is committed to fostering an open, inclusive, and safe work environment where every employee feels valued and empowered, regardless of gender, sexual orientation, or any other personal attributes. In line with this commitment, the Company has adopted a policy for the prevention of sexual harassment, in accordance with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act").

While the Company has framed an Anti-Sexual Harassment Policy in compliance with the POSH Act, it is currently not required to constitute an Internal Complaints Committee (ICC) under the said legislation, as the provisions relating to its constitution are not applicable to the Company during the year under review.



## ANNUAL REPORT 2024-25



Furthermore, the Company has not received any complaints relating to workplace misconduct, including sexual harassment, during the financial year.

### 29. COMPLIANCE WITH THE MATERNITY BENEFIT ACT

The Company affirms its full awareness of and commitment to complying with the provisions of the Maternity Benefit Act, 1961. Although there are currently no women employees on the Company's rolls who are eligible under the Act, appropriate systems and policies have been established to ensure that all statutory benefits—such as paid maternity leave, continuity of salary and service during the leave period, nursing breaks, and flexible return-to-work arrangements—are duly extended to eligible women employees as and when applicable. The Company remains dedicated to fostering an inclusive, supportive, and legally compliant workplace environment

### 30. SHARES

#### a) **Buy Back of Securities**

The Company has not bought back any of its securities during the year under review.

#### b) **Sweat Equity**

The Company has not issued any Sweat Equity Shares during the year under review.

#### c) **Bonus Shares**

No Bonus Shares were issued during the year under review.

#### d) **Employees Stock Option Plan**

The Company has not provided any Stock Option Scheme to the employees.

### 31. FIXED DEPOSITS

The Company has not accepted any deposit during the Financial Year 2024-25 and, as such, no amount of principal and interest was outstanding as on Balance Sheet date.

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

The particulars as required under Section 134(1)(m) of the Act read with Companies' (Disclosures of Particulars in the Report of the Board of Directors) Rules, 2014 regarding Conservation of Energy and Technology Absorption have not been furnished considering the nature of activities undertaken by the Company during the year under review. Further there was no Foreign Exchange earnings and outgo during the Financial Year 2024-25.

### 33. MANAGEMENT DISCUSSION AND ANALYSIS

A separate report on Management Discussion and Analysis relating to business and economic environment surrounding your company is enclosed as a part of the Annual Report.

### 34. SUBSIDIARIES /JOINT VENTURES/ASSOCIATE COMPANIES

## ANNUAL REPORT 2024-25



The Company doesn't have any subsidiary, joint venture or associate Company.

### 35. CORPORATE GOVERNANCE

The Company is not required to submit Corporate Governance Report as the equity share capital and net worth of the Company is less than required limits as on the last date of the previous financial year.

### 36. LISTING OF SHARES

Your Company is listed on the Bombay Stock Exchange of India Limited.

### 37. NO DEFAULT

The Company has not defaulted in payment of interest and repayment of loan to any of the financial institutions and /or banks during the period under review.

### 37. DISCLOSURE REQUIREMENTS

As per SEBI Listing Regulations, the Corporate Governance Report with the Auditors' Certificate thereon, and the integrated Management Discussion and Analysis are attached, which forms part of this report. The Company has devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards issued by the Institute of Company Secretaries of India and that such systems are adequate and operating effectively.

### 38. CERTIFICATION FROM COMPANY SECRETARY IN PRACTICE FOR NON-DISQUALIFICATION OF DIRECTORS

A certificate has been received from Chandan Jha, Company Secretaries in practice that none of the Directors on the Board of the Company had 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/ regulatory authority. The same has been enclosed as herewith as part of Annual Report.

### 39. OTHER DISCLOSURES

- No applications made or any proceedings pending under the Insolvency and Bankruptcy Code, 2016 during the year against the company.
- No One time Settlement made in respect of any loan from Banks and Financial Institution.

### 40. ACKNOWLEDGEMENTS

Your directors take this opportunity to express the gratitude to all investors, clients, vendors, bankers, Regulatory and Government authorities, Stock Exchanges and business associates for their cooperation, encouragement and continued support extended to the Company. Your directors also wish to place on record their appreciation to the Associates for their continuing support and unstinting efforts in ensuring an excellent all-round operational performance at all levels.

**By order of the Board  
For ACE EDUTREND LIMITED**

Sd/-  
**Sushma Jain**  
**Director**  
**DIN:08545336**

Sd/-  
**Himani Sharma**  
**Director**  
**DIN: 08299061**

**Date: 28.08.2025**

**Place: New Delhi**

**ANNEXTURE - I**

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

**To,  
The Members,  
ACE EDUTREND LIMITED  
812 AGGARWAL CYBER PLAZA-1, NETAJI SUBHASH PLACE,  
PITAMPURA, SHAKUR PUR I BLOCK, NORTH WEST DELHI-110034**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s ACE EDUTREND 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 my opinion thereon.

Based on our verification of **ACE EDUTREND LIMITED’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 hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/s ACE EDUTREND LIMITED** (“The Company”) for the financial year ended on 31<sup>st</sup> March, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under; *The company has complied with the relevant provisions of the act to the extend as Applicable during the audit period*

## ANNUAL REPORT 2024-25

- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; ***The company has complied with the relevant provisions of the act to the extent as Applicable during the audit period***
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings; ***(Not applicable to the Company during the audit period).***
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; ***The company has complied with the relevant provisions of the act to the extent as Applicable***
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; ***The company has complied with the relevant provisions of the act to the extent as Applicable.***
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; ***(Not applicable to the Company during the audit period)***
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; ***(Not applicable to the Company during the audit period)***
  - (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; ***The company has complied with the relevant provisions of the act as Applicable***
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; ***(Not applicable to the Company during the audit period)***
  - (h) The Securities and Exchange Board of India (Buy back of Securities) Regulations, 1998; ***(Not applicable to the Company during the audit period)*** and
  - (i) The Company has mechanism to ensure compliance of the following Laws to the extent applicable:
    1. The Payment of Wages Act, 1936
    2. The Minimum Wages Act, 1948
    3. Employees Provident Fund and Misc. Provisions Act, 1952

## ANNUAL REPORT 2024-25

4. Employees State Insurance Act, 1948
5. The Payment of Bonus Act, 1965
6. The Environment (Protection) Act, 1986
7. Income Tax Act 1961, & rules made thereunder
8. Negotiable Instrument, 1881
9. Maternity Benefits Act, 1961
10. Payment of Gratuity Act, 1972
11. The Apprentices Act, 1961
12. The Industrial Disputes Act, 1947
13. The Child Labour (Regulation and Abolition) Act, 1970
14. The Indian Stamp Act, 1889
15. Indian Contract Act, 1872
16. Transfer of Property Act, 1882
17. Indian Registration Act, 1808
18. Indian Evidence Act, 1872
19. The Consumer Protection Act, 1986
20. Building & Construction Workers Welfare Cess Act, 1996
21. Goods & Services Tax Act 2017
22. The Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013.

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 Listing Agreements entered into by the Company with Bombay Stock Exchange Limited.

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

- i. ***Ms. Sushma Jain and Ms. Ruchi Sharma, independent directors in the Company have not applied to the institute for inclusion of their name in the data bank and have not passed self-assessment test as conducted by the Indian Institute of Corporate Affairs (IICA) during the year ended March 31, 2025. Hence they stand ineligible to be appointed as such in the office of independent directors in the Company. It is a violation of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of the Companies Act, 2013.***
- ii. ***Composition of Board of Directors is not constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors because of ineligible Independent Directors.***
- iii. ***Composition of Audit Committee is not constituted with proper balance consisting of a minimum of three Directors [with independent Directors forming a majority] because of ineligible Independent Directors.***

## ANNUAL REPORT 2024-25



- iv. Composition of Nomination and remuneration Committee is not constituted with proper balance consisting of three or more non-executive Directors out of which not less than one-half shall be independent directors because of ineligible Independent Directors.*
- v. Number of Meetings Mentioned in the Board Report and MGT-7 filed for the Financial year 2023-24 is different.*
- vi. Ms. Himani Sharma and Mrs. Sushma Jain appointed as additional directors in the Company w.e.f 13.11.2018, 15.04.2022 respectively and were regularized in the AGM. However, till date no ROC Form for regularization has been filed to the ROC.*

### **We further report that:**

- a) Adequate notice is given to all directors'/committee members to schedule the Board Meetings and Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance. Further the company has conducted meetings on shorter notice for which the intimation has been sent to all the directors/committee members in sufficient and reasonable time possible, 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.
- b) Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

**We further report that** the Company has complied with the maintenance of the Structured Digital Database (SDD) as Required to be maintained under Regulation 3 (5) and 3(6) of The Prohibition of Insider Trading Regulations, 2015.

**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** Besides what is stated above, the Company has not undertaken any specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above such as:

- (i) Public/Right/sweat Equity, etc.
- (ii) Redemption/ buy-back of securities
- (iii) Major decision taken by the members in pursuance to section 180 of the Companies Act, 2013.





## **ANNUAL REPORT 2024-25**

(iv) Merger/amalgamation/ reconstruction, etc.

(v) Foreign technical collaborations

**FOR M/s CHANDAN J& ASSOCIATES  
COMPANY SECRETARIES  
PEER REVIEWED CERTIFICATE NO. 6292/2024**

**CHANDAN JHA  
COMPANY SECRETARY  
PROPRIETOR  
C.P. NO.: 27629  
M. NO.: A62350**

**DATE: 28.08.2025  
PLACE: DELHI  
UDIN: A062350G001101784**

**x-----x-----x-----x**

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

## ANNUAL REPORT 2024-25



### *Annexure A*

**To,  
The Members,  
ACE EDUTREND LIMITED  
812 AGGARWAL CYBER PLAZA-1, NETAJI SUBHASH PLACE,  
PITAMPURA, SHAKUR PUR I BLOCK, NORTH WEST DELHI-110034**

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. our responsibility is to express an opinion on these secretarial records based on my audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test-check basis to ensure that correct facts are reflected in secretarial records. we believe that the process and practices we followed provide a reasonable basis for my opinion.
3. We have not verified the authenticity, correctness, significance and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, we have obtained Management Representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. our examination was limited to the verification of procedures on test-check basis.
6. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**FOR M/s CHANDAN J & ASSOCIATES  
COMPANY SECRETARIES  
PEER REVIEWED CERTIFICATE NO. 6292/2024**

**CHANDAN JHA  
COMPANY SECRETARY  
PROPRIETOR  
C.P. NO.: 27629  
M. NO.: A62350**

**DATE: 28.08.2025  
PLACE: DELHI  
UDIN: A062350G001101784**

## Annexure II

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**  
**(Pursuant to Regulation 34(3) and Schedule V Para C Clause (10) (i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

**To**  
**The Members,**  
**ACE EDUTREND LIMITED**  
**812 AGGARWAL CYBER PLAZA-1, NETAJI SUBHASH PLACE,**  
**PITAMPURA, SHAKUR PUR I BLOCK, NORTH WEST DELHI-110034**

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **ACE EDUTREND LIMITED** having **CIN: L29299DL1993PLC201811** and having registered office at **812 AGGARWAL CYBER PLAZA-1, NETAJI SUBHASH PLACE, PITAMPURA, SHAKUR PUR I BLOCK, NORTH WEST DELHI-110034** (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](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 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.

S. No.	Name of Director	DIN	Date of Appointment in Company*
1.	Himani Sharma	08299061	13/11/2018
2.	Sushma Jain	08545336	15/04/2022
3.	Monendra Srivastava	07489845	17/05/2016
4.	Ruchi Sharma	10643519	28/05/2024

*\*the date of appointment is as per the MCA portal*

## **ANNUAL REPORT 2024-25**



Ensuring the eligibility of 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 Chandan J & Associates  
Practicing Company Secretaries**

**Sd/-  
Chandan Jha  
Proprietor  
Membership Number: 62350  
Certificate of Practice Number: 27629  
Peer Review Number: 6292/2024  
UDIN: A062350G001101718**

**Date: 28.08.2025  
Place: Delhi**

**Annexure III**

**CERTIFICATE OF COMPLIANCE WITH THE CONDITIONS OF  
CORPORATE GOVERNANCE**

**To**

**The Members,**

**ACE EDUTREND LIMITED**

**812 AGGARWAL CYBER PLAZA-1, NETAJI SUBHASH PLACE,**

**PITAMPURA, SHAKUR PUR I BLOCK, NORTH WEST DELHI-110034**

1. We have examined the compliance of conditions of Corporate Governance by **ACE EDUTREND LIMITED** (CIN: L29299DL1993PLC20181) (hereinafter referred as “the Company”) for the year ended March 31, 2025, as stipulated in Regulation 17 to 27 and clause (b) to (i) of Regulation 46 (2) and para-C, D and E of Schedule V of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015.

**Management Responsibility**

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

**Our 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 relevant records and documents maintained by the Company for the purpose of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

**Opinion**

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 Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended 31st March, 2025, except for the following.

## ANNUAL REPORT 2024-25



*1. Ms. Sushma Jain and Ms. Ruchi Sharma, independent directors in the Company have not applied to the institute for inclusion of their name in the data bank and have not passed self-assessment test as conducted by the Indian Institute of Corporate Affairs (IICA) during the year ended March 31, 2025. Hence they stand ineligible to be appointed as such in the office of independent directors in the Company. It is a violation of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of the Companies Act, 2013.*

*2. The Company has not update the following information/documents upon the website of the Company <https://www.aceedutrend.co.in>*

- a) Composition of Committees.*
- b) Criteria of making payments to non-executive directors.*
- c) Notice of meeting of the Board of Directors where financial results shall be discussed.*
- d) Financial results for September 2024 and March 2025.*
- e) Shareholding Pattern for September 2024, December 2024 and March 2025.*
- f) Newspaper Advertisement for Financial results for September 2024 and March 2025.*
- g) Disclosure of contact details of key managerial personnel who are authorized for the purpose of determining materiality of an event or information and for the purpose of making disclosures to stock exchange(s).*
- h) Annual return as provided under section 92 of the Companies Act, 2013.*

We further state that such compliance 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 Chandan Jha & Associates  
Practicing Company Secretaries**

**Chandan Jha  
Proprietor  
Membership Number: 62350  
Certificate of Practice Number: 27629  
Peer Review Number: 6292/2024  
UDIN: A062350G001101751**

**Date: 28.08.2025  
Place: Delhi**

**Annexure IV**

**CHIEF EXECUTIVE OFFICER (CEO) & CHIEF FINANCIAL OFFICER  
(CFO) CERTIFICATION**

I, undersigned, in my capacities as Director of Ace Edutrend Limited ("*the Company*"), to the best of knowledge and belief certify that:

- (a) I have reviewed audited quarterly financial results for the quarter and year ended March 31<sup>st</sup>, 2025 and that to the best of our knowledge and belief I state that:
  - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of my knowledge and belief, no transactions entered into by the company during the quarter and year ended March 31<sup>st</sup>, 2025 which is fraudulent, illegal or violative of the company's code of conduct.
- (c) I hereby declare that all the members of the Board of Directors and Management Committee have confirmed compliance with the Code of Conduct as adopted by the Company.
- (d) I accept responsibility for establishing and maintaining internal controls for financial reporting and that i have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and i have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which I am aware and the steps we have taken or propose to take to rectify these deficiencies.
- (e) Based on our recent evaluation, i have indicated to the auditors and the Audit committee:
  - i. That there are no significant changes in internal control over financial reporting during the quarter;
  - ii. That there are no significant changes in accounting policies during the quarter and that the same have been disclosed in the notes to the financial results; and
  - iii. That no instances of significant fraud of which i 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 Ace Edutrend Limited**

**Sd/-**

**Himani Sharma**

**Director**

**DIN:08299061**

**Date: 28.08.2025**

**Place: New Delhi**



**Annexure V**

**NOMINATION & REMUNERATION POLICY**

The Nomination & Remuneration policy for members of the Board and KMPs is drafted in a manner which aims to improve the performance of the Board of Directors and KMPs of **ACE Edutrend Limited** (the ‘Company’) and subsequently enhance the value of the Company, to motivate and retain them, and to be able to attract other highly qualified executives.

In determining the Nomination & Remuneration policy, the Nomination & Remuneration Committee ensures that a competitive remuneration package for Board-level executives and KMPs commensurate to their talent is maintained and benchmarked with other similar companies operating in domestic market.

The terms of reference, objectives and key elements of the policy produced below is in line with the provisions of Section 178(4) of the Companies Act, 2013, which requires that the policy be formulated in a manner such that it ensures that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully and also that relationship of remuneration to performance is clear and meets appropriate performance benchmarks.

**OBJECTIVES OF NOMINATION & REMUNERATION POLICY**

The objective of Nomination & Remuneration Policy of ACE EDUTREND LIMITED is to attract, motivate and retain qualified and expert individuals that the Company needs in order to achieve its strategic and operational objectives, whilst acknowledging the societal context around remuneration and recognizing the interests of ACE EDUTREND LIMITED.

**BASIS OF FORMULATION**

The Company while deciding the remuneration package of the senior management members takes into consideration the employment scenario, remuneration package of the industry, remuneration package of the managerial talent of other industries, among others.

**KEY ELEMENTS OF THE POLICY**

## ANNUAL REPORT 2024-25

The following elements are taken into consideration:

- a) ACE Edutrend Limited strives for a high performance in the field of sustainability and aims to maintain a good balance between economic gains, respect for people and concern for the environment in line with ACE Edutrend Limited values and business principles as reflected in the Company's Code of Business Conduct. The Nomination & Remuneration policy reflects a balance between the interests of the Company's main stakeholders as well as a balance between its short term and long-term strategy. As a result, the structure of the remuneration package for the Managing Board and KMPs is designed to balance short-term operational performance with the medium and long-term objective of creating sustainable value within the Company, while taking into account the interests of its stakeholders.
- c) To ensure that highly skilled and qualified senior executives can be attracted and retained. ACE Edutrend Limited aims for a total remuneration level that is comparable to levels provided by other companies that are similar to the Company in terms of size, line of production and complexity.
- d) The remuneration policies for the members of the Managing Board and for other senior executives of ACE Edutrend Limited are aligned.
- e) The relationship of remuneration to performance is clear and meets appropriate performance benchmarks and
- f) The remuneration to directors and KMPs and other senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

### Terms of reference

The terms of reference of the Nomination & Remuneration Committee, inter alia, consists of reviewing the overall compensation policy, service agreements, performance incentive and other employment conditions of Board Members and KMPs. The recommendations of the Nomination & Remuneration Committee are considered and approved by the Board of Directors, subject to the approval of the shareholders, wherever necessary.

The remuneration of the Executive Directors and KMPs are recommended by the Nomination & Remuneration Committee based on criteria such as industry benchmarks, the Company's performance vis-a-vis the industry, responsibilities shouldered, performance/track record, review on remuneration packages of heads of other organizations and is decided by the Board of Directors, subject to the approval of the shareholders at the General Meeting of the Company wherever required. The

## ANNUAL REPORT 2024-25



Company pays remuneration by way of salary, perquisites, allowances etc. Besides the above Criteria, the Remuneration/ compensation/ commission etc. to be paid to Director/ Managing Director/KMPs shall be governed as per provisions of the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force.

**For and on behalf of the Board of Directors  
ACE Edutrend Limited**

**Date: 28.08.2025  
Place: New Delhi**

**Sd/-  
Sushma Jain  
Independent Director  
(08545336)**

**Sd/-  
Himani Sharma  
Director  
DIN: 08299061**

**Annexure VI****MANAGEMENT DISCUSSION AND ANALYSIS REPORT****1. INDUSTRY STRUCTURE AND DEVELOPMENTS**

The Company is involved in improving the quality of human capital in the country through skill and educational interventions. It manages to establish educational institute, training institutes and centers. It acts as consultants, contractors, advisors, surveyors and assessors, representations and liaison agents in India in connection with the aforementioned business. Company is currently taking up and run projects in the state of Rajasthan. During the current financial year the company has no turnover.

**2. OPPORTUNITIES, THREATS & OUTLOOK**

Education sector in the past recent years has seen rapid transformations with the introduction of the technology. The Company is engaged in most rewarding coaching segment of the Education sector. The Company is looking for providing Higher and Vocational Education in the upcoming years. The Company is positive with the future developments and endeavors to do its best to capitalize the opportunities in this sector.

**3. RISKS & CONCERNS**

The company is engaged in Tutoring and Coaching Segment and providing Higher & Vocational Education. The following section discusses the various aspects of enterprise-wide risk management. Readers are cautioned that the risk related information outlined here is not exhaustive and is for information purpose only.

**The key risks that may impact the Company's Business include:-**

- a) **Changes in regulatory Environment:** -Despite being a regulated and competitive sector, India's education sectors are one of the last theatres for the liberalization debate. Planners and educationalists are confronted with the failure of public initiatives to achieve universal coverage. The increasing trend of preference to study in abroad is also a threat to the Sector.
- b) **Increased Competition:** -the Education Industry in India has witnessed the entry of various new players which was resulted in heightened competition. There is greater private participation in the provision of higher education, which should be spread through all levels of Education. There is an urgent need for greater charity of regulation, which would reduce the need for current complicated structures of ownership and encourage greater public-private participation in this vital sector.

**4. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

## ANNUAL REPORT 2024-25

There are well-established procedures for internal controls for operations of the Company. The finance & audit functions are well equipped with professionally experienced qualified personnel & play important roles in implementing the statutory obligations. The company has constituted Audit Committee for guidance and proper control of affairs of the Company. To ensure quality of delivery, the Company is now focusing mainly Higher & Vocational Education.

### 5. FINANCIAL PERFORMANCE

#### Financial Highlights:

Particulars	(In 000')	
	2024-25	2023-24
Total Revenue	35.32	0
Total Expense	<b>6002.76</b>	983.02
Profit/Loss Before Tax	<b>(5967.45)</b>	<b>(983.02)</b>
<b>Less: Taxation</b>		
Current Tax		0
Deferred Tax	(665.35)	(642.91)
Profit/Loss After Tax	<b>(6632.80)</b>	<b>(1625.93)</b>

### 6. MATERIAL DEVELOPMENT IN HUMAN RESOURCES

The efforts for development of human resource have been continued with greater emphasis on training and development programs. The Company enjoyed healthy and cordial relations with the employees of the Company. A detailed performance evaluation system is in place and remuneration and rewards are strongly linked to performance indicators.

The Company has laid down various plans to attract and retain skill manpower at all levels. Your directors' place on record their sincere appreciation in respect of the services rendered by the employees of the Company at all levels.

Human resources are highly valued at ACE EDUTREND LIMITED. The Company seeks to attract, retain and nurture qualified and good faculty, technical & managerial talent across its operations and continues to create, sustain the environment that brings out the best in our people with emphasis on training, learning & Development. It aims at career progression and fulfilling satisfactory needs. Performance is recognized and rewarded through upgradation & job enrichment, performance incentives.

## ANNUAL REPORT 2024-25

### 7. CAUTIONARY STATEMENTS

The report may contain forward looking statements which may be identified by their use of words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates', or other words of similar meaning. All statements that address expectations and projections about the future, including but not limited to statements about the Company's strategy for growth, product development, market position, expenditures and financial results, are forward looking statements. Forward looking statements are based on certain assumptions and expectations of future events. The Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements, on the basis of any subsequent developments, information or events. Actual results could differ materially from those express or implied.

**For and on behalf of the Board of Directors  
ACE Edutrend Limited**

**Date: 28.08.2025  
Place: New Delhi**

**Sd/-  
Sushma Jain  
Independent Director  
(08545336)**

**Sd/-  
Himani Sharma  
Director  
DIN: 08299061**

**Independent Auditor's Report**

To  
The Members of **ACE EDUTREND LIMITED**

**Report on the Financial Statements**

**Qualified Opinion**

We have audited the standalone financial statements of **Ace Edutrend Limited** ("the Company"), which comprise the Standalone Balance Sheet as at March 31, 2025, and the Standalone Statement of Profit and Loss (including other comprehensive income), Standalone Statement of Changes in Equity and Standalone Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and loss and other comprehensive income, changes in equity and its cash flows for the year ended on that date subject to the matters described under "Basis for Qualified Opinion" section of our report.

**Basis for Qualified Opinion**

- a. In the absence of appropriate evidence and underlying documents/agreements/contracts or independent report of the third party authority we are unable to comments on the appropriateness of the Loan & Advances, Trade receivables and Trade Payables.
- b. We draw your attention that in the absence of Fixed Asset Register and no physical verification report by the management / third party, we are unable to comment on the existence of the Fixed Assets.

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 Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone



financial statements under the provisions of the Act and the Rules 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 qualified opinion.

### **Key Audit Matters**

The 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.

Note 15(c) to the Standalone Financial Statements- “Provision for Contingencies” as at March 31, 2025 the Company has exposures towards litigations relating to various matters as set out in the aforesaid Notes.

Significant management judgment is required to assess such matters to determine the probability of occurrence of material outflow of economic resources and whether a provision should be recognized, or a disclosure should be made. The management judgment should also supported with legal advice in certain cases as considered appropriate.

As the ultimate outcomes of the matters are uncertain and the positions taken by the management are based on the application of their best judgment relating to interpretation of law regulations, it is considered to be a Key Audit Matter.

### **Other Information**

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

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

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

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

The Company’s Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these IND AS financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the

## ANNUAL REPORT 2024-25

accounting principles generally accepted in India, including the Accounting Standards(IND AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

### **Auditor's Responsibility**

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

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

- i. Identify and access the risk of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risk, 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.
- ii. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

## ANNUAL REPORT 2024-25

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

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 safeguard.

### **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.
2. As required by Section 143 (3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c. The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the statement of change in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account, subject to the matter described under "basis for qualified opinion" section of our report.
  - d. In our opinion, the aforesaid financial statements comply with the 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 March 31, 2025 taken on record by the Board of Directors, none of the directors is

## ANNUAL REPORT 2024-25

disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.

- f. According to the information and explanation given to us, the company had not paid managerial remuneration thus Section 197 of the Companies Act, 2013 is not applicable.
- g. With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”.
3. 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 has disclosed pending litigations on its financial statements Refer point 15 (c) of the financial statement.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv. (a) The management has represented that to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other persons or entities including foreign entities (intermediaries) with the understanding whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invested in other person or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or provide any guarantee, security or the like on behalf of the ultimate beneficiaries’
  - (b) the management has represented that to the best of its knowledge and belief other than as disclosed in the notes to the accounts, no funds have been received by the company from any person or entities 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 person or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or provide any Guarantee, security or the like on behalf of the ultimate beneficiaries and
  - (c) based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that representations, as provided under (a) and (b) above, contain any material misstatement.
  - d) Based on our examination, which included test checks, the company has used accounting software for maintaining its books of accounts for financial year ended March 31<sup>st</sup> 2025, Which has feature of recording Audit Trails (Edit Log) facility and same has operated throughout the year for all relevant transaction recorded in the

## **ANNUAL REPORT 2024-25**

software. Further during the course of the our audit we did not come across any instance of the audit trails features be tempered with.

**For Asha & Associates  
Chartered Accountants  
FRN:024773N**

**Sd/-  
CA Asha Taneja  
M. No. 096107  
UDIN: 25096107BMOYWY9185**

**Place: New Delhi  
Date: 21/05/2025**

**“Annexure A” to the Independent Auditors’ Report**

**Annexure ‘A’**

**The Annexure referred to in paragraph 1 of Our Report on “Other Legal and Regulatory Requirements”.**

We report that:

**i.**

**A.**

- a) The company has not maintained proper records showing full particulars, including quantitative details and situation of its Property Plant and Equipment
  - b) The company do not have any intangible assets.
- B.** As explained to us, fixed assets have not been physically verified by the management. No fixed assets register is being maintained and therefore not provided to us.
- C.** The company does not have any immovable properties so the clause 3(i)(C) is not applicable.
- D.** The Company has not revalued any of its property plant and equipment and intangible assets during the year.
- E.** No Proceeding have been initiated during the year or are pending against the company as at march 31,2023 for holding any benami property under the benami transactions (prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

**ii.**

- A.** Company do not have any inventory as on 31.03.2025.
- B.** The company has not been sanctioned working capital limits in excess of Rs. 5 Crore, in aggregate, at any points of time during the year from banks or financial institution on the basis of security of current assets and hence reporting under clause 3 (ii) (B) of the order is not applicable.

**iii.** The Company has granted loans & advances in the nature of loans, secured or unsecured to companies, firms, LLP or any other parties in respect of which:

- A.** The Company has not provided any loans or advances in the nature of loans or stood guarantee, or provided security to any other entity during the year, and hence reporting under clause 3(iii)(A) of the Order is not applicable. whereas company has received of Rs 4850000/- during the year
- B.** The investment made, guarantee provided, security given and the terms and conditions of grant of all loans and advances in the nature of loans and guarantees provided are, prima-facie, are not prejudicial to the company’s interest as per the explanation given by the management.

## ANNUAL REPORT 2024-25

- C. In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated in earlier year. In absence of appropriate evidence and underlying documents/agreements/contracts or independent report of the third-party authority we are unable to comment on the appropriateness of the Loan & Advances, whereas same are interest free from previous years. No loan has been given during the year only a receipt of Rs. 48,50,000/- during the year.
- D. In respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.
- E. There is no loan given following due during the year which has been renewed or extended or fresh loan granted to settle the overdue of the existing loan given to the same party.
- F. The company has granted loans and advances in the nature of loans either repayable on demand or without specifying any terms for period of repayment.

(Amount in Rs.)

Particulars	All Parties	Promoters	Related Parties
<b>Aggregate amount of loans/advances in nature of loans:</b>			
- Repayable on demand (A)	5,77,35,945/-	-	-
- Agreement does not specify any terms or period of repayment (B)			
<b>Total (A+B)</b>	<b>5,77,35,945/-</b>	<b>-</b>	<b>-</b>
<b>Percentage of loans/advances in nature of loans to the total loans</b>	<b>100 %</b>		<b>-</b>

- iv. In respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have not been complied with. No resolutions passed by the board were made available to us. No loans and investment register for agreements and other records as prescribed under Companies Act 2013 in respect of applicable provisions were made available to us.
- v. The company has not accepted any deposits from the public covered under sections 73 to 76 of the Companies Act, 2013.



## ANNUAL REPORT 2024-25

vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause 3(vi) of the Order is not applicable to the Company

vii.

A. According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax, cess and any other statutory dues to the extent applicable, have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us, the company do not have any undisputed outstanding dues at the end of the year which for a period of more than 6 Months from the date they become payable.

B. Details of statutory dues referred to in sub-clause (A) above which have not been deposited as on March 31, 2025 on account of disputes are given below:

(Amount in Rs.)

Statute	Nature of Dues	Tax Amount in Rs. (Excluding Interest)	Period to which the dues relate	Forum Where Dispute is pending	Remarks by Company
Income tax Act-1961	Income tax	Rs.59,31,090/-	2013 AY	CPC	Disagree with Demand
Income tax Act-1961	Income tax	Rs.3,20,830/-	2016 AY	CPC	Disagree with Demand
Income tax Act-1961	Income tax	Rs.4,59,130/-	2010 AY	CPC	Disagree with Demand
Income tax Act-1961	Income tax	Rs.42,02,910/-	2012 AY	CPC	Disagree with Demand
Income tax Act-1961	Income tax	Rs.46,52,540/-	2015 AY	CPC	Disagree with Demand
Income tax Act-1961	Income tax	Rs.41,99,300/-	2014 AY	CPC	Disagree with Demand
Income tax Act-1961	Income tax	Rs.26,42,470/-	2011 AY	CPC	Disagree with Demand
Income tax Act-1961	Income tax	Rs.5,36,570/-	2018 AY	CPC	Disagree with Demand

## ANNUAL REPORT 2024-25

Income tax Act-1961	TDS	Rs. 1,80,-	2020 AY	Portal	NA
Income tax Act-1961	TDS	Rs. 1,80,-	2021 AY	Portal	NA
Income tax Act-1961	TDS	Rs. 2,00,-	2022 AY	Portal	NA
Income tax Act-1961	TDS	RS. 5000/-	2023 AY	Portal	NA

**viii.** There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

**ix.**

- A. The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(A) of the Order is not applicable
- B. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- C. The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(C) of the Order is not applicable
- D. According to the information and explanations given to us and the procedures performed by us, and on an overall examination of the financial statements of the company, we report that the company has not used funds raised on short term basis for long term purposes during the year.
- E. According to the information and explanations given to us and an overall examination of the financial statements of the company, we report that 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 (as defined under the Companies Act 2013) during the year ended March 2025. Hence Clause 3(ix)(E) of the order is not applicable.
- F. The Company has not raised any loans during the year on the pledge of securities held in the subsidiary, associates or joint venture and hence reporting on clause 3(ix)(F) of the Order is not applicable.

**x.**

- A. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(A) of the Order is not applicable.

## ANNUAL REPORT 2024-25

B. During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(B) of the Order is not applicable.

**xi.**

- A. No fraud by the Company and no material fraud on the Company has been noticed or reported during the year
- B. No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- C. We have taken into consideration the whistle blower complaints received by the Company during the year (and upto the date of this report), while determining the nature, timing and extent of our audit procedures.

**xii.** The company is not a Nidhi Company. Therefore clause 3 (xii) of the order is not applicable to the company

**xiii.** In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of 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 examination, the company has an internal audit system commensurate with the size and nature of its business.

B. Internal Audit report was entirely unavailable.

**xv.** In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors, and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

**xvi.**

A. In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(A),(B),(C) Order is not applicable.

B. In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(D) of the Order is not applicable.

**xvii.** The Company has incurred a cash losses of Rs.5967449/-/- during the financial year covered by our audit and no cash loss during the immediately preceding financial year.

## ANNUAL REPORT 2024-25

- xviii.** There has been no resignation of the statutory auditors of the Company during the year and accordingly requirement to clause 3(xviii) is not applicable to the company.
- xix.** On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx.** Since the provisions of Section 135 of companies act 2013 with regard to corporate social responsibility are not applicable to the company hence clause 3(xx) of the order is not applicable.

**For Asha & Associates**  
**Chartered Accountants**  
**FRN:024773N**

**Sd/-**  
**CA Asha Taneja**  
**M. No. 096107**

**UDIN: 25096107BMOYWY9185**  
**Place: New Delhi**  
**Date: 21/05/2025**

## ANNUAL REPORT 2024-25

**Annexure B** to the Independence Auditor's Report of even date to the members of **M/S ACE EDUTREND LIMITED** on the Financial Statements for the year ended March 31, 2025

### **Annexure B**

Independent Auditor's report on the internal Financial Controls under clause (i) of sub section 3 of Section 143 of the Companies Act, 2013 ("the Act")

1. In conjunction with our audit report of the financial statements of **M/S ACE EDUTREND LIMITED** ("the company") as of the year ended March 31, 2025, we have audited the internal financial controls over financial reporting (IFCoFR) of the company as on that date.

#### **Management's Responsibility for Internal Financial Controls**

2. 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.

#### **Auditors' Responsibility**

3. 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.
4. 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.

5. 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**

6. 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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**

7. 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.

### **Qualified Opinion**

According to the information and explanations given to us and based on our audit material, weakness has been identified in the company's internal financial controls over financial reporting as at March 31 2025 as regards:

- Uncertainty for realizing the carrying value of its trade receivables and payment of the carrying value of its trade payables/expense payables which are subject to their balance confirmation and in view of ageing analysis.
- Non-maintenance/ updation of fixed assets register, loans and investment register for agreements or contracts with related parties and other records as prescribed under Companies Act 2013 in respect of applicable provisions of Section 177, 185, 186, 188 189 as applicable.
- Uncertainty for realizing the carrying value of its loans and advances which are subject to their balance confirmation and loans are interest free from previous years.

## ANNUAL REPORT 2024-25



A 'material weakness' is a deficiency or a combination of deficiencies in internal financial control over financial reporting such that there is a reasonable possibility that a material misstatement of the company's annual financial statements will not be prevented or detected on a timely basis.

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

**For Asha & Associates**  
**Chartered Accountants**  
**FRN:024773N**

**Sd/-**  
**CA Asha Taneja**  
**M.No. 096107**  
**UDIN: 25096107BMOYWY9185**

**Place: New Delhi**  
**Date: 21/05/2025**



# ANNUAL REPORT 2024-25



## ACE EDUTREND LIMITED

812, Aggarwal Cyber Plaza - 1, Netaji Subhash Place, Pitampura, Delhi- 110034

CIN: L29299DL1993PLC201811

Balance Sheet as on 31st March 2025

(in 000's)

Particulars	Note No	AS ON 31.03.2025	AS ON 31.03.2024
<b>ASSETS</b>	-		
<b>Non-current assets</b>			
(a) Property, Plant and Equipment	2	9690.23	9690.23
(b) Financial Assets			
(i) Investments		-	-
(ii) Loans & Advances	3	57735.95	57735.95
(iii) Other Financial Assets		-	-
(c ) Other Non Current Assets		-	-
(d) Deferred Tax Assets		2319.91	2985.26
<b>Current assets</b>			
(a) Financial Assets			
(i) Loans & Advances		-	-
(ii) Cash and cash equivalents	4	112.71	220.09
(iii) Other Bank Balances		-	-
(iv) Trade Receivables	5	54749.25	54749.25
(v) Inventories		-	-
(vi) Other Financial Assets		-	-
(b) Other Current Assets	6	530.55	530.55
(c) Current Tax Assets		-	-
<b>Total Assets</b>		<b>125138.59</b>	<b>125911.33</b>
<b>EQUITY AND LIABILITIES</b>	-		
<b>Equity</b>			

## ANNUAL REPORT 2024-25

(a) (i) Equity Share Capital	7	91609.00	91609.00
(b) Other Equity	8	-10658.53	-4025.74
<b>Liabilities</b>		-	-
<b>Non-Current liabilities</b>			
(a) Deferred Tax Liabilities		-	-
<b>Current liabilities</b>			
(a) Financial Liabilities			
(i) Loans		-	-
(ii) Trade Payables	9	27886.04	21996.72
(iii) Other Financial Liabilities		-	-
(b) Short Term Provision			
(b) Other Current Liabilities	10	16302.09	16331.34
(c) Current Tax Liabilities		-	-
<b>Total Equity and Liabilities</b>		<b>125138.59</b>	<b>125911.33</b>
<b>Other Disclosure</b>	<b>15-19</b>		
<b>Significant Accounting Policies</b>	<b>1</b>		
<b>In term of our report attached</b>			

For and on behalf of the Board of Directors  
M/s Ace Edutrend Limited

For Asha & Associates  
Chartered Accountants

Sd/-  
CA Asha Taneja  
Partner  
M. No. 096107  
FRN: 024773N

UDIN: 25096107BMOYWT3788

Date: 21.05.2025  
Place: New Delhi

Sd/-  
Monendra Srivastava  
Managing Director & CFO  
DIN: 07489845

Sd/-  
Himani Sharma  
Director  
DIN: 08299061

## ANNUAL REPORT 2024-25



**ACE EDUTREND LIMITED**  
**812, Aggarwal Cyber Plaza - 1, Netaji Subhash Place, Pitampura, Delhi- 110034**  
**CIN: L29299DL1993PLC201811**

**Statement of Profit and Loss For the Year ended 31st March, 2025**

(in 000's)

Particulars	Note No	AS ON 31.03.2025	AS ON 31.03.2024
<b>INCOME</b>			
Revenue from operations	11	-	-
Other Income		35.32	-
<b>Total Income</b>		<b>35.32</b>	<b>-</b>
<b>Expenses</b>			
Direct Cost of Services Rendered		-	-
Purchases of Stock-in-Trade		-	-
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade		-	-
Employee benefits expenses	12	461.45	115.49
Finance costs	13	1.60	0.69
Depreciation and amortization expenses		0.00	495.49
Other expenses	14	5539.72	371.37
<b>Total Expenses</b>		<b>6002.76</b>	<b>983.02</b>
Profit before exceptional and extraordinary items and tax (III- IV)		-5967.45	-983.02
Exceptional items		-	-
Profit before extraordinary items and tax (V-VI)		-5967.45	-983.02
Extraordinary items		-	-
<b>Profit before Tax (VII-VIII)</b>		<b>-5967.45</b>	<b>-983.02</b>
Tax expenses:			
(1) Current tax		-	-
(2) Deferred tax		-665.35	-642.91
Profit(Loss) for the period from continuing operations (IX-X)		-6632.80	-1625.93
Profit /(loss) from discontinuing period		-	-

## ANNUAL REPORT 2024-25

Tax expenses of discontinuing operations		-	-
Profit/(loss) from Discontinuing operation (after tax) (XII-XIII)		-	-
<b>Profit(Loss) for the period (XI+XIV)</b>		<b>-6632.80</b>	<b>-1625.93</b>
<b>Other Comprehensive Income</b>			
A) (i) Items that will not be reclassified to profit or loss			
- Remeasurements of the defined benefit plans, net of tax		-	-
A) (ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B) (i) Items that will be reclassified to profit or loss		-	-
B) (ii) Income tax relating to items that will be reclassified to profit or loss		-	-
Other Comprehensive Income for the year, Net of Tax		-	-
<b>Total Comprehensive Income for the year (Comprising (Loss) and Other Comprehensive Income for the year)</b>		<b>-6632.80</b>	<b>-1625.93</b>
Earning per Equity share:			
(1) Basic		<b>(0.72)</b>	<b>(0.18)</b>
(2) Diluted		-	-
<b>Other Disclosure</b>	<b>15-19</b>		
<b>Significant Accounting Policies</b>	<b>1</b>		
<b>In term of our report attached</b>			

**For and on Behalf of Board of Director**  
**M/s Ace Edutrend Limited**

**For Asha & Associates**  
**Chartered Accountants**

**Sd/-**  
**CA Asha Taneja**  
**Partner**  
**M. No. 096107**  
**FRN: 024773N**  
**UDIN: 25096107BMOYWT3788**

**Sd/-**  
**Monendra Srivastava**  
**Managing Director & CFO**  
**DIN:07489845**

**Sd/-**  
**Himani Sharma**  
**Director**  
**DIN:08299061**

**Date:21.05.2025**  
**Place: New Delhi**

# ANNUAL REPORT 2024-25



## ACE EDUTREND LIMITED

### Cash Flow Statement as on 31st March 2025

812, Aggarwal Cyber Plaza - 1, Netaji Subhash Place, Pitampura, Delhi - 110034

CIN: L29299DL1993PLC201811

	Particulars		AS ON 31.03.2025	AS ON 31.03.2024
A	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>			
	Net Profit before Taxation		-	-983.02
	Add: Adjustment For		5967.45	
				495.49
	Depreciation and Amortisation Expenses		-	
	Operating Profit Before Working Capital Change		-	<b>-665.60</b>
			<b>5967.45</b>	
	Adjustment For			
	(Increase)/decrease in Loans & Advances		0.00	3040.00
	Increase/(decrease) in Current Liabilities		5860.07	-2382.33
B				0.00
	(Increase)/decrease in Trade Receivable		-	
	Cash Generated from Operation		-107.38	170.13
	Less: Income Tax		-	-
	<b>NET CASH FROM OPERATING ACTIVITIES (A)</b>		<b>-107.38</b>	<b>170.13</b>
	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>			
	Purchase of Shares		-	-
	Purchase of Fixed Assets		-	-
	<b>NET CASH FROM INVESTING ACTIVITIES (B)</b>		<b>-</b>	<b>-</b>
	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>			
C	Increase/(decrease) in Unsecured Loans		-	-
	<b>NET CASH FROM FINANCING ACTIVITIES (C)</b>			

## ANNUAL REPORT 2024-25



	<b>Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)</b>		<b>-107.38</b>	<b>170.13</b>
	Opening balance of Cash & Cash Equivalents		220.09	49.96
	Closing Balance of Cash & Cash Equivalents		112.71	220.09
	<b>NET INCREASE/DECREASE IN CASH AND CASH EQUIVALENT</b>		<b>-107.38</b>	<b>170.13</b>

### Auditor's Certificate

We have examined the above cash flow statement of M/s Ace Edutrend Limited for the year ended on 31<sup>st</sup> March 2025.

The Statement has been prepared by the Company in accordance with the requirements of Accounting Standards-3

"Cash Flow Statements" and in agreement with the corresponding Profit & Loss Account and Balance Sheet of the Company covered by our report dated.

For and on behalf of the Board of Directors  
M/s Ace Edutrend Limited

For Asha & Associates  
Chartered Accountants

Sd/-  
CA Asha Taneja  
Partner  
M. No. 096107  
FRN: 024773N

Sd/-  
Monendra Srivastava  
Managing Director & CFO  
DIN:07489845

Sd/-  
Himani Sharma  
Director  
DIN:08299061

UDIN: 25096107BMOYWT3788

Date:21.05.2025  
Place: New Delhi

### (1) SIGNIFICANT ACCOUNTING POLICIES: -

#### a) Corporate Information

**Ace Edutrend Limited** was incorporated on 04 October, 1993 registered under the Companies Act, 1956. The registered office of the company is situated at A-7/6, Jhilmil Industrial Area Shahdara New Delhi, 110095. The principal place of business is in India.

#### b) Basis Of Preparation

The financial statements of the Company have been prepared on an accrual basis and under the historical cost convention except for certain financial instruments (including derivative instruments) and defined benefit plans which have been measured at fair value. The accounting policies are consistently applied by the Company to all the period mentioned in the financial statements.

The financial statements ("Financial Statements") of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies' (Indian Accounting Standard) Rules, 2015, as amended from time to time.

#### c) Use of Estimates and judgments

The preparation of the financial statements requires that the Management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities as at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. The recognition, measurement, classification or disclosure of an item or information in the financial statements is made relying on these estimates.

The estimates and judgments used in the preparation of the financial statements are continuously evaluated by the Company and are based on historical experience and various other assumptions and factors that the Company believes to be reasonable under the existing circumstances. Actual results could differ from those estimates

#### d) Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government.



The following specific recognition criteria must also be met before revenue is recognized.

- i) **Training Income**—Income is recognized on Accrual Basis.
- ii) **Other Income**—Other Income is accounted for on accrual basis.

### e) **Depreciation and Amortization**

Depreciation is recognized so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the Written down Value method. Life of the asset is decided by the management at year end for all assets.

Amortization is recognized on a Written down Value basis over their estimated useful lives.

The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Depreciation on tangible assets is provided as per the provisions of Part B of Schedule II of the Companies Act, 2013 based on useful life and residual value notified for accounting purposes by Electricity Regulatory Authorities.

he estimated useful life, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

### f) **Cash and Cash Equivalents**

Cash and Cash Equivalents in Balance Sheet comprises of cash at bank and hand and short term deposits with original maturity of three months or less, which are subject to insignificant risk of change in value.

### g) **Taxation**

Income tax comprises current and deferred tax. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in equity or in other comprehensive income.

Current tax is the amount of tax payable based on the taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and

the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax liabilities and assets are measured using the tax rate enacted or substantively enacted as on the Balance Sheet date.

### **h) Cash Flow Statement**

Cash flows are reported using the indirect method, as per Ind AS-7, issued by the ICAI whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals and accruals of past or future operating cash receipts and payments and item of income and expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

### **i) Fixed Assets**

Fixed Assets are stated at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Subsequent expenditure relating to fixed assets is capitalized only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance. All repair and maintenance are charged to statement of profit and loss during the reporting period in which they are incurred. Depreciation on fixed assets have been provided on the basis of Written Down Value over the useful lives of assets as per useful life prescribed under Schedule II of Companies Act, 2013.

When significant parts of fixed assets are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives.

The residual values, useful lives and methods of depreciation of fixed assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

Gains or losses arising from de-recognition of an tangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

### **j) Investments**

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of cost and fair value determined on an individual

investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

### **k) Provision & Contingencies and Commitments**

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, and it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. A disclosure for contingent liabilities is made where there is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non- occurrence of one or more uncertain future events not wholly within the control of the entity.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each reporting period.

### **l) Provision for Gratuity**

No provision for gratuity has been made as the provisions of Payment of Gratuity Act, 1972 are not applicable.

### **1) Other Notes to Accounts**

- i. In the opinion of Board of Directors, the aggregate value of Current assets, Loans and Advances are realizable in ordinary course of business and will not be less than the amount at which these are stated in the balance sheet.
- ii. Deferred Tax Asset for the year of Rs. -665.35/- as per Ind AS 12 on Accounting for Taxes on income pertaining to the timing between the accounting income and the taxable income has been recognized by the management in the Profit & Loss Account.

### **iii. Remuneration to Key Management Personnel:**

## ANNUAL REPORT 2024-25



(In '000)		
Particulars	Year Ended March 31, 2025	Year Ended March 31, 2024
Mr. Karan Jindal (Company Secretary) (Resigned on 04/11/2024)	361.45	115.49
Mr. Amit Kumar (Company Secretary) (Resigned on 11/04/2025)	100.00	0

iv. **Auditors Remuneration**

Payment to auditors (excluding GST) comprises of the following:

(In "000")

Particulars	Year Ended March 31, 2024	Year Ended March 31, 2023
As Statutory Audit Fees	35.00	35.00
<b>Total</b>		

For and on behalf of the Board of Directors  
M/s Ace Edutrend Limited

For Asha & Associates  
Chartered Accountants

Sd/-  
CA Asha Taneja  
Partner  
M. No. 096107  
FRN: 024773N

UDIN: 25096107BMOYWT3788

Sd/-  
Monendra Srivastava  
Managing Director & CFO  
DIN:07489845

Sd/-  
Himani Sharma  
Director  
DIN:08299061

Date: 21.05.2025  
Place: New Delhi

# ANNUAL REPORT 2024-25



## Notes to financial statements for the year ended 31 March 2025

(Amount in Rupees unless otherwise stated)

<b>Note 2 - Property, Plant and Equipment</b>								
								(in 000's)
Particulars	Computer Equipment	Electronic Equipment	Office Equipment	Plant & Machinery	Furniture and Fixture	Furniture and Fixtures	Films & Album	Total
<b>Cost:</b>								
Balance as at 31st March 2023	161561.89	190.00	6418.22	32452.54	32799.05	8176.50	12314.41	253912.61
Additions during the year	-	-	-	-	-	-	-	-
Deletions during the year	-	-	-	-	-	-	-	-
<b>Balance as at 31st March 2024</b>	<b>161561.89</b>	<b>190.00</b>	<b>6418.22</b>	<b>32452.54</b>	<b>32799.05</b>	<b>8176.50</b>	<b>12314.41</b>	<b>253912.61</b>
Additions during the year	-	-	-	-	-	-	-	-
Deletions during the year	-	-	-	-	-	-	-	-
<b>Balance as at 31st March 2025</b>	<b>161561.89</b>	<b>190.00</b>	<b>6418.22</b>	<b>32452.54</b>	<b>32799.05</b>	<b>8176.50</b>	<b>12314.41</b>	<b>253912.61</b>
<b>Depreciation:</b>								
Balance as at 31st March 2023	161537.61	177.10	6370.35	26054.39	26587.18	10667.12	12333.14	243726.89
Depreciation for the year	3.43	0.58	0.00	274.81	216.66	0.00	0.00	495.49
Disposals	-	-	-	-	-	-	-	-
<b>Balance as at 31st March 2024</b>	<b>161541.04</b>	<b>177.68</b>	<b>6370.35</b>	<b>26329.20</b>	<b>26803.84</b>	<b>10667.12</b>	<b>12333.14</b>	<b>244222.38</b>
Depreciation for the year	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Disposals								
<b>Balance as at 31st March 2025</b>	<b>161541.04</b>	<b>177.68</b>	<b>6370.35</b>	<b>26329.20</b>	<b>26803.84</b>	<b>10667.12</b>	<b>12333.14</b>	<b>244222.38</b>
<b>Net Block:</b>								
Balance as at 31st March 2025	20.85	12.32	47.87	6123.34	5995.21	-2490.62	-18.74	9690.23
Balance as at 31st March 2024	20.85	12.32	47.87	6123.34	5995.21	-2490.62	-18.74	9690.23
Balance as at 31st March 2023	24.28	12.90	47.87	6398.15	6211.87	-2490.62	-18.74	10185.71

**Note 3 - Loans & Advances**

Particulars	31-Mar-25	31-Mar-24
<b>Non-Current</b>		
<b>At Amortized Cost</b>		
Other Loans and Advances	57735.95	57735.95
<b>Total</b>	<b>57735.95</b>	<b>57735.95</b>
<b>Current</b>		
<b>At Amortised Cost</b>		
Security Deposits	-	-
Other Loans and Advances	-	-
<b>Total</b>	<b>57735.95</b>	<b>57735.95</b>

**Note 4 - Cash and cash equivalents**

Particulars	31-Mar-25	31-Mar-24
Cash in Hand	41.98	45.66
Bank Balances	70.73	174.43
<b>Total</b>	<b>112.71</b>	<b>220.09</b>

**NOTE-5 - Trade receivables**

Particulars	31-Mar-25	31-Mar-24
Unsecured considered good Over Six Month*	54749.25	54749.25
Less than Six Month	-	-
	<b>54749.25</b>	<b>54749.25</b>

The ageing schedule of Trade Receivable for the years ended as on March 31, 2025 are as follows:

## ANNUAL REPORT 2024-25



Particulars	Outstanding for the 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 years	
Undisputed trade receivables - considered good		-	-	-	54749.25	54749.25
Undisputed trade receivables - credit impaired	-	-	-	-	-	-
Disputed trade receivables - considered good	-	-	-	-	-	-
Disputed trade receivables - credit impaired	-	-	-	-	-	-

### Note 6 - Other Current Assets

(“000”s)

Particulars	31-Mar-25	31-Mar-24
TDS Receivable	530.55	530.55
<b>Total</b>	<b>530.55</b>	<b>530.55</b>

### Note 7 - Equity Share Capital

#### (A) Reconciliation of share capital

Particulars	Number	Amount in 000's.
<b><u>Authorised Share Capital</u></b>		
<b>Equity Shares of Re.10/- each</b>		
As at 1 April 2023	10,00,00,000.00	100000.00
Increase/(decrease) during the year	-	-
As at 31 March 2024	10,00,00,000.00	100000.00
Increase/(decrease) during the year	-	-
As at 31 March 2025	10,00,00,000.00	100000.00

#### (B) Terms and rights attached to equity shares

##### Equity Shares

\* The Company has only one class of Equity Shares having a par value of Re. 10/- per share. Each holder of Equity Share is entitled to one vote per share.



## ANNUAL REPORT 2024-25

**\*\* In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.**

**(C) Disclosure of Shares in the company held by each shareholder holding more than 5%**

Name of Shareholder	As at 31-Mar-25		As at 31-Mar-24	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Madhvi Bansal	4,69,000	5.12	4,69,000	5.12
Shri Parasram Holdings Pvt. Ltd.	2,35,499	2.57	2,35,499	2.57

**(D) There are no bonus issue and buy back of equity shares during the period of five years immediately preceding the reporting date.**

**(E) Reconciliation of the number of shares outstanding at the beginning and at the end of the year**

(in 000's)

Particulars	Equity Shares			
	As at 31-Mar-25		As at 31-Mar-24	
	Number	Amount in 000's.	Number	Amount in 000's.
Shares outstanding at the beginning of the year	91,60,900	91609.00	91,60,900	91609.00
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares converted during the year	-	-	-	-
Shares outstanding at the end of the year	<b>91,60,900</b>	<b>91609.00</b>	<b>91,60,900</b>	<b>91609.00</b>

**Note - 8****Statement of Changes in Equity for the year ended 31 March 2025**(Amount in Rupees, unless otherwise stated)**Other Equity****(in 000's)**

Particulars	Reserves and Surplus			Total
	Capital Reserve	Securities Premium Reserve	Retained Earnings	
<b>As at 01 April 2023</b>	-	-	<b>-2399.80</b>	<b>-351.89</b>
Profit / (Loss) for the year	-	-	-1625.93	-1625.93
Other comprehensive income	-	-	-	-
<b>Total comprehensive income</b>	-	-	<b>-4025.74</b>	<b>-4025.74</b>
Any changes	-	-	-	-
<b>As at 31 March 2024</b>	-	-	<b>-4025.74</b>	<b>-4025.74</b>
Profit / (Loss) for the year	-	-	-6632.80	-6632.80
Other comprehensive income	-	-	-	-
<b>Total comprehensive income</b>	-	-	<b>-10658.53</b>	<b>-10658.53</b>
Any changes	-	-	-	-
<b>As at 31 March 2025</b>			<b>-10658.53</b>	<b>-10658.53</b>

**Note 9 - Trade Payables**

Particulars	31-Mar-25	31-Mar-24
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	27886.04	21996.72
<b>Total</b>	<b>27886.04</b>	<b>21996.72</b>

## ANNUAL REPORT 2024-25



### Note 10 - Other Liabilities

Particulars	(in 000's)	
	31-Mar-25	31-Mar-24
<b>CURRENT</b>		
Audit Fees Payable	169.74	201.24
Provision for Income tax	16123.60	16123.60
TDS on Profession	8.75	6.50
<b>Total</b>	<b>16302.09</b>	<b>16331.34</b>

### Notes to financial statements for the year ended 31 March 2025

#### NOTE 11

Particulars	As on 31.03.2025	As on 31.03.2024
Sale of Services	-	-
Balance Written off	35.32	-
<b>Total</b>	<b>35.32</b>	<b>-</b>

#### NOTE 12

Particulars		(in 000's)
<b>Employees Benefits Expense</b>	<b>As on 31.03.2025</b>	<b>As on 31.03.2024</b>
Salaries and incentives	461.45	115.49
Staff Welfare Expenses	-	-
<b>Total</b>	<b>461.45</b>	<b>115.49</b>

#### NOTE 13

	(in 000's)	
Finance costs	As on 31.03.2025	As on 31.03.2024
Bank Charges	1.60	0.69
<b>Total</b>	<b>1.60</b>	<b>0.69</b>

(in 000's)

## ANNUAL REPORT 2024-25



### **NOTE 14**

<b>Other expenses</b>	<b>As on 31.03.2025</b>	<b>As on 31.03.2024</b>
Advertising Expenses	13.10	16.43
Professional Fee	77.90	133.07
ROC Expenses	25.60	3.60
RTA Charges	21.10	35.40
Website exp	83.11	0.00
Audit Fees	41.30	41.30
Office expenses	4.64	17.70
Printing & stationary expense	10.83	10.74
Administrative Expense	5239.12	113.12
Interest Exp	10.08	-
Conveyance expense	12.94	-
<b>Total</b>	<b>5539.72</b>	<b>371.37</b>

### **DEPRECIATION CHART FOR INCOME TAX AY 2025-26**

<b>PARTICULARS</b>	<b>DEP RATE %</b>	<b>OPENING WADV</b>	<b>ADDITION &gt;182</b>	<b>ADDITION &lt;182</b>	<b>SALES</b>	<b>TOTAL</b>	<b>DEPRECIATION</b>	<b>CLOSING WDV</b>
COMPUTER	40	202010	0	0	0	202010	80804	121206
FURNITURE & FITTINGS	10	13743699	0	0	0	13743699	1374370	12369329
PLANT & MACHINERY	15	7027133	0	0	0	7027133	1054070	5973063
INTANGIBLE ASSETS	25	199144	0	0	0	199144	49786	149358
<b>TOTAL</b>		<b>21171986</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>21171986</b>	<b>2559030</b>	<b>18612956</b>

### **Note 15: Other Disclosure**

#### **a) Segment reporting:**

The Company is operating in Education, Segment so these financial statements are reflective of the information required by Ind AS 101.

#### **b) There are Micro, Small and Medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March, 2025. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.**

## ANNUAL REPORT 2024-25

Particulars	31-Mar-25	31-Mar-24
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	NA	108.91
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	NA	-
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	NA	108.91
Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	-	-
Interest due and payable towards suppliers registered under MSMED Act, for payments already made	-	-
Further interest remaining due and payable for earlier years	-	-

c) Disclosures as required by Indian Accounting Standard (Ind AS) 37:- Provisions, Contingent liabilities and Contingent assets  
Nature of provision (Provision for contingencies)

Income Tax demand Rs.5931090/- for AY 2013, Rs.320830/- for AY 2016, Rs. 459130/- for AY 2010, Rs. 4202910/- AY 2012, Rs. 4652540/- AY 2015, Rs. 4199300/- AY 2014, Rs. 2642470/- AY 2011, Rs.536570/- AY 2018 has raised by the department although company do not agree with the demands and the Company is doing efforts for early disposal of the cases. Also there is some TDS liability reflected in default summary online portal. Rs. 5000 AY 23-24, Rs.200 AY 2022-23, Prior period Rs. 360

**d) Earnings per share - The numerators and denominators used to calculate Basic / Diluted earnings per share**

Particulars	2024-25	2023-24
<b>(a) Amount used as the numerator</b>		
Profit after Tax - (A)	<b>-6632.80</b>	<b>-1625.93</b>
<b>(b) Weighted average number of equity shares outstanding used as the denominator for computing Basic Earnings</b>		
Per Share (B)	91,60,900	91,60,900
<b>Add: Weighted average number of dilutive potential equity shares</b>	-	-

## ANNUAL REPORT 2024-25

(C) Weighted average number of equity shares outstanding used as the denominator for computing Basic Earnings		
Per Share (C)	9160900	91,60,900
(d) Nominal value of equity shares (Rs)	1	1
<b>Basic earnings per share (A)/(B)</b>	<b>(0.724)</b>	<b>(0.177)</b>

### e) Related party disclosures: (Name of the related parties and description of relationship)

Related Parties has been certified by the management

- (i) Subsidiary Company: (Control exists) Nil
- (ii) Associate Company: Nil
- (iii) Director or Key Managerial personnel (KMP)

- 1 Mr. Monendra Srivastava (Director & CFO)
- 2 Ms. Himani Sharma (Director)
- 3 Mr. Umaid Raj Tater (Independent Director)
- 4 Mr. Suresh Kumar Sharma (Director)
- 5 Ms. Sushma Jain (Independent Director)
- 6 Ms. Ruchi Sharma (Independent Director)

### Related party Transactions

(A) There are no related party transactions during the year.

f) Sundry debtors, Sundry Creditors, Loan & Advances have been taken at their book value and are subject to confirmation and reconciliation.

g) Loans and Advances are considered good in respect of which company does not hold any security other than personal guarantee of persons.

h) In the opinion of the management and to the best of the knowledge and belief, the value of realization of current assets, Loans & Advances in the ordinary course of business would not be less than the amount stated in the Balance sheet. The provision of all known liabilities is adequate and is neither in excess nor short of the amount reasonably necessary.

i) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

## ANNUAL REPORT 2024-25



j) During the current year the Company has not made any transaction involving payment of foreign currency.

k) Previous year figures have been regrouped and rearranged, wherever found necessary, to confirm the current year's classification.

### Notes to financial statements for the year ended 31st March 2025

(Amount in Rupees, unless otherwise stated)

#### 16. Fair values

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

Particulars	Carrying value		Fair value	
	As at	As at	As at	As at
	31-Mar-25	31-Mar-24	31-Mar-25	31-Mar-24
	INR	INR	INR	INR
<b>FINANCIAL ASSETS</b>				
<b>a) Financial assets measured at amortised cost</b>				
Loans ( Refer Note 3 )	57735.95	57735.95	57735.95	57735.95
Other Financial Assets				
Cash and cash equivalents (Refer Note 4 )	112.71	220.09	112.71	220.09
Other Bank Balances				
Trade Receivables ( Refer Note 14 )	54749.25	54749.25	54749.25	54749.25
<b>FINANCIAL LIABILITIES</b>				
<b>Financial liabilities measured at amortised cost</b>				
Trade Payables (Refer Note 8)	27886.04	21996.72	27886.04	21996.72

The management assessed that cash and cash equivalents, trade receivables, other bank balances and trade payables approximate their carrying amounts largely due to the short-term maturities of these instruments. The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The Company determines fair values of financial assets and financial liabilities by discounting the contractual cash inflows/ outflows using prevailing interest rates of financial instruments with similar terms. The initial measurement of financial assets and financial liabilities is at fair value. The fair value of investment is determined using quoted net assets value from the fund. Further, the subsequent measurement of all financial assets and liabilities (other than investment in mutual funds) is at amortised cost, using the effective interest method.

## **17. Financial risk management objectives and policies**

The Company's principal financial liabilities comprise trade payables, employee related liabilities, etc. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables, cash and cash equivalents, security deposits, etc. that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The company's senior management oversees the management of these risks. The company's senior management is responsible for formulating an appropriate financial risk governance framework for the Company and periodically reviewing the same. The company's senior management ensures that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The company's senior management reviews and agrees policies for managing each of these risks, which are summarised below.

### **A. Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: interest rate risk, foreign currency risk and price risk. Financial instruments affected by market risk include fixed deposits and FVTPL investments.

#### **- Interest Rate Risk**

The company does not have borrowings or significant interest-bearing assets. So, the Company is not exposed to such risk.

#### **- Foreign currency risk**

The Indian Rupee is the Company's most significant currency. As a consequence, the Company's results are presented in Indian Rupee. Foreign currency risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company transacts business majorly in local currency and there is no significant foreign currency transactions, therefore do not pose a significant foreign currency risk on the company.

### **B. Credit Risk**



## ANNUAL REPORT 2024-25



Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its investing activities, including deposits with banks and financial institutions. Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit evaluations are performed on all customers requiring credit over a certain amount.

### - Trade Receivables

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored. An impairment analysis is performed at each reporting date on an individual basis for major clients. The maximum exposure to credit risk at the reporting date is primarily from trade receivables amounting to Rs.17.39 crore for the F.Y. 2021-22 and are typically unsecured

### - Financial instruments and cash deposits

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. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Company's maximum exposure to credit risk for the components of the Balance Sheet at reporting dates are the carrying amounts as illustrated in note below.

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

(in 000's)			
Particulars	Note	As at 31 March 2025	As at 31 March 2024
Investments in Equity Instruments		-	-
Loans	3	57735.95	57735.95
Other Financial Assets		-	-
Cash and cash equivalents	4	112.71	220.09
Other Bank Balances		-	-
Trade Receivables	14	54749.25	54749.25
Inventories		-	-
<b>Total</b>		<b>112597.90</b>	<b>112705.28</b>

## ANNUAL REPORT 2024-25



### (C) Liquidity Risk

The Company monitors its risk of a shortage of funds using a liquidity planning tool.

The Company's treasury function reviews the liquidity position on an ongoing basis. The Company has access to a sufficient variety of sources of funding.

The following are the contractual maturities of the financial liabilities, including estimated interest payments as at 31 March 2025:

Particulars	Carrying amount	Contractual cash flow	Less than 1 year	1-2 years	2-3 years	3 years and above
Trade payables	24345.05	24345.05	2205.64	1406.76	3733.15	16999.50

The following are the contractual maturities of the financial liabilities, including estimated interest payments as at 31 March 2024.

Particulars	Carrying amount	Contractual cash flow	Less than 1 year	1-2 years	2-3 years	3 years and above
Trade Payables	24345.05	24345.05	2205.64	1406.76	3733.15	16999.50

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.

18. The company's policy is to maintain a strong capital base so as to maintain investor, creditor confidence and to sustain future development of the business. The company's senior management monitor the return on capital employed and gearing ratio.

The Company's Gearing ratio was as follows:

Particulars	As at	As at
	31-Mar-25	31-Mar-24
Total liabilities *	16302.09	16331.34
Less: Cash and cash equivalents	112.71	220.09
Net debt	16189.38	16111.25
Total equity	80950.47	87583.26
Gearing ratio	0.20	0.18

\* Total liabilities majorly consists of Trade Payables and Provisions etc.

There were no changes in the Company's approach to capital management during the year ended 31st March 2025 and 31st March 2024.

## ANNUAL REPORT 2024-25



### 19. Financial Ratios

Particulars	Numerator	Denominator	As on March 31, 2025	As on March 31, 2024
(a) Current Ratio	Current Assets	Current Liabilities	1.25	1.36
(b) Debt-Equity Ratio	Total debt	Shareholder's equity	-	-
(c) Debt Service Coverage Ratio	Earnings available for debt service	Debt service	-	-
(d) Return on Equity Ratio	Net Profit after taxes	Shareholder's equity	-	0.02
(e) Inventory turnover ratio	Revenue	Average inventory	-	-
(f) Trade Receivables turnover ratio	Revenue	Average trade receivable	-	-
(g) Trade payables turnover ratio	Purchase	Average trade payables	-	-
(h) Net capital turnover ratio	Revenue	Working capital	-	-
(i) Net profit ratio	Net Profit	Revenue	-	-
(j) Return on Capital employed	Earning before interest & taxes	Capital Employed	-	0.01
(k) Return on investment	Income from investment	Cost of Investment	-	-

**For and on behalf of the Board of Directors**  
**M/s Ace Edutrend Limited**

**For Asha & Associates**  
**Chartered Accountants**

**Sd/-**  
**CA Asha Taneja**  
**Partner**  
**M. No. 096107**  
**FRN: 024773N**

**UDIN: 25096107BMOYWT3788**

**Date: 21.05.2025**  
**Place: New Delhi**

**Sd/-**  
**Monendra Srivastava**  
**Managing Director & CFO**  
**DIN: 07489845**

**Sd/-**  
**Himani Sharma**  
**Director**  
**DIN: 08299061**