

To,

The General Manager,

Listing Department,

BSE Limited,

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai - 400001.

BSE CODE: 530267

Dear Sir/ Madam,

Sub: Submission of Annual Report.

Pursuant to Regulation 34 (1) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, we are submitting herewith the Annual Report of Company for the Financial Year 2024-25, including Notice convening 46th Annual General Meeting of members of the company scheduled to be held on Tuesday, 30th September, 2025 at 11:30 A.M. at registered office of the company which was sent in electronic mode to the Members. The Annual Report for the financial year 2024-25 is also available at the Company's website www.arigatouniverse.com.

For your information and record. Kindly acknowledge and oblige.

Yours faithfully,

For Arigate Universe Limited

Priyanka Sharma

Company Secretary cum Compliance Officer

Mem No: A56350



ARIGATO UNIVERSE LIMITED
(Formerly Known as Saboo Brothers Limited)

CIN: L45100MH1979PLC440026

Registered Office: Plot No. 8, Flat No. 802, 28, Impressa Rise Apartment, Shivaji Nagar, Shankar Nagar, Nagpur, Maharashtra, India, 440010, Ph.+91 7841984000,

E-Mail: arigatouniverseltd@gmail.com

Website: www.arigatouniverse.com

ARIGATO UNIVERSE LIMITED
(Formerly Known as Saboo Brothers Limited)

CIN: L45100MH1979PLC440026

46th ANNUAL REPORT

2024-2025

**Plot No. 8, Flat No. 802, 28, Impressa Rise Apartment, Shivaji Nagar,
Shankar Nagar, Nagpur, Maharashtra,
India, 440010**

Email: arigatouniverseltd@gmail.com **Website:** www.arigatouniverse.com



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BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Rajan Kantilal Shah	Managing Director
Ms. Dhvani Sanket Shah	Executive Director
Ms. Vandana Mayur Amrutiya	Non-Executive, Independent Director
Mr. Sanket Rajan Shah	Executive Director
Mrs. Pooja Avinash Gandhewar	Non-Executive, Independent Director
Ms. Dhvani Sanket Shah	Chief Financial Officer
Ms. Priyanka Sharma	Company Secretary

AUDITORS

M/s. Bagdia & Company,
Chartered Accountants
Block No. 63/69, Rajat Sankul, Opp ST Stand,
Rai Udyog, Ganesh Peth,
Nagpur-440018

BANKERS

Federal Bank
Bank of Baroda



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Website: www.arigatouniverse.com

REGISTRAR & SHARE TRANSFER AGENT

Purva Shareregistry (India) Pvt. Ltd.

Unitno. 9, Shiv Shakti Ind. Estt.

J.R. Boricha Marg, Lower Parel (E), Mumbai 400 011

Email- support@purvashare.com Phone- 022-23018261/ 23012517

REGISTERED OFFICE

Plot No. 8, Flat No. 802, 28, Impressa Rise Apartment, Shivaji Nagar, Shankar Nagar, Nagpur, Maharashtra, India.

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NOTICE

NOTICE is hereby given that the 46th Annual General Meeting of the members of Arigate Universe Limited (Formerly Known as Saboo Brothers Limited) will be held on Tuesday, September 30th, 2025 at 11:30 a.m. at registered office of the Company at Plot No. 8, Flat No. 802, 28, Impressa Rise Apartment, Shivaji Nagar, Shankar Nagar, Nagpur, Maharashtra, India, 440010,

ORDINARY BUSINESS (OB):

1. To consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon;
2. To appoint Mrs. Dhvani Sanket Shah (DIN: 10765189), who retires by rotation as a director and being eligible, offers himself for re- appointment.

SPECIAL BUSINESS (SB):

3. **Regularization of Mr. Sanket Rajan Shah (DIN: 09185456) as director (Executive & non-Independent).**

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160, 161, 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule V to the Companies Act, 2013 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), 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 based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors, the consent of the Members be and is hereby accorded for the appointment of Mr. Sanket Rajan Shah (DIN: 09185456), who was appointed as an Additional Director of the

Company with effect from 16th December, 2024 pursuant to Section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, as an Executive, Non-Independent Director of the Company, liable to retire by rotation, for a term commencing from the conclusion of this Annual General Meeting, on the terms and conditions including remuneration as set out in the Explanatory Statement annexed to this Notice.”

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during his tenure, the Company shall pay to Mr. Sanket Rajan Shah the remuneration, perquisites and allowances as minimum remuneration in accordance with the provisions of Section II of Part II of Schedule V to the Companies Act, 2013, or such other statutory modifications as may be applicable from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall include any Committee duly authorized by the Board) be and is hereby authorized to alter, vary or revise the terms and conditions of appointment and/or remuneration payable to Mr. Sanket Rajan Shah, subject to such overall limits as may be prescribed under the Companies Act, 2013 and the Listing Regulations.

RESOLVED FURTHER THAT the Board of Directors and Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things and to execute all such agreements, documents, writings, forms and returns as may be necessary, expedient or desirable to give effect to this resolution.”

4. Approval of Material Related Party Transaction with Mr. Rajan Shah, (DIN: 00932062) Managing Director of the Company

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended, the applicable provisions of the Companies Act, 2013 (“the Act”) read with the rules framed thereunder, other applicable laws including any amendments, modifications or re-enactments thereof from time to time, the Company’s Policy

on Related Party Transactions, and subject to such approvals, consents, and permissions as may be required, the approval of the shareholders of the Company be and is hereby accorded to enter into and/or continue with existing and new material related party transaction(s), contract(s), arrangement(s) or agreement(s), whether entered individually or in aggregate or as part of a series, with **Mr. Rajan Shah, (DIN: 00932062) Managing Director of the Company** and a related party as per Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, during the financial year ending March 31, 2026, on such material terms and conditions as specified in the Explanatory Statement to this resolution and as may be mutually agreed upon by the Company and the related party, provided that such transactions shall be undertaken in the ordinary course of business and on an arm's length basis.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee and/or any other Committee duly constituted or to be constituted by the Board), be and is hereby authorised to do all such acts, deeds, matters, and things as may be necessary, desirable or expedient to give effect to this resolution including finalising and executing agreements, documents, applications and other writings, seeking approvals as may be required, and to delegate all or any of its powers herein conferred to any Committee or any director(s) or officer(s) of the Company as it may in its absolute discretion deem fit, without seeking any further approval of the shareholders.

RESOLVED FURTHER THAT all actions taken or to be taken by the Board or any officer of the Company in connection with the transactions referred to in this resolution be and are hereby approved, confirmed and ratified in all respects."

5. Approval of Material Related Party Transaction with Mr. Sanket Rajan Shah (DIN: 09185456) Director of the Company

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended, the applicable provisions of the Companies Act, 2013 ("the Act") read with the rules framed thereunder, other applicable laws including any amendments, modifications or re-enactments thereof from time to time, the Company's Policy on Related Party Transactions, and subject to such approvals, consents, and permissions as may

be required, the approval of the shareholders of the Company be and is hereby accorded to enter into and/or continue with existing and new material related party transaction(s), contract(s), arrangement(s) or agreement(s), whether entered individually or in aggregate or as part of a series, with **Mr. Sanket Rajan Shah (DIN: 09185456) Director of the Company** and a related party as per Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, during the financial year ending March 31, 2026, on such material terms and conditions as specified in the Explanatory Statement to this resolution and as may be mutually agreed upon by the Company and the related party, provided that such transactions shall be undertaken in the ordinary course of business and on an arm's length basis.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee and/or any other Committee duly constituted or to be constituted by the Board), be and is hereby authorised to do all such acts, deeds, matters, and things as may be necessary, desirable or expedient to give effect to this resolution including finalising and executing agreements, documents, applications and other writings, seeking approvals as may be required, and to delegate all or any of its powers herein conferred to any Committee or any director(s) or officer(s) of the Company as it may in its absolute discretion deem fit, without seeking any further approval of the shareholders.

RESOLVED FURTHER THAT all actions taken or to be taken by the Board or any officer of the Company in connection with the transactions referred to in this resolution be and are hereby approved, confirmed and ratified in all respects."

6. Approval of Material Related Party Transaction with SS Buildcon a proprietorship concern of a Mr. Sanket Rajan Shah, (DIN: 09185456) Director of the Company

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended, the applicable provisions of the Companies Act, 2013 ("the Act") read with the rules framed thereunder, other applicable laws including any amendments, modifications or re-enactments thereof from time to time, the Company's Policy on Related Party Transactions, and subject to such approvals, consents, and permissions as may

be required, the approval of the shareholders of the Company be and is hereby accorded to enter into and/or continue with existing and new material related party transaction(s), contract(s), arrangement(s) or agreement(s), whether entered individually or in aggregate or as part of a series, with SS Buildcon, a proprietorship concern of a **Mr. Sanket Rajan Shah, (DIN: 09185456)** Director of the Company, and a related party as per Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, during the financial year ending March 31, 2026, on such material terms and conditions as specified in the Explanatory Statement to this resolution and as may be mutually agreed upon by the Company and the related party, provided that such transactions shall be undertaken in the ordinary course of business and on an arm's length basis.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee and/or any other Committee duly constituted or to be constituted by the Board), be and is hereby authorised to do all such acts, deeds, matters, and things as may be necessary, desirable or expedient to give effect to this resolution including finalising and executing agreements, documents, applications and other writings, seeking approvals as may be required, and to delegate all or any of its powers herein conferred to any Committee or any director(s) or officer(s) of the Company as it may in its absolute discretion deem fit, without seeking any further approval of the shareholders."

RESOLVED FURTHER THAT all actions taken or to be taken by the Board or any officer of the Company in connection with the transactions referred to in this resolution be and are hereby approved, confirmed and ratified in all respects."

7. Approval of Material Related Party Transaction with JP Enterprises a Partnership Firm of a Mr. Rajan Shah, (DIN: 00932062) Managing Director of the Company:

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended, the applicable provisions of the Companies Act, 2013 ("the Act") read with the rules framed thereunder, other applicable laws including any amendments, modifications or re-enactments thereof from time to time, the Company's Policy on Related Party Transactions, and subject to such approvals, consents, and permissions as may be required, the approval of the shareholders of the Company be and is hereby accorded to enter

into and/or continue with existing and new material related party transaction(s), contract(s), arrangement(s) or agreement(s), whether entered individually or in aggregate or as part of a series, with **JP Enterprises**, a Partnership Firm of a **Mr. Rajan Shah, (DIN: 00932062) Managing Director of the Company**, and a related party as per Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, during the financial year ending March 31, 2026, on such material terms and conditions as specified in the Explanatory Statement to this resolution and as may be mutually agreed upon by the Company and the related party, provided that such transactions shall be undertaken in the ordinary course of business and on an arm's length basis.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee and/or any other Committee duly constituted or to be constituted by the Board), be and is hereby authorised to do all such acts, deeds, matters, and things as may be necessary, desirable or expedient to give effect to this resolution including finalising and executing agreements, documents, applications and other writings, seeking approvals as may be required, and to delegate all or any of its powers herein conferred to any Committee or any director(s) or officer(s) of the Company as it may in its absolute discretion deem fit, without seeking any further approval of the shareholders."

RESOLVED FURTHER THAT all actions taken or to be taken by the Board or any officer of the Company in connection with the transactions referred to in this resolution be and are hereby approved, confirmed and ratified in all respects."

8. Approval of Material Related Party Transaction with SRK Infra a proprietorship concern of a Mr. Shagun Shah, Relative of Directors of the Company

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended, the applicable provisions of the Companies Act, 2013 ("the Act") read with the rules framed thereunder, other applicable laws including any amendments, modifications or re-enactments thereof from time to time, the Company's Policy on Related Party Transactions, and subject to such approvals, consents, and permissions as may be required, the approval of the shareholders of the Company be and is hereby accorded to enter into and/or continue with existing and new material related party transaction(s), contract(s),

arrangement(s) or agreement(s), whether entered individually or in aggregate or as part of a series, with **SRK Infra**, a proprietorship concern of a **Mr. Shagun Shah, Relative of Directors of the Company** and a related party as per Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, during the financial year ending March 31, 2026, on such material terms and conditions as specified in the Explanatory Statement to this resolution and as may be mutually agreed upon by the Company and the related party, provided that such transactions shall be undertaken in the ordinary course of business and on an arm's length basis.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to include the Audit Committee and/or any other Committee duly constituted or to be constituted by the Board), be and is hereby authorised to do all such acts, deeds, matters, and things as may be necessary, desirable or expedient to give effect to this resolution including finalising and executing agreements, documents, applications and other writings, seeking approvals as may be required, and to delegate all or any of its powers herein conferred to any Committee or any director(s) or officer(s) of the Company as it may in its absolute discretion deem fit, without seeking any further approval of the shareholders."

RESOLVED FURTHER THAT all actions taken or to be taken by the Board or any officer of the Company in connection with the transactions referred to in this resolution be and are hereby approved, confirmed and ratified in all respects."

9. Approval of loans, investments, guarantee or security u/s 185 of Companies Act, 2013:

To Consider and, if thought fit, to pass the following resolution, with or without Modifications as a "Special Resolution".

"RESOLVED THAT, pursuant to Section 185 and all other applicable provisions of the Companies Act, 2013 and Rules made thereunder as amended from time to time, the consent of the members of the Company be and is hereby accorded to authorize the Board of Directors of the Company (here in after referred to as the Board, which term shall be deemed to include, unless the context otherwise required, any committee of the Board or any director or officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any entity which is a subsidiary or associate or joint venture of the company, (in which any director is deemed to be interested) or to Managing Director or

Whole time director of the company upto an aggregate sum of INR 200 Crores (Rupees Two Hundred Crores Only) in their absolute discretion deem beneficial and in the interest of the Company, provided that such loans are utilized by the borrowing company for its principal business activities.

RESOLVED FURTHER THAT, for the purpose of giving effect to this resolution the Board of Directors of the Company be and are hereby authorised to do all acts, deeds and things in their absolute discretion that may be considered necessary, proper and expedient or incidental for the purpose of giving effect to this resolution in the interest of the Company.”

10. Approval of Members for making investments /extending loans and giving guarantees or providing securities in connection with loans to Persons / Bodies Corporate u/s 186 of the Companies Act,2013.

To Consider and, if thought fit, to pass the following resolution, with or without Modifications as a **“Special Resolution”**.

“RESOLVED THAT, pursuant to the provisions of Section 186 of the Companies Act, 2013 (“the Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any modification or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution), to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, subject however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed a sum

of INR 200 Crores (Rupees Two Hundred Crores Only) over and above the limit prescribed u/s 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT, the Board of Directors be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.”

11. Approval for borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013.

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution**:

“**RESOLVED THAT**, pursuant to the provisions of section 180(1)(c) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and all other enabling provisions if any, and the Articles of Association of the Company, the consent of the Company be and is hereby accorded to the Board of Directors (“the Board”) to borrow any sum(s) of money, from time to time, including by way of issuance of debentures/bonds (including FCCBs), at their discretion from bank(s), financial institution(s), any other lending institution(s) or any other person(s) on such security and on such terms and conditions as may be considered suitable by the Board of Directors up to a limit not exceeding an aggregate of 200 Crore (Rupees Two Hundred Crore Only), notwithstanding that the money to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business), may exceed, at any time, the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose.

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

12. Creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings under Section 180 (1)(a) of the Companies Act, 2013

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

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

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

By Order of the Board of Directors

For Arigato Universe Limited

(Formerly Known as Saboo Brothers Limited)

Sd/-

Rajan Kantilal Shah

Managing Director

(DIN: 00932062)

Dated: 05.09.2025

Place: Nagpur

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint proxy/proxies to attend and vote instead of himself/herself. Such proxy/proxies need not to be a member of the company.
2. A person can act as proxy on behalf of members not exceeding (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
3. The instrument of Proxy in order to be effective, should be deposited at the registered office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting.
4. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies, etc., must be supported by an appropriate resolution authority, as applicable.
5. Corporate Members are requested to send a duly certified copy of the Board Resolution/Power of Attorney/Letter of Representation authorizing its representative to attend and vote on their behalf at the Annual General Meeting.
6. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
7. During the 46th AGM, Members may access the scanned copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act.

8. DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE:

In compliance with the applicable provisions of the Companies Act, 2013 ('the Act') and the Rules made thereunder, read with the Ministry of Corporate Affairs ('MCA') General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024. (Collectively referred to as "MCA Circulars")

In accordance with the aforesaid MCA Circulars and Securities and Exchange Board ('SEBI') Circular Nos. SEBI/HO/ CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD /CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 (collectively referred to as "SEBI Circulars"), the Notice of the AGM along with the Annual Report of the Company for the FY 2024-25 will be sent electronically to those Members whose e-mail addresses are registered with the Company/ National Securities Depository Limited ("NSDL") and Central Depositories Services (India) Limited ("CDSL") (collectively referred to as "Depositories"/"Dps")/Registrar & Transfer Agent ("Registrar"/ "RTA"). Physical copy of the Notice along with accompanying documents will be sent to those Equity Shareholders who request for the same. Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website www.arigatouniverse.com and websites of the Stock Exchanges, i.e., NSE Limited at www.bseindia.com and on the website of Purva Shareregistry (India) Pvt. Ltd., at <https://evoting.purvashare.com>.

9. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) the Company is providing facility of remote e-voting to its members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Purva Sharegistry (India) Pvt. Ltd for facilitating voting through electronic means, as the authorized agency. The facility for voting through Ballot/Polling Paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting by Ballot/Polling Paper. The Board has appointed **M/s Avinash Gandhewar & Associates, Practicing Company Secretaries, Nagpur,** as a Scrutinizer to scrutinize the process of e-voting.

10. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

11. Non-Resident Indian Members are requested to inform the Company's RTA 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 and address of the bank with pin code number, if not furnished earlier.

12. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number ('PAN'), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.

▪ **For shares held in electronic form:** to their Depository Participants only and not to the Company's RTA. Changes intimated to the Depository Participants will then be automatically reflected in the Company's records which will help the Company and its RTA provide efficient and better service to the Members.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Members are requested to carefully read the instructions printed on the Form, record your assent (for) or dissent (against) through e-voting.

The way to vote electronically on CDSL e-Voting system consists of “Two Steps” which are mentioned below: Annual Report 2024-2025.

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

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

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

- i. The voting period begins on 27th September, 2025 (Saturday) at 9:00 AM and ends on 29th September, 2025 (Monday) at 5:00 PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd September, 2025 may cast their vote electronically. The e-voting module shall be disabled by PURVA for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders’ resolutions. However, it has been observed that the participation by the public non-institutional shareholder’s/retail shareholders is at a negligible level.

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

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

Step1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

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

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

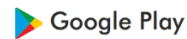
Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access</p>

	<p>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 cdsi website www.cdslindia.com and click on login & 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 www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL Depository	<p>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing</p>

the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

- 4) Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



- 5) For OTP based login you can click on <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

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

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- (i) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**
- 1) The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.
 - 2) Click on “Shareholder/Member” module.
 - 3) Now enter your User ID:
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter EVENT Number followed by Folio Number registered with the company. For example if folio number is 001*** and EVENT is 8 then user ID is 8001***
 - 4) If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - 5) If you are a first-time user follow the steps given below:

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

- (i) After entering these details appropriately, click on “SUBMIT” tab.
- (ii) Shareholders holding shares in physical form will then directly reach the Company selection screen.

- (iii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iv) Click on the EVENT NO. for the relevant Arigate Universe Limited on which you choose to vote.
- (v) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO/ABSTAIN” for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.
- (vi) Click on the “NOTICE FILE LINK” if you wish to view the Notice.
- (vii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (viii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (ix) **Facility for Non – Individual Shareholders and Custodians – Remote Voting**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://evoting.purvashare.com> and register themselves in the “Custodians / Mutual Fund” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; arigatouniverseltd@gmail.com (designated email address by company), if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

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

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

If you have any queries or issues regarding attending AGM & e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-35220056.

All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Sharegistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 022-49614132 and 022-35220056.

For any other queries relating to the shares of the Company, you may contact the Registrar and Share Transfer Agent at the following address:

RTA Address:

Purva Shareregistry (India) Pvt. Ltd.

Unit no. 9, Shiv Shakti Ind. Estt.,

J.R. Boricha Marg, Lower Parel (E),

Mumbai - 400 011.

support@purvashare.com

www.purvashare.com

By Order of the Board of Directors

For Arigato Universe Limited

(Formerly Known as Saboo Brothers Limited)

Sd/-

Rajan Kantilal Shah

Managing Director

(DIN: 00932062)

Dated: 05.09.2025

Place: Nagpur

ATTENDANCE SLIP FOR ANNUAL GENERAL MEETING

(To be surrendered at the venue of the meeting)

I certify that I am a registered shareholder/proxy/representative for the registered shareholder(s) of Arigato Universe Limited (Formerly Known as Saboo Brothers Limited). I hereby record my presence at the 46th Annual General Meeting of the shareholders of Arigato Universe Limited (Formerly Known as Saboo Brothers Limited) held on Tuesday, 30th September, 2025 at 11:30 A.M at the registered office of the Company at Plot No. 8, Flat No. 802, 28, Impressa Rise Apartment, Shivaji Nagar, Shankar Nagar, Nagpur, Maharashtra, India, 440010

Reg. Folio No. / Client ID	
DP ID	
No. of Shares	

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Name & Address of Member;

Signature of Shareholder/Proxy/Representative
(Please Specify)

ARIGATO UNIVERSE LIMITED
(Formerly Known as Saboo Brothers Limited)

CIN: L45100MH1979PLC440026

Registered Office: Plot No. 8, Flat No. 802, 28, Impressa Rise Apartment, Shivaji Nagar, Shankar Nagar, Nagpur, Maharashtra, India, 440010, Ph.+91 7841984000,

E-Mail: arigatouniverseltd@gmail.com

Website: www.arigatouniverse.com

Form No. MGT-11

PROXY FORM

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

CIN	L45100MH1979PLC440026
Name of the Company	Arigato Universe Limited (Formerly Known as Saboo Brothers Limited)
Registered office	Plot No. 8, Flat No. 802, 28, Impressa Rise Apartment, Shivaji Nagar, Shankar Nagar, Nagpur, Maharashtra, India, 440010.
Name of the member(s)	
Registered Address	
Email Id	
Folio No / Client ID	DP ID:

I /We, being the member(s) of _____ shares of the above-named
company, hereby appoint

1.	Name		
	Address		Signature
	Email Id		
	Or failing him		
2.	Name		
	Address		Signature
	Email Id		
	Or failing him		

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 46th Annual General Meeting of the Company to be held on Tuesday, 30th September, 2025 at 11:30 A.M at the registered office of the Company at Plot No. 8, Flat No. 802, Na/28, Impressa Rise Apartment, Shivaji Nagar, Shankar Nagar, Nagpur, Maharashtra, India, 440010, and at any adjournment thereof in respect of such resolutions as are indicated below:

	For	Against
Ordinary Business:		
1.To consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon; in this regard,		
2. To appoint Mrs. Dhvani Sanket Shah (DIN: 10765189), who retires by rotation as a director and in this regard		
Special Business:		
3. Regularization of Mr. Sanket Rajan Shah (DIN: 09185456) as director (non-executive & non-Independent).		
4. Approval of Material Related Party Transaction with Mr. Rajan Shah, (DIN: 00932062) Managing Director of the Company		
5. Approval of Material Related Party Transaction with Mr. Sanket Rajan Shah (DIN: 09185456) Director of the Company		
6. Approval of Material Related Party Transaction with SS Buildcon a proprietorship concern of a Mr. Sanket Rajan Shah, (DIN: 09185456) Director of the Company		
7. Approval of Material Related Party Transaction with JP Enterprises a Partnership Firm of a Mr. Rajan Shah, (DIN: 00932062) Managing Director of the Company:		
8. Approval of Material Related Party Transaction with SRK Infra a proprietorship concern of a Mr. Shagun Shah, Relative of Directors of the Company		

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E-Mail: arigatouniverseltd@gmail.com

Website: www.arigatouniverse.com

9. Approval of loans, investments, guarantee or security u/s 185 of Companies Act, 2013:		
10. Approval of Members for increase in the limits applicable for making investments /extending loans and giving guarantees or providing securities in connection with loans to Persons / Bodies Corporate u/s 186 of the Companies Act,2013.		
11. Approval for borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013.		
12. Creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings under Section 180 (1)(a) of the Companies Act, 2013		

Signed this day of 2025.

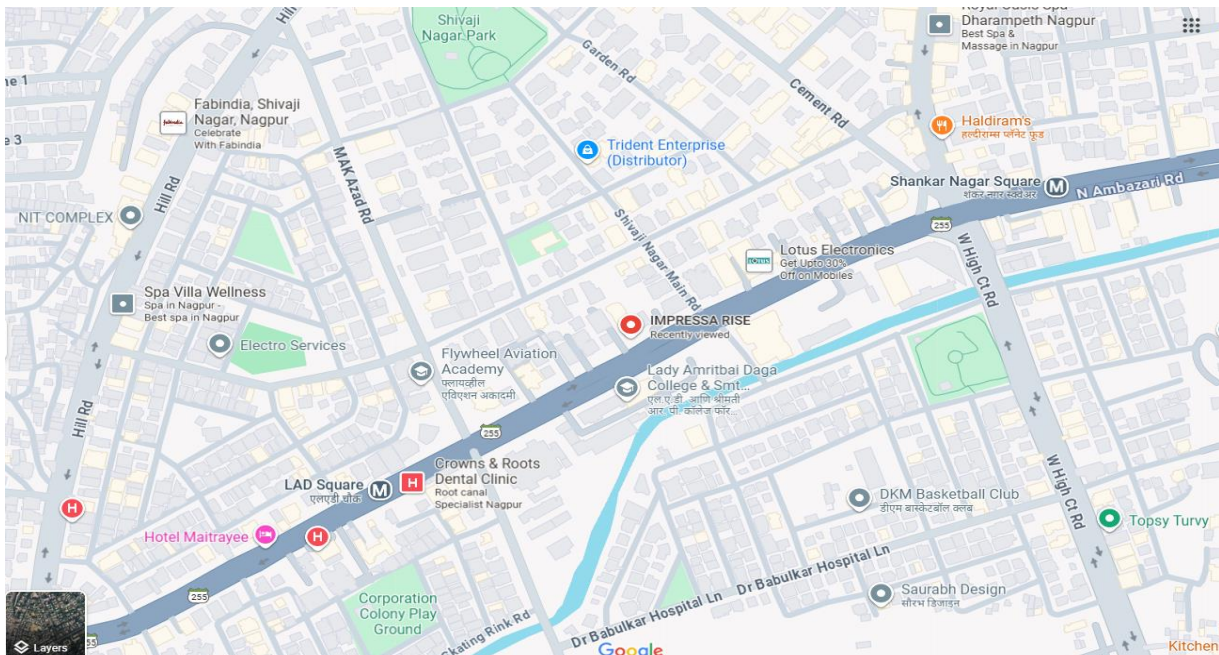
Signature of shareholder: _____ Signature of Proxy holder(s): _____

<p>Affix Revenue Stamp</p>

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

Route map:

https://www.google.com/maps/search/Plot+No.+8,+Flat+No.+802,+28,+Impressa+Rise+Apartment,+Shivaji+Nagar,+Shankar+Nagar,+Nagpur,+Maharashtra,+India,+440010/@21.1345356,79.0546866,17z/data=!3m1!4b1?entry=ttu&g_ep=EgovMDI1MDgyNS4wIKXMDSoASAFQAw%3D%3D



**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013
AND REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE
REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON
GENERAL MEETINGS FOR APPOINTMENT OF DIRECTORS:**

The compliance with the corporate governance provisions as specified in regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and Para-C, D and E of Schedule V of SEBI (LODR) Regulations, 2015 IS NOT APPLICABLE to the Company.

Explanatory statement pursuant to section 102 of Companies Act 2013:

**DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AS
REQUIRED UNDER REGULATION 36 OF THE LISTING REGULATIONS:**

**Item No. 3. Regularization of Mr. Sanket Rajan Shah (DIN: 09185456) as director
(non-executive & non-Independent).**

The Board of Directors of the Company, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Sanket Rajan Shah (DIN: 09185456) as an Additional Director of the Company with effect from 16th December, 2024, pursuant to the provisions of Section 161 of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company. Accordingly, Mr. Shah holds office up to the date of this Annual General Meeting.

The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Mr. Shah for appointment as a Director of the Company.

The Board, based on the recommendation of the Nomination and Remuneration Committee, has considered and recommends the appointment of Mr. Sanket Rajan Shah as an Executive, Non-Independent Director of the Company, liable to retire by rotation.

Brief Profile of Mr. Sanket Rajan Shah

Mr. Sanket Rajan Shah, is founder of S S Buildcon, Nagpur having qualification in Masters in entrepreneurship innovation and management from University of Nottingham and work experience of Nine years of full-time expertise in manufacturing of Ready-Mix Concrete, Rubber blocks, Pavers and execution of building construction projects.

He has been actively associated with the growth and operations of the Company and has significantly contributed in the areas of strategy, business development.

Remuneration

The material terms and conditions of his appointment, including remuneration, are as follows:

Remuneration shall be as approved by the Board and Nomination and Remuneration Committee, subject to overall limits laid down in Sections 196, 197 and Schedule V of the Act and applicable SEBI (LODR) Regulations.

In the event of absence or inadequacy of profits in any financial year during his tenure, the Company shall pay remuneration as minimum remuneration in accordance with Section II of Part II of Schedule V to the Act.

The Board is empowered to alter, vary or revise the terms of appointment and/or remuneration payable to Mr. Shah, subject to compliance with applicable provisions of the Act and Listing Regulations.

Except **Mr. Sanket Rajan Shah**, being the appointee, and his relatives to the extent of their shareholding, if any, none of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

Item no. 4,5,6 7 and 8

Details of the existing as well as new material related party transactions with Mr. Rajan Shah, Mr. Sanket Rajan Shah, JP Enterprises, SRK Infra and SS Buildcon, including the information required to be disclosed in the Explanatory Statement pursuant to the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are as follows:

(a) Name of the Related Party	RAJAN SHAH	SANKET RAJAN SHAH	JP ENTERPRISES	SRK INFRA	SS BUILDCON
(b) Nature of relationship [including nature of its interest (financial or otherwise)]	Managing Director of the Company.	Director of the Company.	Managing Director of the Company is a Partner of the said organization.	Proprietor of the said organization is a relative of Promoter of the Company.	Sanket Rajan Shah Director of the Company is the Proprietor of the said organization
c) Type and particulars of proposed transactions;	Unsecured Loan in normal course of business	Unsecured Loan in normal course of business	Sale and Purchase of goods in normal course of business	Sale and Purchase of goods in normal course of business.	Sale and Purchase of goods in normal course of business.

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Website: www.arigatouniverse.com

d) the material terms of the contract or arrangement including the value, if any;	Type of Transaction: Unsecured Loan Material Terms: The loan shall be given to the company in due course of business	Type of Transaction: Unsecured Loan Material Terms: The loan shall be given to the company in due course of business	Type of Transaction: 1. Sale and Purchase of goods 2. Any other type of Services required to meet its Transactions Material Terms: Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments and the market that the Company operates in..	Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments and the market that the Company operates in.	Type of Transaction: 1. Sale and Purchase of goods 2. Any other type of Services required to meet its Transactions Material Terms: Transactions in the ordinary course of business with terms and conditions that are generally prevalent in the industry segments and the market that the Company operates in.
e) Tenure of the proposed transactions	Ongoing Transaction exact Tenure undeterminable	Ongoing Transaction exact Tenure undeterminable	Ongoing Transaction exact Tenure undeterminable	Ongoing Transaction exact Tenure undeterminable	Ongoing Transaction exact Tenure undeterminable
(f) Value of the proposed transaction	Ongoing Transaction exact value undeterminable	Ongoing Transaction exact value undeterminable	Ongoing Transaction exact value undeterminable	Ongoing Transaction exact value undeterminable	Ongoing Transaction exact value undeterminable

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g) Total Transactions for past three years	Rs. 202.75 L	Rs. 231.19 L	NIL	NIL	NIL
h) Percentage of annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction	118.21 %	135.58%	1429%	714.29%	714.29%
i) Justification of the proposed transaction	The loan was given to the company in due course of business	The loan was given to the company in due course of business	The purchase and sale transaction are material in respect to the total purchases and sales, But the same has been made at arm's length price.	The purchase and sale transaction are material in respect to the total purchases and sales, But the same has been made at arm's length price.	The purchase and sale transaction are material in respect to the total purchases and sales, But the same has been made at arm's length price.

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E-Mail: arigatouniverseltd@gmail.com

Website: www.arigatouniverse.com

j) A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email addresses of the shareholders	N/A	N/A	N/A	N/A	N/A
k) Name of the Director or Key Managerial Personnel, who is related	Mr. Rajan Shah	Mr. Sanket Shah	Mr. Rajan Shah	Mr. Rajan Shah & Mr. Sanket Shah	Mr. Sanket Shah

Item No. 9. Approval of Loans, Investments, Guarantee or Security Under Section 185 Of Companies Act, 2013:

The Company is expected to render support for the business requirements of other companies in the group, from time to time. However, owing to certain restrictive provisions contained in the Section 185 of the Companies Act, 2013, the Company was unable to extend financial assistance by way of loan, guarantee or security. In the light of amendments notified effective May 7, 2018, inter-alia replacing the provisions Section 185 of Companies Act, 2013, the Company with the approval of members by way of special resolution, would be in a position to provide financial assistance by way of loan to other entities in the group or give guarantee or provide security in respect of loans taken by such entities, for their principal business activities. The members may note that board of directors would carefully evaluate proposals and provide such loan, guarantee or security proposals through deployment of funds out of internal resources / accruals and / or any other appropriate sources, from time to time, only for principal business activities of the entities. Hence, in order to enable the company to advance loan to Managing Director/Whole Time Director/Subsidiaries/ Joint Ventures /associates/ other Companies/ Firms in which Directors are interested directly or indirectly under section 185 of the Companies Act, 2013 requires approval of members by a Special Resolution. The Board of Directors Recommend the Special Resolution for approval by the members. None of the Director, KMP and their relatives is in any way concerned or interested financially or otherwise in this resolution except to the extent of their shareholding.

Item No. 10. Approval of Members for making investments / extending loans and giving guarantees or providing securities in connection with loans to Persons / Bodies Corporate u/s 186 of the Companies Act,2013.:

As per the provisions of Section 186 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014, as amended to date, provides that no company is permitted to, directly or indirectly, (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more.

Further, the said Section provides that where the giving of any loan or guarantee or providing any security or the acquisition as provided under Section 186(2) of the Act, exceeds the limits specified therein, prior approval of Members by means of a Special Resolution is required to be passed at a general meeting.

In view of the above and considering the long-term business plans of the Company, which requires the Company to make sizeable loans / investments and issue guarantees / securities to persons or bodies corporate, from time to time, prior approval of the Members is being sought for the same.

The Board of Directors Recommend the Special Resolution for approval by the members. None of the Director, KMP and their relatives is in any way concerned or interested financially or otherwise in this resolution except to the extent of their shareholding.

Item-11: Approval for borrowing limits of the Company under Section 180(1)(c) of the Companies Act, 2013.

As per the provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of the Company cannot, except with the permission of the Shareholders in General Meeting by passing a Special Resolution, borrow monies in excess of the aggregate of the paid-up share capital, free reserves and securities premium of the Company. Taking into consideration the growth in the business operations, Therefore, it is essential to obtain shareholder approval for the borrowings limits upto 200 Crore under section 180(1)(c). It would be in the interest of the Company to enhance the borrowing limits for the Board and authorise the Board of Directors to borrow monies which may exceed at any time the aggregate of the paid-up capital of the Company and its free reserves and securities premium but that shall not to exceed 200 Crore (Rupees Two Hundred Crore Only). The borrowings of the Company are, in general, required to be secured by suitable mortgage or charge on all or any of the movable and/ or immovable properties of the Company in such form, manner and ranking as may be determined by the Board of Directors of the Company, from time to time, in consultation with the lender(s).

The Board of Directors recommends the special resolution as set out in item no. 11 for approval. None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 11.

Item-12. Creation of Charges on the movable and immovable properties of the Company, both present and future, in respect of borrowings under Section 180 (1)(a) of the Companies Act, 2013

Pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 empowered the Board by way of special resolution to hypothecate/mortgage/pledge and/ or create charge on all or any immovable and movable properties of the Company both present and future or the whole or substantially the whole of the undertaking(s) of the Company, within the overall ceiling prescribed by the members of the Company in terms of Section 180 (1)(c) of the Companies Act, 2013. As the borrowing limit of Section 180 (1)(c) is sought to be enhanced, it is proposed to seek a fresh consent of the members in terms of Section 180(1)(a) of the Companies Act, 2013 to hypothecate/mortgage/pledge and/or create charge on all or any immovable and movable properties of the Company both present and future or the whole or substantially the whole of the undertaking(s) of the Company as and when necessary to secure the borrowings from time to time, within the overall ceiling approved by the Members of the Company, in terms of Section 180(1) (c) of the Companies Act, 2013. None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 12. The Board of Directors recommends the special resolution as set out in item no. 12 for approval.

By Order of the Board of Directors**For Arigate Universe Limited****(Formerly Known as Saboo Brothers Limited)****Sd/-****Rajan Kantilal Shah****Managing Director****(DIN: 00932062)****Dated: 05.09.2025****Place: Nagpur**

ANNEXURE TO THE NOTICE

DETAILS OF DIRECTORS RETIRING BY ROTATION AND SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

[Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of Secretarial Standards-2 on General Meetings]

Item No. 2:

Name of the Director	Mrs. Dhvani Sanket Shah
DIN	10765189
Date of Birth	14/08/1997
Age	27
Date of first appointment on the Board	05-09-2024
Qualification	Post Graduate
Category	Director
Terms and Conditions of appointment/ re-appointment	Director, liable to retire by rotation
Expertise in specific functional areas	To Develop and implement strategic plans to achieve organizational goals
Directorships held in other public companies	NIL
Memberships/Chairmanships of Committees of other public companies	NIL
Number of shares held in the Company	NIL



ARIGATO UNIVERSE LIMITED
(Formerly Known as Saboo Brothers Limited)

CIN: L45100MH1979PLC440026

Registered Office: Plot No. 8, Flat No. 802, 28, Impressa Rise Apartment, Shivaji Nagar, Shankar Nagar, Nagpur, Maharashtra, India, 440010, Ph.+91 7841984000,

E-Mail: arigatouniverseltd@gmail.com

Website: www.arigatouniverse.com

By Order of the Board of Directors

For Arigato Universe Limited

(Formerly Known as Saboo Brothers Limited)

Sd/-

Rajan Kantilal Shah

Managing Director

(DIN: 00932062)

Dated: 05.09.2025

Place: Nagpur

DIRECTOR'S REPORT
FOR THE FINANCIAL YEAR 2024-2025

To,

The Members,

Arigate Universe Limited

(Formerly Known as Saboo Brothers Limited),

Your directors take pleasure in presenting the **46th Annual Report** of the Company together with the Audited Financial Statements for the financial year ended **31st March, 2025**.

1. SUMMARY OF FINANCIAL RESULTS OF THE COMPANY:

(Amount in Lakhs)

Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
Total Income	770.35	214.37
Total Expenditure	1,100.80	186.35
Profit/loss before tax	(330.44)	28.02
Tax Expense	0.14	04.38
Profit/(loss) for the year from continuing operations	(330.58)	23.65

Your Company's Total Income during the year under review was Rs. 770.35 Lakhs as compared to Rs. 214.37 Lakhs in the previous year. Profit before Tax for the year 2024-25 was Rs. (330.44) Lakhs as compared to Rs. 28.02 Lakhs. Profit/(loss) after Tax for the year 2024-25 stood at Rs. (330.58) Lakhs as compared to Rs. 23.65 Lakhs in the previous year.

The Financial Statements for the year ended March 31, 2025 have been prepared in accordance with Indian Accounting Standards (Ind-AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act. There are no material departures from the prescribed norms stipulated by the accounting standards in preparation of the annual accounts.

Management evaluates all recently issued or revised accounting standards on an on-going concern basis. The Company discloses Financial Results on a quarterly basis, which are subject to Limited Review and publishes Audited Financial Results on an annual basis.

2. DIVIDEND:

During the year the Company did **not** declare any Dividend.

3. TRANSFER TO RESERVES:

The company has transferred loss of INR 330.58 Lakh to the general reserve account for the Financial Year ending 31st March 2025.

4. DEPOSITS:

During the financial year under review, your Company has neither invited nor accepted any deposits from the public within the meaning of Section 73 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014.

5. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT:

Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 (3) read with Schedule Part V of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 with Stock Exchange in India, is presented in a separate **Annexure -I** forming part of the Annual Report.

6. CHANGE IN THE NATURE OF BUSINESS, IF ANY:

The Company is engaged in the business of manufacturing and dealing in construction related materials and commodities. It also undertakes execution of contracts related to real estate, development of land, and dealing in immovable properties. Further, the Company is involved in the development of properties for hospitality and recreational activities along with providing related services.

7. SUBSIDIARY/HOLDING COMPANY:

The Company does not have any subsidiary or holding Company.

8. MATERIAL CHANGES AND COMMITMENT, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

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

9. BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL:

At present the Board of the Company is adequately equipped and well represented by Women Directors and Independent Directors of high repute. The following composition of board of directors of the company as follows:

Composition of Board as on 31st March, 2025:

Sr. No.	NAME OF DIRECTOR	CATEGORY	DESIGNATION
1.	Mr. Rajan Kantilal Shah	Executive Director	Managing Director
2.	Mr. Anurag Saboo	Non-Executive Director	Director
3.	Mr. Sanket Rajan Shah	Executive Director	Additional Director
4.	Mr. Nikhil Kuwar Singh	Executive Director	Whole-time Director
5.	Mrs. Dhvani Sanket Shah	Executive Director	Director
6.	Mrs. Pooja Avinash Gandhewar	Non-Executive Director	Independent Director
7.	Mrs. Vandana Mayur Amrutiya	Non-Executive Director	Independent Director
8.	Mr. Sarojkumar Gupteshwar Pandey	Executive Director	Director
9.	Mr. Sarojkumar Gupteshwar Pandey	-	Chief Financial Officer
10.	Ms. Priyanka Sharma	-	Company Secretary Cum Compliance Officer

* During the year under review, Mr. Apurv A. Hirde, the Company Secretary, resigned from his position on 27th November 2024. To fill the resulting vacancy, Ms. Priyanka Sharma was

appointed as Company Secretary and Compliance Officer on 15th February, 2025. However, Mr. Nikhil Kuwar Singh and Mr. Sarojkumar Gupteshwar Pandey resigned on 05th May, 2025.

10. NUMBER OF MEETINGS OF THE BOARD:

During the year, the Board met Thirteen (13) times during the financial year, the details of which are given in the Corporate Governance Report that forms part of this Annual Report. The intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013.

11. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

The Company's Board of Directors consists of distinguished individuals with proven competence and integrity. As of March 31, 2025, the Board Comprises of Eight (8) Directors, out of which Five (5) is Executive Director and three (3) are Non-Executive Directors (including Two Woman Director).

12. INDEPENDENT DIRECTORS' DECLARATION:

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

The Independent Directors under section 149(6) of the Companies Act, 2013 declared that:

- i. They are not promoters of the Company or its holding, subsidiary or associate company;
- ii. They are not related to promoters or directors in the company, its holding, subsidiary or associate company.
- iii. The independent Directors have /had no pecuniary relationship with company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;
- iv. None of the relatives of the Independent Director has or had pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to two per cent or more of its gross turnover or total income or fifty lakh rupees or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;

- v. Independent Director, neither himself nor any of his relatives-
- vi. holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed;
 - a. is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of—
 - i. firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
 - ii. any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to ten percent or more of the gross turnover of such firm;
 - b. Holds together with his relative's two percent. or more of the total voting power of the company; or
 - c. is a Chief Executive or Director, by whatever name called, of any nonprofit organization that receives twenty- five percent or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds two percent or more of the total voting power of the company;
 - ii. Independent Director possesses such qualifications as may be directed by the Board.

The Company & the Independent Directors shall abide by the provisions specified in Schedule IV of the Companies Act, 2013.

13. ANNUAL EVALUATION OF BOARD, ITS COMMITTEES, AND INDIVIDUAL DIRECTORS:

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual Directors pursuant to the provisions of the Sections 134, 178 and Schedule IV of the Act and Regulation 17 of the SEBI LODR Regulations.

The performances of the Independent Directors were evaluated by the Board after seeking inputs from all the directors on the effectiveness and contribution of the Independent Directors.

The performance of the Committees was evaluated by the Board after seeking inputs from the Committee members on the basis of the criteria such as the composition of Committees, effectiveness of Committee meetings, etc.

The Board and the Nomination and Remuneration Committee ("NRC") reviewed the performance of the individual Directors on the basis of the criteria such as the contribution of the individual Director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of Independent Directors, performance of Non-Independent Directors, performance of the Board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and nonexecutive directors.

14. FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS:

Familiarization Programme for Independent Directors is designed with an aim to make the Independent Directors aware about their roles, responsibilities and liabilities as per the Act, the SEBI LODR Regulations and other applicable laws and to get better understanding about the Company, nature of industry in which it operates and environment in which it functions, business model, long term/short term/strategic plans, important changes in regulatory framework etc. As a part of familiarization programme, the Company makes presentations to the Board Members, inter alia, business strategies, management structure, HR Policy, and policies applicable as per the SEBI (LODR) Regulations.

At the time of appointing an Independent Director, a formal letter of appointment is given to him, which inter- alia explains the roles, rights and responsibilities expected of him as an Independent Director of the Company. The relevant policies of the Company including the Code of Conduct for Board Members and Senior Management

Personnel and the Code of Conduct to regulate, monitor and report trading by Insiders etc. are circulated to the Directors.

15. PERFORMANCE OF THE BOARD AND COMMITTEES:

During the year under review, the performance of the Board & Committees and Individual Director(s) based on the below parameters was satisfactory:

- i. All Directors had attended the Board meetings;
- ii. The remunerations paid to Executive Directors are strictly as per the Company and industry policy;
- iii. The Independent Directors only received sitting fees;
- iv. The Independent Directors contributed significantly in the Board and committee deliberation and business and operations of the Company and subsidiaries based on their experience and knowledge and independent views;
- v. The Credit Policy, Loan Policy and compliances were reviewed periodically;
- vi. Risk Management Policy was implemented at all critical levels and monitored by the Internal Audit team who places report with the Board and Audit committee.

16. MEETING OF INDEPENDENT DIRECTORS:

Pursuant of the provision of Section 149 (8) of the Companies Act, 2013 read with Schedule IV and Regulation 25 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Independent Directors of the Company held their meeting on 31-03-2025, reviewed the performance of non- independent directors and the Board as a whole including the Chairperson of the Company, views expressed by the executive directors and non- executive directors at various level, and quantified the quality, quantity and timeliness of flow of information between the Company, management and the Board and expressed satisfaction.

17. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION:

The current policy is to have an appropriate mix of executive and independent directors to maintain the independence of the Board and separate its functions of governance and management. As on 31st March 2025, the Board Comprises of of Eight (8) Directors, out of which Five (5) is Executive Director and three (3) are Non-Executive Directors (including Two Woman Director). The policy of the Company on director's appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under Sub section (3) of Section 178 of the Companies Act, 2013, adopted by the Board and are stated in this Board report. We affirm that the remuneration paid to the directors is as per the terms laid out in the nomination and remuneration policy of the Company.

18. COMMITTEES OF THE BOARD:

Currently, the Board has Three committees:

1) Audit Committee, 2) Nomination and Remuneration Committee, 3) Stakeholders Relationship Committee.

a. Audit Committee

As on 31.03.2025, the Audit Committee of the Board of Directors of the Company comprised of the following members:

Sr. No.	Name of Members	Category	Designation
1.	Mrs. Pooja Avinash Gandhewar	Non-executive & Independent Director	Chairman
2.	Mr. Rajan Kantilal Shah	Executive Director	Member
3.	Mrs. Vandana Mayuramrutiya	Non-executive & Independent Director	Member

b. Nomination and Remuneration Committee:

Pursuant to the Section 178 of the Companies Act, 2013, the Company has set up a Nomination and Remuneration.

As on 31.03.2025, the Nomination and Remuneration of the Board of Directors of the Company comprised of the following members:

Sr. No.	Name of Members	Category	Designation
1.	Mrs. Pooja Avinash Gandhewar	Non-executive & Independent Director	Chairman
2.	Mr. Rajan Kantilal Shah	Executive Director	Member
3.	Mrs. Vandana Mayuramrutiya	Non-executive & Non-Independent Director	Member

c. Stakeholders Relationship Committee:

The Stakeholder's Relationship Committee had duly formed mainly to focus on the redressal of Shareholders'/Investors' Grievances if any like Transfer / Transmission / Demat of Shares; Loss of Share Certificates; Non-receipt of Annual Report; Dividend Warrants; etc. The Stakeholders Relationship Committee shall report to the Board on a quarterly basis regarding the status of redressal of complaints received from the shareholders of the Company. The terms of reference of the Committee are available on the website of the Company at www.arigatouniverse.com and it comprises of:

Sr. No.	Name of Members	Category	Designation
1.	Mrs. Vandana Mayuramrutiya	Non-executive & Non-Independent Director	Chairman
2.	Mr. Rajan Kantilal Shah	Executive Director	Member
3.	Mrs. Pooja Avinash Gandhewar	Non-executive & Independent Director	Member

The Key Features of the Policy of the said committee are as follows:

For Appointment of Independent Director (ID):

- Any person who is between the age of 25 years and below 75 years eligible to become Independent Director (ID);
- He/She has to fulfill the requirements as per section 149 of the Companies Act, 2013 read with Clause 49 of the Listing Agreement;
- Adhere to the code of conduct as per Schedule IV to the Companies Act, 2013;
- Strictly adhere to the Insider Trading Regulation of the SEBI and Insider Trading policy of the Company;

-
- v. Independent Director should have adequate knowledge and reasonably able to contribute to the growth of the Company and stakeholders;
 - vi. Independent Director should be able to devote time for the Board and other meetings of the company;
 - vii. Entitled for sitting fees and reasonable conveyance to attend the meetings; and

Able to review the policy, participate in the meeting with all the stakeholders of the company at the Annual General Meeting.

19. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to the Section 134(3)(c) and Section 134 (5) of the Companies Act, 2013, the Board of Directors of the Company hereby confirm:

- i. That in the preparation of the accounts for the financial year ended 31st March, 2025, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ii. That the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for the year under review;
- iii. That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. That the Directors have prepared the accounts for the financial year ended 31st March 2025 on a 'going concern' basis;
- v. The internal financial controls are laid and have been followed by the company and that such controls are adequate and are operating effectively. Such controls mean controls and policies and procedures adopted and adhered by the company for orderly and efficient conduct of the business for safeguarding assets, prevention and detection of frauds and errors and maintenance of accounting records and timely preparation of financial statements and review its efficiency;
- vi. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

20. RISK MANAGEMENT POLICY:

The company has developed Risk Management Policy mainly covering the following areas of concerns:

1. On the international currencies front, volatility of exchange rate is a matter of concern for a Company because major sales are in the form of exports worldwide besides corresponding imports in foreign currency for key raw materials. However, the risk associated with currency fluctuation has been mitigated by effective forex management policy;
2. Lack of clarity on future Government policies continues to be an area of major concern for the industry. The exact impact of this cannot be assessed until the proposed changes are actually introduced and implemented;
3. In line with the overall growth objective and strengthening of infrastructure base, the Company had invested in Information Technology (IT) viz. SAP Enterprising Resource Planning system for leveraging its business values.

21. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

In terms of the provisions of Section 177(9) of the Companies Act, 2013, the Company has implemented a vigil mechanism named Whistle Blower Policy to deal with instance of fraud and mismanagement, if any, in staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility.

A high-level Committee has been constituted which looks into the complaints raised. The Committee reports to the Audit Committee and the Board. The Whistle Blower Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern.

22. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures.

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee.

The Internal Audit Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company.

Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and recommendations along with corrective actions thereon are presented to Board.

M/s L. D. Murarka & Co., Chartered Accountant (FRN.118591W), Mumbai, has been appointed as an Internal Auditor of the Company for the Financial Year 2024-2025.

23. STATUTORY AUDITORS:

M/s. Bagdia & Company, Chartered Accountants (FRN.:128256W), Chartered Accountants were appointed as the Statutory Auditors of the Company for a tenure of 5 years commencing from the conclusion of the 44th AGM of the Company until the conclusion of the 49th AGM of the Company to be held in the year 2028.

The Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include any committee which the Board may have constituted or hereinafter constitute to exercise its power including the powers conferred by this Resolution) be and is hereby Authorised to take such steps as may be necessary, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this appointment.

24. AUDITOR'S REPORT:

The Auditors has made certain qualification to the financial statement as stated below:

“According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not complied with the provisions of Sections 186 of the Companies Act, 2013 in respect of loans granted. The Company has exceeded the limits prescribed under Section 186 without obtaining requisite approvals.”

Management Reply-

The Company is under process of Complying with the provisions of Sections 186 of the Companies Act, 2013.

Their report on relevant notes on accounts are self-explanatory and do not call for any comments under Section 134 of the companies Act, 2013.

25. SECRETARIAL AUDITORS AND THEIR REPORT:

M/s. Jain Preeti & Company, Company Secretary in Practice was appointed to conduct the Secretarial Audit of the company for the financial year 2024-2025 as required under Section 204 of the Companies Act, 2013 and Rules thereunder.

The Secretarial Audit Report for F.Y. 2024-2025 is **Annexure - II** to this Board's Report.

26. SECRETARIAL COMPLIANCE REPORT:

Your Company's paid-up Equity Share Capital and Net-worth, on last day of the previous year, i.e., on March 31, 2025, are below the threshold limits mentioned in the Regulation 15(2) of the SEBI LODR Regulations. Hence, the compliance w.r.t. to Regulation 24A, i.e., Secretarial Compliance Report is not applicable to the Company for the financial year under review.

27. COST AUDITORS:

During the financial year under review, provisions of Section 148 of the Act, read with Companies (Audit & Auditors) Rules, 2014 and other applicable provisions, if any, relating to the Cost Audit are not applicable to the Company.

28. DETAILS OF FRAUD REPORTED BY AUDITORS:

During the financial year under review, neither the Statutory Auditors nor the secretarial auditors have reported to the Board or Audit Committee under Section 143(12) of the Act, any instances of fraud committed against the Company by its officers or employees.

29. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE COURTS/REGULATORS:

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

30. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO UNDER SECTION 134(3)(m) OF THE COMPANIES ACT, 2013:

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

(A) Conservation of energy-

(i) the steps taken or impact on conservation of energy;

The Company is committed to conserve energy and making the best use of this scarce resource.

(ii) the steps taken by the company for utilizing alternate sources of energy

No alternate source of energy was used during the financial year under review.

(iii) the capital investment on energy conservation equipment

No specific investment made during the financial year on energy conservation equipment.

(B) Technology absorption-

(i) the efforts made towards technology absorption;

No such cases

(ii) the benefits derived like product improvement, cost reduction, product development or import substitution;

No such cases

(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-

- | | | |
|---|---|-----|
| <p>(a) the details of technology imported;</p> <p>(b) the year of import;</p> <p>(c) whether the technology been fully absorbed;</p> <p>(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and</p> | } | NIL |
|---|---|-----|

(iv) the expenditure incurred on Research and Development: Nil

(C) Foreign exchange earnings and Outgo:

Earnings in foreign exchange: NIL

Expenditure in foreign Currency: NIL

31. RELATED PARTY TRANSACTIONS/CONTRACTS:

The Company has implemented a Related Party Transactions policy for the purposes of identification and monitoring of such transactions. The policy on related party transactions is uploaded on the Company's website. All related party transactions are placed before the Audit Committee for approval. Prior omnibus approval of the Audit Committee is obtained on an annual basis which is reviewed and updated on quarterly basis.

Pursuant to the Section 134(3) (h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014, there were no contract where in the related parties are interested.

In accordance with the provisions of the Companies Act, 2013, the details of related party transactions are available in the Notes to the Standalone financial statements section of the Annual Report.

32. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Loans, Guarantees and Investments covered under section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.

33. HUMAN RESOURCES MANAGEMENT:

We take this opportunity to thank employees at all levels for their dedicated service and contribution made towards the growth of the company. The relationship with the workers of the Company's manufacturing units and other staff has continued to be cordial.

To ensure good human resources management at the company, we focus on all aspects of the employee lifecycle. During their tenure at the Company, employees are motivated through various skill-development, engagement and volunteering programs.

In terms of Section 197(12) of the Companies Act, 2013, read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, no employee(s) drawing remuneration in excess of limits set out in said rules forms part of the annual report.

34. ANNUAL RETURNS:

Pursuant to Section 92(3) read with section 134(3)(a) of the Companies Act, 2013, copies of the Annual Returns of the Company prepared in accordance with Section 92(1) of the Act read with Rule 11 of the Companies (Management and Administration) Rules, 2014 shall be placed on the website of the Company and is accessible at the web-link: www.arigatouniverse.com

35. CORPORATE GOVERNANCE:

Your Company's paid-up Equity Share Capital and Net-worth, on last day of the previous year, i.e., on March 31, 2025, are below the threshold limits mentioned in the Regulation 15(2) of the SEBI LODR Regulations. Hence, the compliance w.r.t. to Regulation 27(2), i.e., Corporate Governance Report is not applicable to the Company for the financial year under review.

36. DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. The Company has not received any complaint under this policy during the 2024-2025.

37. BANK AND FINANCIAL INSTITUTIONS:

Directors are thankful to their bankers for their continued support to the company.

38. CORPORATE SOCIAL RESPONSIBILITY:

As per the Companies Act, 2013 all companies having net worth of 500 crore or more or turnover of Rs. 1000 crore or more or a net profit of Rs. 5 crore or more during any financial year are required to constitute a appropriate corporate social responsibility (CSR) Committee of the Board of Directors comprising there or more directors, at least one of whom an independent director and such company shall spend at least 2% of the average net profits of the Company's three immediately preceding financial year.

The Company presently does not with any of the criteria stated herein above.

39. MATERNITY BENEFIT PROVIDED BY THE COMPANY UNDER MATERNITY BENEFIT ACT 1961:

The Company declares that it has duly complied with the provisions of the Maternity Benefit Act, 1961. All eligible women employees have been extended the statutory benefits prescribed under the Act, including paid maternity leave, continuity of salary and service during the leave period, and post-maternity support such as nursing breaks and flexible return-to-work options, as applicable. The Company remains committed to fostering an inclusive and supportive work environment that upholds the rights and welfare of its women employees in accordance with applicable laws.

40. DETAILS OF APPLICATION MADE OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTACY CODE 2016:

During the financial year under review, there were no application/s made or proceeding were pending in the name of the company under the Insolvency and Bankruptcy Code, 2016.

41. DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS:

During the Financial year under review, there were no one-time settlement of Loans taken from Banks and Financial institutions.

42. AUDIT TRAIL APPLICABILITY (AUDIT AND AUDITORS) RULES 2014 - RULE 11 OF THE COMPANIES ACT 2013:

The Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software's and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

43. APPOINTMENT OF DESIGNATED PERSON (MANAGEMENT AND ADMINISTRATION) RULES 2014 - RULE 9 OF THE COMPANIES ACT 2013:

In accordance with Rule 9 of the Appointment of Designated Person (Management and Administration) Rules 2014, it is essential for the company to designate a responsible individual for ensuring compliance with statutory obligations.

The company has proposed and appointed a Designated person in a Board meeting and the same has been reported in Annual Return of the company.

44. FRAUD REPORTING:

During the Financial Year 2024-25, there have been no instances of frauds reported by the Auditors under Section 143(12) of the Companies Act, 2013 and the Rules framed thereunder, either to the Company or to the Central Government.

45. COMPLIANCE WITH SECRETARIAL STANDARD:

The Company Has Complied with the applicable Secretarial Standards (as amended from time to time) on meetings of the Board of Directors issued by The Institute of Company Secretaries of India and approved by Central Government under section 118(10) of the Companies Act, 2013.

46. DISCLOSURES:

The Company believes in providing safe and harassment free workplace for every individual working in the Company. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment and for this purpose the Company has in place a robust policy, aiming to obtain the complaints, investigate and prevent any kind of harassment of employees at all levels.

For the current financial year end, no complaint was received by the company.

47. ACKNOWLEDGEMENT:

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

By Order of the Board of Directors

For Arigate Universe Limited

(Formerly Known as Saboo Brothers Limited)

Sd/-

Rajan Kantilal Shah

Managing Director

(DIN: 00932062)

Dated: 05.09.2025

Place: Nagpur

Annexure-I**MANAGEMENT DISCUSION AND ANAYLSIS REPORT****INDUSTRY STRUCTURE AND DEVELOPMENT:**

The Company is mainly into Industrial Products segment at BSE. The Company has been engaged in Manufacturing and dealing in construction related materials, and commodities. Execution of contracts related to real estate and development of land, development of and dealing in immovable properties. Development of properties for Hospitality & Recreational Activities and related services and provide such services. During the year under review the income of the company has substantially reduced.

OPPORTUNITIES AND RISKS:

The company anticipated growth because of the friendly economic policies of the government to give boost to the sector engaged in Manufacturing and dealing in construction related materials, and commodities. One of the main factors that affect construction profitability is the complexity of the project. Complexity can refer to the size, scope, design, technology, location, and duration of the project, as well as the number and diversity of stakeholders involved. many factors can be responsible of creating uncertainties in construction, such as the fluctuations in cost of materials, lack of resources, changes in design and specifications or financial problems

SEGMENT WISE OR PRODUCT WISE PERFORMANCE:

The Company has Primary Business of manufacturing and dealing in construction related materials, and commodities. The detail information of Revenue, Results and Capital employed for the year ending March 31st, 2025 is given in audited annual accounts of the Company.

OUTLOOK:

The construction industry in India is expected to expand by 5% in real terms in 2025. This estimate has been revised down from an earlier projection of 5.2% growth due to a decrease in foreign direct investment (FDI). Growth in the construction industry is expected to be driven by government investment in major infrastructure projects, increased budget allocation for the Pradhan Mantri Awas Yojana (affordable housing scheme), and a focus on green buildings and sustainable construction. These initiatives are expected to create new employment opportunities and demand in the construction industry.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The company believes in systematic working and placing of proper checks. Proper systems are in place and regular reviews are held at higher levels to check the efficacy and relevance of system. The company has adequate Internal control systems that commensurate with the size of the company. The Company is also continuously upgrading itself to meet the market dynamics.

CAUTIONARY STATEMENT:

Statements in this report on Management Discussion and Analysis describing the Company's projections, estimates, expectations or predictions may be forward looking statements within the meaning of applicable laws or regulations. These statements are based on certain assumptions and reasonable expectation of future events. Actual results could, however, differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include global and domestic demand-supply conditions, finished goods prices, raw materials cost & availability, changes in Government regulations and tax structure, economic developments within India and the countries with which the Company has business contacts and other factors such as litigation and industrial relations. Thus, the Company should and need not be held responsible, if, which is not unlikely, the future turns to be something quite different. Subject to this management disclaimer, this discussion and analysis should be perused.

By Order of the Board of Directors

For Arigate Universe Limited

(Formerly Known as Saboo Brothers Limited)

Sd/-

Rajan Kantilal Shah

Managing Director

(DIN: 00932062)

Dated: 05.09.2025

Place:Nagpur

ANNEXURE-II

**SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR
ENDED 31ST 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,

Arigato Universe Limited

(Formerly Known as Saboo Brothers Limited)

**Plot No. 8, Flat No. 802, Na/28, Impressa Rise Apartment, Shivaji Nagar, Shankar Nagar,
Nagpur, Maharashtra, India, 440010**

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Arigato Universe Limited (Formerly known as Saboo Brothers Limited) (hereinafter called the Company) (CIN: L45100MH1979PLC440026). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing my opinion thereon.

Based on my verification of Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and the information provided by the Company, its officers, agents, authorized representatives and the explanations and clarifications given to me and representations made by Management during the conduct of secretarial audit, I hereby report that in my opinion, the Company has during the audit period covering the financial year ended on March 31 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:

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

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and Regulations and by-laws framed there under;
- (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 during the reporting 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 Share and Takeover) Regulation, 2011; **(Not applicable during the reporting period)**
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2018; **(Not applicable during the reporting period)**
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable during the reporting period)**
 - e) The Securities and Exchange board of India (Issue and Listing of Debt Securities) Regulation, 2008; **(Not applicable during the reporting period)**
 - f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, and dealing with the Client;

-
- g) The Securities and Exchange Board of India (Delisting of Equity Share) Regulations, 2021; **(Not applicable during the reporting period)**
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable during the reporting period)**
- i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(vi) Other Laws applicable to the Company;

As per the information provided by management, the Company has complied with all other laws as specifically applicable to it.

I have also examined the compliance with the applicable clause of following;

I. Secretarial Standards issued by The Institute of Company Secretaries of India.

II. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI (LODR)].

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

I further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
- The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

- All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of Board of Directors or Committees of the Board, as the case may be.

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

I further report that during the audit period there were no instances of:

- 1) Redemption/ buy-back of securities.
- 2) Public/ debentures/sweat equity, etc.
- 3) Merger/ amalgamation/ reconstruction, etc.
- 4) Foreign technical collaboration.

For M/s. Jain Preeti & Company,

Practicing Company Secretaries

Sd/-

CS Preeti Jain

Proprietor

FCS No.: 13336

COP No.: 14964

Peer Reviewed Certificate No.: 5964/2024

Place: Delhi

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.

“ANNEXURE A”
(To The Secretarial Audit Report)

To,

The Members of

Arigate Universe Limited

(Formerly Known as Saboo Brothers Limited)

Plot No. 8, Flat No. 802, Na/28, Impressa Rise Apartment,
Shivaji Nagar, Shankar Nagar, Nagpur,
Nagpur, Maharashtra, India, 440010

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

Management's Responsibility:

1. Maintenance of Secretarial records is the responsibility of management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in Secretarial records. I believe that the processes and practices I followed provide a reasonable basis for my opinion.

Auditor's Responsibility:

3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Where ever required, I have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of management. My examination was limited to the verification of procedures on test basis.



ARIGATO UNIVERSE LIMITED
(Formerly Known as Saboo Brothers Limited)

CIN: L45100MH1979PLC440026

Registered Office: Plot No. 8, Flat No. 802, 28, Impressa Rise Apartment, Shivaji Nagar, Shankar Nagar, Nagpur, Maharashtra, India, 440010, Ph.+91 7841984000,

E-Mail: arigatouniverseltd@gmail.com

Website: www.arigatouniverse.com

Disclaimer

6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of efficacy or effectiveness with which the management has conducted the affairs of the Company.

For M/s. Jain Preeti & Company,

Practicing Company Secretaries

Sd/-

CS Preeti Jain

Proprietor

FCS No.: 13336

COP No.: 14964

Peer Reviewed Certificate No.: 5964/2024

Place: Delhi

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

[PURSUANT TO REGULATION 34(3) AND SCHEDULE V PARA C CLAUSE (10) (i) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015]

To,

The Members,

Arigato Universe Limited

(Formerly Known as Saboo Brothers Limited)

Plot No. 8, Flat No. 802, Na/28, Impressa Rise Apartment, Shivaji Nagar, Shankar Nagar, Nagpur, Maharashtra, India, 440010

We certify that pursuant to disclosure made by all Directors of M/s. Arigato Universe Limited (Formerly known as Saboo Brothers Limited) as required under section 164(2) and Rule 14(1) of Companies (Appointment and Qualification of Directors) Rule, 2014 and Schedule V of SEBI (LODR) (Amendment) Regulations, 2018 and verification of data available on MCA portal, none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

For M/s. Jain Preeti & Company,

Practicing Company Secretaries

Sd/-

CS Preeti Jain

Proprietor

FCS No.: 13336

COP No.: 14964

Peer Reviewed Certificate No.: 5964/2024

Place: Delhi



ARIGATO UNIVERSE LIMITED
(Formerly Known as Saboo Brothers Limited)

CIN: L45100MH1979PLC440026

Registered Office: Plot No. 8, Flat No. 802, 28, Impressa Rise Apartment, Shivaji Nagar, Shankar Nagar, Nagpur, Maharashtra, India, 440010, Ph.+91 7841984000,

E-Mail: arigatouniverseltd@gmail.com

Website: www.arigatouniverse.com

**DECLARATION UNDER REGULATION 26 OF THE SEBI (LISTING
OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

To,

The Members,

ARIGATO UNIVERSE LIMITED

(Formerly Known as Saboo Brothers Limited),

As provided under Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all the Board of Directors and Senior Management Personnel of the Company have affirmed compliance with Code of Conduct for the year ended March 31, 2025.

By Order of the Board of Directors

For Arigato Universe Limited

(Formerly Known as Saboo Brothers Limited)

Sd/-

Rajan Kantilal Shah

Managing Director

(DIN: 00932062)

ANNEXURE-III

Particulars of Employees

Statement of Disclosure of Remuneration under Section 197 of the Companies Act, 2013 and Rule 5 (1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

- I. Ratio of the remuneration of each Director to the median remuneration of Employees of the Company for the financial year 2024-25, the percentage increase in remuneration of Directors, Chief Financial Officer and Company Secretary during the financial year 2024-25.

Sr. No	Name of the Director / KMP and Designation	Remuneration of Director / KMP for FY 2024-25 (Incl: Non-Ex Independent Director)	Remuneration of Director/ KMP for the FY 2023-24	% Increase (Decrease) in remuneration in the FY 2024-25	Ratio of Remuneration of each Director/ KMP to median remuneration of employees
1.	Nikhil Kuwar Singh	1,80,000	1,80,000	(0%)	0.50:1
2.	Sarojkumar Gupteshwar Pandey	1,80,000	1,80,000	(0%)	0.50:1
3.	Priyanka Sharma (Company Secretary) (Date of Appointment-15/02/2025)	-	-	-	-

- (I) Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year – as stated above in item No.
- (II) Percentage increase in the median remuneration of employees in the financial year-
The Median remuneration of employees was Rs.3,62,340 /- during the year 2024-25 as compared to Rs. 1,80,000 /- in the previous year. During the year under review, there is a increase of 101.3% in the median remuneration of employees due to increase in number of employees.
- IV. Number of permanent employees on the rolls of company –
The Company has 56 permanent employees on its rolls as on 31st March, 2025.
- V. Affirmation that the remuneration is as per the remuneration policy of the company.
The Company has paid the managerial remuneration within the limit as stipulated under Section 197 of the Companies Act, 2013.
- VI. The provisions of the Section 197(12) of the Companies Act 2013 read with Rules 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 are not applicable to the Company.

By Order of the Board of Directors

For Arigate Universe Limited

(Formerly Known as Saboo Brothers Limited)

Sd/-

Rajan Kantilal Shah

Managing Director

(DIN: 00932062)

Dated: 05.09.2025

Place: Nagpur

CFO Certification

To

The Board of Directors,

Arigate Universe Limited

In relation to the Audited Financial Accounts of the Company as at March 31st 2025, I hereby certify that:

(a) I have reviewed financial statements and the cash flow statement for the year ended March 31st, 2025 and that to the best of my knowledge and belief:

(i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

(b) There is, to the best of my knowledge and belief, no transactions entered into by the Company during the year ended March 31st 2025, which is fraudulent, illegal or violative of the Company's code of conduct.

(c) I accept responsibility for establishing and maintaining internal controls for financial reporting and I have evaluated the effectiveness of 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 such internal controls, if any, of which I am aware and the steps taken or proposed to be taken to rectify these deficiencies.

- (d) I have indicated to the auditors and the Audit committee, wherever applicable:
- (i) significant changes in internal control over financial reporting during the year;
 - (ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) instances of significant fraud of which they 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.
- (e) members of the board of directors and senior management personnel have affirmed compliance with the code of conduct of board of directors and senior management.

Date: 05.09.2025

Place: Nagpur

Sd/-

DHWANI SANKET SHAH

Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT

To
The Board of Directors
M/s Arigato Universe Limited (Formerly Saboo Brothers Limited)

Report on the Audit of the Financial Statements

Opinion

We have audited the Financial Statements of **M/s Arigato Universe Limited (Formerly Saboo Brothers Limited)**, ("the Company"), which comprise the Balance Sheet as on 31st March, 2025, the Statement of Profit and Loss (including Other Comprehensive Income/Losses), the Cash Flow Statement, and the Statement of Changes in Equity for the year then ended, and notes to the Financial Statements, including a summary of the material accounting policies and other explanatory information (hereinafter referred to as the Financial Statements.)

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

Basis for Opinion

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

Key Audit Matters

Key audit matters (“KAM”) 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 find any such matters to address.

Emphasis on Matters

We draw attention to the “*Note No. 39*” of the Financial Statements, which describes the Company’s non-compliance with the provisions of Sections 186 of the Companies Act, 2013, relating to loans and advances. Our opinion is not modified in respect of these matters.

Information other than the Financial Statements and auditors’ report thereon

The Company’s management and Board of Directors are responsible for the other information.

The other information comprises the information included in the Management’s Discussion and Analysis, Board’s Report including Annexure to the Board’s Report, Report on Corporate Governance, Business Responsibility and Sustainability Report and Shareholder’s information, but does not include the financial statements and our auditor’s report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations. So far, we have nothing to report in this regard.

Responsibility of Management and Those Charged with Governance for the Financial Statements

These financial results have been prepared on the basis of the annual financial statements. The Company’s Management and Board of Directors are responsible for the preparation and presentation of these financial results that give a true and fair view of the net profit and other comprehensive income/losses and other financial information of the Company and the statement of assets and liabilities and the statement of cash flows in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued there under and other accounting principles generally accepted in India and in compliance with Regulation 33 and Regulation 52 of the Listing Regulations. The Board of Directors of the Company are responsible for 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the financial results by the Directors of the Company, as aforesaid.

In preparing the financial statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management and the Board of Directors either intend 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 Responsibilities for the Audit of the Financial Statements

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

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

- a. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- b. 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 in place adequate internal financial controls with reference to financial statements and the operating effectiveness of such controls.
- c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management and Board of Directors.

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

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

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

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

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

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 the section 143 of the Act, we give in the **"Annexure 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 of the accompanying Financial Statements.
 - (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 the Other Comprehensive Income / (Losses), the Statement of Cash Flows and the Statement of Changes in Equity dealt with this Reports are in agreement with the relevant books of account.
 - (d) In our opinion, the aforesaid Financial Statements comply with the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended).
 - (e) On the basis of the written representations received from the directors as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B"**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
- (3) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, time to time, in our opinion and to the best of our information and explanations given to us, the remuneration paid / provided by the Company to its directors during the reporting period is in accordance with the provision of section 197 of the Act.
- (4) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- a) The Company does not have any pending litigations which would impact its financial position as on 31st March, 2025
 - b) The Company did not have any material foreseeable losses on long-term contracts including derivative contracts during the year ended 31 March 2025.
 - c) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d) (i) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(ii) The management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(iii) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

e) During the year under review, the Company has not paid any dividend and hence Section 123 of the Act is not applicable to the Company.

f) Based on our examination, which included test check, the Company has used accounting software for maintaining its books of accounts for the financial period ended March 31, 2025, which has a feature of recording audit trail (edit log) facilities and the same has operated throughout the period for all the relevant transactions recorded in the software systems. Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with and the audit trails have been preserved by the Company as per the statutory requirements for the record retention.

FOR BAGDIA & COMPANY
CHARTERED ACCOUNTANTS
Firm Reg. No: 128256W

Place: Nagpur
Date: 29.05.2025

Sd/-
(CA Saket Bagdia)
PARTNER
M. No. 111021
UDIN: 25111021BMJASR7026

ANNEXURE - A
Reports under The Companies (Auditor's Report) Order, 2020 (CARO 2020) for the year ended on 31st March 2025

To,
The Members of Arigato Universe Limited (Formerly Saboo Brothers Limited),
Nagpur

We report that: -

Sl. No.	Comment Required on	Auditor's Opinion on Following Matter	Auditor's Remark
(i)	Property, Plant and Equipments	a) Whether the company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipments?	The company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipments.
		b) Whether the company is maintaining proper records showing full particulars of intangible assets?	The Company is not having any intangible assets. Hence this clause is not applicable.
		c) Whether this property, plant and equipments have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of accounts?	Property, Plant and Equipments have been physically verified by the management at reasonable intervals. No material discrepancies were noticed on such verification.
		d) Whether the title deeds of all immovable properties disclosed in the Financial Statements are held in the name of the company? If not, provide the details thereof.	The Company is not having any immovable properties. Hence this clause is not applicable.
		e) Whether the company has revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year and, if so, whether the revaluation is based on the valuation by a Registered Valuer; specify the amount of change, if change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment or intangible assets;	No such revaluation of assets is done in FY 24-25.

		f) Whether any proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under, if so, whether the company has appropriately disclosed the details in its Financial Statements;	No proceedings have been initiated during the year or are pending against the Company as at March 31, 2025, for holding any Benami Property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made there under.
(ii)	Inventory	a) Whether physical verification of inventory has been conducted at reasonable intervals by the management and whether, in the opinion of the auditor, the coverage and procedure of such verification by the management is appropriate; whether any discrepancies of 10% or more in the aggregate for each class of inventory were noticed and if so, whether they have been properly dealt with in the books of account;	Physical verification of inventory has been conducted at reasonable intervals by the management. There were no materials discrepancies noticed on such verification.
		b) Whether during any point of time of the year, the company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets; whether the quarterly returns or statements filed by the company with such banks or financial institutions are in agreement with the books of account of the Company, if not, give details;	As per information and explanations given, the Company has not been sanctioned working capital limits from banks or financial institutions on the basis of the security of current assets at any point of time during the year
(iii)	Loans Secured or Unsecured Granted or guarantees given	1. Whether during the year, the company has made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties? if so,	As per information and explanations given, the company has not provided guarantee or security but granted loans & advances as specified hereunder.

		<p>a) whether during the year the company has provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity [not applicable to companies whose principal business is to give loans], if so, indicate -</p> <p>A) the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to subsidiaries, joint ventures and associates;</p> <p>B) the aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates;</p>	<p>Yes, the company has provided loans & advance in the nature of loans.</p> <p>A) No such amount</p> <p>B) The aggregate amount paid to party during the year was Rs.93 lacs and the aggregate balance outstanding as on 31.03.2025 in respect of such parties other than subsidiaries, joint ventures and associates of Rs.512.20 lacs.</p>
		<p>b) whether the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest?</p>	<p>Yes</p>
		<p>c) in respect of loans and advances in the nature of loans, whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular?</p>	<p>Yes, as per Company Terms.</p>
		<p>d) If the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the principal and interest?</p>	<p>No overdue as per Company Terms.</p>

		e) whether any loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties, if so, specify the aggregate amount of such dues renewed or extended or settled by fresh loans and the percentage of the aggregate to the total loans or advances in the nature of loans granted during the year [not applicable to companies whose principal business is to give loans]	There are no loans or advances in the nature of loans granted to the companies, firms, limited liability partnerships or any other parties, which has fallen during the reporting period, has been renewed or extended or fresh loans granted to settle the over dues of the existing loans given to the same parties.
		f) whether the company has granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment, if so, specify the aggregate amount, percentage thereof to the total loans granted, aggregate amount of loans granted to Promoters, related parties as defined in clause (76) of section 2 of the Companies Act, 2013;	No such case during the year.
(iv)	Loan to director and investment by the company	In respect of loans, investments, guarantees, and security whether provisions of section 185 and 186 of the Companies Act, 2013 have been complied with. If not, provide the details thereof.	According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not complied with the provisions of Sections 186 of the Companies Act, 2013 in respect of loans granted. The Company has exceeded the limits prescribed under Section 186 without obtaining requisite approvals.
(v)	Public Deposits	In respect of deposits accepted by the company or amounts which are deemed to be deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under, where applicable, have been complied with? If not, the nature of such contraventions be stated; If an order has been passed by Company Law Board or National Company	No deposits within the meaning of Sections 73 to 76 or any other relevant provision of the Act and rules framed there under have been accepted by the Company.

		Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not?	
(vi)	Cost Accounting Records	Whether maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 and whether such accounts and records have been so made and maintained?	No such requirement for maintenance of cost records during the year.
(vii)	Statutory Compliance	a) Whether the company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated?	<p>The company is regular in depositing the undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income tax, sales, tax wealth tax, custom duty, GST, Cess and other statutory dues applicable to the Company with the appropriate authorities. No undisputed amounts payable in respect of the aforesaid statutory dues were outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.</p> <p>The Company had applied for registration under Provident Fund (PF), Employees' State Insurance Scheme (ESIC), and Professional Tax (PT) as of the date of the audit report. However, the statutory payments were pending since the registration numbers had not yet been allotted.</p> <p>The Company holds GST registration number 08AAACS6148L2ZZ in Udaipur, Rajasthan. The registration has been suspended by the GST department due to non-filing of GST returns from December 2024 up to the date of the audit.</p>

		Where statutory dues referred to in sub-clause (a) have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned.	No such cases.
(viii)	Unrecorded Income	Whether any transactions not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961), if so, whether the previously unrecorded income has been properly recorded in the books of account during the year?	No such transactions during the year.
(ix)	Loan from Banks/ Financial Institution	a) Whether the company has defaulted in repayment of loans or borrowing to a financial institution, bank, government or dues to debenture holders? If yes, the period and the amount of default to be reported (in case of defaults to banks, financial institutions, and government, lender wise details to be provided)	The Company has not defaulted in the repayment of dues to financial institution, bank, government or dues to debenture holders.
		b) Whether the company is a declared willful defaulter by any bank or financial institution or other lender	No
		c) Whether term loans were applied for the purpose for which the loans were obtained; if not, the amount of loan so diverted and the purpose for which it is used may be reported;	As per information and explanation received from management, no such transaction during the year.
		d) Whether funds raised on short term basis have been utilized for long term purposes, if yes, the nature and amount to be indicated;	No such instance noted

		e) Whether the company has taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures, if so, details thereof with nature of such transactions and the amount in each case;	As per information and explanation received from management, no such transaction during the year.
		f) Whether the company has raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies, if so, give details thereof and also report if the company has defaulted in repayment of such loans raised;	No such transactions during the year.
(x)	Application of Money Received from Equity or Loan	a) Whether money raised by way of initial public offer or further public offer (including debt instruments) and term loans were applied for the purposes for which those are raised. If not, the details together with delays or default and subsequent rectification? if any, as may be applicable, be reported.	There were no such moneys received.
		b) whether the company has made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and if so, whether the requirements of section 42 and section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised, if not, provide details in respect of amount involved and nature of non-compliance	No such allotment during the year.
(xi)	Fraud Reporting	Whether any fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year? If yes, the nature and the amount involved is to be indicated;	Based on our audit procedures and the information and explanation made available to us, no such fraud noticed or reported during the year.

		b) whether any report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government	No report has been filed.
		c) whether the auditor has considered whistle blower complaints, if any, received during the year by the company;	As per management, there was no such instance.
(xii)	Nidhi Company - Compliance with Deposits	a) Whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1:20 to meet out the liability?	As per information and records available with us the Company is not a Nidhi Company.
		b) Whether the Nidhi Company is maintaining ten per cent unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability?	Not Applicable
		c) Whether there has been any default in payment of interest on deposits or repayment thereof for any period and if so, the details thereof;	Not Applicable
(xiii)	Related Party Transactions	Whether all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards?	Yes, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 wherever applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable IND AS.
(xiv)	Internal Audit	a) Whether the company has an internal audit system commensurate with the size and nature of its business;	Yes. Further, the management exercises proper Internal control over operations in the Company.
		b) Whether the reports of the Internal Auditors for the period under audit were considered by the statutory auditor	Yes

(xv)	Non Cash Transaction	whether the company has entered into any non-cash transactions with directors or persons connected with him and if so, whether the provisions of section 192 of Companies Act have been complied with	As informed, the company has not entered into any non-cash transactions with directors or persons connected with him.
(xvi)	Registration from RBI	a) Whether the company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and if so, whether the registration has been obtained?	The company is not required to be registered under section 45-IA of the Reserve Bank of India Act.
		b) whether the company has conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934	No
		c) whether the company is a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, if so, whether it continues to fulfill the criteria of a CIC, and in case the company is an exempted or unregistered CIC, whether it continues to fulfill such criteria	No
		d) whether the Group has more than one CIC as part of the Group, if yes, indicate the number of CICs which are part of the Group	Not Applicable
(xvii)	Cash Losses	Whether the company has incurred cash losses in the financial year and in the immediately preceding financial year, if so, states the amount of cash losses?	No.
(xviii)	Resignation of Auditor	Whether there has been any resignation of the statutory auditors during the year, if so, whether the auditor has taken into consideration the issues, objections or concerns raised by the outgoing auditors;	No

(xix)	Material Uncertainty	On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Financial Statements, the auditor's knowledge of the Board of Directors and management plans, whether the auditor is of the opinion that no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date	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, except total Loans & Advances outstanding amount of Rs. 512.20 lacs. Of this, Rs. 404.42 lacs are classified under 'Long-Term Loans and Advances' and primarily comprises loans and advances that have remained outstanding for more than three years and are yet to be recovered. Based on the representations made by the management, the entire outstanding balance is expected to be recovered in future financial years. However, if these balances remain unrecovered, they may have a material financial impact on the financial statements. Our opinion is not modified in respect of this matter.
(xx)	Corporate Social Reporting	a) Whether, in respect of other than ongoing projects, the company has transferred unspent amount to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act.	Not Applicable
		b) whether any amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of subsection (6) of section 135 of the said Act;	Not Applicable

(xxi)	Related to CFS	Whether there have been any qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the Financial Statements, if yes, indicate the details of the companies and the paragraph numbers of the CARO report containing the qualifications or adverse remarks.	Not Applicable
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FOR BAGDIA & COMPANY
CHARTERED ACCOUNTANTS
Firm Reg. No: 128256W

Place: Nagpur
Date: 29.05.2025

Sd/-
(CA Saket Bagdia)
PARTNER
M. No. 111021
UDIN: 25111021BMJASR7026

**“Annexure B” to the Independent Auditor’s Report of even date on the Financial
Statements of M/s ARIGATO UNIVERSE LIMITED
(Formerly Saboo Brothers Limited)**

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

We have audited the internal financial controls over financial reporting of
M/s ARIGATO UNIVERSE LIMITED, (Formerly Saboo Brothers Limited)
(CIN: L45100MH1979PLC440026) as of March 31, 2025 in conjunction with our audit
of the Financial Statements of the Company for the year ended on that date.

Responsibilities of Management for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 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 issues by the Institute of Chartered Accountants of India.

**FOR BAGDIA & COMPANY
CHARTERED ACCOUNTANTS
Firm Reg. No: 128256W**

**Place: Nagpur
Date: 29.05.2025**

**Sd/-
(CA Saket Bagdia)
PARTNER
M. No. 111021
UDIN: 25111021BMJASR7026**

PROFILE MARCH 31, 2025

NAME	M/S ARIGATO UNIVERSE LIMITED	
OLD NAME	(Formerly Saboo Brothers Ltd)	
ADDRESS	Reg. Off.: Plot No 8, Flat No. 802, NA/28, Impressa Rise Apartments, Shivaji Nagar, Shankar Nagar, North Ambazari Road, Nagpur - 440010 Maharashtra	
PAN	AAACS6148L	
GST No.	08AAACS6148L2ZZ	
STARTING DATE	1-Apr-24	
ENDING DATE	31-Mar-25	
FINANCIAL YEAR	2024-2025	
STARTING FY	01-04-2024	
ASSESSMENT YEAR	2025-2026	
DOI	February 6, 1979	
DATE OF AUDIT REPORT	Date : 29-05-2025	
DATE OF NOTICE OF AGM		
DATE OF AGM		
STATUS	Limited company	
CIN NO.	L45100MH1979PLC440026	
NAME OF AUDITOR	BAGDIA & COMPANY	
FIRM REG. NO.	128256W	
NAME OF DIRECTOR	Name	DIN
1	Anurag Saboo	(DIN No. 01563954)
2	Lokanath Suryanarayan Mishra	(DIN No. 03364948)
3	Sushma Anuj Yadav	(DIN No. 07910845)
4	Nikhil Kuwar Singh	(DIN No. 09127337)
5	Sarojkumar Gupteshwar Pandey	(DIN No. 09674050)
6	Sanket Shah	(DIN No. 09185456)
7	Rajan Shah	(DIN No. 00932062)
8	Dhwani Shah	(DIN No. 10765189)
PLACE	NAGPUR	

M/S ARIGATO UNIVERSE LIMITED**(Formerly Saboo Brothers Ltd)****CIN: L45100MH1979PLC440026****Reg. Off.: Plot No 8, Flat No. 802, NA/28, Impressa Rise Apartments, Shivaji Nagar, Shankar Nagar, North Ambazari Road, Nagpur - 440010 Maharashtra****BALANCE SHEET AS ON 31ST MARCH 2025**

(Amount in Lakhs)

Particulars	Not e	As at 45,747.00	As at 45,382.00
		Rs	Rs
<u>D ASSETS</u>			
<u>1) Non - Current Assets</u>			
(a) Property, Plant and Equipment	2	15.14	1.13
(b) Capital work-in-progress	2	-	-
(c) Investment Property			
(d) Goodwill			
(e) Other Intangible assets	2	-	-
(f) Intangible assets under development	2	-	-
(g) Biological Assets other than bearer plants		-	-
(h) Financial Assets			
(i) Investments		-	-
(ii) Trade receivables	3	-	198.37
(iii) Loans	4	512.20	657.11
(iv) Others Non-Current Financial Assets	5	3.00	13.95
(i) Deferred tax assets (net)		-	-
j) Other non-current assets		-	-
<u>2) Current Assets</u>			
(a) Inventories	6	244.47	1.71
(b) Financial Assets			
(i) Investments		-	-
(ii) Trade receivables	7	857.21	135.59
(iii) Cash and cash equivalents	8	35.16	94.05
(iv) Bank balances other than (iii) above		-	-
(v) Loans		-	-
(vi) Others Current Financial Assets		-	-
(f) Other current Assets	9	77.26	27.96
Total Assets		1,744.44	1,129.86
<u>II) EQUITY AND LIABILITIES</u>			
<u>Equity</u>			
a) Equity Share Capital	10	609.62	609.62
b) Other Equity	11	116.83	447.42
<u>Liabilities</u>			
<u>1) Non-Current Liabilities</u>			
(a) Financial Liabilities			
(i) Borrowings	12	416.90	0.00
(ii) Trade payables		-	-
- total outstanding dues of micro enterprises and small enterprises; and			
- total outstanding dues of creditors other than micro enterprises and small enterprises			
(iii) Other Non-Current Financial Liabilities			
(b) Provisions		-	-
(c) Deferred tax liabilities (Net)	13	0.12	0.00
(d) Other Non Current Liabilities		-	-
<u>3) Current Liabilities</u>			
(a) Financial Liabilities			
(i) Borrowings			
(ii) Trade payables	14	567.41	57.53
- total outstanding dues of micro enterprises and small enterprises; and		380.76	57.54
- total outstanding dues of creditors other than micro enterprises and small enterprises		186.65	-
(iii) Other Current Financial Liabilities	15	33.56	15.30
(b) Other Current Liabilities			
(c) Provisions			
(d) Current Tax Liabilities (Net)	16	-	-
Total Equity & Liabilities		1,744.44	1,129.86

Material Accounting Policies**I**

Accompanying Notes Are Forming Integral Part Of The Financial Statements

As per our Report of even date

For BAGDIA & COMPANY

Chartered Accountants

FRN : 128256W

For and on behalf of

ARIGATO UNIVERSE LIMITED

(Formerly Saboo Brothers Ltd)

sd/-

CA Saket Bagdia

Partner

M. No. 111021

UDIN : 25111021BMJASR7026

Date : 29-05-2025

Place : Nagpur

sd/-

Rajan Shah

Managing Director

(DIN No. 00932062)

sd/-

Dhwani Shah

Chief Financial Officer

(DIN No. 10765189)

sd/-

Sanket Shah

Director

(DIN No. 09185456)

sd/-

Priyanka Sharma

Company Secretary

M.No.: 56350

M/S ARIGATO UNIVERSE LIMITED**(Formerly Saboo Brothers Ltd)****CIN: L45100MH1979PLC440026****Reg. Off.: Plot No 8, Flat No. 802, NA/28, Impressa Rise Apartments, Shivaji Nagar, Shankar Nagar, North Ambazari Road, Nagpur - 440010 Maharashtra****PROFIT AND LOSS ACCOUNT FOR THE PERIOD****ENDED ON 31ST MARCH 2025**

(Amount in Lakhs)

Particulars	Note No.	Current Year 45,747.00	Previous Year 45,382.00
<u>INCOME</u>		Rs.	Rs.
I) Revenue from operations	17	713.89	170.53
II) Other income	18	56.46	43.84
III) Total Income (I+II)		770.35	214.37
<u>IV) EXPENSES</u>			
Cost of material Consumed	19	836.88	-
Purchase Stock in Trade	20	-	168.44
Changes in inventories of finished goods, stock in trade and work in progress	21	-175.92	1.26
Employee benefits expense	22	4.00	7.20
Finance Costs	23	5.43	0.00
Depreciation and amortization expense	2	0.71	0.33
Other expense	24	429.69	9.12
Total expenses (IV)		1,100.80	186.35
V) Profit before exceptional items and tax (III-IV)		-330.44	28.02
VI) Exceptional Items		-	-
VII) Profit before tax(V-VI)		-330.44	28.02
<u>VIII) Tax expense</u>			
(1) Current tax	13	0.02	4.37
(2) Deffered tax	13	0.12	0.01
IX) Profit / (Loss) after tax (VII-VIII)		-330.58	23.65
X) Other Comprehensive Income:			
A (i) Items that will not be reclassified to profit or loss		-	-
(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		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
XI) Total Comprehensive Income for the year (IX-X)		-330.58	23.65
Earning per equity share of Par value			
Basic and Diluted		-5.42	0.39

Material Accounting Policies**1**

Accompanying Notes Are Forming Integral Part Of The Financial Statements

As per our Report of even date**For BAGDIA & COMPANY****Chartered Accountants****FRN : 128256W**

For and on behalf of

ARIGATO UNIVERSE LIMITED**(Formerly Saboo Brothers Ltd)**

sd/-

CA Saket Bagdia**Partner****M. No. 111021****UDIN : 25111021BMJASR7026****Date : 29-05-2025****Place: Nagpur**

sd/-

Rajan Shah**Managing Director****(DIN No. 00932062)**

sd/-

Dhwani Shah**Chief Financial Officer****(DIN No. 10765189)**

sd/-

Sanket Shah**Director****(DIN No. 09185450)****Priyanka Sharma****Company Secretary****M.No.: 56350**

<u>M/S ARIGATO UNIVERSE LIMITED</u> <u>(Formerly Saboo Brothers Ltd)</u> <u>CIN: L45100MH1979PLC440026</u> <u>Reg. Off.: Plot No 8, Flat No. 802, NA/28, Impressa Rise Apartments, Shivaji Nagar, Shankar Nagar,</u> <u>North Ambazari Road, Nagpur - 440010 Maharashtra</u> <u>CASH FLOW STATEMENT FOR THE PERIOD ENDED 31ST MARCH 2025</u>		
(Amount in Lakhs)		
PARTICULARS	Year Ended March 31,2025	Year Ended March 31,2024
I. Cash flow from operating activities		
Profit before tax and after exceptional item	-330.44	28.02
Adjustment for non-cash/non-operating item to reconcile		
Depreciation and amortization expenses	0.71	0.33
Exceptional Items	-	-
Loss/(profit) on sale of fixed assets	-	-
Sundry credit balances written back	-	-
Effect of unrealised foreign exchange (gain)/loss	-	-
Deferred Tax	0.12	0.01
Interest Income	-56.46	-4.38
Operating profit before working capital changes	-386.07	23.97
Movements in working capital :		
Decrease/(increase) in inventories	-242.75	1.26
Increase/(decrease) in trade and other payables	509.88	8.89
Decrease/(increase) in trade receivables	-721.62	-119.92
Decrease/(increase) in Other Current Assets	149.07	-25.28
Increase/(decrease) in liabilities	18.26	42.08
Cash generated from / (used in) operations	-673.22	-68.99
Direct taxes paid (net of refunds)	0.14	4.38
Net Cash flow from / (used in) operating activities (A)	-673.36	-73.37
Cash flow from investing activities		
Purchase of fixed assets, including intangible assets, CWIP	-14.72	-
Proceeds from sale of fixed assets	-	-
Proceeds from sale/ purchase of current investments (Net)	-	-
Decrease/(increase) in long-term loans and deposit	155.85	119.34
Decrease/(increase) in Deposits	-	-
Interest received	56.46	43.84
Net Cash flow from / (used in) investing activities (B)	197.59	163.18
Cash flow from financing activities		
Proceeds from long-term borrowings	416.90	-
(net of repayment, including interest funded into Term Loans)	-	-
Proceeds from short-term borrowings (net of repayment)	-	-
Net Cash flow from / (used in) financing activities (C)	416.90	-
Net increase/(decrease) in cash and cash equivalents (A+B+C)	-58.87	50.35
Cash and cash equivalents at the beginning of the year	94.05	43.70
Cash and cash equivalents at the end of the year	35.17	94.05
Cash and cash equivalents consists of the following for the purpose of the Cash Flow Statement:		
Balances with Banks		
In Current Accounts	33.52	93.24
Stamp papers on hand		
Cash on hand	1.70	0.81
Total cash and cash equivalents	35.17	94.05

Material Accounting Policies

1

Accompanying Notes Are Forming Integral Part Of The Financial Statements

As per our Report of even date

For BAGDIA & COMPANY

Chartered Accountants

FRN : 128256W

For and on behalf of ARIGATO UNIVERSE LIM
(Formerly Saboo Brothers Ltd)

sd/-

CA Saket Bagdia

Partner

M. No. 111021

UDIN : 25111021BMJASR7026

Date : 29-05-2025

Place: Nagpur

sd/-

Rajan Shah

Managing Director

(DIN No. 00932062)

sd/-

Sanket Shah

Director

(DIN No. 09185456)

sd/-

Dhwani Shah

Chief Financial Officer

(DIN No. 10765189)

sd/-

Priyanka Sharma

Company Secretary

M.No.: 56350

M/S ARIGATO UNIVERSE LIMITED**STATEMENT OF CHANGES IN EQUITY AS AT 31ST MARCH 2025****A) Equity Share Capital****(Rs. in lakhs)**

Balance as at April 1, 2023	610
Add/(Less): Change in Equity Share Capital during the year	0
Balance as at April 1, 2024	610
Add/(Less): Change in Equity Share Capital during the year	0
Balance as at March 31, 2025	610

B) Other Equity**(Rs. in lakhs)**

Particulars	Reserves and Surplus				Item of other Comprehensive Income	Total
	Securities Premium Account	General Reserve	Retained Earnings (Net of Deferred	Others	Re-Measurement of defined benefit plans	
Balance as at April 1, 2023	966.30	0.00	-616.63	74.11	0.00	423.78
Profit for the year	0.00	0.00	23.65	0.00	0.00	23.65
Final Dividend on Equity Shares (FY 2023-24)	0.00	0.00	0.00	0.00	0.00	0.00
Dividend Distribution Tax on Final Dividend	0.00	0.00	0.00	0.00	0.00	0.00
ReMeasurement of Defined Benefit Obligations	0.00	0.00	0.00	0.00	0.00	0.00
Transfer from Other Comprehensive Income to Retained Earnings	0.00	0.00	0.00	0.00	0.00	0.00
Balance as at March 31, 2024	966.30	0.00	-592.98	74.11	0.00	447.43
Profit for the year	0.00	0.00	-330.58	0.00	0.00	-330.58
Final Dividend on Equity Shares (FY 2024-25)	0.00	0.00	0.00	0.00	0.00	0.00
Dividend Distribution Tax on Final Dividend	0.00	0.00	0.00	0.00	0.00	0.00
ReMeasurement of Defined Benefit Obligations	0.00	0.00	0.00	0.00	0.00	0.00
Transfer from Other Comprehensive Income to	0.00	0.00	0.00	0.00	0.00	0.00
Balance as at March 31, 2025	966.30	0.00	-923.55	74.11	0.00	116.86

Material Accounting Policies**1**

Accompanying Notes Are Forming Integral Part Of The Financial Statements

As per our Report of even date

For BAGDIA & COMPANY

Chartered Accountants

FRN : 128256W

For and on behalf of ARIGATO UNIVERSE LIMITED**(Formerly Saboo Brothers Ltd)**

sd/-

CA Saket Bagdia

Partner

M. No. 111021

UDIN : 25111021BMJASR7026

Date : 29-05-2025

Place : Nagpur

sd/-

Rajan Shah

Managing Director

(DIN No. 00932062)

sd/-

Sanket Shah

Director

(DIN No. 09185456)

sd/-

Dhwani Shah

Chief Financial Officer

(DIN No. 10765189)

sd/-

Priyanka Sharma

Company Secretary

M.No.: 56350

M/S ARIGATO UNIVERSE LIMITED

(Formerly Saboo Brothers Ltd)

CIN: L45100MH1979PLC440026

Reg. Off.: Plot No 8, Flat No. 802, NA/28, Impressa Rise Apartments, Shivaji Nagar, Shankar Nagar, North Ambazari Road, Nagpur - 440010 Maharashtra

NOTE 2 Property, Plant and Equipments & Intangible Assets

FY 2024-25 (Amount in Lakhs)

	Fixed Assets	Gross Carrying Value				Accumulated Depreciation				Net Carrying Value	
		Cost as at 1 April 2024	Additions during the period	Deduction / Adjustment	Cost as at 31 March 2025	Depreciation Upto 1 April 2024	Depreciation charge for the year	Deduction / Adjustment	Depreciation as at 31 March 2025	Balance as at 31 March 2025	Balance as at 31 March 2024
A	<u>Property, Plant and Equipments & Intangible Assets</u>										
1	Furniture & Fixtures	5.82	-	-	5.82	4.68	0.33	-	5.02	0.80	1.13
2	Plant & machinery	-	12.72	-	12.72	-	0.28	-	0.28	12.44	-
3	Computer	-	2.00	-	2.00	-	0.09	-	0.09	1.91	-
	Total	5.82	14.72	-	20.54	4.68	0.71	-	5.39	15.14	1.13
B	<u>Intangible Assets</u>										
	Total	-	-	-	-	-	-	-	-	-	-
C	<u>Capital Work In Progress</u>										
	Total	-	-	-	-	-	-	-	-	-	-
D	<u>Intangible Assets under development</u>										
	Total	-	-	-	-	-	-	-	-	-	-
	Gross Total	5.82	14.72	-	20.54	4.68	0.71	-	5.39	15.14	1.13
	Previous year	5.82			5.82	4.35	0.33		4.68	1.13	

FY 2023-24

	Fixed Assets	Gross Carrying Value			Accumulated Depreciation				Net Carrying Value		
		Cost as at 1 April 2023	Additions duiring the period	Deduction /	Cost as at 31 March 2024	Depreciation Upto 1 April	Depreciatio n charge for	Deduction / Adjustment	Depreciation as at 31 March 2024	Balance as at 31 March 2024	Balance as at 31 March 2023
A	<u>Property, Plant and Equipments & Intangible Assets</u>										
1	Furniture & Fixtures	5.82	-	-	5.82	4.35	0.33	-	4.68	1.13	1.47
	Total	5.82	-	-	5.82	4.35	0.33	-	4.68	1.13	1.47
B	<u>Intangible Assets</u>										
	Total	-	-	-	-	-	-	-	-	-	-
		-	-	-	-	-	-	-	-	-	-
C	<u>Capital Work In Progress</u>										
	Total	-	-	-	-	-	-	-	-	-	-
		-	-	-	-	-	-	-	-	-	-
D	<u>Intangible Assets under development</u>										
	Total	-	-	-	-	-	-	-	-	-	-
		-	-	-	-	-	-	-	-	-	-
	Gross Total	5.82	-	-	5.82	4.35	0.33	-	4.68	1.13	1.47
	Previous year	5.82			5.82	4.00	0.35		4.35	1.47	

- 1) Gross carrying amount and accumulated depreciation have been regrouped and netted in line with deemed cost exemption opted out by the Company as per Ind AS.
2) The amount of Contractual Commitments for the purpose of acquisition or constructions of the Property, Plants and Equipment are disclosed under “Note No. 34”, if any.

As per our Report of even date
For BAGDIA & COMPANY
Chartered Accountants
FRN : 128256W

For and on behalf of ARIGATO UNIVERSE LIMITED
(Formerly Saboo Brothers Ltd)

sd/-
CA Saket Bagdia
Partner
M. No. 111021
UDIN : 25111021BMJASR7026
Date : 29-05-2025
Place: Nagpur

sd/-
Rajan Shah
Director
(DIN No. 00932062)

sd/-
Sanket Shah
Director
(DIN No. 09185456)

sd/-
Dhwani Shah
Chief Financial Officer
(DIN No. 10765189)

sd/-
Priyanka Sharma
Company Secretary
M.No.: 56350

M/S ARIGATO UNIVERSE LIMITED

CIN: L45100MH1979PLC440026

Reg. Off.: Plot No 8, Flat No. 802, NA/28, Impressa Rise Apartments, Shivaji Nagar, Shankar Nagar, North Ambazari Road, Nagpur - 440010 Maharashtra

NOTES FORMING PART OF FINANCIAL STATEMENTS YEAR ENDED ON 31ST MARCH 2025

(Amount in Lakhs)

3 Trade Receivables

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Trade Receivables		-		198.37
(a) Trade Receivables considered good – Secured;	-		-	
(b) Trade Receivables considered good – Unsecured;	-		-	
(c) Trade Receivables which have significant increase in Credit Risk; and	-		198.37	
(d) Trade Receivables – credit impaired.	-		-	
Total		-		198.37

Note: No amounts of loans are due from directors or other officers of the Company either severally or jointly with any other persons, nor due from firms or pr respectively in which director is partner, a director or a member. Refer “Note No. 26B” for the information of credit risk and market risk.

Trade Receivables ageing schedule

The following ageing schedule is for Trade receivables due for payment:-

FY 2024-25

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - considered good	-	-	-	-	-	-
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
TOTAL	-	-	-	-	-	-

FY 2023-24

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables - considered good	-	-	-	-	-	-
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	198.37	198.37
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
TOTAL	-	-	-	-	198.37	198.37

4 Loans

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Loans		512.20		657.11
a) Loans to related parties	-		-	
b) Other loans	512.20		657.11	
Total		512.20		657.11

Category Wise Classification of Loans

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Loans		512.20		657.11
(a) Loans Receivables considered good – Secured;	-		-	
(b) Loans Receivables considered good – Unsecured;	512.20		657.11	
(c) Loans Receivables which have significant increase in Credit Risk; and	-		-	
(d) Loans Receivables – credit impaired,	-		-	
Total		512.20		657.11

Note: No amounts of loans are due from directors or other officers of the Company either severally or jointly with any other persons, nor due from firms or pr respectively in which director is partner, a director or a member. Refer “Note No. 26B” for the information of credit risk and market risk.

5 Other Non-Current Financial Assets

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Other Non Current Financial Assets		3.00		13.95
(i) Security Deposits;	3.00		13.95	
(ii) Term Deposits held as Margin Money against Bank Guarantee and Other	-		-	
(iii) Others (specify nature).	-		-	
Total		3.00		13.95

Note: No amounts of loans are due from directors or other officers of the Company either severally or jointly with any other persons, nor due from firms or pr respectively in which director is partner, a director or a member. Refer “Note No. 26B” for the information of credit risk and market risk.

6 Inventories

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Inventories		244.47		1.71
(Valued at lower of Cost and Net Realizable Value)				
(i) Inventories				
(a) Raw materials;	66.83		-	
(b) Work-in-progress;	-		-	
(c) Finished goods;	177.64		1.71	
(d) Stock-in-trade ;	-		-	
(e) stores and spares;	-		-	
(f) Loose tools; and	-		-	
(g) Others	-		-	
(ii) Goods-in-transit shall be disclosed under the relevant sub-head of inventories.	-		-	
(iii) Mode of valuation shall be stated.	-		-	
Total		244.47		1.71

Cost of inventories recognized as an expense during the reporting period is disclosed in “Note No. 21”.

Cost of inventories recognized as an expense included ` NIL (Prev Year ` NIL) in respect of written down value of inventories to the net realizable value. There reversal towards such written down value in the current reporting period and previous reporting period.

7 Trade Receivables

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Trade Receivables		857.21		135.59
(a) Trade Receivables considered good – Secured;	857.21		135.59	
(b) Trade Receivables considered good – Unsecured;	-		-	
(c) Trade Receivables which have significant increase in Credit Risk; and	-		-	
(d) Trade Receivables – credit impaired.	-		-	
Total		857.21		135.59

Note: No amounts of loans are due from directors or other officers of the Company either severally or jointly with any other persons, nor due from firms or pr respectively in which director is partner, a director or a member. Refer “Note No. 26B” for the information of credit risk and market risk.

Trade Receivables ageing schedule

The following ageing schedule is for Trade receivables due for payment:-

FY 2024-25

Particulars	Outstanding for following periods from due date of payment					
	Less than 6	6 months - 1	1-2 years	2-3 years	More than 3	Total
(i) Undisputed Trade Receivables - considered good	764.16	93.05	-	-	-	857.21
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant increase in credit risk	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
TOTAL	764.16	93.05	-	-	-	857.21

FY 2023-24

Particulars	Outstanding for following periods from due date of payment					
	Less than 6	6 months - 1	1-2 years	2-3 years	More than 3	Total
(i) Undisputed Trade Receivables - considered good	135.59	-	-	-	-	135.59
(ii) Undisputed Trade Receivables - which have	-	-	-	-	-	-
(iii) Undisputed Trade Receivables - credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables - considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables - which have significant	-	-	-	-	-	-
(vi) Disputed Trade Receivables - credit impaired	-	-	-	-	-	-
TOTAL	135.59	-	-	-	-	135.59

8 Cash & Cash Equivalents

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Cash & Cash Equivalents		33.52		93.24
(a) Balance with banks				
- IDBI Bank (C.A.)	-		-	
- Federal Bank (C.A.)	33.21		-	
- Bank of Baroda (C.A.)	0.31		93.24	
(b) Cash in hand		1.70		0.81
Total		35.16		94.05

There are no restrictions with regards to cash and cash equivalents as at the end of reporting period and previous reporting period.

9 Other Current Assets

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Other Current Assets		77.26		27.96
(a) Advances to Vendors	38.69		21.22	
(b) Advances to Employees	-		-	
(c) Balance with the Revenue Authority	38.57		6.74	
(d) Others	-		-	
Total		77.26		27.96

No advances and receivables are due from directors or other officers of the Company either severally or jointly with any other persons, nor due from firms or persons in which director is partner, a director or a member

10 Equity Share Capital

Particulars	31.03.2025		31.03.2024	
	Number	Amount	Number	Amount
10.1 AUTHORIZED SHARE CAPITAL				
Equity Share of Rs. 10/- each	215.10	2,151.00	65.10	651.00
10.2 ISSUED, SUBSCRIBED & FULLY PAID UP SHARE CAPITAL				
Equity Share of Rs. 10/- each	60.96	609.62	60.96	609.62
TOTAL	60.96	609.62	60.96	609.62

1. Terms / Rights attached to Equity Shares

- The Company has only one class of shares - referred to as - equity shares having a par value of ` 10 per share. Each holder of equity shares is entitled to one vote per share.
- As per the Companies Act, 2013, 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 the preferential amounts. However, no such preferential amounts exists currently. The distribution will be in the proportion to the number of the Shareholders.
- Company has increased his authorized share capital by 150 Lacs in current financial year on dated 27.09.2024

2. Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of Shareholder	31.03.2025		31.03.2024	
	No. of Shares	% held	No. of Shares	% held
Rajan Shah	30.91	50.71	30.91	50.71
TOTAL	30.91	50.71	30.91	50.71

3. Shares held by the promoters as defined in the Companies Act, 2013 at the end of period

Promoter name	No. of Shares	% held	No. of Shares	% held	% Change during the
Rajan Shah	30.91	0.51	30.91	0.51	-
Shree Gopal Saboo	0.24	0.00	0.24	0.00	-
Shree Gopal Saboo (H.U.F.)	0.20	0.00	0.20	0.00	-
Anurag Saboo	0.03	0.00	0.03	0.00	-
Nidus Software Solution Private Limited	3.00	0.05	3.00	0.05	-
Hazun Un Package Private Limited	3.00	0.05	3.00	0.05	-
Harshali Multitrade Private Limited	2.40	0.04	2.40	0.04	-
Total	39.77		39.77		

11 Other Equity
FY 2024-25

Particular	Reserves and Surplus				Other comprehensive income		Total Other Equity
	Share Premium	Capital reserve	Investment allowance reserve / Subsidy	Retained Earnings	Equity Instruments through OCI	Remeasurment of Defined benefit Liability	
Balance at 1st April 2025 (A)	966.30	69.05	5.06	-592.98	-	-	447.42
Addition made during the reporting period	-	-	-	-330.58	-	-	-330.58
Net Profit / (Loss) during the reporting period							
Adjustment made during the reporting period							
Transferred from Statement of Profit and Loss							
Items of the Other Comprehensive Income for the period (Net of taxes)							
Total Comprehensive Income for the year 2023 - 2024 (B)	-	-	-	-330.58	-	-	-330.58
Reduction made during the reporting period							
Final Dividend	-	-	-	-	-	-	-
Total reductions made during the reporting period (C)							
	-	-	-	-	-	-	-
Balance as at March 31, 2024 (D) = (A + B - C)	966.30	69.05	5.06	-923.56	-	-	116.83

FY 2023-24

Particular	Reserves and Surplus				Other comprehensive income		Total Other Equity
	Share Premium	Capital reserve	Investment allowance reserve / Subsidy	Retained Earnings	Equity Instruments through OCI	Remeasurment of Defined benefit Liability	
Balance at 1st April 2025 (A)	966.30	69.05	5.06	-616.64	-	-	423.77
Addition made during the reporting period	-	-	-	23.65	-	-	23.65
Net Profit / (Loss) during the reporting period							
Adjustment made during the reporting period							
Transferred from Statement of Profit and Loss							
Items of the Other Comprehensive Income for the period (Net of taxes)							
Total Comprehensive Income for the year 2023 - 2024 (B)	-	-	-	23.65	-	-	23.65
Reduction made during the reporting period							
Final Dividend	-	-	-	-	-	-	-
Total reductions made during the reporting period (C)							
	-	-	-	-	-	-	-
Balance as at March 31, 2024 (D) = (A + B - C)	966.30	69.05	5.06	-592.98	-	-	447.42

- a) Securities Premium: Securities premium account is used to record the premium on issue of equity share. These reserve is mainly utilized in accordance with Companies Act, 2013.
- b) Retained Earnings: Retained earning reserves represents the undistributed accumulated earnings of the Company as at the date of Financial Statements.

12 Non Current Liabilities

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Secured Loans		416.90		-
- From Banks	-		-	
Unsecured Loan				
- From Related parties	416.90		-	
- From Others	-		-	
Total		416.90		-

Loan from related parties are unsecured and repayable on demand basis

13 Deferred tax liabilities (Net)

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Income tax recognized in the Statement of Profit and Loss				
<u>Current Tax</u>				
In respect of current year	-		-	
Adjustment in respect of previous year	-	-	-	
<u>Deferred Tax</u>				
In respect of current year		0.12		-0.00
Total		0.12		-0.00

The tax rate used for reconciliation above is Corporate Tax rate (MAT) at the rate 15.60% (Prev Year 15.60%) payable by the Corporate Entities on taxable profit as per Indian Tax Laws.

FY 2024-25

Particular	Balance Sheet	Profit & Loss	Other comprehensive income	Balance Sheet
	01.04.2024	2024-25	2024-25	31.03.2025
a) Difference between written down value on Property, Plants and Equipments as per books of accounts and Income Tax Act, 1961	0.01	0.12	-	0.12
b) Provision for expenses allowed for tax purpose on payment basis	-			
c) Allowance for unsecured doubtful debts and advances	-			
Deferred Tax Expenses / (Benefits)		0.12	-	
Net Deferred Tax Liabilities / (Assets)	0.01			0.12

FY 2023-24

Particular	Balance Sheet	Profit & Loss	Other comprehensive income	Balance Sheet
	01.04.2023	2023-24	2023-24	31.03.2024
a) Difference between written down value on Property, Plants and Equipments as per books of accounts and Income Tax Act, 1961	-	0.01	-	-0.00
b) Provision for expenses allowed for tax purpose on payment basis	-			
c) Allowance for unsecured doubtful debts and advances	-			
Deferred Tax Expenses / (Benefits)		0.01	-	
Net Deferred Tax Liabilities / (Assets)	-			-0.00

14 Trade payables

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Trade payables		567.41		57.53
- Due to Micro and Small Enterprises	380.76		57.53	
- Due to Others	186.65		-	
Total		567.41		57.53

The Company has certain dues to the suppliers of Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act 2006"). The disclosure pursuant to MSMED Act, 2006 are as follows:

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
i) The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year:	380.76		57.53	
— Principal				
— Interest				
ii) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006	-		-	
iii) The amount of interest due and payable for the period of delay in making payment (which is not paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	-		-	
iv) The amount of interest accrued and remaining unpaid at the end of accounting year; and	-		-	
v) The amount of further interest remaining due and payable even in the succeeding years, when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the MSMED Act, 2006	-		-	
		380.76		57.53
		380.76		57.53

Dues to Micro, Small and Medium Enterprises have been determined to the extent such parties have been identified on the basis of information collected by them and have been relied upon by the Auditors.

Refer "Note No. 26B" for the information of credit risk and market risk for Trade Payables.

Trade Payables ageing schedule

The following ageing schedule shall be given for Trade payables due for payment:-

FY 2024-25

Particulars	Unbilled	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME		368.23	12.54	-	-	380.76
(ii) Others		186.65	-	-	-	186.65
(iii) Disputed dues – MSME		-	-	-	-	-
(iv) Disputed dues - Others		-	-	-	-	-
TOTAL	-	554.87	12.54	-	-	567.41

FY 2023-24

Particulars	Unbilled	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME		57.53	-	-	-	57.53
(ii) Others		-	-	-	-	-
(iii) Disputed dues – MSME		-	-	-	-	-
(iv) Disputed dues - Others		-	-	-	-	-
TOTAL	-	57.53	-	-	-	57.53

15 Other Financial Liabilities

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Others		33.56		15.30
- Audit Fees Payables	0.45		0.45	
- Liabilities for Expenses	4.30		2.32	
- Payable towards Employees	23.54		7.50	
- Payable towards Direct Tax	3.54		5.02	
- Payable towards Indirect Tax	1.73		-	
Total		33.56		15.30

Out of liabilities of expenses no amount are due to the suppliers of Micro, Small and Medium Enterprises as defined under the Micro, Small and Medium Development Act, 2006 (“MSMED Act 2006”).

16 Current Tax Liabilities (Net)

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Provision for Income Tax		-		-
Provision for Income Tax	-		-	
Less : Advance Tax	-		-	
Less : Tax Deducted at Sources	-		-	
Less : Tax Collected at Sources	-		-	
Total		-		-

The tax rate used for reconciliation above is Corporate Tax rate (MAT) at the rate 15.60% (Prev Year 15.60%) payable by the Corporate Entities on taxable profits.

17 Revenue from Income

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Revenue From Operations		12.03		170.53
Sales of Products				
Commodities/trading	10.56		169.59	
Sales of Scrap	1.47		0.94	
Sales of Services		701.86		-
Revenue from Services				
Total		713.89		170.53

Sales of Product: Performance obligation in respect of sales of goods is satisfied, when the controls of the goods is transferred to the customer, generally on delivery and payment is generally due as per the terms of contract with the customers.

Sales of Services: Performance obligation in respect of sales of service is satisfied over a period of time and the acceptance of the customers. In respect of the services, payment is generally due upon the completion of services and acceptance from the customers.

During the reporting period and previous reporting period, the Company having remaining performance obligation as contracts entered for sales of service are

The Company collects the Goods and Service Tax (GST) on behalf of the Government, hence the GST is not included in Revenue from Operations.

18 Other Income

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Interest Income		56.46		43.84
Interest Received on Loans & Advances	56.46		43.84	
Interest Received on others	-		-	
Total		56.46		43.84

19 Cost of Raw Material Consumed

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Cost of material Consumed				
A) Raw Materials				
Opening Stock	-		-	
Add: Purchases	728.66		-	
Add: Direct Cost	175.07		-	
Less: Closing Stock	66.84		-	
Cost of Material Consumed		836.88		-
B) Packing & Others				
Opening Stock	-		-	
Add: Purchases	-		-	
Add: Direct Cost	-		-	
Less: Closing Stock	-		-	
Cost of Material Consumed		-		-
Total		836.88		-

20 Purchase Stock in Trade

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Purchase of Trading Goods		-		168.44
Total		-		168.44

21 Changes In Inventories Of Finished Goods

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Stock at the beginning of the Reporting Period				
Finished Goods				
Work in Progress				
Trading Stock	1.71	1.71	2.97	2.97
Stock at the end of the Reporting Period				
Finished Goods	177.64			
Work in Progress				
Trading Stock		177.64	1.71	1.71
Total		-175.92		1.26

22 Employee's Benefit Expenses

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Salary & Managerial Remunerations		4.00		7.20
Total		4.00		7.20

Refer "Note No. 31" for further reference.

23 Financial Cost

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Interest on Financial Liabilities carried at Amortized Cost		5.43		0.00
On Bank Borrowings	-		-	
Interest to Others	5.38		-	
Other Interest Expenses	0.05		0.00	
Total		5.43		0.00

24 Other Expenses

Particulars	31.03.2025		31.03.2024	
	Amount		Amount	
Other Expenses		428.69		8.62
Bad Debts and Accounts written off	403.24		-	
BSE Listing Fees	3.90		3.75	
Professional Service Charges	4.10		0.30	
Registrar & Share Transfer Agent Expenses	0.74		1.08	
Administrative & Other Expenses	16.72		3.49	
Payments to the Auditor		1.00		0.50
Audit Fees	0.50		0.50	
Tax Audit Fees	0.20		-	
Certification Fees	-		-	
Limited Review Fees	0.30		-	
Total		429.69		9.12

Material Accounting Policies

For BAGDIA & COMPANY

Chartered Accountants

FRN : 128256W

sd/-

CA Saket Bagdia

Partner

M. No. 111021

UDIN : 25111021BMJASR7026

Date : 29-05-2025

Place : Nagpur

For and on behalf of ARIGATO UNIVERSE LIMITED
(Formerly Saboo Brothers Ltd)

sd/-

Rajan Shah

Managing Director

(DIN No. 00932062)

sd/-

Sanket Shah

Director

(DIN No. 09185456)

sd/-

Dhwani Shah

Chief Financial Officer

(DIN No. 10765189)

sd/-

Priyanka Sharma

Company Secretary

M.No.: 56350

M/S ARIGATO UNIVERSE LIMITED**(Formerly Saboo Brothers Ltd)****CIN: L45100MH1979PLC440026****Reg. Off.: Plot No 8, Flat No. 802, NA/28, Impressa Rise Apartments, Shivaji Nagar, Shankar Nagar, North Ambazari Road, Nagpur - 440010 Maharashtra****NOTES****25. Fair value of Financial Assets and Financial Liabilities**

(Amount in Lakhs)

Sr. No.	Particulars	Note	As at March 31, 2025		As at March 31, 2024	
			Carrying Value	Fair Value	Carrying	Fair Value
I	Financial Assets					
	Non - Current					
(a)	At Fair Value :-	2	15.14	15.14	1.13	1.13
(b)	At Amortised Cost					
	- Trade Receivables	3	-	-	198.37	198.37
	- Loans	4	512.20	512.20	657.11	657.11
	- Security Deposit and Others	5	3.00	3.00	13.95	13.95
	- Other Non Current Asstes		-	-	-	-
	Total Non Current Financial Assets		530.34	530.34	870.56	870.56
	Current					
(a)	At Fair Value :-		-	-	-	-
(b)	At Amortised Cost					
	- Inventories	6	244.47	244.47	1.71	1.71
	- Trade Receivables	7	857.21	857.21	135.59	135.59
	- Cash and Cash Equivalents	8	35.16	35.16	94.05	94.05
	- Other Bank Balances		-	-	-	-
	- Other Current Financial Assets	9	77.26	77.26	27.96	27.96
	Total Current Financial Assets		1,214.09	1,214.09	259.32	259.32
II	Financial Liabilities					
	Non - Current					
(a)	At Amortised Cost					
	- Borrowings	12	416.90	416.90	-	-
	- Trade Payables		-	-	-	-
	- Other Financial Liabilities		-	-	-	-
	Total Financial Liabilities		416.90	416.90	-	-
	Current					
(a)	At Amortised Cost					
	- Borrowings		-	-	-	-
	- Trade Payables	14	567.41	567.41	57.53	57.53
	- Other Financial Liabilities	15	33.56	33.56	15.30	15.30
	Total Financial Liabilities		600.97	600.97	72.82	72.82

26A - Fair Value Measurements

- i) **Financial Instruments measured at Fair Value through Other Comprehensive Income The Company neither hold any unquoted equity shares**

The Company neither hold quoted or unquoted debentures or bonds nor holds quoted equity instruments, which are being measured at Fair Value through Other Comprehensive Income (FVTOCI), so the requirement to report under the "Ind AS - 109, Fair Value" is not applicable to the Company for all the instruments presented in the financial statements.

ii) **Financial Instruments measured at Fair Value through Profit or Loss** (Amount in Lakhs)

Financial Assets / Financial Liabilities	Fair Value As At 31.03.2025	Fair Value Hierarchy		
		Quoted Price in Active Market (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Foreign Currency Forward Exchange Contract Payable	-	-	-	-

Financial Assets / Financial Liabilities	Fair Value As At 31.03.2024	Fair Value Hierarchy		
		Quoted Price in Active Market (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Foreign Currency Forward Exchange Contract Payable	-	-	-	-

The Company neither hold any unquoted equity shares (other than investments in associates and subsidiaries, which are being measured at amortized cost) nor quoted mutual funds, which are being measured at Fair Value through Profit and Loss (FVTPL), so the requirement to report under the “Ind AS 101” is not applicable to the Company for all the reporting periods presented in the financial statements.

The Company has not any financial liabilities which are being measured at Fair Value through Profit or Loss (FVTPL) so the reporting under the “Ind AS 101” is not applicable to the Company in respect of all the reporting periods presented in financial statements.

iii) **Financial Instruments measured at Amortized Costs**

- The carrying amount of financial assets and financial liabilities measured at amortized costs in the financial statements are a reasonable approximation since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received.

26B Financial Risk Management Objectives and Policies:

The Company’s principal financial assets mainly comprise of investments, security deposits, cash and cash equivalents, other balances with bank and trade receivables that derive directly from its business operations. The Company’s financial liabilities mainly comprise the borrowings in Indian currency and other payables. The main purpose of these financial liabilities is to finance the Company’s business operations and to provide guarantees to suppliers.

The Company is exposed to Market Risk, Credit Risk and Liquidity Risk from its financial instruments. The Board of Directors (“the Board”) oversees the management of these financial risks. The risk management policy of the Company formulated by the Company’s management and approved by the Board of Directors, which states the Company’s approach to address uncertainties in its endeavor to achieve its stated and implicit objectives. It prescribes the responsibilities of the Company’s managements, the structure for managing the risk and the framework for risk management. The framework seeks to identify, assess and mitigate the financial risks in order to minimize potential adverse effects on the Company’s financial performance. The Board has taken necessary measures to mitigate the risks identified on the basis of information and situations present.

The following disclosures summarize the Company’s exposure to financial risks and the information regarding the use of derivatives employed to hedge such risks. Quantitative sensitivity analysis has been provided to reflect the impact of reasonably possible changes in market rate on financial positions of the Company.

i) **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 the market prices. Major types of Market Risk are: “Interest rate risk, Currency risk and Other price risk”. Financial instruments affected by the market risk include loans and borrowings as well as domestic currency, deposits, retention money, trade and other payables and trade receivables and derivatives financial instruments.

a) **Interest Rate Risk**

Interest rate risk is the risk that the fair value or future cash outflows of a financial instrument will fluctuate because of changes in the market interest rate. Movement in the interest rate would adversely affect the borrowing costs of the Company. The Company is exposed to long-term and short-term interest rate risk. The Company manages interest rate risk by monitoring its mix of fixed and floating rate instruments and taking actions as necessary to maintain an optimal mix. The Company has not used any interest rate derivatives.

i) **Interest Rate Risk Exposure**

(Amount in Lakhs)

Particular	31.03.2025	31.03.2024
Variable Rate Borrowing	-	-
Fixed Rate Borrowing	416.90	-

ii) **Sensitivity Analysis**

There were no incidents during the period that would affect the Profit and Loss estimates due to higher or lower interest expenses on borrowings due to changes in interest rates. of changes in interest rate.

b) Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate due to changes in foreign exchange rates. Since the Company does not operate globally and has no foreign currency exposure, this risk is not applicable.

ii) Credit Risk

Credit risk refers to the risk that the counterparty will default on its contractual obligations resulting in financial losses to the Company. Credit risk arises from financial assets such as trade receivables, other balances with banks and other financial assets such as other receivables with the Company.

Credit risk arising from term deposits and other balances with banks is limited and there is no collateral held against these because the counterparties are recognized financial institutions with high credit rating assigned by the international credit rating agencies.

The average credit period on sale of products ranges from 90 to 120 days. Credit risk arising from trade receivable is managed in accordance with established policy, procedures and control relating to customer credit risk management. The credit quality of a customer is assessed based on debtors' creditworthiness and accordingly individual credit limits are defined / modified. The concentration on credit risk is limited due to the fact that, the Company's customer base is large.

iii) Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in raising the funds to meet the commitments associated with financial instruments by delivering cash or another financial asset. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Company has an established liquidity risk management framework for managing its short-term, medium-term and long-term funding and liquidity requirements. The Company's exposure to liquidity risk arises primarily from mismatches of maturities of financial assets and liabilities. The Company manages its liquidity risk by maintaining adequate funds in the cash and cash equivalents. The Company also has adequate credit facilities agreed with banks to ensure sufficient cash to meet all its normal operating commitments in a timely and cost-effective manner.

The Company believes that its liquidity positions {As At March 31, 2025, ` 35.22 Lakhs (Prev Year ` 94.05 Lakhs)}, anticipated future internal requirements from operations, and its fully available revolving undrawn credit facilities will enable it to meet its future known obligations in the ordinary course of operations. If liquidity needs were to arise, the Company believes it has access to financing arrangements, value of unencumbered assets, which should enable it to meet ongoing capital, operating, and other liquidity requirements.

The liquidity position of the Company mentioned above, includes:

- i) Cash and Cash Equivalents as disclosed in the Cash Flows Statements
- ii) Current / non - current term deposits as disclosed in the other financial assets

The Company's liquidity management process as monitored by the management, includes:

- i) Day-to-day funding, managed by monitoring future cash flows to ensure that requirements can be met.
- ii) Maintaining rolling forecasts of the Company's liquidity position on the basis of expected cash flows.
- iii) Maintaining diversified credit lines.

The below table analysis shows the financial liabilities of the Company in the relevant maturity grouping based on the remaining period from the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows:

(Amount in Lakhs)					
Particulars	Less than 1 Years	Between 1 to 5 Years	More than 5 Years	Total	Carrying Value
As At March 31, 2025					
Borrowings	416.90	-	-	416.90	416.90
Other Financial Liabilities	33.56	-	-	33.56	33.56
Trade Payables	567.41	-	-	567.41	567.41
As At March 31, 2024					
Borrowings	-	-	-	-	-
Other Financial Liabilities	15.30	-	-	15.30	15.30
Trade Payables	57.53	-	-	57.53	57.53

26C Capital Management

The Company adheres to a robust Capital Management framework which is underpinned by the following guiding principles.

- Maintain the financial strength to ensure BBB+ stable ratings domestically and investment grade ratings internationally.
- Ensure financial flexibility and diversify the source of financing and their maturities to minimize liquidity risk while meeting its investment requirements.
- Ensure sufficient liquidity is available (either through cash and cash equivalents, investments or committed credit facilities) to meet the needs of the business.
- Minimize the finance costs while taking into consideration current and future industry, market and economic risks and conditions.
- Safeguard its ability to continue as a going concern.
- Leverage optimally in order to maximize shareholders' returns while maintaining strength and flexibility of the Balance Sheet.

This framework is adjusted based on underlying macro-economic factors affecting the business environment, financial market conditions and interest rate environment.

The Board of Directors of the Company has primary responsibilities to maintain a strong capital base and reduce the cost of capital through a prudently deployed fund and leveraging in domestic and international financial market, so as to maintain investors, creditors and market confidence and to support the development of the business. For the purpose of the Company's capital management, capital includes issued equity capital and all other equity components of the equity shareholders of the Company. The primary objective of the Company when managing capital is to safeguard its ability to continue as a going concern and maintain an optimal capital structure so as to maximize shareholder value.

As at March 31, 2025, and March 31, 2024, the Company has only one class of equity shares and has low debts.

The Company manages its capital on the basis of the Net Debt to Equity Ratio which is Net Debt (Total Borrowings net of Cash and Cash Equivalents) divided by total equity.

(Amount in Lakhs)		
Particular	31.03.2025	31.03.2024
Total Liabilities	1,017.99	72.82
Less: Cash and Cash Equivalents	35.16	94.05
Net Debt (A)	982.84	-21.23
Total Equity	726.45	1,057.04
Net Debts to Total Equity	1.35	-0.02

The Company has complied with the covenants as per the terms and conditions of the major borrowing facilities throughout the reporting period.

27 Key Financial ratios

S. No	Ratio	Numerator	Denominator	C.Y. Ratio 31.03.25	P.Y. Ratio 31.03.24	% Change
a)	Current Ratio	Current Assets	Current Liabilities	2.02	3.56	-43%
b)	Debt Equity Ratio	Long Term Debt + Short Term Debt	Shareholder Equity	0.6839	0.0000	#DIV/0!
c)	Debt Service Coverage Ratio	Earning before Interest, tax, Depreciation & Amortisation	Total Interest + Principal on Borrowings	-0.78	0.00	#DIV/0!
d)	Return on Equity Ratio	Earning after Interest, tax, Depreciation & Amortisation	Shareholder's Equity	-0.54	0.39	-240%
e)	Inventory Turnover Ratio	Cost of Goods Sold	Inventory	3.42	98.38	-97%
f)	Trade Receivables Turnover Ratio	Net Credit sales	Trade Receivables	0.83	1.26	-34%
g)	Trade Payables Turnover Ratio	Net Credit Purchases	Trade Payables	1.59	2.93	-46%
h)	Net Capital Turnover Ratio	Total Sales	Working Capital	1.16	0.16	622%
i)	Net Profit Ratio	Net Profit	Net Sales	-0.46	0.16	-382%
j)	Return on Capital Employed	Earning before interest & Tax	Capital Employed	-0.28	0.03	-1231%
k)	Return on Investment	Net Profit after Tax	Capital Employed	-0.28	0.02	-1440%

* Return on capital and return on investment have reduced during the current financial year due to bad debts from loans, advances, and trade receivables of 403.23 lakhs, which have been booked as an expense.

28 Earnings Per Share (EPS)

(Amount in Lakhs)

Sr No.	PARTICULAR	31-Mar-25	31-Mar-24
i)	Net Profit / (Loss) after tax as per the Statement of Profit or Loss attributable to the holder of Equity Shares	-330.58	23.65
ii)	Basic/Weighted average number of Equity Shares outstanding during the year (B)	60.96	60.96
iii)	Nominal value of Equity shares (Rs.)	10	10
iv)	Basic/Diluted Earnings per Share (Rs.) (A) / (B)	(5.42)	0.39

29 Information on Related Party Transaction as required by Ind AS - 24 - "RELATED PARTY DISCLOSURE" for the year ended March 31, 2025

Related parties as defined under clause 9 of the Ind AS - 24, "Related Party Disclosure" have been identified on the basis of written representation of the Company's management and information available with the Company. The Company's material related party transactions and outstanding balances as at the end of the reporting period and the Company had entered into the transactions in the ordinary course of Business are as follows:

a Name of the related Parties and nature of relationship

Sr. No.	Name of the Related Parties	Nature of Relationship
1	Anurag Saboo	Director
2	Lokanath Suryanarayan Mishra	Director
3	Sushma Anuj Yadav	Director
4	Sanket Shah	Director
5	Rajan Shah	Managing Director
6	Dhwani Shah	Chief Financial Officer
7	Nikhil Kuwar Singh	Retired Director
8	Sarojkumar Gupteshwar Pandey	Retired Director
9	S S Buildcon	Enterprise On Which Key Management Personnel Can Exercise Significant Influence
10	J P Enterprises	Enterprise On Which Key Management Personnel Can Exercise Significant Influence
11	SRK Infra	Enterprise On Which relative of Key Management Personnel Can Exercise Significant Influence

Terms and Conditions with the transactions with Related Parties as under:

a) The Company has been entering into transactions with related parties for its business purpose. The process followed for entering into transactions with related parties are same as followed for unrelated parties. Vendors are selected competitively having regard to strict adherence to quality, timely service and cost. Further related party vendors provide additional advantage in term of:

- i) Supplying products primarily to the Company;
- ii) Advanced and innovative technologies;
- iii) Customization of products to suit the Company's specific performance;
- iv) Enhancement of the Company's purchase cycle and assurance of just in time supply with resultant benefits - notably on working capital.

b) The purchases from and sales to related parties are made on terms equivalents to and those applicable to all unrelated parties on arm's length basis.

c) Outstanding balances of the related parties as at the end of the reporting period are unsecured, interest free and will be settled in the cash on demand basis.

(Amount in Lakhs)

NATURE OF RELATIONSHIP NATURE OF TRANSACTION ↓	CONTROLLING PARTIES (Rs.)	ASSOCIATES (Rs.)	KEY MANAGEMENT PERSONNEL (Rs.)	ENTERPRISE ON WHICH KEY MANAGEMENT PERSONNEL CAN EXERCISE SIGNIFICANT INFLUENCE
Interest Paid	-	-	-	5.38
	-	-	-	-
Rent Paid (Excluding GST)	-	-	-	0.25
	-	-	-	-
Purchase of Goods (Excluding GST)	-	-	-	313.52
	-	-	-	-
Director Remuneration	-	-	3.60	-
	-	-	(3.60)	-
Security Deposits	-	-	-	3.00
	-	-	-	-
Loan Taken	-	-	-	432.07
	-	-	-	-
Loan Repaid	-	-	-	20.00
	-	-	-	-
Outstanding Balance As On 31 st March 2025	-	-	-	-
Payable / Creditors	1.18	-	5.77	736.86
	(1.18)	-	(6.62)	-
Receivable / Debtors	-	-	-	3.00
	-	-	-	-

PARTICULAR	CONTROLLING PARTIES (Rs.)	ASSOCIATES (Rs.)	KEY MANAGEMENT PERSONNEL (Rs.)	ENTERPRISE ON WHICH KEY MANAGEMENT PERSONNEL CAN EXERCISE SIGNIFICANT INFLUENCE
1 Interest Paid				
a) S S Buildcon				1.94
				-
b) SRK Infra				0.16
				-
c) Rajan Shah				3.29
				-
2 Rent Paid (Excluding GST)				
a) Rajan Shah				0.25
				-
3 Purchase of Goods (Excluding GST)				
a) S S Buildcon				313.52
4 Director Remuneration				
a) Saroj Pandey			1.80	
			(1.80)	
b) Nikhil Singh			1.80	
			(1.80)	
5 Security Deposits				
a) Rajan Shah				3.00
				-
6 Loan Taken				
a) S S Buildcon				229.45
				-
b) SRK Infra				4.00
				-
c) Rajan Shah				198.61
				-
6 Loan Repaid				
a) Rajan Shah				20.00

Balances payable / receivable to the related parties as on March 31, 2025

1	Loan Payable				
a)	S S Buildcon	-	-	-	231.20
		-	-	-	-
b)	SRK Infra	-	-	-	4.14
		-	-	-	-
c)	Rajan Shah	-	-	-	181.57
		-	-	-	-
2	Trade Payables				
a)	S S Buildcon	-	-	-	319.96
		-	-	-	-
3	Director Remuneration Payable				
a)	Saroj Pandey (Retired Director)	-	-	5.11	-
		-	-	-3.31	-
b)	Nikhil Singh (Retired Director)	-	-	0.66	-
		-	-	-3.31	-
4	Other Payables				
a)	Rajan Shah	1.18	-	-	-
		-1.18	-	-	-
5	Security Deposits Receivables				
a)	Rajan Shah	-	-	-	3.00
		-	-	-	-

30 Segment Information

The segment reporting of the Company has been prepared in accordance with Ind AS - 108, "Operating Segments" {specified under the section Companies Act, 2013, read together with Companies (Indian Accounting Standard) Rule, 2015, as amended, time to time}. For the Company's purpose, the Company is organized into the business unit based on its products and services and has identified four reportable segment. Operating disclosure are consistent with the information provided to and reviewed by the Chief Operating Decision Maker (CODM) are as follows:

The Board of Directors of the Company monitors the operating results of its business segments separately for the purpose of making decisions a allocation and performance assessments. Segment performance is evaluated based on profit or loss and is measured consistently with the profit an Statements. Operating Sgement have been identified on the basis of the nature of products / services and have been identified as per the quantita in the Ind AS.

Revenue and expenses have been identified to a segment on the basis of relationship to the operating activities of the segment. Revenue and exp the enterprises as a whole and are not allocable to a segments on reasonable basis have been disclosed as "unallocable".

Sr No	Reportable Segments	Product / Services
1	Manufacturing/ Trading	Sale of Goods/ Scrap
2	Services	Construction Services

The measurement principles of segments are consistent with those used in significant accounting policies.

There is no transfer of products between the operating segments. No operating segments have been aggregated to form the above reportable open

Information about Business Segements are as under:

(Amount in Lakhs)

Sr No	Particular	Construction Services	Sale of Goods/ Scrap	Total	Construction Services	Sale of Goods/ Scrap	Total
A)	Revenue						
a)	Gross Sales	701.86	12.03	713.89	-	170.53	170.53
b)	Other Unallocated			56.46			43.84
c)	Total Revenue	701.86	12.03	770.34	-	170.53	214.37
B)	Results						-
a)	Segment Results	650.43	10.53	660.96		169.70	169.70
C)	Segment Results	650.43	10.53	660.96	-	169.70	169.70
D)	Unallocated Expenses Netted off with Unallocated Income *			434.40			16.65
E)	Operating			-325.02			28.02
F)	Finance Costs and Foreign Exchange Fluctuations			5.43			0.00
G)	Profit Before Tax (PBT)			-330.45			28.02
H)	Add: Extra Ordinary Items			-			-
I)	Less: Tax			-			-
	Current tax			0.02			4.37
	Deferred tax			0.12			0.01
J)	Profit After Tax (PAT)			-330.59			23.64

Other information

(Amount in Lakhs)

Sr No	Particular	Construction Services	Sale of Goods/ Scrap	Total	Construction Services	Sale of Goods/ Scrap	Total
1	Segment Assets	1,060	114	1,174	-	195	195
	Unallocated Corporate Assets			570	-		935
	Total Assets	1,060	114	1,744	-	195	1,130
2	Segment	971.77	12.54	984		57.53	58
	Unallocated Corporate Liabilities			34			15
	Total Liabilities	971.77	12.54	1,017.99	-	57.53	72.82
3	Capital			-			-
	Unallocated Corporate Capital			-			-
	Total Capital Expenditures	-	-	-	-	-	-

* Unallocated items include general corporate income, expenses, assets and liabilities which are not allocated to any other business segments.

31 Post-Employment Benefits

i) Defined - Benefit Plans

The Company has not instituted any defined benefit plans such as gratuity, pension or retirement benefits for its employees. Hence, the requirement of defined benefit schemes are not applicable.

ii) Defined Contribution Plans

The Company makes contributions to statutory defined contribution plans such as Provident Fund and Employee State Insurance in accordance with laws. The Company's obligation is limited to the amount of contributions made. The total expense recognised in the Statement of Profit and Loss for such contributions are as follow:

(Amount in Lakhs)		
Particular	31.03.2025	31.03.2024
Provident Fund	0.78	-
Family Pension Fund	-	-
Employees State Insurance Scheme	0.28	-

The Company had applied for registration under Provident Fund (PF), Employees' State Insurance Scheme (ESIC), and Professional Tax (PT) as per audit report. However, the statutory payments were pending since the registration numbers had not yet been allotted.

iii) Other Long - Term Employee Benefits

The Company does not provide any other long-term employee benefits such as long service leave, jubilee awards, long-term compensated absence benefits to its employees.

iv) Termination Benefits

No termination benefits have been provided by the Company during the reporting period.

32 Additional Regulatory Information as required by the Schedule - III of the Companies Act, 2013

- i) The Company does not have benami property held in its name. No proceedings have been initiated on or are pending against the Company for having property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the relevant Rules made thereunder.
- ii) The Company has not been declared as willful defaulter by the banks and the financial institutions or other lenders or government or any government.
- iii) The Company has not entered any transactions with the companies struck off as per section 248 of the Companies Act, 2013 or Section 560 of the Companies Act, 2013, hence the details related to the same have not been furnished.
- iv) The Company does not have any charges or satisfaction of charges which is yet to be registered with the Registrar of Company beyond the statutory requirements.
- v) There have been no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the reporting period in the tax assessments under the Income Tax Act, 1961.
- vi) The Company has neither traded nor invested nor advanced in Crypto or Virtual Currency during the reporting period and previous reporting period.

33 Contingent Liabilities

(Amount in Lakhs)			
Sr No	Particular	31.03.2025	31.03.2024
i)	Bonds executed in favour	-	-
ii)	Foreign bills discounting with Banks	-	-
iii)	Claims not acknowledged as debts (Disputed by the Company and or appealed against);	-	-
	a) Demand of Income Tax	-	-
	b) Demands by Excise department (including Service Tax)	-	-
	c) Demands of Sales Tax / GST	-	-
	d) Demands of workers	-	-
iv)	Others	-	-

The Company does not have any contingent liabilities or contingent assets as at the reporting date.

34 Capital and Other Commitments

The Company does not have any capital or other commitments as at the reporting date.

35 Corporate Social Responsibilities

The provisions of Section 135 of the Companies Act, 2013, read with the rules made thereunder, relating to Corporate Social Responsibility, are not applicable to the Company for the year ended 31st March 2025, as the Company does not meet the prescribed thresholds with respect to net worth, turnover or net profit.

36 Dividend

No dividend has been declared or proposed by the Board of Directors for the year ended 31st March 2025 (Previous Year: Nil).

37 Foreign Currency Exposure

The Company has no foreign currency denominated financial assets or liabilities as at the reporting date. The Company has also not entered into instruments for hedging foreign currency risk. Accordingly, there are no hedged or unhedged foreign currency exposures requiring disclosure under Financial Instruments: Disclosures.

38 Event occurring after the Balance Sheet Date

The management has evaluated subsequent events occurring after the reporting date and has concluded that there are no events which require disclosure in the accompanying financial statements in accordance with Ind AS 10 – Events after the Reporting Period.

39 Disclosure pursuant to regulation 34(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 186 of the Companies Act, 2013

The Company has not complied with the provisions of Sections 186 of the Companies Act, 2013, in respect of loans/advances granted. The Company is in breach of the limits prescribed under Section 186 of the Act without obtaining the necessary approvals. Accordingly, in our opinion, this constitutes a non-compliance with the provisions of the Act.

40) The company has GST number 08AAACS6148L2ZZ in Udaipur (RJ) which has been suspended by the GST dept due to Non filing of GST return by the audit date.

41) Previous Year audited figures have been regrouped / rearranged, wherever necessary to make them comparable for the purpose of preparation and presentation of Financial Statements

Signatures to Notes 1 to 41

Material Accounting Policies
As per our Report of even date
For BAGDIA & COMPANY

Chartered Accountants
FRN : 128256W

sd/-
CA Saket Bagdia
Partner
M. No. 111021
UDIN:
Date : 29-05-2025
Place : Nagpur

For and on behalf of ARIGATO UNIVERSE LIMITED
(Formerly Saboo Brothers Ltd)

sd/-
Rajan Shah
Managing Director
(DIN No. 00932062)

sd/-
Dhwani Shah
Chief Financial Officer
(DIN No. 10765189)

sd/-
Sanket Shah
Director
(DIN No. 09185456)

sd/-
Priyanka Sharma
Company Secretary
M.No.: 56350

<u>M/S ARIGATO UNIVERSE LIMITED</u>			
<u>CIN: L45100MH1979PLC440026</u>			
<u>Reg. Off.: Plot No 8, Flat No. 802, NA/28, Impressa Rise Apartments, Shivaji Nagar, Shankar Nagar, North Ambazari Road, Nagpur - 440010 Maharashtra</u>			
<u>Groupings To The Balance Sheet And Profit & Loss Account</u>			
(Amount in Lakhs)			
<u>List of cases of Trade Receivable</u>			
Particular		31-03-2025	31-03-2024
<u>Trade Receivables (NON-CURRENT)</u>			
More Than 3 years			
Goutom Iron Traders		-	20.00
Goutom Iron & Traders & Co		-	4.34
Others		-	146.32
Marothi Cement Pvt. Ltd.		-	4.55
Phosphate India P Ltd		-	21.03
Vizexec Transformation Pvt.Ltd.		-	2.13
Total		-	198.37
<u>List of cases of Loans</u>			
Particular		31-03-2025	31-03-2024
<u>Loans (NON-CURRENT)</u>			
<u>Unsecured Loan</u>			
Multani Jewellers		52.40	79.26
PV Patil Constructions		107.78	-
Bohra Pratishthan Pvt. Ltd		-	16.20
Others		-	112.31
Feroze Bunglowala		8.52	8.52
Rajkumar Gupta		-	3.26
Kartikey Bharajwaj		336.95	372.00
Yogesh Servaia HUF		6.56	6.56
Advances for purchases of Properties		-	-
Bharat Sharma		-	5.00
Canarys Real Estate India Pvt. Ltd		-	41.00
Hitesh Enterprises		-	11.50
Rsrg Devbuild Pvt. Ltd.		-	1.50
Total		512.20	657.11
<u>List of cases of Trade Receivable</u>			
Particular		31-03-2025	31-03-2024
<u>Trade Receivables (CURRENT)</u>			
More Than Six Month to 1 Year			
Kaiser Industries Inc		93.05	-
Less Than Six Month		-	-

Kaiser Industries Inc		-	135.59
Multiurban Infra Service Pvt Ltd		764.16	-
Total		857.21	135.59

<u>List of cases of Other Current Assets</u>			
Particular		31-03-2025	31-03-2024
<u>Advances to Vendors</u>			
BMW Used & Weastage Oil Enterprises		21.22	21.22
Santosh Rathod-Hingna T Point		5.00	-
Absolute Safety		0.04	-
Ashoka Enterprises		0.24	-
Chhaya Ravindra Paliwal		1.78	-
IVS Industries		2.98	-
Maa Jyotismati Carrying Corporation		0.01	-
Obey Charter		0.09	-
Ravindra Palliwal		1.01	-
Shree Radhae Govind Tarpolines		0.01	-
Suraj Crane Hiring		0.10	-
Swaraj Shares And Securities		0.10	-
Uvertise Theory Pvt Ltd		1.07	-
Vishwakarma Logistics		5.05	-
Total		38.69	21.22
<u>Balance with the Revenue Authority</u>			
<u>TDS Receivables</u>			
TDS/TCS Receiveable for 2024-25		19.75	-
TDS Receiveable for the Year		-	4.21
<u>Income Tax Refund Receiveable</u>			
Income Tax Refund Receiveable F.Y. 2022-23		0.74	0.74
<u>GST Credits</u>			
CGST Receivables		1.56	0.02
IGST Receivables		0.23	0.11
SGST Receivables		1.56	0.02
GST Receivables as per potral (MH)		12.23	-
GST Receivables as per potral (RJ)		2.49	1.66
Total		38.57	6.74
Total Other Current Assets		77.26	27.96
<u>List of cases of Other Current Assets</u>			
Particular		31-03-2025	31-03-2024
<u>Long Term Borrowings - Unsecured</u>			
Rajan Shah		181.57	-
SRK Infra		4.14	-
S S Buildcon		231.20	-
Total		416.91	-

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<u>List of cases of Trade Payables</u>			
Particular		31-03-2025	31-03-2024
<u>Labour Contractor</u>			
Amit Kumar Patel-Metro Project		1.35	-
Asharam Yadav-Navkar Logistic		4.64	-
Ask Constructions& Consultancy		5.19	-
Bhagyashree Enterprises(Amol Dhore)		0.92	-
Kashinath-Antuji Nagar		0.66	-
Nagendra Kumar		2.30	-
Rahmat Ali Civil Contractor		3.99	-
Raju Majethiya		0.90	-
Maa Gayatri Construction		1.45	-
<u>Creditors</u>			
ACME Calibration India Private Limited		0.68	-
Apple Chemie India Pvt Ltd(Ms)		4.36	-
Aryaman Carewell Services-Metro		3.57	-
Bhagwati Electricals		0.15	-
Coverttech Infrastructure		0.16	-
Devansh Interiors-Metro		0.72	-
Highway Auto Services		7.85	-
Mahalaxmi Roadlines		1.18	-
Manisha Travels		0.66	-
Mubarak Hardware`		5.16	-
Prashant Engineering		0.09	-
Prashant Enterprises		8.14	-
Raghav Trade Link		0.48	-
Raman Infra		9.87	-
Sanket Timber Mark		0.64	-
Shree Sai Associates		0.76	-
Shree Udyog		2.34	-
S S Buildcon-Purchased		319.96	-
Radiant Lubes Pvt Ltd		12.54	57.54
Abdul Waseem Electricals		0.49	-
Alutech Metalcraft Pvt Ltd		12.51	-
Amit Tiwari		1.33	-
Baba Security Services		0.53	-
Balaji Infra Project		2.90	-
Bhaskar Tractor Services		0.26	-
Chandra Equipment		6.76	-
Cleanflo India Pvt Ltd -Metro		2.64	-
Dayashankar Waghmare		0.89	-
Ganga Iron & Steel Trading		103.19	-
Gunwant Security Services		0.72	-

Javed Shamiullah Shikh		0.14	-
Kaiser Fuels Private Limited		12.43	-

Mayank Aqua Water		0.14	-
M.B Building Material Suppliers		3.66	-
R K Enterprises-Metro		0.20	-
Saurabh Rajeshsingh Thakur		0.32	-
Sheetal Sales Corporation		0.03	-
Shree Ambe Enterprises		0.91	-
Shree Dev Roadlines		1.20	-
SSTL (India) Pvt Ltd		12.39	-
Sunil Pancheshwar		0.41	-
Sunil Trading Company		0.16	-
Suraj Water Tanker & Trolley		0.70	-
Trimurti Survey Consultancy		1.79	-
Total		567.41	57.54
List of cases of Financial Current Liabilities			
Particular		31-03-2025	31-03-2024
<u>Liabilities for Expenses</u>			
Purva Shareregistry Pvt Ltd		1.02	1.14
LD Murarka		0.25	-
Office Rent Payable		0.05	-
Rajan Shah		1.18	1.18
BSE Listing Fees Payable		0.24	-
Scorpio Systems		1.45	-
Other Payables		0.08	-
CDSL Payable		0.03	-
Total		4.30	2.32
<u>Payables towards Employees</u>			
Directors Remuneration Payable		5.77	6.62
Office Salary Payable		0.40	0.88
Salary Payable		17.42	-
Total		23.59	7.50
<u>Payable towards Direct Tax</u>			
ESIC Payable		0.28	-
PF Payable		0.78	-
PT Payable		0.40	0.41
Income Tax Payable		-	4.37
TCS Payable		-	0.01
TDS Payable		2.07	0.23
Total		3.54	5.02
<u>Payable towards Indirect Tax</u>			
GST on RCM payable		1.73	-
Total		1.73	-

Total		33.16	14.85
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<u>M/S ARIGATO UNIVERSE LIMITED</u>			
<u>CIN: L45100MH1979PLC440026</u>			
<u>Reg. Off.: Plot No 8, Flat No. 802, NA/28, Impressa Rise Apartments, Shivaji Nagar, Shankar Nagar, North Ambazari Road, Nagpur - 440010 Maharashtra</u>			
<u>Groupings To The Balance Sheet And Profit & Loss Account As On 31/03/2025</u>			
		(Amount in Lakhs)	
<u>List of cases of Salary Payables</u>			
Particular		31-03-2025	31-03-2024
Abhishek Gajanan Mahule		0.15	-
Abhishek Gondone		0.14	-
Adarsh Ashok Lohakare		0.24	-
Ajay Upadhyay		0.31	-
Ambadas Sheshrao Deshmukh		1.48	-
Ankit Kumar		0.26	-
Ankush Vinod Murutkar		0.33	-
Anshuman Kumar Tiwari		0.59	-
Arjun Jambhulkar		0.19	-
Asit Suryabhan Patil		0.24	-
Atul Ramlakhan Patre		0.17	-
Avdesh Kumar		0.35	-
Bhimrao Tupe		0.14	-
Bhupendra Patle		0.39	-
Chandrashekhar Kuthe		0.33	-
Chetan Puri		0.10	-
Deepu Kumar		0.30	-
Dinesh Prasad Ramdeo Pal		0.62	-
Durgesh Kumar		0.26	-
Haran Haidar		0.31	-
Harshal Parasram Bhoier		0.20	-
Hitesh Raut		0.68	-
Imran Sheikh		0.10	-
Jawed Nasula Khan		0.10	-
Jitendra Sonwane		0.18	-
Karan Manoranjan Singh		0.53	-
Kisan Sakharam Hanwate		0.12	-
Kunal Humne		0.17	-
Manish Prabhakar Gaddamwar		0.44	-
Md Nassruddin		0.30	-
Mukesh Mishra		0.27	-
Mustak Sheikh		0.11	-
Nikesh Tembhurne		0.78	-
Nikhil Kumeriya		0.34	-

Nitin Korwate		0.15	-
Pruthviraj Dashrath Rangari		0.26	-

Rakesh Shyamlal Kawle		0.28	-
Rashmi Abhishekh Kamdi		0.34	-
Ratan Badriprasad Sriwas		0.24	-
Rina Singh		0.49	-
Rishabh Tayde		0.23	-
Sadiq Shabbir Shaikh		0.24	-
Sakshi Walde		0.36	-
Sandesh Jidewar		0.97	-
Satish Kumar		0.34	-
Saurabh Bhokre		0.35	-
Shailesh Tareware		0.08	-
Shekhar Dasharath Hedau		0.27	-
Shubham Maind		0.14	-
Ujjwal Suresh Chawre		0.25	-
Vaibhav Madankar		0.40	-
Vijay Jilhare		0.47	-
Yash Nitin Barhate		0.39	-
Amol Dhakole		-0.00	-
Anand Samir Das		-0.01	-
Chandrakumar Kisan Shivankar		-0.00	-
Girish Meshram		-0.00	-
Naresh Janardanrao Lanjewar		-0.01	-
Poonam Anand Das		-0.01	-
Usha Kameshwar Shah		-0.00	-
Total		17.42	-

M/S ARIGATO UNIVERSE LIMITED**CIN: L45100MH1979PLC440026****Reg. Off.: Plot No 8, Flat No. 802, NA/28, Impressa Rise Apartments, Shivaji Nagar,
Shankar Nagar, North Ambazari Road, Nagpur - 440010 Maharashtra****Groupings To The Balance Sheet And Profit & Loss Account**

(Amount in Lakhs)

<u>List of cases of Purchase</u>		
Particular	31-03-2025	31-03-2024
<u>Purchase</u>		
Purchase (Cement)	15.56	-
Purchase (Dust)	2.86	-
Purchase (Gunny Bags)	2.44	-
Purchase (Murum)	1.58	-
Purchase (Oil)	10.53	-
Purchase (Paver Blocks)	14.73	-
Purchase (RMC)	298.79	-
Purchase (Steel)	281.98	-
Purchase (Stores & Consumables)	100.18	-
Total	728.66	-

<u>List of cases of Direct Expenses</u>		
Particular	31-03-2025	31-03-2024
Labour Contractor Charges Paid	29.15	-
ESIC (Employee+Employer) Expenses	0.28	-
PF (Employee+Employer) Expenses	0.78	-
Repairs & Maintenance Expenses	0.68	-
Site Security Expenses	9.23	-
Loading & Transportation Expenses	0.88	-
Machine Hiring Expenses	46.45	-
Petrol & Diesel Expenses	16.77	-
Site Salary Expenses	65.74	-
Survey Charges Paid	2.17	-
Vehicle Rent Expenses	1.83	-
Water Charges Paid	1.11	-
Total	175.07	-

<u>List of cases of Employee Expenses</u>		
Particular	31-03-2025	31-03-2024
Director Salary	3.60	3.60
Salary Expenses	0.40	3.60
Total	4.00	7.20

CORPORATE INFORMATION:

M/s ARIGATO UNIVERSE LIMITED, CIN Number: L45100MH1979PLC440026 is a public limited company domiciled and incorporated in India and its shares are publicly traded on the BSE, in India.

The registered office of the company has been changed from:

220, Ashok Nagar Main Road, Girwa, Udaipur (Rajasthan) – 313001

to

Plot No. 8, Flat No. 802, NA/28, Impressa Rise Apartments, Shivaji Nagar, Shankar Nagar, North Ambazari Road, Nagpur – 440010, Maharashtra.

The Company is engaged in the manufacturing & trading and dealing in construction related materials, and commodities. Execution of contracts related to real estate and development of land. development of and dealing in immovable properties. Development of properties for Hospitality & Recreational Activities and related services and provide such services.

1. MATERIAL ACCOUNTING POLICIES AND KEY ACCOUNTING ESTIMATES AND JUDGEMENTS

MATERIAL ACCOUNTING POLICIES

1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The Financial Statement prepared in accordance with Indian Accounting Standard (“Ind AS”) as notified under section 133 of the Companies Act, 2013 (“the Act”) read together with the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standard) Rule, 2016, as amended, time to time. The preparation and presentation of the Financial Statements is based on the Indian Accounting Standards (Ind AS), Division - II of the Schedule - III of the Companies Act, 2013.

Entity specific disclosure of material accounting policies, where the Indian Accounting Standards permits options are disclosed hereunder:

The Company’s management and the Board of Directors has assessed the materiality of the accounting policy information, which involves exercising judgements and considering both qualitative and quantitative factors, taking into account not only the size and nature of the items or conditions but also the characteristics of the transactions, events or conditions that could make the information more likely to impact the decisions of the users of the Financial Statements.

Entity’s conclusion that an accounting policy is immaterial does not affect the disclosures requirements set out in the Indian Accounting Standards.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policies hitherto adopted. These Financial Statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and financial liabilities that are measured at fair values at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between the market participants at the measurement date.

The Statement of Cash Flows has been prepared under indirect method, whereby the profit and loss are adjusted for the effect of transactions of a non-cash nature, any deferrals and accruals or future operating cash receipts or payments and items 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. The Company considers all highly liquid instruments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value to be cash equivalents.

The Company's Financial Statements are prepared and presented in Indian Rupee (₹) in Lacs, which is also the functional currency for the Company.

1.2 APPLICATION OF NEW ACCOUNTING PRONOUNCEMENTS

Ministry of Corporate Affairs (the "MCA") notifies the new standards or amendments to the existing standards under the Companies (Indian Accounting Standard) Rule, as issued from time to time. For the period ended March 31, 2025, MCA has notified amendments to Ind AS - 116, "*Lease*", relating to the sale and leaseback transactions, which is applicable to the Company w.e.f. April 01, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it is not likely to have any significant impact in its Financial Statements.

1.3 CURRENT AND NON - CURRENT CLASSIFICATION

The Company presents the assets and liabilities in the balance sheet based on current / non-current classification. An asset or liabilities are classified as current when it satisfies any of the following criteria:

- i) The assets / liabilities are expected to be realized / settled in the Company's normal operating cycle.
- ii) The assets are intended for sales or consumption.
- iii) The assets / liabilities are held primarily for the purpose of trading.
- iv) The assets / liabilities are expected to be realized / settled within twelve months after the end of reporting date.
- v) The assets are cash or cash equivalents unless they are restricted from being exchanged or used to settle liabilities for at least twelve months after the reporting period.
- vi) In the case of liabilities, the Company does not have an unconditional right to defer the settlement of the liabilities for at least twelve months after the reporting date.

All other assets and liabilities are classified as non-current.

For the purpose of current / non-current classification of assets and liabilities, the Company has ascertained its operating cycle as twelve months (12 months). This is based on the nature of services and the time between the acquisition of the assets or inventories for processing and their realization in cash and cash equivalents.

1.4 SUMMARY OF MATERIAL ACCOUNTING POLICIES

(a) Property, plant and equipment

Measurement at Recognition

An item of property, plant and equipment that qualifies as an asset is measured on the initial recognition at cost. Following the initial recognition, item of property, plant and equipment are carried at its cost less accumulated depreciation and accumulated impairment losses, *if any*. The Company identifies and determines cost of each part of an item of property, plant and equipment separately, if the part has a cost which is significant to the total cost of that item of property, plant and equipment and has useful life that is materially different from that of the remaining items.

The cost of an item of property, plant and equipment comprises of its purchase price net of discounts, if any, including import duties and other non-refundable purchase taxes or levies, directly attributable to cost of bringing the assets to its present location and working condition for its intended use and the initial estimate of decommissioning, restoration, and similar liabilities, *if any*. Cost includes the cost of replacing a part of the plants and equipment, if the recognition criteria are met. Expenses directly attributable to new manufacturing facilities during its construction period are capitalized, if the recognition criteria are met. Expenditure related to plans, designs and drawings of buildings or plants and machinery are capitalized under the relevant heads of property, plant and equipment, if the recognition criteria are met. When significant parts of property, plant and equipment

are required to be replaced at periodical intervals, the Company recognizes such parts as individual assets with specific useful lives and depreciates them accordingly.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any components accounted for as a separate asset is de-recognized when replaced.

All the costs, including administrative, financing and general overhead expenses, as are specifically attributable to construction of a specific projects or to the acquisition of a property, plant and equipment or bringing it to its present location and working condition, is includes, as a part of the cost of construction of the project or as a part of the cost of property, plant and equipment, till the commencement of its commercial production. Any adjustments arising from exchange rate variations attributable to the property, plant and equipment are capitalized as aforementioned.

Borrowing costs relating to the acquisition / construction of property, plant and equipment which takes the substantial period of time to get ready for its intended use are also included in the cost of property, plant and equipment / cost of constructions, to the extent they relate to the period till such property, plant and equipment are ready to be put to use.

Any subsequent expenditure related to an item of property, plant and equipment is added to its book value only and only if it increases the future economic benefits from the existing assets beyond its previously assessed standard of performance.

Any items such as spare parts, stand-by equipment and servicing equipment that meet the definitions criteria of the property, plant and equipment are capitalized at cost and depreciated over the useful life of the respective property, plant and equipment. Cost is in the nature of repairs and maintenances are recognized in the Statement of Profit and Loss as and when incurred.

Capital Work-in-Progress and Capital Advances

Cost of property, plant and equipment not ready for intended use, as at the balance sheet date, is shown as a "*Capital Work-in-Progress*". The capital work-in-progress is stated at cost. Any expenditure in relation to survey and investigation of the properties is carried out as capital work-in-progress, such expenditure is either capitalized as cost of the projects on completion of construction project or the same is expensed in the period in which it is decided to abandon such projects. Any advances given towards acquisition of property, plant and equipment outstanding at each balance sheet date is disclosed as "*Other Non - Current Assets*".

The Company has elected to consider the carrying value of all its property, plants and equipment appearing in its Financial Statements and used the same as deemed cost in the opening Ind AS Balance.

Depreciation

Depreciation on each part of property, plant and equipment are provided to the extent of the depreciable amount of the assets on the basis of "*Straight Line Method (SLM)*" on the useful lives of the tangible property, plant and equipment as estimated by the Company's management and is charged to the Statement of Profit and Loss, as per the requirement of *Schedule - II to the Companies Act, 2013*. The estimated useful lives of the property, plant and equipment has been assessed based on the technical advice, which is considered in the nature of the property, plant and equipment, the usage of the property, plant and equipment, expected physical wear and tear of such property, plant and equipment, the operating conditions, anticipated technological changes, manufacturer warranties and maintenance support of the property, plant and equipment etc.

When the parts of an item of the property, plant and equipment have different useful lives, they are accounted for as separate items (major components) and are depreciated over their useful lives or over the remaining useful lives of the principal property, plant and equipment, whichever is less.

The useful lives of the items of property, plants and equipment as estimated by the Company's management is mentioned below:

Sr No	Name of Property, Plants and Equipment	Useful Life (In Years)
1	Furniture and Fixtures	10 Years
2	Plant and Machineries (Including Continuous Process Plant)	8 Years
3	Computer and Other Data Processing units	3 Years

Freehold land is not subject to depreciation. Leasehold land and related improvement costs are amortized over the lease period. As of 31st March 2025, the company does not hold any freehold or leasehold land in its name.

The useful lives, residual value of each part of an item of property, plant and equipment and method of depreciation is reviewed at the end of each reporting period, *if any*, of these expectations differ from the previous estimates, such change is accounted for as a change in accounting estimate and adjusted prospectively, if appropriate.

De-recognition

The carrying amount of an item of property, plant and equipment and other intangible assets are recognized on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from derecognition of the property, plant and equipment is measured as the difference between the net disposal proceeds and the carrying amount of the assets and is recognized in the Statement of Profit and Loss, as and when the assets are de-recognized.

(b) Intangible assets

Measurement at Recognition

Intangible assets acquired separately measured on the initial recognition at cost. Intangible assets arising on the acquisition of businesses are measured at fair value as at the date of acquisition. Internally generated intangible assets including research costs are not capitalized and the related expenditure is recognized in the Statement of Profit and Loss in the period, in which the expenditure is incurred. Following the initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment loss, if any.

The Company has elected to consider the carrying value of all intangible assets appearing in its Financial Statements and used the same as deemed cost in the opening Ind AS Balance Sheet prepared.

The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Amortization

Intangible assets with the finite lives are amortized on a "*Straight Line Basis*" over the estimated useful economics lives of such intangible assets. The amortization expenses on intangible assets with finite lives are recognized in the Statement of Profit and Loss. The Company does not hold any intangible assets as on 31st March 2025.

Derecognition

The carrying amount of an intangible asset is de-recognized at disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the de-recognition of an intangible assets is

measured as the difference between the net disposal proceeds and the carrying amount of the intangible assets and is recognized in the Statement of Profit and Loss, as and when such assets are de-recognized.

(c) Impairment of non-financial assets

Assessment for impairment is done at each Balance Sheet date as to whether there is any indication that a non-financial asset may be impaired. Assets that have an indefinite useful life are not subject to amortization and are tested for impairment annually and whenever there is an indication that the assets may be impaired.

Assets that are subject to depreciation and amortization and assets representing investment in subsidiary and associate companies are reviewed for impairment, whenever events or changes in circumstances indicate that carrying amount may not be recoverable. Such circumstances include, though are not limited to, significant or sustained decline in revenues or earnings and material adverse changes in the economic environments.

The Company assesses at each reporting date, whether there is an indication that assets may be impaired, if any indication exists based on internal or external factors, or when Annual impairment testing for assets is required, the Company estimates the asset's recoverable amount. Where the carrying amount of the assets or its cash generating unit (CGU) exceeds its recoverable amount, the assets are considered impaired and written down to its recoverable amount. The recoverable amount is greater of the fair value less cost to sell and value-in-use. In assessing value-in-use, the estimated future cash flows are discounted to their present value using a pre-tax rate that reflects current market rates and the risk specific to the assets. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the assets belong. Fair value less cost to sell is the best estimate of the amount obtainable from the sale of an assets in an arm's length transactions between knowledgeable, willing parties, less cost of disposal. After the impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful lives.

Reversal of impairment losses recognized in prior years is recorded when there is an indication that the impairment losses recognized for the assets no longer exists or has decreased. However, the increase in the carrying amount of assets due to the reversal of an impairment loss is recognized to the extent it does exceed the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognized for the assets in the prior years.

Impairment losses, if any, are recognized in the Statement of Profit and Loss and included in depreciation and amortization expense. Impairment losses are reversed in the Statement of Profit and Loss only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognized.

(d) Inventories

Inventories are valued as follows:

Raw materials, fuel, stores & spare parts and packing materials:

Valued at lower of cost and net realisable value (NRV). However, these items are considered to be realisable at cost, if the finished products, in which they will be used, are expected to be sold at or above cost. Cost is determined on First in First out (FIFO) basis.

Work-in- progress (WIP) and finished goods:

Valued at lower of cost and NRV. The comparison of cost and net realisable value is made on an item by item basis. Cost of work in progress, and manufactured finished goods comprises of direct material and labour expenses and an appropriate portion of production overheads incurred in bringing the inventory to their present location and condition. Fixed production overheads are allocated on the basis of normal capacity of the production facilities.

Waste / Scrap:

Waste / Scrap inventory is valued at NRV.

Net realisable value is the estimated

(e) Borrowing costs

Borrowing cost include the interest, commitments charges on bank borrowings, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the finance cost.

Borrowing costs, if any, that are directly attributable to the acquisition or constructions or production of qualifying property, plant and equipment are capitalized as a part of cost of that property, plant and equipment until such time that the assets are substantially ready for their intended use. Qualifying assets are assets which take a substantial period of time to get ready for the intended use or sale.

When the Company borrows the funds specially for the purpose of obtaining the qualifying assets, the borrowing costs incurred are capitalized with the qualifying assets. When the Company borrows fund generally and use them for obtaining a qualifying asset, the capitalization of borrowing costs is computed on weighted average cost of general costs that are outstanding during the reporting period and used for acquisition of the qualifying assets. Capitalization of the borrowing costs ceases when substantially all the activities necessary to prepare the qualifying assets for intended use are complete.

Other borrowing costs are recognized as expenses in the period in which they are incurred. Any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

(f) Government Grant

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the company will comply with all attached conditions there to. Government grant relating to income are deferred and recognised in the profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income.

Government grants relating to purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit or loss on the basis of depreciation policy followed by the company for the related assets and presented within other income.

(g) Provisions, Contingent liabilities and Contingent Assets

The Company recognizes provisions when a present obligation (legal or constructive) as a result of a past event exists, and it is probable that an outflow of resources embodying economic benefits will be required to settle such obligation and the amount of such obligation can be reliably estimated. If the effect of time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liabilities. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

A disclosure for contingent liabilities is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A provision is recognized if, as a result of a past event, the Company has a present legal obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as Contingent Liabilities.

Contingent assets are a possible asset arising from past events, the existence of which will be confirmed, only by the occurrence and non-occurrence of one or more uncertain future events not wholly within the controls of the Company. Contingent assets are not recognized till realization of the income is virtually certain and are not recognized in the Financial Statements. The nature of such assets and an estimate of its financial effects are disclosed in the notes to the Financial Statements.

(h) Foreign currency transactions**a) Initial Recognition**

Transactions in the foreign currencies entered into by the Company are accounted in the functional currency (i.e. Indian Rupee `), by applying the exchange rates prevailing on the date of the transaction i.e. spot exchange rate. Any exchange difference arising on foreign exchange transactions settled during the reporting period are recognized in the Statement of Profit and Loss except to the extent that they are regarded as an adjustment to the finance costs on foreign currency borrowings that are directly attributable to the acquisition or constructions of the qualifying assets, are capitalized to the qualifying assets.

b) Measurement of Foreign Currency Items at Reporting Date

Foreign currency monetary items of the Company are restated as at the end of the reporting date by using the closing exchange rate as prescribed by the Reserve Bank of India. Non-monetary items are recorded at the exchange rate prevailing on the date of the transactions i.e. measured at historical costs. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is measured i.e. using the exchange rate at the date of transactions. Exchange differences arising out of foreign exchange translations and settlements during the period are recognized in the Statement of Profit and Loss.

(i) Revenue recognition

Revenue from contracts with customers is recognized on transfer of control of promised goods/services to a customer at an amount that reflects the consideration to which the Company is expected to be entitled to in exchange for those goods/services.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods/services sold is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract. This variable consideration is estimated based on the expected value of outflow. Revenue (net of variable consideration) is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

Sale of products:

Revenue from sales of goods is recognized when control on the goods has been transferred to the customers. The performance obligation in the case of sale of goods is satisfied at a point in time i.e. when the material is shipped to the customers or delivery to the customers as may be specified in the contracts with them.

Sales (Gross) excludes Goods and Service Tax (GST) and is a net of discounts and incentives to the customers.

Sale of Services:

Revenue from sales of service is recognized over the period of time by measuring the progress towards satisfaction of performance obligation for the service rendered. The revenue is recognized based on the agreements / arrangements with the customers as the service is performed and based on the satisfaction of performance obligation.

Advances from customers are recognized under “*Other Current Liabilities*” and released to revenue on satisfaction of performance obligation.

Interest:

Revenue from interest income is recognized using the effective interest method. Effective interest rate (EIR) is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instruments or a shorter period, where appropriate, to the gross carrying amount of the financial assets or to the amortized cost of financial liabilities.

Dividend:

Revenue is recognized when the Company's right to receive the payment is established, which is generally when the shareholders approved the dividend, at their respective Annual General Meeting (AGM).

Other Income:

Other items of income are recognized as and when the right to receive such income arises and it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

(j) Leases

A lease is classified at the inception date, as finance lease or an operating lease. A lease that transfers substantially all the risk and rewards incidental to the ownership of the Company is classified as a finance lease. All other leases are classified as operating leases.

The Company as a Lessee

a) Operating Lease: Rental payable under the operating lease is charged to the Statement of Profit and Loss on a "*Straight - line*" basis over the term of the relevant lease except where another systematic basis is more representative of time pattern in which economic benefits from the leased assets are consumed.

b) Finance Lease: Finance leases are capitalized at the commencement of the lease, at the lower of the fair value of the property or the present value of the minimum lease payments. The corresponding liabilities for the lessor are included in the Balance Sheet as a finance lease obligation. Lease payments are appropriated between finance expenses and the reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liabilities. Finance expenses are charged directly against the income over the period of the lease unless they are directly attributable to the qualifying assets, in which case they are capitalized. Contingent rental is recognized as an expense in the period in which they are incurred.

A leased assets are depreciated over the useful lives of the assets, however, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the assets are depreciated over the shorter of the estimated useful lives of the assets and the lease terms.

The Company as a Lessor:

Lease payments under operating leases are recognized as an income on a straight-line basis in the Statement of Profit and Loss over the lease term except where the lease payments are structured to increase in line with expected general inflation. The respective leased assets are included in the Balance Sheet based on their nature.

(k) Tax On Income

Tax expense is the aggregate amount included in the determination of profit or loss for the period in respect of current tax and deferred tax.

Current tax: Current tax is the amount of income taxes payable in respect of taxable profit for a period. 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 under the Income Tax Act, 1961. Current tax is measured using tax rates that have been enacted by the end of reporting period for the amounts expected to be recovered from or paid to the taxation authorities.

Deferred tax: Deferred tax is recognized on taxable 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 under Income Tax Act, 1961. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences, carry forward of unused tax credit (MAT Credit Entitlement), Unabsorbed depreciation and any unused tax losses. Deferred tax assets are recognized to the extent it is probable that taxable profits will be available against which those deductible temporary difference can be utilized. In case of temporary differences that arise from initial recognition of assets or liabilities in a transaction that affect neither the taxable profit nor the accounting profit, deferred tax assets are not recognized. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the benefits of part or all of such deferred tax assets to be utilized.

Deferred tax assets and liabilities are measured at the tax rates that have been enacted or substantively enacted by the Balance Sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

Uncertain Tax Positions

The Company's management periodically evaluates the positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and consider whether it is probable that a taxation authority will accept uncertain tax treatments. The Company reflects the effect of uncertainty for each uncertain tax treatment by using one of two methods, the expected value method (the sum of the possibility-weighted amounts in range of possible outcomes) or the most likely amount (single most likely amount method in a range of possible outcomes), depending on which is expected to better predict the resolution of the uncertainty. The Company applies consistent judgments and estimates, if an uncertain tax treatment affects both the current and deferred income tax.

Presentation of current and deferred tax: Current and deferred tax are recognized as income or an expense in the Statement of Profit and Loss, except when they relate to items that are recognized in Other Comprehensive Income, in which case, the current and deferred tax income/expense are recognized in Other Comprehensive Income.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. In case of deferred tax assets and deferred tax liabilities, the same are offset if the Company has a legally enforceable right to set off corresponding current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority on the Company.

(l) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with the financial institutions, other short term, highly liquid investments with original maturities of three months or less (except the instruments which are pledged) that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts.

(m) Financial instruments

A financial instrument is in any contract that gives rise to the financial assets of one entity and financial liabilities or equity instruments of another entity.

Financial Assets

Initial Recognition and Measurements

The Company recognizes a financial asset in its Balance Sheet as and when it becomes party to the contractual provisions of the instruments. All the financial assets are recognized initially at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial assets. However, trade receivables that do not contain a significant financing component are measured at transaction price.

Where the fair value of a financial assets at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss at initial recognition, if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the Statement of Profit and Loss only to the extent that such gain or loss arises due to a change in factor that market participants taken into account, when pricing the financial assets.

Subsequent Measurements

For subsequent measurements, the Company classifies a financial asset in accordance with the below criteria:

- i) The Company's business model for managing the financial assets and
- ii) The contractual cash flows characteristics of the financial assets.

Based on the above criteria, the Company classifies, its financial assets into the following categories:

- i) financial assets measured at amortized costs
- ii) financial assets measured at fair value through other comprehensive income (FVTOCI)
- iii) financial assets measured at fair value through profit or loss (FVTPL)

Financial Assets measured at Amortized Costs

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

- a) The Company's business model objective for managing the financial assets is to hold financial assets in order to collect contractual cash flows, and
- b) The contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to cash and bank balances, trade receivables, loans and other financial assets of the Company. Such financial assets are subsequently measured at amortized cost using the effective interest method. Under the effective interest method, the future cash receipts are discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amounts and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial assets over the relevant period of the financial assets to arrive at the amortized costs at each reporting date. The corresponding effect of the amortization, under effective interest method is recognized as interest income over the relevant period of the financial assets. The same is included under "Other Income" in the Statement of Profit and Loss. The amortized costs of financial assets are also adjusted for loss allowance, if any.

Financial Assets measured at FVTOCI

A financial asset is measured at FVTOCI, if both of the following conditions are met:

- a) The Company's business model objective for managing the financial assets is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

This category applies to certain investments in debt instruments. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Other Comprehensive Income (OCI). However, the Company recognizes interest income and impairment losses and its reversals in the Statement of Profit and Loss.

On de-recognition of such financial assets, cumulative gain or loss previously recognized in OCI, is reclassified from equity to Statement of Profit and Loss.

Further, the Company, through an irrevocable election at initial recognition, has measured certain investments in equity instruments at FVTOCI. The Company has made such selection on an instrument-by-instrument basis. These equity instruments are neither held for trading nor are contingent consideration recognized, under a business combination. Pursuant to such irrevocable election, subsequent changes in the fair value of such equity instruments are recognized in other comprehensive income. However, the Company recognizes dividend income from such instruments in the Statement of Profit and Loss, when the right to receive such payment is established, it is probable that the economic benefits will flow to the Company and the amount can be measured reliably.

On de-recognition of such financial assets, cumulative gain or loss previously recognized in OCI is not reclassified from equity to Statement of Profit and Loss. However, the Company may transfer such cumulative gain or loss into retained earnings within equity.

Financial Assets measured at FVTPL

A financial asset is measured at FVTPL unless it is measured at amortized costs or at FVTOCI as explained above. This is a residual category applied to all other investments of the Company excluding investments in subsidiary and associate companies. Such financial assets are subsequently measured at fair value at each reporting date. Fair value changes are recognized in the Statement of Profit and Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial assets or part of a group of similar financial assets) is de-recognized (i.e. removed from the Company's Balance Sheet) when any of the following occurs:

- i) The contractual rights to cash flows from the financial assets expire.
- ii) The Company transfers its contractual rights to receive cash flows of the financial assets and has substantially transferred all the risks and rewards of ownership of the financial asset.
- iii) The Company retains the contractual rights to receive cash flows but assumes a contractual obligation to pay the cash flows without material delay to one or more recipients under a "pass-through" arrangement (thereby substantially transferring all the risks and rewards of ownership of the financial assets).

- iv) The Company neither transfers nor retains substantially all risk and rewards of ownership and does not retain control over the financial assets.

In cases, where the Company has neither transferred nor retained substantially all the risks and rewards of the financial assets, but retains control of the financial assets, the Company continues to recognize such financial assets to the extent of its continuing involvement in the financial assets. In that case, the Company also recognizes an associated liability. The financial assets and the associated liabilities are measured on a basis that reflects the rights and obligations that the Company has retained.

On de-recognition of financial assets, (except as mentioned in above for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognized in the Statement of Profit and Loss.

Impairment of Financial Assets

The Company applies expected credit losses (ECL) model for measurements and recognition of loss allowance on the following:

- i) Trade receivables
- ii) financial assets measured at amortized costs (other than trade receivables)
- iii) financial assets measured at fair value through other comprehensive income (FVTOCI)

In the case of trade receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognized as loss allowance. In the case of other assets (listed as ii and iii above), the Company determines if there has been a significant increase in credit risk of the financial assets since the initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to twelve months ECL is measured and recognized as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance.

Subsequently, if the credit quality of the financial assets improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on twelve months ECL.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expected to receive (i.e., all cash shortfalls), discounted at the original effective interest rate. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of financial assets. Twelve months ECL is a portion of the lifetime ECL which results from default events that are possible within twelve months from the reporting date.

ECL are measured in a manner that they reflect unbiased, and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecasts of future economic conditions.

As a practical expedient, the Company uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates. At each reporting date, the historically observed default rates and changes in the forward-looking estimates are updated.

ECL impairment loss allowance (or reversal) recognized during the reporting period are recognized as income/expense in the Statement of Profit and Loss under the head "*Other Expenses*".

Financial Liabilities

Initial Recognition and Measurements

The Company recognizes financial liabilities in its balance sheet when it becomes party to the contractual provisions of the instruments. All financial liabilities are recognized initially at fair value, in the case of financial liabilities not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial liabilities.

Where the fair value of a financial liabilities at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognized as a gain or loss in the Statement of Profit and Loss at initial recognition, if the fair value is determined through a quoted market price in an active market for an identical asset (i.e. level 1 input) or through a valuation technique that uses data from observable markets (i.e. level 2 input).

In case the fair value is not determined using a level 1 or level 2 input as mentioned above, the difference between the fair value and transaction price is deferred appropriately and recognized as a gain or loss in the Statement of Profit and Loss, only to the extent that such gain or loss arises, due to a change in factor that market participants taken into account when pricing the financial liabilities.

Subsequent Measurements

All the financial liabilities of the Company are subsequently measured at amortized costs using the effective interest method.

Under the effective interest method, the future cash payments are exactly discounted to the initial recognition value using the effective interest rate. The cumulative amortization using the effective interest method of the difference between the initial recognition amount and the maturity amount is added to the initial recognition value (net of principal repayments, if any) of the financial liabilities over the relevant period of the financial liabilities to arrive at the amortized costs at each reporting date. The corresponding effect of the amortization, under effective interest method are recognized as interest expense over the relevant period of the financial liabilities. The same is included under finance costs in the Statement of Profit and Loss.

Derecognition

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

Offsetting of Financial Assets and Financial Liabilities

Financial assets and financial liabilities are offset, and the net amount is reported in the balance sheet, if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis or to realize the assets and settle the liabilities simultaneously.

(n) Segment reporting

Segments are identified having regard to the dominant source and nature of the risks and returns and the internal organization and management structures. The Company has considered business segments as primary segments. The Company does not have any geographical segments.

Identification of Segments

The Company's operating business are organized and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers the different products and serves the different markets. Majorly, the Company's business segments are construction services related to metro, road, etc.

Segment Accounting Policies

The Company's Board of Directors is identified as the Chief Operating Decision Maker (CODM). The CODM reviews the overall financial information of the Company together for performance evaluation and allocation of resources and does not review any discrete information to evaluate the performance of any individual products or geography. The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the Financial Statements of the Company as a whole.

Operating Segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM). The CODM is responsible for assessing the performance and allocating the resources of the operating segment of the Company. Refer "Note No. 30" for Segment information.

(o) Earnings per share

The Company reports the basic and diluted Earnings per Share (EPS) in accordance with Ind AS - 33, "Earnings per Share". Basic EPS is computed by dividing the net profit or loss attributable to the equity shareholders of the Company for the period by the weighted average number of Equity shares outstanding during the period.

Diluted EPS is computed by dividing the net profit or loss attributable to the equity shareholders for the period by the weighted average number of Equity shares outstanding during the period as adjusted for the effects of all potential equity shares, except where the results are anti-dilutive.

The weighted average number of Equity shares outstanding during the period is adjusted for events such a bonus Issue, bonus elements in right issue, share splits, and reverse share split (consolidation of shares) that have changed the number of Equity shares outstanding, without a corresponding change in resources.

(p) Derivative Financial Instruments and Hedge Accounting

The Company enters into derivative financial contracts in the nature of forward currency contracts with external parties to hedge its foreign currency risks relating to foreign currency denominated financial liabilities measured at amortized cost. The Company formally establishes a hedge relationship between such forward currency contracts ("Hedging Instruments") and recognized financial liabilities ("Hedged Items") through a formal documentation at the inception of the hedge relationship in line with the Company's Risk Management objective and strategy.

The hedge relationship so designated is accounted for in accordance with the accounting principles prescribed for a fair value hedge under Ind AS - 109, "Financial Instruments".

Recognition and Measurement of Fair Value Hedge

Hedging instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently measured at fair value at each reporting date. Gain or loss arising from such changes in the fair value of hedging instruments is recognized in the Statement of Profit and Loss. Hedging instruments is recognized as financial assets in the Balance Sheet, if it's fair value as at reporting date is positive as compared to

carrying value and as financial liabilities, if it's fair value as at reporting date is negative as compared to carrying value.

Hedged items (recognized financial liabilities) are initially recognized at fair value on the date of entering into the contractual obligation and are subsequently measured at amortized costs. The hedging gain or loss on the hedged items is adjusted to the carrying value of the hedged item as per the effective interest method and the corresponding effects are recognized in the Statement of Profit and Loss.

Derecognition

On de-recognition of the hedged items, the unamortized fair value of the hedging instrument adjusted to the hedged items, is recognized in the Statement of Profit and Loss.

(q) Fair Value

The Company measures financial instruments at fair value in accordance with the accounting policies mentioned above. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the assets or transfer the liabilities takes place either:

- In the principal market for the assets or liabilities, or
- In the absence of a principal market, in the most advantageous market for the assets or liabilities.

All the assets and liabilities for which fair value is measured or disclosed in the Financial Statements are categorized within fair value hierarchy that categorizes into three levels, described as follows, the inputs to valuation techniques used to measure value. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1 inputs) and the lowest priority to unobservable inputs (Level 3 inputs).

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the assets or liabilities, either directly or indirectly.

Level 3 - Inputs that are unobservable for the assets or liabilities.

For assets and liabilities that are recognized in the Financial Statements at fair value on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization at the end of each reporting period and discloses the same.

(r)**(s) Investments in Subsidiary Companies and Associate Companies**

The Company has elected to recognize its investments in subsidiary companies and associate companies at cost in accordance with the option available in Ind AS - 27, "Separate Financial Statements". Investments in subsidiary and associates are carried at cost less accumulated impairment losses, if any. Cost includes cash consideration paid on initial recognition adjusted for embedded derivatives and estimated contingent considerations (earn out), if any. Contingent consideration (earn out) is re-measured at fair value at each reporting date and changes in the fair value of the contingent consideration are recognized in the Statement of Profit and Loss.

Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiary and associates, the difference between net disposal proceeds and the carrying amounts are recognized in the Statement of Profit and Loss.

(t) Employee Benefits

Short-Term Employee Benefits

All the employee benefits payable wholly within twelve months of rendering the services are classified as short-term employee benefits and they are recognized in the period in which the employee renders the related services. The Company recognizes the undiscounted amount of short-term employee benefits expected to be paid in exchange for services are rendered as a liability (accrued expense) after deducting any amount already paid.

Post - Employment Benefits

a) Defined Contribution Plans

Defined contribution plans are employee state insurance scheme and Government administrated pension fund scheme for all the applicable employees and superannuation scheme for all the eligible employees, who met eligible criteria. The Company's contribution to defined contribution plans is recognized in the Statement of Profit and Loss in the reporting period to which they relate.

i) Recognition and Measurement of Defined Contribution Plans

The Company recognizes contribution payable to a defined contribution plan as an expense in the Statement of Profit and Loss, when the employees render services to the Company during the reporting period. If the contributions payable for services received from employees before the reporting date exceed the contributions already paid, the deficit payable is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the reporting date, the excess is recognized as an asset to the extent that the prepayment will lead to, for example, a reduction in future payments or a cash refund. *"The Company has not remitted Provident Fund and ESIC contributions during the year, as the registration numbers were under process and not allotted till 31st March 2025."*

b) Defined Benefits Plans

i) Gratuity

The Company operates a defined benefits plan for its employees. The Company pays the gratuity to employee whoever has completed its five years of service with the Company at the time of retirement or resignation or superannuation. *"The Company is covered under the Payment of Gratuity Act, 1972. However, as none of the employees have completed five years of continuous service as on 31st March 2025, no gratuity liability has arisen."*

ii) Provident Fund Scheme

Provident fund is defined contribution plan covering certain eligible employees. The Company and the eligible employees make a monthly contribution to the provident fund maintained by the regional provident fund commissioners equal to the specified percentage of the basic salary of the eligible employees as per the scheme. The contributions to the provident fund are charged to the Statement of Profit and Loss for the period when the contributions are due.

iii) Pension Scheme

The Company operates a defined benefit pension plan for certain specified employees and is payable upon the employee satisfying certain conditions, as approved by the Board of Directors.

iv) **Post - Retirement Medical Benefit Plan**

The Company operates a defined post-retirement medical benefits plan for certain specified employees and is payable upon the employee satisfying certain conditions.

v) **Leave Encashment**

The Company does not provide for leave encashment as employees are not entitled to encash their unutilized leave. Hence, no liability for leave encashment arises as at 31st March 2025.

Recognition and Measurement of Defined Contribution Plans

The cost of providing defined benefits is determined using the “*Projected Unit Cash Credit*” method with actuarial valuations being carried out at each Balance Sheet date. The defined benefit obligations recognized in the Balance Sheet represent the present value of the defined benefit obligations as reduced by the fair value of plan assets, *if any*. Any defined benefit assets (negative benefit defined obligations resulting from these calculations) are recognized representing the present value of available refunds and reductions in future contributions to the plan.

All expenses represented by current service cost, past service cost, if any, and net interest on defined benefit liabilities / (assets) are recognized in the Statement of Profit and Loss. Remeasurement of the net defined benefits liabilities/ (assets) comprising actuarial gains and losses and the return on the plan assets (excluding amounts included in net interest on the net defined benefit liabilities /assets), are recognized in other comprehensive income. Such remeasurements are not reclassified to the Statement of Profit and Loss in the subsequent periods.

Past service cost is recognized immediately to the extent that the benefits are already vested, else is amortized on a straight-line basis over the average period until the amended benefits become vested. Actuarial gain or losses in respect of the defined benefits plan are recognized in the Statement of Profit and Loss in the year in which they arise.

The Company presents the above liabilities as current and non-current in the balance sheet as per the actuarial valuation by the independent actuary.

(u) Exceptional Items

Exceptional items are disclosed separately in the Financial Statements, where it is necessary to do so to provide further understanding of the financial performance of the Company. These are the material items of income or expenses that have shown separately due to their nature and incidence. An ordinary item of income or expense which by its size, nature, occurrence or incidence requires a disclosure in order to improve understanding of the performance of the Company is treated as an exceptional item in the Statement of Profit and Loss.

(v) Event after Reporting Date

Adjusting events are those events that provides further evidence of conditions that existed at the end of the reporting period. The Financial Statements are adjusted for such events before authorization for issue. Non-adjusting events are those events that are indicative of conditions that arose after the end of the reporting period. Non-adjusting events after the end of the reporting period are not accounted, but disclosed if material. All the events occurring after the balance sheet date up to the date of the approval of the Financial Statement of the Company by the board of directors on **May 29, 2025**, have been considered, disclosed and adjusted, wherever

applicable, as per the requirement of Indian Accounting Standards. Refer “*Note No. 38*” of Financial Statements for further references.

(w) Cash Flow Statements

Cash flows statements are reported using the method set out in the Ind AS - 7, “Cash Flow Statements” and is prepared by using indirect method adjusting the net profit / (losses) before tax excluding exceptional items for the effect of:

- i) Changes during the period in inventories and other operating receivables and payables;
- ii) Non-cash items such as depreciation, provisions, unrealized foreign currency gain / (losses); and
- iii) all other items for which the cash effects are investing and financing cash flows.

The cash flows from operating, investing and financing activities of the Company are segregated. The cash and cash equivalents (including balances with banks), shown in the Statement of Cash Flows exclude items, which are not available for general use as at the date of Balance Sheet.

(x) Commitments

Commitments are the future liabilities for contractual expenditure, classified and disclosed as follows:

- i) estimated amounts of contracts remaining to be executed on capital account and not provided for;
- ii) other non-cancellable commitment, if any, to the extent they are considered material and relevant in the opinion of the Company’s management.

Other commitments related to sales / procurements made in the normal course of business are not disclosed to avoid the excessive details.

1.5 RECENT ACCOUNTING PRONOUNCEMENT

Ministry of Corporate Affairs (the “MCA”) notifies new standards or amendments to the existing standards under the Companies (Indian Accounting Standard) Rules as issued from time to time. For the period March 31, 2025, the MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

1.6 KEY ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of the Company’s Financial Statements is in conformity with the Ind AS, which requires the Company’s managements to make judgments, estimates and assumptions that affect the application of the accounting policies and the reported amounts of the assets, liabilities, incomes, and expenses (including the contingent liabilities) and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities effected in future periods. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on a periodic basis. Revision to accounting estimates is recognized in the period in which the estimates are revised and in any future periods affected.

The key assumptions concerning the future and other key resources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amount of the assets and liabilities within the next financial year, are described as follow:

- a) Income Tax:** The Company’s tax jurisdiction is in India. Significant judgments are involved in estimating budgeted profits for the purpose of paying advance tax, determining the income tax provisions, including the amount expected to be paid / recovered for uncertain tax provisions (Refer “*Note No. 13*”).

b) Property, Plant and Equipment: Property, plant and equipment represent a significant proportion of assets base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and expected residual value at the end of its life. The useful lives and residual values of assets are determined by the Company's management at the time the assets are acquired and reviewed periodically, including at each financial year end. The useful lives of each of these assets are based on the life prescribed in Schedule - II to the Companies Act, 2013, or based on the technical estimates, taken into the account the nature of the assets, estimated usage, expected residual values and operating conditions of the assets. The useful lives are based on historical experience with the similar assets as well as anticipation of future events, which may impact their life, such as changes in technical or commercial obsolescence arising from changes or improvements in production or from a change in market demand of the product or service output of the assets.

c) Defined Benefits Obligations: The costs of providing gratuity and other post-employment benefits are charged to the Statement of Profit and Loss in accordance with *Ind AS - 19, "Employee Benefits"* over the period during which benefit is derived from the employees' services. It is determined by using the actuarial valuation and assessed on the basis of assumptions selected by the Company's management. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates. The same is disclosed in "Note No. 44", "Employee Benefits". Due to complexities involved in the valuation and its long-term in nature, a defined benefit obligation is highly sensitive to change in these assumptions. All assumptions are reviewed at each balance sheet date by the Company's Management.

d) Fair Value measurements of Financial Instruments: When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques, including the discounted cashflow model, which involves various judgments and assumptions. The input to these models is taken from observable markets wherever possible, where this is not feasible, a degree of judgment is required in establishing fair value. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of the financial instruments.

e) Recoverability of Trade Receivables: Judgment is required in assessing the recoverability of overdue trade receivables and determining whether a provision is against those receivables is required. Factors considered include the credit rating of the counterparty, the amount and timing of anticipated future payments and any possible actions that can be taken to mitigate the risk of non-payments.

f) Provisions and Contingent Liabilities: The Company's management estimates the provision that have present obligation as a result of past events, and it is probable that outflow of resources will be required to settle the obligation. These provisions are reviewed at the end of each reporting period and are adjusted to reflect the current best estimates.

The Company uses significant judgements to assess contingent liabilities. Contingent liabilities are disclosed when there is possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the controls of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognized nor disclosed in the Financial Statements.

g) Impairment of Financial and Non-Financial Assets: The impairment provision of financial assets is based on the assumptions about the risk of default and expected cash loss rates. The Company uses judgment in making

these assumptions and selecting the inputs to the impairment calculation, based on the Company's history, existing market conditions as well as forward looking estimates at the end of the reporting period.

In case of non-financial assets, the Company estimates asset's recoverable amount, this is higher of an assets or cash generating units (CGU) fair value less the cost of disposal and the value-in-use. In assessing the value-in-use, the estimated future cash flows are discounted using the pre-tax discount rate that reflects current market assessments of the time value of money and the risk specific to the assets. In determining the fair value less cost of disposal, recent market transactions are taken into account, if no such transactions can be identified, an appropriate valuation model is being used.

h) Recognition of Deferred Tax Assets and Liabilities: Deferred tax assets and liabilities are recognized for deductible temporary differences and unused tax losses or unused tax credit for which there is probability of utilization against the future taxable profits. The Company uses judgments to determine the amount of deferred tax that can be recognized, based upon the likely timing and the level of future taxable profits and business developments.