

# **ORIENT TRADELINK LIMITED**

## **31<sup>ST</sup> ANNUAL REPORT**

**2024-25**

**COMPANY INFORMATION AS ON 31<sup>ST</sup> MARCH 2025**

**BOARD OF DIRECTORS**

MR. AUSHIM KHETARPAL  
MR. MAHESH KUMAR VERMA  
MS. RACHNA PANWAR

MANAGING DIRECTOR & CFO  
INDEPENDENT DIRECTOR  
NON-EXECUTIVE DIRECTOR

---

**STATUTORY AUDITORS** : M/S. NYS & COMPANY  
CHARTERED ACCOUNTANTS  
NEW DELHI

---

**SHARES LISTED WITH** : BSE LIMITED

---

**REGISTERED OFFICE** : 801-A, 08<sup>th</sup> Floor, Mahalay Building, behind  
Fairdeal House, Off: C. G. Road, Swastik Cross  
Roads, Navrangpura, Ahmedabad, Gujarat-380009

**CORPORATE OFFICE** : 141-A Ground Floor, Shahpur Jat Village, New Delhi  
110049

---

**WEBSITE** : <https://www.orienttradelink.in/>

**EMAIL** : [orient.tradelink@gmail.com](mailto:orient.tradelink@gmail.com)

**CONTACT NO.** : 09999313918

**REGISTRAR & TRANSFER AGENT:** **Skyline Financial Services Private Limited**  
D-153A, 1<sup>st</sup> Floor, Okhla Industrial Area, Phase I, New  
Delhi- 110020.

## CONTENT

<b>Particulars</b>	<b>Page No.</b>
Notice	4-30
Director's Report	31-44
Secretarial Audit Report	45-48
Management Discussion Analysis	49-50
Corporate Governance Report	51-59
Declaration Regarding Compliance By Board Members And Senior Management Personnel With The Company's Code Of Conduct	60
CFO Certificate	61
PCS Certificate on Corporate Governance Report	62
Certificate Of Non-Disqualification Of Directors	63
Auditor's Report	64-78
Balance Sheet	79
Profit & Loss Account	80
Cash Flow Statements	81
Accounting Policies and Notes on Accounts	82-97

**ORIENT TRADELINK LIMITED**

**CIN: L65910GJ1994PLC022833**

**Regd. Office:** 801-A, 08th Floor, Mahalay Building, Behind Fairdeal  
House, Off: C. G. Road, Swastik Cross Roads, Navrangpura, Ahmedabad, Gujarat-380009

**Corporate Office:** 141-A Ground Floor, Shahpur Jat Village, New Delhi-110049

**Tel:** +91 9999313918, **E-mail:** [orienttradelink@gmail.com](mailto:orienttradelink@gmail.com), **website:** [www.orienttradelink.in](http://www.orienttradelink.in)

---

**NOTICE**

(PURSUANT TO SECTION 101 OF THE COMPANIES ACT, 2013)

**NOTICE** is hereby given that the Thirty First (31<sup>st</sup>) Annual General Meeting of the members of Orient Tradelink Limited will be held on **Monday, 29<sup>th</sup> September, 2025 at 12:00 P.M.** through Video Conferencing (“VC”)/ Other Audio-Visual means (“OAVM”) to transact the following business:

**ORDINARY BUSINESS:**

**ITEM NO. 1- TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON**

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

“**RESOLVED THAT** the audited financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon as circulated to the Members, be and are hereby considered and adopted.”

**ITEM NO. 2- TO APPOINT A DIRECTOR IN PLACE OF MR. AUSHIM KHETARPAL (DIN: 00060319), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT**

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

“**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Aushim Khetarpal (DIN: 00060319) who retires by rotation and being eligible offers himself for re-appointment be and is hereby appointed as a Director of the Company liable to retire by rotation.”

**ITEM NO. 3- APPOINTMENT AND RATIFICATION OF M/S NYS AND COMPANY, CHARTERED ACCOUNTANTS (FRN:017007N) AS STATUTORY AUDITORS OF THE COMPANY.**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder as amended from time to time (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendation of Audit Committee and the Board of Directors, **M/s. NYS and Company, Chartered Accountants (Firm Registration No. 017007N)** be and are hereby appointed as the Statutory Auditors of the Company, to hold office for a term of five consecutive years from the conclusion of the 31st Annual General Meeting (AGM) until the conclusion of the 36th AGM of the Company, on such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors.

**RESOLVED FURTHER THAT** the Board or any duly constituted Committee of the Board, be and is hereby authorized to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution.”

**SPECIAL BUSINESS:**

**ITEM NO.4- TO APPROVE THE CHANGE OF NAME FROM ORIENT TRADELINK LIMITED TO RADIANT GLOBAL VENTURES LIMITED AND CONSEQUENTIAL ALTERATION IN CONSTITUTIONAL DOCUMENTS OF THE COMPANY**

To Consider and, if thought fit, with or without modification to pass the following resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 4, 5, 13 & 14 and other applicable provisions, if any, of the Companies Act, 2013 and the applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and any other applicable law(s), rule(s), regulation(s), guideline(s), the provisions of the Memorandum and Articles of Association of the Company and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to the approval of the Central Registration Centre, Registrar of Companies, Central Government and / or any other statutory authority (**“the authority”**) as may be necessary, consent of the members be and is hereby accorded for changing the name of the Company from **“Orient Tradelink Limited”** to **“Radiant Global Ventures Limited.”** or any other name as approved by the Central Registration Centre.

**RESOLVED FURTHER THAT** in terms of Section 13 of the Companies Act, 2013, and other applicable provisions of the Act, if any the Name Clause, being Clause I of the Memorandum of Association of the Company, be and is hereby altered by deleting the existing Clause I and substituting it with the following:

**I. The Name of the Company is “Radiant Global Ventures Limited”**

**RESOLVED FURTHER THAT** in terms of Section 14 of the Companies Act, 2013 and other applicable provisions of the Act, if any, the Articles of Association of the Company be altered by deleting the existing name **“Orient Tradelink Limited”** wherever appearing and substituting it with the new name of the Company as **“Radiant Global Ventures Limited.”** or any other name as approved by the Central Registration Centre.

**RESOLVED FURTHER THAT** any of the existing Director(s) of the Company, be and are hereby severally or jointly authorized to file aforesaid application(s) and/or form(s) and to do all such acts, deeds, things and matters, as may be considered necessary, appropriate or expedient for the change of name and forward authorised copy of the above resolutions to concerned authorities or entities as may be necessary to give effect to the above resolutions.”

**ITEM NO.5- REGULARIZATION OF MR. MAHENDRA PRASAD SHARMA (DIN: 02651989) AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

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

**“RESOLVED THAT** in accordance with the recommendations of the Nomination and Remuneration Committee approval of the Board of Directors and provisions of Sections 149, 150, 152, and other applicable provisions, if any, of the Companies Act, 2013 (**“the Act”**), and the Rules made thereunder, read with Schedule IV of the Companies Act, 2013 and Regulation 16(1)(b), Regulation 17 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“the Listing Regulations”**) (including and statutory modification(s) or re-enactment thereof for the time being in force) consent of the members be and is hereby

accorded to regularize and appoint the **Mr. Mahendra Prasad Sharma (DIN: 02651989)**, as Independent Director of the Company for term of Five Year with effect from 05th September, 2025 and who shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** any of the Directors(s) be and are hereby severally authorized to sign and execute all such documents and papers as may be required for the purpose and file necessary e- form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard

**RESOLVED FURTHER THAT** any of the existing Director(s) be and are hereby severally authorized to sign the certified true copy of the resolution to be given as and when required.”

#### **ITEM 6: TO APPROVE THE APPOINTMENT OF SECRETARIAL AUDITOR**

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

**“RESOLVED THAT** pursuant to Section 204 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made thereunder, Regulation 24A, and applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable rule(s), regulation(s), guideline(s), notification(s) or circular(s) issued by the Government of India, the Ministry of Corporate Affairs, the Securities and Exchange Board of India, stock exchanges and/ or any other competent authority, (including any amendment(s), statutory modification(s) and/ or re-enactment(s) thereof for the time being in force), subject to such other approvals as may be necessary, the approval of shareholders of the Company be and is hereby accorded to appoint **M/s. Vaibhav Sharma & Associates, Practicing Company Secretaries (Firm Registration No. S2012DE180700, and Peer Review Certificate No: 2689/2022)** as the Secretarial Auditors of the Company to conduct the secretarial audit for a term of 5 (five) consecutive years, starting from April 1, 2025 and ending on March 31, 2030 and submission of secretarial audit report thereon at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses, as decided by the board of directors of the Company, from time to time.

**RESOLVED FURTHER THAT** the Board of Directors and company secretary of the Company be and are hereby severally authorized to perform all such acts, deeds, matters and things as they may deem necessary, proper and/ or expedient, including filing of the requisite forms or submission of documents with any authority, to give effect to the aforesaid resolution and for the matters connected herewith or related hereto.”

#### **ITEM 7: TO RE-APPOINT MR. AUSHIM KHETARPAL AS MANAGING DIRECTOR.**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any read with Schedule V of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and in terms of applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and such other approvals, permissions and sanctions, as may be required, approval of the Members be and is hereby accorded for the re-appointment and terms of re-appointment including remuneration of **Mr. Aushim Khetarpal (DIN: 00060319)**, as the Managing Director (MD) of the Company for a period of five years, with effect from 1<sup>st</sup> September 2024, upon the terms and conditions including remuneration as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors and as set out in the Explanatory Statement annexed to this Notice,

**RESOLVED FURTHER THAT** the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) be and is hereby authorized to take all such steps as may be necessary, proper and expedient to give effect to this Resolution.”

**ITEM 8:- TO CONSIDER AND APPROVE FURTHER ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS**

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

**"RESOLVED THAT** pursuant to Sections 23(1)(b), 62(1)(c), read with section 42 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications) or re-enactments) thereof, for the time being in force), read with Rule 13 of Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 and in accordance with the provisions of the Memorandum and Articles of Association of the Company and in accordance with the provisions on preferential issue as contained in Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018, as amended ("SEBI ICDR Regulations"), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "SEBI Listing Regulations") the listing agreements entered into by the Company with the BSE Limited ("Stock Exchange") on which the Equity Shares of the Company having face value of Rs.10/- (Ten) each ("Equity Shares") are listed and subject to any other rules, regulations, guidelines, notifications, circulars and clarifications issued there under from time to time by the Ministry of Corporate Affairs ("MCA"), Securities and Exchange Board of India ("SEBI") and/ or any other competent authorities, (hereinafter referred to as "Applicable Regulatory Authorities") from time to time to the extent applicable and subject to such approvals), consent(s), permission(s) and/or sanction(s), if any, of any statutory / regulatory authorities, Stock Exchanges), SEBI, institutions, or bodies, as may be required and subject to such terms and condition(s), alteration(s), correction(s), changes) and/or modifications) as may be prescribed by any of them while granting such consent(s), permission(s) or approvals), and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the 'Board', which terms 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, consent of the Members of the Company hereby accorded to the Board and is hereby authorized in its absolute discretion to create, offer, issue and allot on a preferential basis, in one or more tranches , upto 40,50,000 (Forty Lakh Fifty Thousand) fully paid-up equity shares of the company having face value of Rs. 10/- (Rupees Ten) or such other number of equity shares as may be determined, at a price of RS. 22 (Twenty-Two Only) which is not less than the price determined in accordance with Chapter V of SEBI (ICDR) Regulations, in such manner and on such terms and conditions as may be deemed appropriate by the Board on preferential basis to:

S.No.	Name	Category	PAN	Maximum number of Equity Shares to be allotted	Maximum Aggregate Amount (in ₹)
1	Sanjay Sinha	Non-Promoter	AAUPS8529E	6,00,000	1,32,00,000
2	Manmeet Singh	Non-Promoter	BFQPS1092J	3,00,000	66,00,000
3	Shikha	Non-Promoter	AQCPS0562K	1,50,000	33,00,000
4	Tejinder singh	Non-Promoter	ACSPS5386H	1,50,000	33,00,000
5	Ramudagar Kamat	Non-Promoter	CFBPK3015H	3,50,000	77,00,000
6	Bhawna Shadija	Non-Promoter	BJYPB5909B	2,00,000	44,00,000
7	Sarla Sharma	Non-Promoter	ECDPS5648H	1,50,000	33,00,000

8	Jaideep Gautam	Non-Promoter	BKNPG3821K	1,50,000	33,00,000
9	Hemlata Gautam	Non-Promoter	CUGPS4637F	1,50,000	33,00,000
10	Hemlata Sharma	Non-Promoter	CCVPS6356Q	1,50,000	33,00,000
11	Alisha	Non-Promoter	BZLPA1818D	1,50,000	33,00,000
12	Rudrakshi Sharma	Non-Promoter	DTGPS4129N	1,50,000	33,00,000
13	Vivek Giri Maharaj	Non-Promoter	AIUPG4033F	2,00,000	44,00,000
14	Bhim Raj Singh	Non-Promoter	RQEPS2639C	2,00,000	44,00,000
15	Prakash ChSrivastava	Non-Promoter	BAIPS2023N	2,00,000	44,00,000
16	Vanshika	Non-Promoter	BZHPV3682A	2,00,000	44,00,000
17	Sunita Panwar	Non-Promoter	ANRPD4438K	3,00,000	66,00,000
18	Kamlesh Kumari	Non-Promoter	ARFPK5242E	1,00,000	22,00,000
19	Vipin Panwar	Non-Promoter	CPSPP5185A	2,00,000	44,00,000
	<b>TOTAL</b>			<b>40,50,000</b>	<b>8,91,00,000</b>

price being not less than the price determined in accordance with Chapter V of the SEBI ICDR Regulations or such higher price determined on such terms and conditions as may be decided and deemed appropriate by the Board at the time of issue or allotment in accordance with the provisions of SEBI ICDR Regulations, or other applicable laws in this respect.

**"RESOLVED FURTHER THAT** in accordance with SEBI ICDR Regulations, the 'Relevant Date' for determination of the issue price of Equity Shares, shall be, Friday 29th August 2025 being the date 30 (Thirty) days prior to the meeting of members of the Company is to be held to consider the Preferential Issue of equity shares and the issue price determined in accordance with SEBI ICDR Regulations."

**"RESOLVED FURTHER THAT** the Equity Shares to be so created, offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu (including as to entitlement to voting powers and dividend) in all respects with the existing equity shares of the Company and the shares so issued offered and allotted be in dematerialized form"

**"RESOLVED FURTHER THAT** the Equity Shares allotted on preferential basis shall be locked-in for such period as prescribed in SEBI ICDR Regulations"

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to decide and approve the other terms and conditions of the issue and also to vary, alter or modify any of the terms and conditions in the proposal as may be required by the agencies/authorities involved in such issues but subject to such conditions as the Reserve Bank of India (RBI)/Securities and Exchange Board of India (SEBI) Financial Institutions/Investment Institutions and/or such other appropriate authority may impose at the time of their approval and as agreed to by the Board."

**"RESOLVED FURTHER THAT** the said equity shares shall be issued and allotted by the Company within a period of 15 (Fifteen) days from the date of passing of this resolution, provided that where the allotment of the said equity shares is pending on account of pendency of any approval for such allotment by any regulatory authority, the allotment shall be completed within a period of 15 (Fifteen) days from the date of receipt of last of such approvals."



**“RESOLVED FURTHER THAT** the monies received by the Bank from the Proposed Allottee(s) for application of the Equity Shares pursuant to the Preferential Issue shall be kept by the Bank in a separate account opened/designated by the Bank for this purpose and shall be utilized by the Bank in accordance with the provisions of the Companies Act.

**RESOLVED FURTHER THAT** subject to the SEBI ICDR Regulations and other applicable laws, Managing Director, Executive Director and Company Secretary be and are hereby severally authorized to decide, approve, vary, modify and alter the terms and conditions of the issue of the Equity Shares, as it may, in its sole and absolute discretion deem fit within the scope of this approval of shareholders and expedient and to make an offer to the Allottees through private placement offer cum application letter (in Form PAS-4 as prescribed under the Companies Act), without being required to seek any further consent or approval of the shareholders.

**RESOLVED FURTHER THAT** pursuant to the provisions of the Companies Act, complete record of private placement offers be recorded in Form PAS-5 for the issue of invitation to subscribe to the Shares.

**RESOLVED FURTHER THAT** without prejudice to the generality of the above resolution, the issue of the Equity Shares to the Proposed Allottee(s) in the Preferential Issue shall inter-alia be subject to the following terms and conditions in addition to the terms and conditions contained in the explanatory statement under section 102 of the Companies Act annexed hereto, which shall be deemed to form part hereof:

a) The Equity Shares to be allotted shall be fully paid up and rank pari passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) from the date of allotment thereof, be subject to the requirements of all applicable laws and shall be subject to the provisions of the Memorandum and Articles of Association of the Company.

b) The Equity Shares shall be subject to lock-in for such period as specified in the provisions of Chapter V of the SEBI (ICDR) Regulations and be listed on the Stock Exchange(s) subject to receipt of necessary permission(s), sanction(s) and approval(s).

c) The Equity Shares shall be allotted in dematerialized form within a period of 15 days from the date of passing of the special resolution by the Members, provided that where the allotment of Equity Shares is subject to receipt of any approval(s) or permission(s) from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last of such approval or permission.

d) The Equity Shares to be allotted shall be listed on the stock exchanges where the existing equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals

e) The Proposed Allottees of Equity Shares shall be required to bring in the entire consideration, on or before the date of allotment thereof. The Equity Shares so offered, issued and allotted to the Proposed Allottees, shall be issued by the Company for cash consideration. The consideration for allotment of Equity Shares shall be paid to the Bank by the Proposed Allottees from their respective bank accounts.

**"RESOLVED FURTHER THAT** for the purpose of giving effect to the aforesaid special resolution under Sections 42 and 62 of the Companies Act, 2013, any of the executive Director and/ or Company Secretary (which term shall include any duly constituted and authorized Committee thereof) of the Company be and is hereby authorized to take such steps and to do all such other acts, deeds, matters and things and accept any alterations) or amendments) or correction(s) or modification(s) and to execute all documents or writings as may be necessary, proper or expedient for the purpose of giving effect to this resolution including intimating the concerned authorities or such other regulatory body and for matters connected therewith or incidental thereto and also to seek listing of such equity shares on BSE where the shares of the Company are listed."

**"RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or Officers) of the Company and to generally do all such acts, deeds and things as may be required in connection with the aforesaid resolution, including issue of offer letter, making necessary filings with the stock exchanges and regulatory authorities and execution of any documents on behalf of the Company and to represent the Company before any Governmental authorities and to

appoint by merchant bankers or other professional advisors, consultants and legal advisors to give effect to the aforesaid resolution."

**"RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board be and is hereby authorizes any of the Directors and / or Company Secretary of the Company to agree and accept all such terms, condition(s), modification (s) and alteration(s) as may be stipulated by any relevant authorities while according approval or consent to the issue as may be considered necessary, proper or expedient and give effect to modification (s) and to resolve and settle all questions, difficulties or doubts that may arise in this regard in the implementation of this resolution for issue and allotment of equity shares on preferential basis and to do all acts, deeds and things in connection therewith and incidental thereto without being required to seek any further consent or approval of the members of the Company to the intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

**By Order of the Board of Directors  
Orient Tradelink Limited**

**Sd/-**

**Place: New Delhi  
Date: 06/09/2025**

**Aushim Khetarpal  
Managing Director & CFO  
DIN: 00060319**

## NOTES:-

1. Pursuant to the General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 (“SEBI Circular”) and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, EGM/AGM shall be conducted through VC / OAVM.

In compliance with the provisions of the Companies Act, 2013 (“the Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and MCA Circulars, the **31<sup>st</sup>** Annual General Meeting (“Meeting” or “AGM”) of the Company is being held through VC / OAVM on **Monday, 29<sup>th</sup> September, 2025**, at 12:00 P.M. (IST). The proceedings of the AGM deemed to be conducted at the Registered Office of the Company situated at 801-A, 8th Floor, Mahalay Building, Behind Fairdeal House, Off: C. G. Road, Swastik Cross Ro, ads, Ahmedabad, Navrangpura, Gujarat, India, 380009

2. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH.

ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.

3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated December 28, 2022, May 05, 2022, December 14, 2021, January 13, 2021, April 08, 2020, April 13, 2020 and May 05, 2020 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 Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. **The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.**
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. Pursuant to Regulation 44(6) of Listing Regulations, the Company is also providing a live webcast of the proceedings of the AGM. The Members will be able to view the proceedings on Central Depository Services (India) Limited’s (‘CDSL’) e-Voting website at [www.cdslindia.com](http://www.cdslindia.com). The facility of participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Auditors etc. who are allowed to attend the AGM, without restriction on account of a first come first served basis.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.orienttradelink.in](http://www.orienttradelink.in). The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com)
7. 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.
8. Listing Regulations has mandated that for making dividend payments, companies whose securities are listed on the stock exchanges shall use electronic clearing services (local, regional or national), direct credit, real time gross settlement, national electronic funds transfer etc. The companies and the registrar and share transfer agents are required to seek relevant bank details of shareholders from depositories/ investors for making payment of dividends in electronic mode. It is also mandatory to print the bank details on the physical instrument if the payment is made in physical mode. Accordingly, shareholders are requested to provide or update (as the case may be) their bank details with the respective depository participant for the shares held in dematerialized form and with the registrar and share transfer agent in respect of shares held in physical form. For further details about registration process, please contact your depository/ R&TA of the Company.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's RTA. You are also requested to update your Bank details by writing to the Company's RTA.
10. SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018 requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 01, 2019 unless the securities are held in dematerialized form with the depositories. Therefore, shareholders are requested to take action to dematerialize the equity shares of the Company.
11. The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested and other documents referred to in the Notice and explanatory statement, will be available electronically for inspection via a secured platform without any fee by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [www.orienttradelink.in](mailto:www.orienttradelink.in)
12. Members are requested to notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
13. Non-Resident Indian members are requested to inform RTA/respective DPs, immediately of:
  - a) Change in their residential status on return to India for permanent settlement.
  - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

14. The Board of Directors of the Company has appointed **M/s Amit Saxena & Associates**, New Delhi as **Scrutinizer** to scrutinize the e-voting during the AGM and remote e-voting process in a fair and transparent manner.
15. The Register of Members and Share Transfer Books of the Company will remain closed from **Tuesday 23<sup>rd</sup> September, 2025 to Monday, 29<sup>th</sup> September, 2025 (both day inclusive)**.
16. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting and shall within 02 working days of conclusion of the AGM shall submit a consolidated Scrutinizer's report of the total votes cast in favor of or against, if any, to the Chairman or any other person authorized by the Chairman, who shall countersign the same and declare the result of the voting forthwith.
17. The results along with Scrutinizer's Report, shall be displayed at the Registered Office and Corporate office of the Company and placed on the Company's website at [www.orienttradelink.in](http://www.orienttradelink.in) and the website of CDSL immediately after the result is declared. The results shall be simultaneously communicated to the Stock Exchange where the securities of the Company are listed. The resolutions will be deemed to be passed on the date of AGM subject to receipt of the requisite number of votes in favour of the resolutions.
18. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

**THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:**

- (i) The voting period begins on Friday, September 26, 2025 9.00 A.M. IST and ends on Sunday, September 28, 2025 5.00 P.M. IST. 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 Monday, September 22, 2025 cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 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 shareholders/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.

- (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 above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

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

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

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

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000

- (v) 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 [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	<b>For Shareholders holding shares in Demat Form other than individual and Physical Form</b>
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"> <li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<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"> <li>If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.



- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) **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 [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - 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 [www.orienttradelink.in](http://www.orienttradelink.in) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

1. **For Demat shareholders** - Please update your email id & mobile no. with your respective Depository Participant (DP)
2. **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.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **10 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **5 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 1800 21 09911.

**For & on behalf of  
Orient Tradelink Limited**

**Date: 06.09.2025  
Place: New Delhi**

**Sd/-  
Mahesh Kumar Verma  
Director  
DIN: 07892196**

**Sd/-  
Aushim Khetarpal  
Managing Director  
DIN: 00060319**

## ANNEXURE – A

**Details of the Directors seeking re-appointment at the 31st Annual General Meeting of the company as per Regulation 36(3) SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015**

<b>Particulars</b>	<b>Details</b>
<b>Name</b>	Aushim Khetarpal
<b>Director Identification Number</b>	00060319
<b>Date of Birth</b>	24-04-1960
<b>Age</b>	65
<b>Nationality</b>	Indian
<b>Qualification</b>	BCOM (Hons)
<b>Original Date of Appointment</b>	01-05-2022
<b>Brief Resume of the Director (Including age and qualifications)</b>	Mr. Aushim Khetarpal is a renowned actor and producer from India with extensive experience in the entertainment industry. He has been associated with various acclaimed film and television projects, contributing significantly both on-screen and behind the camera. His expertise spans creative production, content development, and strategic planning for media ventures. Under his guidance, several projects have gained critical and commercial recognition, reflecting his commitment to quality and innovation in the entertainment sector.
<b>Experience and nature of expertise in specific functional area</b>	More than 25 years
<b>Shareholding in the Company, either directly or by way of beneficial ownership</b>	554 (No. of Shares)
<b>Terms and Conditions of appointment/re-appointment</b>	As decided by the Board of Directors
<b>No. of meetings of the Board attended during the financial year 2024-2025</b>	9
<b>Remuneration sought to be paid and remuneration last drawn</b>	As decided by the Board of Directors
<b>Directorships, Membership / Chairmanship of Committees of other Boards along with the listed entities from which the director has resigned in the past three years</b>	<b>Unlisted Company:-</b> 1. Radiant Sports Management Private Limited 2. Divinus Promoters Private Limited 3. Aum Sportainment Private Limited
<b>Relationship with other Directors, Manager and other Key Managerial Personnel of the Company</b>	None

## ANNEXURE – B

**Details of the Auditors being re-appointed at the 31<sup>st</sup> Annual General Meeting of the Company as per Regulation 36 SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015**

Particulars	Details
Name	M/s. NYS & Company
Proposed fees payable to the statutory auditor along with terms of appointment	As discussed between the Board and Auditor
Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s) proposed to be appointed.	Due to expertise in the field of Management and Accountancy Firm Name: NYS & Company Firm PAN: ACSFS6647P FRN No: 017007N Peer Review certificate No.: 015270

## ANNEXURE – C

**Details of the Auditors being appointed at the 31<sup>st</sup> Annual General Meeting of the Company as per Regulation 36 SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015**

Particulars	Details
Name	M/s. Vaibhav Sharma & Associates
Proposed fees payable to the Secretarial auditor along with terms of appointment	As discussed between the Board and Auditor
Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s) proposed to be appointed.	Due to expertise in the field of Consultancy Services Firm Name: Vaibhav Sharma & Associates FRN No: <i>S2012DE180700</i> Peer Review certificate No.: 2689/2022

## ANNEXURE – D

### **Details of the Directors seeking regularization at the 31<sup>st</sup> Annual General Meeting of the Company as per Regulation 36(3) SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015**

Particulars	Details
Name	Mr. Mahendra Prasad Sharma
Director Identification Number	02651989
Date of Birth	13/02/1962
Age	63
Nationality	Indian
Qualification	B.com Graduate
Original Date of Appointment	06-09-2025
Brief Resume of the Director (Including age and qualifications)	Expertise in the filed of Accountancy
Experience and nature of expertise in specific functional area	Accounts
Shareholding in the Company, either directly or by way of beneficial ownership	NIL
Terms and Conditions of appointment/re-appointment	As decided by the Board of Directors
No. of meetings of the Board attended during the financial year 2024-2025	0
Remuneration sought to be paid and remuneration last drawn	As decided by the Board of Directors
Directorships, Membership / Chairmanship of Committees of other Boards along with the listed entities from which the director has resigned in the past three years	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None

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

### **ITEM No. 4**

#### **APPROVAL FOR CHANGE OF NAME OF THE COMPANY AND CONSEQUENTIAL ALTERATION IN THE MEMORANDUM AND ARTICLES OF ASSOCIATION**

The Board of Directors proposes to change the name of the Company from “**Orient Tradelink Limited**” to “**Radiant Global Ventures Limited**”. This change is intended to reflect the Company’s evolving vision, its rebranding strategy, modernization initiatives, and to enhance its appeal to stakeholders, investors, and the market at large.

In accordance with Sections 4, 5, 13, and 14 of the Companies Act, 2013, such a change in name requires:

- Approval of the shareholders by way of a Special Resolution.
- Alteration of the Name Clause (Clause I) of the Memorandum of Association (MOA) and substitution of the existing name with the new name.
- Necessary alterations in the Articles of Association (AOA) to reflect the new name wherever it appears.

The proposed name “**Radiant Global Ventures Limited**” has been reserved with the Ministry of Corporate Affairs (MCA) and is available for adoption by the Company, subject to shareholder approval and statutory clearances.

The Board is of the opinion that the proposed change of name will better represent the Company’s business approach and future plans, and will contribute positively to its brand identity.

Accordingly, the Board recommends the passing of the resolution as a Special Resolution.

None of the Directors, Key Managerial Personnel (KMPs), or their relatives are in any way concerned or interested, financially or otherwise, in this resolution.

### **ITEM No. 5**

#### **REGULARIZATION OF MR. MAHENDRA PRASAD SHARMA (DIN: 02651989) AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, had appointed Mr. Mahendra Prasad Sharma (DIN: 02651989) as an Additional Director (Non-Executive Independent) of the Company with effect from 06th September, 2025, in accordance with the provisions of Section 161(1) of the Companies Act, 2013. he holds office up to the date of the ensuing Annual General Meeting (AGM).

Pursuant to Sections 149, 150, 152 read with Schedule IV of the Companies Act, 2013, and the Companies (Appointment and Qualification of Directors) Rules, 2014, it is proposed to regularize his appointment as a Non-Executive Independent Director, not liable to retire by rotation, for a period of five (5) consecutive years commencing from 06th September, 2025 to 05th September, 2030, subject to approval of the shareholders by way of a Special Resolution.

## **ITEM No. 6**

### **APPROVE THE APPOINTMENT OF SECRETARIAL AUDITOR**

The provisions of Section 204(1) of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, mandate every listed company to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to its Board's Report for the financial year.

In compliance with the above requirements, the Board of Directors proposes to appoint M/s. Vaibhav Sharma & Associates, Company Secretaries, having [Firm Registration No. S2012DE180700], as the Secretarial Auditor of the Company for a period of five (5) consecutive years, commencing from the financial year 2025-2026

M/s. Vaibhav Sharma & Associates have consented to act as the Secretarial Auditor and confirmed their eligibility under applicable provisions of the Companies Act, 2013.

The Board recommends their appointment in the best interest of the Company.

None of the Directors, Key Managerial Personnel, or their relatives are in any way concerned or interested in the said appointment

## **ITEM No. 7**

### **TO RE-APPOINT MR. AUSHIM KHETARPAL AS MANAGING DIRECTOR.**

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Mr. Aushim Khetarpal was re-appointed as Managing Director of the Company w.e.f. 01.09.2024 for a period of 5 years.

In view of aforesaid facts, the Board of Directors of the Company in its meeting held on September 05, 2025 had approved the appointment of Mr. Aushim Khetarpal as Managing Director of the Company as set out in the Resolution.

The documents related to the aforesaid transaction, shall be open for inspection (in physical or electronic form) by the Members at the Registered Office of the Company during normal business hours on all working up to the date of the Annual General Meeting.

Mr. Aushim Khetarpal may be deemed to be concerned or interested, financially or otherwise, in respect of his appointment.

Save and except as above, none of the other Directors or Key Managerial Personnel of the Company and their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution.

As required by Section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all the material facts relating to the business mentioned

## **ITEM No. 8**

### **TO CONSIDER AND APPROVE FURTHER ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS**

The Board of Directors of the Company, in its meeting held on 06" September, 2025, subject to the approval of the members of the Company and such other approvals as may be required, approved the proposal for raising funds by way of issuance and allotment of 40,50,000 (Forty Lakhs Fifty Thousand) equity shares on preferential basis to Non-Promoter Investors as mentioned.

Since the Company is a listed Company, the proposed Preferential Issue is in terms of the provisions of the SEBI ICDR Regulations, the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011 (as amended), and other applicable provisions, if any and Sections 42 and 62(1)(c) of the Companies Act, 2013, Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014.

The information as required under SEBI (ICDR) Regulations and as per the provisions of the Companies Act, 2013 read with Rule 13(2) of the Companies (Share Capital and Debentures) Rules, 2014 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 are given below:

#### **I. Objects of the Preferential issue**

The Company proposes to raise an amount of ₹8,91,00,000/- (Rupees Eight Crore Ninety-One Lakhs only) by way of issue of 40,50,000 Equity Shares at a price of ₹22/- each. The funds are proposed to be utilized towards supporting the rights acquired by Orient Tradelink Limited, as detailed below:

##### **1. Marketing Rights of Divyang World Cups**

Orient Tradelink Limited has acquired exclusive marketing rights for three (3) consecutive Divyang World Cups. The underlying property rights belong to Aum Sportainment Private Limited, and the same have been secured for three tournaments. The first World Cup is scheduled from 25th November to 3rd December, for which confirmation of telecast from Doordarshan has been received.

##### **2. Rights of Sai Baba Peace Awards**

The company has acquired the exclusive rights for conducting the Sai Baba Peace Awards for the next three sessions (3 years). An investment of over ₹60,00,000/- has already been made towards networking and preparations across the globe for this international event.

#### **II. Utilization of Gross proceeds**

The intended use of the gross proceeds of the preferential issue is as under: -

Sr. No.	Particulars	Estimated amount to be utilized for each of the Objects
1.	Financing of Marketing Rights of Divyang World Cups	4,00,00,000
2.	Acquiring Rights of Sai Baba Peace Awards	4,20,00,000
3.	General Corporate Purpose	71,00,000
	<b>TOTAL</b>	<b>Rs 8,91,00,000</b>

#### **III. Interim use of proceeds:**

Our Company, in accordance with the policies formulated by our Board from time to time, will have flexibility to deploy the Issue Proceeds. Pending complete utilization of the Issue Proceeds for the Objects described above, we will ensure compliance with all applicable laws.

#### **IV. Monitoring of utilization of funds:**

Since the proceeds from the Issue is not more than ₹ 100 Crores, in terms of Regulation 162A of Chapter V of ICDR Regulations, the Company doesn't to appoint Monitoring Agency to monitor the utilization of proceeds of the proposed preferential issue.



**V. Maximum number of specified securities to be issued**

The Board of Directors in its meeting held on 06th September, 2025 had approved the issue of equity shares and accordingly proposes to issue and allot in aggregate 40,50,000 (Forty Lakhs Fifty Thousand) Equity Shares of the face value of Rs. 10/- (Rupees Ten Only) each ("the Equity Shares") at price of Rs. 22/- (Rupees Twenty-Two) including premium of Rs. 12 (Twelve Rupees) (being not less than the price calculated in terms of ICDR Regulations) to Non-Promoter Investors on a preferential basis.

**VI. Amount which the company intends to raise by way of such securities;**

The Company proposes to issue 40,50,000 (Forty Lakh Fifty Thousand) equity shares at an issue price of ₹22/- (Rupees Twenty-Two only) per share, aggregating to a total consideration of ₹8,91,00,000/- (Rupees Eight Crore Ninety-One Lakh only).

**VII. Intention of promoters, directors, key managerial personnel, or senior management of the issuer to subscribe to the offer:**

None of the promoter, director, key managerial personnel, or senior management of the issuer intent to subscribe to the offer.

**VIII. The Shareholding Pattern of the issuer before and after the preferential issue:**

The shareholding pattern of the company before and after the proposed preferential issue is likely to be as follows:

Category	Pre issue Shareholding		Equity Shares to be allotted	Post Issue Shareholding*	
	No. of Shares	%		No. of Shares	%
(A) Promoter Shareholding					
(1) Indian					
(a) Individuals & HUF	89,123	0.55		89,123	0.44
(b) Bodies Corporate	-	-	-	-	
Sub Total (A)(1)	89,123	0.55		89,123	0.44
(2) Foreign promoters	-	-	-	-	
Total Promoter shareholding A=A1 +A2	89,123	0.55		89,123	0.44
(B) Public Shareholding					
B1) Institutional Investors	-	-	-	-	-
B2) Central Govt./Stat Govt./POI	-	-	-	-	-
B3) Non-Institutional Investors					
Resident Individuals	1,12,21,690	69.21	40,50,000	1,52,71,690	75.36
Body Corporate	25,62,734	15.80	-	25,62,734	12.65
NRI	46,090	0.28	-	46,090	0.23
Others (Including HUF&LLP)	22,95,363	14.16	-	22,95,363	11.33
Total Public Shareholding B=B1+B2+B3	1,61,25,877	99.45	-	2,01,75,877	99.56
C) Non-Promoter - Non-Public	-	-	-		
Grand Total (A+B+C)	1,62,15,000	100.00	-	2,02,65,000	100.00

Notes:

1. The Pre Issue Shareholding Patterns is as on 13th August 2025.
2. The post issue shareholding pattern in the above table has been prepared on the basis that the proposed allottee(s) will subscribe to all the Equity Shares which they are intent to do so. In the event for any

reason, the proposed allottee(s) do not or are unable to subscribe to and/or are not allotted the Equity Shares either in part or full, the shareholding pattern in the above table would undergo corresponding changes.

3. It is further assumed that shareholding of the Company in all other categories will remain unchanged.
4. The Company will ensure compliance with all applicable laws and regulations including the SEBI ICDR Regulations at the time of allotment of equity shares of the Company.
5. Post-shareholding structure may change depending upon any other corporate action in between

**IX. Proposed time within which the allotment shall be completed:**

As required under the ICDR Regulations, the Company shall complete the allotment of equity shares as aforesaid on or before the expiry of 15 days from the date of passing of the special resolution by the shareholders granting consent for preferential issue or in the event allotment of equity shares would require any approvals) from any regulatory authority or the Central Government, within 15 days from the date of such approvals), as the case may be.

**X. Undertakings regarding re-computation of price**

In terms of SEBI (ICDR) Regulations, 2018, the Company hereby undertakes that:

- a. It shall re-compute the price of the Equity Shares issued in terms of the provisions of SEBI (ICDR) Regulations, where it is required to do so.
- b. If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI (ICDR) Regulations, the underlying Equity Shares shall continue to be locked- in till the time such amount is paid by the proposed allottees.

**XI. The total number of shares or other securities to be issued**

The Board of Directors in its meeting held on 06th September, 2025 will approve the issue of equity shares and accordingly proposes to issue and allot in aggregate 40,50,000 (Forty Lakhs Fifty Thousand) Equity Shares of the face value of Rs.10/- (Rupees Ten Only) each ("the Equity Shares") to Non-Promoter Investors on a preferential basis in compliance with applicable provisions of SEBI (ICDR) Regulations.

**XII. Terms of Issue of the Equity Shares, if any**

The Equity Shares allotted in terms of this resolution shall rank par passu with existing equity shares of the Company in all respects.

**XIII. Pricing of Preferential Issue:**

There shall be no price band. All the equity shares under this preferential issue shall be made at an issue price of Rs 22 (Rupee Twenty-Two only) per Equity Share including Security Premium of Rs 12 (Rupees Twelve only) per Equity Share, being the price higher than the price determined in accordance with Chapter V (Preferential Issue) of the SEBI ICDR Regulations

**XIV. Basis on which the price would be arrived at and Justification for the price (including premium, if any):**

The Equity Shares of the Company are listed on BSE Limited (referred to as the "Stock Exchanges"). The Equity Shares are frequently traded and has been considered for determining the floor price in accordance with the SEBI ICDR Regulations. Further, in terms of Regulation 166A of SEBI (ICDR) Regulations, the said preferential issue, will not result in allotment of more than five per cent of the post issue fully diluted share capital of the Company, to an allottee or to allottees acting in concert, and shall not require a valuation report from an independent registered valuer for determining the price.

In terms of the applicable provisions of the Chapter V of SEBI (Issue of Capital and Disclosure Requirements) (Amendment) Regulations, 2022, the minimum price for the preferential issue of each equity share to be issued shall be a price, being higher of the following:

- Average of 90 trading days of volume weighted average price of the Equity Shares of the Company quoted on the BSE, preceding the Relevant Date is Rs. 21.71 (Twenty-One and Seventy-One Paise); or
- Average of 10 trading days of volume weighted average price of the Equity Shares of the Company quoted on the BSE, preceding the Relevant Date is Rs. 21.65 (Twenty-One and Sixty-Five Paise).

The Board has fixed the price as Rs. 22/- (Twenty-Two) per equity share and the said price fixed by the Board is highest of the above two prices calculated in terms of the ICDR Regulation and other applicable provisions.

**XV.** The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:

Not Applicable, as the Company has not proposed to issue the shares for consideration other than cash.

**XVI. Relevant Date**

In terms of the provisions of Chapter V of the ICDR Regulations, relevant date for determining the floor price for this Preferential Allotment of equity shares is 29th August, 2025 being the 30 days prior to the date of Annual General Meeting.

The identity of the natural persons who are the ultimate beneficial owners of the equity shares proposed to be allotted and / or who ultimately control the proposed allottee(s) and the percentage of post preferential issue capital that may be held by them:

S. No	Name of the Proposed Investors	Ultimate Beneficial Owners ('UBO')	Maximum Amount / Up to (INR)	*Pre- Issue Shareholding		**Post- issue Shareholding	
				No. of Shares	%	No. of Shares	%
1.	Sanjay Sinha	NA	1,32,00,000	11,967	0.07	6,11,967	3.02
2.	Manmeet Singh	NA	66,00,000	-	-	3,00,000	1.48
3.	Shikha	NA	33,00,000	-	-	1,50,000	0.74
4.	Tejinder Singh	NA	33,00,000	-	-	1,50,000	0.74
5.	Ramudagar Kamat	NA	77,00,000	-	-	3,50,000	1.73
6.	Bhawna Shadija	NA	44,00,000	-	-	2,00,000	0.99
7.	Sarla Sharma	NA	33,00,000	-	-	1,50,000	0.74
8.	Jaideep Gautam	NA	33,00,000	-	-	1,50,000	0.74
9.	Hemlata Gautam	NA	33,00,000	-	-	1,50,000	0.74
10.	Hemlata Sharma	NA	33,00,000	-	-	1,50,000	0.74
11.	Alisha	NA	33,00,000	-	-	1,50,000	0.74
12.	Rudrakshi Sharma	NA	33,00,000	-	-	1,50,000	0.74
13.	Vivek Giri Maharaj	NA	44,00,000	-	-	2,00,000	0.99
14.	Bhim Raj Singh	NA	44,00,000	-	-	2,00,000	0.99
15.	Prakash Ch Srivastava	NA	44,00,000	2,00,000	1.23	4,00,000	1.97
16.	Vanshika	NA	44,00,000	-	-	2,00,000	0.99
17.	Sunita Panwar	NA	66,00,000	-	-	3,00,000	1.48
18.	Kamlesh Kumari	NA	22,00,000	303	0.001	1,00,303	0.49
19.	Vipin Panwar	NA	44,00,000	-	-	2,00,000	0.99

\*Pre issue share capital is 1,62,15,000

\*\*Post issue share capital is 2,02,65,000

**XVII. Change in control if any consequent to preferential issue**

The existing Promoters of the Company will continue to be in control of the Company and there will not be any change in the management or control of the Company as a result of the proposed preferential issue.

However, the percentage of shareholding and voting rights exercised by the shareholders of the Company will change in accordance with the change in the shareholding pattern pursuant to the Preferential Allotment.

**XVIII. During the year, no preferential allotment has been made to any person**

Type of Issue (e.g. Amalgamation/ Arrangement, Preferential, Bonus, Rights, etc.)	Size of Issue	Date of Allotment of Equity Shares Pursuant to Conversion of Warrants	Stage of Approval Pending
Preferential Issue	Rs. 79,22,40,000 (4,95,15,000 warrants convertible into 4,95,15,000 Equity Shares at a price of Rs.16 per share)	9,00,000 Equity Shares allotted on April 18th, 2025	Listing Approval: Received  Trading Approval: Pending
		24,50,000 Equity Shares allotted on May 17th, 2025	Listing Approval: Received  Trading Approval: Pending
		100,000 Equity Shares allotted on August 12th, 2025 200,000 Equity Shares allotted on August 13th, 2025	Listing Approval: Pending  Trading Approval: Pending
		100,000 Equity Shares allotted on August 29th, 2025 100,000 Equity Shares allotted on August 30th, 2025 100,000 Equity Shares allotted on September 01st, 2025	Listing Approval: Pending  Trading Approval: Pending

**XIX. Lock-in period**

The Shares to be offered issued and allotted shall be subject to Lock-in as provided under the provisions of ICDR Regulations. The entire pre preferential shareholding of the above allottees, if any, shall be locked-in from the relevant date up to the period of 6 months from the date of trading approval as per Regulation 167 of the ICDR Regulations.

**XX. Certificate from Practicing Company Secretaries**

A certificate from M/s Amit Saxena and Associates Practicing Company Secretaries certifying that the issue of equity shares on preferential basis is being made in accordance with requirements of Chapter V of the SEBI ICDR Regulations, 2018 shall be available for inspection at the Registered office of the Company on all working days (excluding Saturdays and Sundays) during 10:00 A.M. to 5:00 P.M. up to the date of Annual General Meeting and all also be available during the Annual General Meeting.

The PCS certificate is published on the website of the company on [www.orienttradelink.in](http://www.orienttradelink.in).

Details of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

None of the other Directors, Key Managerial Personnel and their relatives is concerned or interested in the resolution, except as holders general or that of the companies, firms, and/or institutions of which they are directors, partners or members and who may hold shares in the Company.

**XXI. Recommendation from the committee of Independent Directors**

The Committee reviewed all aspects relating to the preferential issue including pricing, and has voted unanimously in favour and recommended to the board. All the Independent directors were present for the meeting.

**XXII. Listing:**

The Company will make an application to BSE Limited at which the existing equity shares of the Company are listed, for listing of the Equity Shares allotted under this Preferential Issue. All the Equity Shares, once allotted, shall rank pari-passu with the existing equity shares of the Company in all respects, including dividend and voting rights.

**XXIII. Valuation for consideration other than cash:**

Not applicable as Preferential Issue is proposed to be made for cash consideration

**XXIV. Other disclosures**

In accordance with SEBI ICDR Regulations, The Company has not made any preferential allotment in the financial year.

Neither the Company nor any of its Promoters and Directors has been declared as a willful defaulter or a fraudulent borrower or a fugitive economic offender.

The pre- preferential allotment of the person holding the shares are in dematerialized form.

The Regulation 166A of the Chapter V of SEBI ICDR Regulations are not applicable as the Company is not being allotted more than 5% of the post issue fully diluted share capital of Company to an allottee or to allottees acting in concert.

The issue of Equity Shares shall be made in accordance with the provisions of the Memorandum and Articles of Association of the Company, the Companies Act, 2013 and relevant regulations of SEBI (ICDR) Regulations and shall be made in a dematerialized form only.

The Board of Directors of the Company believes that the proposed preferential issue is in the best interest of the Company and its members. The Board of Directors recommends the passing of the resolutions as set out in Item No.8 as special resolution for your approval. None of the Directors, Key Managerial Personnel of the Company or their respective relatives, are in any way concerned or interested, financially or otherwise, in the said resolution.

**For & on behalf of  
Orient Tradelink Limited**

**Date: 06.09.2025  
Place: New Delhi**

**Sd/-  
Mahesh Kumar Verma  
Director  
DIN: 07892196**

**Sd/-  
Aushim Khetarpal  
Managing Director  
DIN: 00060319**

**ORIENT TRADELINK LIMITED****CIN: L65910GJ1994PLC022833****Regd. Office:** 801-A, 8th Floor, Mahalay Building, Behind Fairdeal  
House, Off: C. G. Road, Swastik Cross Roads, Navrangpura, Ahmedabad, Gujarat-380009**Corporate Office:** 141-A Ground Floor, Shahpur Jat Village, New Delhi 110049**Tel:** +91 99993 13918, **E-mail:** [orienttradelink@gmail.com](mailto:orienttradelink@gmail.com), **website:** [www.orienttradelink.in](http://www.orienttradelink.in)**DIRECTORS' REPORT**

To,  
The Members, of  
**Orient Tradelink Limited**

Dear Members,

Your Directors have pleasure in presenting the 31<sup>st</sup> Directors' Report on the business and operations of **Orient Tradelink Limited** ("the Company") together with the Standalone Audited Financial Statements of the Company for the Financial Year ended March 31, 2025.

**1. FINANCIAL RESULTS:**

<b>(In Lakhs)</b>		
<b>PARTICULARS</b>	<b>2024-25</b>	<b>2023-24</b>
Revenue from operation	1,445.26	906.71
Other income	61.34	2.85
<b>Total Revenue</b>	<b>1,506.59</b>	<b>909.56</b>
Purchase of Stock in trade	1,251.84	490.94
Change in inventories of finished goods	(246.37)	107.15
Employee benefits expenses	92.39	45.52
Depreciation and amortization expenses	78.84	87.45
Other Expenses	208.57	98.14
<b>Total Expenses</b>	<b>1,385.27</b>	<b>829.21</b>
<b>Profit before tax</b>	<b>121.32</b>	<b>80.35</b>
Less: Tax Expenses	32.80	62.72
<b>Profit after tax</b>	<b>88.52</b>	<b>17.63</b>
Other Comprehensive Income	-	-
<b>Total Comprehensive Income/(Loss) for the Year</b>	<b>88.52</b>	<b>17.63</b>
Earning per Shares (Basic)	0.72	0.14
Earning per Shares (Diluted)	0.72	0.14

**2. RESULTS OF OPERATIONS & STATE OF COMPANY'S AFFAIRS:**

- The revenue generated from operations amounted to INR 14,45,26,000 (Indian Rupees Fourteen Crore Forty-Five Lakh Twenty-Six Thousand) in F.Y. 2024-25 as compared to F.Y. 2023-24 in which revenue generated was amounted to INR 9,06,71,000 (Indian Rupees Nine Crore Six Lakh Seventy-One Thousand).
- Net profit after tax is INR 88,52,000/- (Indian Rupees Eighty-Eight Lakhs Fifty Two Thousand) in F.Y. 2024-25 in Comparison to INR 17,63,000/- (Indian Rupees Seventeen Lakh Sixty-Three Thousand) in F.Y. 2023-24.

**3. CHANGE IN THE NATURE OF BUSINESS:**

There was no Change in the nature of business of the Company during the current financial year.

**4. SHARE CAPITAL:**

The Authorized Share Capital of the Company is INR 62,50,00,000 /- (Indian Rupees Sixty Two Crore Fifty Lakhs) and issued, subscribed and paid-up equity share capital on March 31, 2025, stood at INR 12,26,50,000/- (Indian Rupees Twelve Crores Twenty-Six Lakhs Fifty Thousand) divided into 1,22,65,000 (One Crore Twenty Two Lakhs Sixty Five Thousand) Equity Shares of INR 10/- (Rupee Ten Only) each.

*Note: The Authorized Share Capital has been increased from Rs. 26,00,00,000 /- to Rs. 62,50,00,000/- by passing Ordinary resolution vide resolution no. dated 23<sup>rd</sup> December 2024.*

**5. DEPOSITS:**

During the reporting period, your Company has not accepted any deposits, falling within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

**6. DIVIDEND:**

The Board of Directors has not recommended any dividend for the financial year ended on March 31, 2025.

**7. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND:**

Pursuant to provisions of Section 125 of the Act, the dividends which have remained unpaid / unclaimed for a period of Seven (7) years from the date of transfer the unpaid dividend amount is mandatorily required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government.

The provisions of above section are not applicable to the Company since no dividend was lying in unpaid dividend account.

**8. TRANSFER TO RESERVES:**

The Board of Directors has decided to transfer the entire amount of profit for the financial year 2024-25 to reserves.

**9. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF REPORT:**

The impact on the Company's financial statements has been given in Notes to financial statements for the year ended March 31, 2025. Based on the Company assessment, no material impact has been noted. Considering that it is a dynamic and evolving situation, the management will continue to closely monitor and evaluate the impact of any material change in macro-economic and other related factors which may have bearing on the company's operations.

**10. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE U/S 186 OF THE COMPANIES ACT, 2013:**

The particulars of loans, guarantees and investments, wherever required, have been disclosed in the financial statements, which also form part of this report.

**11. CORPORATE SOCIAL RESPONSIBILITY:**

The Company has not developed and implemented any Corporate Social Responsibility Initiatives as provisions of section 135(1) of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable on the Company.

**12. CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The particulars as prescribed under sub-section (3)(m) of section 134 of the Companies Act, 2014 read with Rule 8(3) of Companies (Accounts) Rules, 2014 are annexed herewith at **Annexure I**.

**13. DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY:**

The Board of the Company was duly constituted in accordance with the provisions of the Companies Act, 2013. As of the date of the report, your company has the following Directors on its Board.

DIN / PAN	Name of Director/ KMP	Designation	Date of Appointment	Date of cessation
00060319	Aushim Khetarpal	Managing Director	01/05/2002	-
07892196	Mahesh Kumar Verma	Independent Director	01/08/2017	-
09492441	Rachna Panwar	Non-Executive Director	15/02/2022	-
00899838	Balakrishna Ramarao Maddur	Independent Director	30/09/2019	28/05/2025

**Following changes took place in the Board of Directors and Key Managerial Persons before the date of this report:**

Mr. Balakrishna Ramarao Maddur resigned from his position of Independent Director w.e.f. 28<sup>th</sup> May, 2025.

**Independent Director:**

In terms of Section 149 of the Act and SEBI Listing Regulations, **Mr. Mahesh Kumar Verma** is the Independent Directors of the Company as on date of this report.

All Independent Directors of the Company have given requisite declarations under Section 149(7) of the Act, that they meet the criteria of independence as laid down under Section 149(6) of the Act along with Rules framed thereunder, Regulation 16(1)(b) of SEBI Listing Regulations and have complied with the Code of Conduct of the Company as applicable to the Board of directors and Senior Managers. In terms of Regulation 25(8) of the SEBI Listing Regulations, the Independent Directors have confirmed that they are not aware of any circumstance or situation, which exists or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence. The Company has received confirmation from all the Independent Directors of their registration on the Independent Directors Database maintained by the Indian Institute of Corporate Affairs, in terms of Section 150 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

In the opinion of the Board, the Independent Directors possess the requisite expertise and experience and are persons of high integrity and repute. They fulfill the conditions specified in the Act as well as the Rules made thereunder and are independent of the management.

**Key Managerial Personnel:**

In terms of Section 203 of the Act, the Key Managerial Personnel (KMPs) of the Company during FY 2024-25 are:

- Mr. Akash Toshniwal was the Company Secretary which resigned w.e.f. 29/05/2025. Thereafter Ms. Priya Aggarwal appointed as Company Secretary w.e.f. 20/06/2025.



#### **14. NUMBER OF MEETINGS OF THE BOARD:**

During the Financial Year 2024-25, total 9 (Nine) meetings of the Board of Directors were held. Following are the dates on which the said meetings were held:

- 25/04/2024
- 30/05/2024
- 14/08/2024
- 03/09/2024
- 06/09/2024
- 24/09/2024
- 20/11/2024
- 11/02/2025
- 29/03/2025

The intervening gap between the Meetings was within the period prescribed under the SEBI (LODR) Regulations, 2015 and Companies Act, 2013.

S. No.	Name Of Director	Designation	No. of Board Meeting eligible to attend	No. of Meetings attended	No. Meeting in which absent
1.	Mr. Aushim Khetarpal	Managing Director	9	9	0
2.	Mr. Mahesh Kumar Verma	Independent Director	9	9	0
3.	Ms. Rachna Panwar	Non-executive Director	9	9	0
4.	Mr. Balakrishna Ramarao Maddur	Independent Director	9	9	0

**Mr. Balakrishna Ramarao Maddur** resigned from his position of Independent Director w.e.f. 28<sup>th</sup> May, 2025.

#### **Retirement by Rotation:**

As per the provisions of the Companies Act, 2013, **Mr. Aushim Khetarpal (DIN: 00060319)**, Director, whose office is liable to retire by rotation in accordance with the provision of Companies Act, 2013 and being eligible, offers himself for re-appointment at the 31<sup>st</sup> Annual General Meeting of the Company.

#### **15. COMMITTEES OF THE BOARD:**

The Committees of the Board focus on certain specific areas and make informed decisions in line with the delegated authority.

The following Committees constituted by the Board function according to their respective roles and defined scope:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholder Relationship Committee

Details of composition, terms of reference and number of meetings held for respective committees are given in the Report on Corporate Governance, which forms a part of this Annual Report. Further, during the year under review, all recommendations made by the various committees have been accepted by the Board.

## **16. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION AND OTHER DETAILS:**

The Company's Policy on Directors' appointment and remuneration and other matters provided in Section 178(3) of the Act has been briefly disclosed hereunder and in the Report on Corporate Governance, which is part of this Annual Report.

The NRC is responsible for developing competency requirements for the Board based on the industry and strategy of the Company. The Board composition analysis reflects in-depth understanding of the Company, including its strategies, environment, operations, financial condition and compliance requirements.

In terms of the provisions of Section 178(3) of the Act, and Regulation 19 of the SEBI Listing Regulations, the NRC has formulated the criteria for determining qualifications, positive attributes and independence of Directors, the key features of which are as follows:

- Qualifications – The Board nomination process encourages diversity of thought, experience, knowledge, age and gender. It also ensures that the Board has an appropriate blend of functional and industry expertise.
- Positive Attributes - Apart from the duties of Directors as prescribed in the Act, the Directors are expected to demonstrate high standards of ethical behavior, communication skills and independent judgment. The Directors are also expected to abide by the respective Code of Conduct as applicable to them

The Directors affirm that the remuneration paid to Directors, Key Managerial Personnel and employees is as per the Remuneration Policy of the Company.

The said Policy is also available on the website of the Company i.e. <https://www.orienttradelink.in/>.

## **17. BOARD EVALUATION:**

The annual evaluation process of the Board of Directors, individual Directors and Committees was conducted in accordance with the provisions of the Act and the SEBI Listing Regulations.

The Board evaluated its performance after seeking inputs from all the Directors on the basis of criteria such as the Board composition and structure, effectiveness of Board processes, information and functioning, etc. The performance of the Committees was evaluated by the Board after seeking inputs from the committee members on the basis of criteria such as the composition of committees, effectiveness of committee meetings, etc. The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India.

The Board and the NRC reviewed the performance of individual Directors on the basis of 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 a separate meeting of independent directors, performance of Non-Independent Directors and the Board as a whole was evaluated. Additionally, they also evaluated the Chairman of the Board, taking into account the views of Executive and Non-executive Directors in the aforesaid meeting. The Board also assessed the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties. The above evaluations were then discussed in the Board meeting and performance evaluation of Independent directors was done by the entire Board, excluding the Independent Director being evaluated.

## **18. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

Pursuant to the provisions of Regulation 25(7) and Regulation 46 of the SEBI Listing Regulations, kindly refer to the Company's website <https://www.orienttradelink.in/pdf/familiarisation-policy.pdf> for details of the familiarization program for IDs on their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters.

## **19. RISK MANAGEMENT POLICY:**

The Company is taking every care for minimizing the risk involved in the manufacturing process of the unit. Responsible staff employed to take every care to minimize the risk factor in the factory. The risk management policy of the company can be accessed at company website i.e. <https://www.orienttradelink.in/pdf/risk-management-policy.pdf>.

## **20. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES**

Particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Companies Act, 2013 read with Rule 8(2) of Companies (Accounts) Rules, 2014 in prescribed Form AOC-2 is annexed herewith at **Annexure II**.

## **21. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES**

The Company does not have any Subsidiary, Joint Venture or Associate Company; hence, provisions of section 129(3) of the Companies Act, 2013 relating to preparation of consolidated financial statements are not applicable.

## **22. VIGIL MECHANISM / WHISTLE BLOWER POLICY**

Pursuant to Section 177(9) of the Act, a vigil mechanism was established for directors and employees to report to the management instances of unethical behavior, actual or suspected, fraud or violation of the Company's code of conduct or ethics policy.

The Vigil Mechanism provides a mechanism for employees of the Company to approach the Chairperson of the Audit Committee of the Company for redressal. No person has been denied access to the Chairperson of the Audit Committee.

## **23. PARTICULARS OF EMPLOYEES U/S 197(12) OF THE COMPANIES ACT, 2013:**

The Information & Statement of Particulars of employees pursuant to Section 197 of the Companies Act, 2013 and Rule 5 (1) & 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as **Annexure III**.

## **24. DIRECTORS' RESPONSIBILITY STATEMENT AS REQUIRED U/S 134(3)(c)**

In terms of section 134(5) of the Companies Act, 2013, your directors state that: -

- (a) in the preparation of the annual accounts, the applicable accounting standards have been followed;
- (b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) 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;

- (d) the Directors have prepared the annual accounts on a going concern basis.
- (e) the Directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively
- (f) the Directors have devised proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively

## **25. AUDITORS & AUDITORS' REPORT:**

### **Statutory Auditors**

Members are informed that M/s. Scan & Co., Chartered Accountants (FRN: 113954W), have resigned as Statutory Auditors of the Company w.e.f. 09/06/2025, To fill the resulting casual vacancy, the Board of Directors, based on the recommendation of the Audit Committee, appointed M/s. NYS & Company, Chartered Accountants (FRN: 017007N), as Statutory Auditors of the Company which is subject to the approval of shareholders in the general meeting.

M/s. NYS & Company have furnished their written consent under Section 139(1) of the Companies Act, 2013, and confirmed their eligibility under Section 141 of the Act.

Members are requested to consider and approve the appointment of M/s. NYS & Company, Chartered Accountants (FRN: 017007N), as Statutory Auditors of the Company and ratify their appointment made by the Board of Directors, to hold office until the conclusion of the Annual General Meeting to be held in the year 2030.

The Auditor's Report for financial year ended March 31, 2025, does not contain any qualification, reservation or adverse remarks. All Observations made in the Independent Auditors' Report and Notes forming part of the Financial Statements are self-explanatory and do not call for any further comments and also, there is no incident of fraud requiring reporting by the auditors under section 143(12) of the Companies Act, 2013 during the year. The Auditor's report is enclosed with the financial statements in this Auditor's Report.

### **Internal Auditor**

Pursuant to Section 138 of the Act and Rules made there under, AM Sharma & Associates, Chartered Accountants having its head Office at SCO 32, D248/10, Wadhwa Complex, Laxmi Nagar, Delhi-110092 were appointed as Internal Auditors for the financial year 2024-25.

### **Secretarial Auditor**

Pursuant to Section 204 of the Act read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, The Board of Directors of the Company had appointed M/s Sulabh Jain & Associates (Registration No. S2017UP495600) Practicing Company Secretary having its Registered Office at D-77, Unit No. B-03, Noida, Sector-63, Uttar Pradesh-201301, to conduct Secretarial Audit of the Company for the financial year 2024-25. The Report of the Secretarial Audit is annexed herewith as **Annexure -IV**.

The Board of Directors proposes to appoint M/s. Vaibhav Sharma & Associates, Company Secretaries, having [Firm Registration No. S2012DE180700], as the Secretarial Auditor of the Company for a period of five (5) consecutive years, commencing from the financial year 2025-2026

**The Secretarial Auditors has not given any remarks or qualified opinion except for:**

- a. Quarterly financial results for the period ended 30th September 2024 were filed on 21st November 2024, beyond the prescribed 45 days under Regulation 33 of SEBI (LODR) Regulations, 2015.
- b. Annual Report for FY 2023–24 was submitted to the Stock Exchange with a delay of one day under Regulation 34 of SEBI (LODR) Regulations, 2015.
- c. XBRL disclosure of Related Party Transactions for the half year ended 31st March 2024 was filed on 31st May 2024, i.e., one day beyond the due date prescribed under Regulation 23(9) of SEBI (LODR) Regulations, 2015.

**Management's response to the above:**

*In reference to the observations raised concerning the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.*

*We wish to inform you that the Company will ensure that such non compliance will not take place in future. As per **applicable provisions** of SEBI (LODR), 2015.*

*The Company has submitted the **Annual Secretarial Compliance Report** with BSE in compliance of **Regulation 24A** of the SEBI Listing Regulations.*

**Cost Audit**

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of Section 148(1) of the Act are not applicable for the business activities carried out by the Company.

**26. INTERNAL CONTROL SYSTEM & THEIR ADEQUACY:**

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

The Company has a well-placed, proper and adequate Internal Financial Control System which ensures that all the assets are safeguarded and protected and the transactions are authorized, recorded and reported correctly.

To further strengthen the internal control process, the company has developed the very comprehensive compliance management tool to drill down the responsibility of the compliance from top management to executive.

Based on the results of such assessments carried out by management, no reportable material weakness or significant deficiencies in the design or operation of internal financial controls was observed.

**27. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has zero tolerance towards sexual harassment at the workplace and towards this end, has adopted a policy in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under. The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 which redresses complaints received on sexual harassment.

During the financial year under review, the Company has not received any complaints of sexual harassment from any of the women employees of the Company.

**28. CODE OF CONDUCT**

Commitment to ethical professional conduct is a must for every employee, including Board Members and Senior Management Personnel of the Company. The Code is intended to serve as a basis for ethical decision-making in conduct of professional work. The Code of Conduct enjoins that each individual in the organization must know and respect existing laws, accept and provide appropriate professional views, and be upright in his conduct and observe corporate discipline. The duties of Directors including duties as an Independent Director as laid down in the Companies Act, 2013 also forms part of the Code of Conduct. All Board members and Senior Management Personnel affirm compliance with the Code of Conduct annually.

**29. MANAGEMENT DISCUSSIONS & ANALYSIS REPORT**

The Management's Discussion and Analysis Report for the year under review, as stipulated under regulation 34 (3) and Part B of Schedule V of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 is annexed to this Annual Report as "Annexure – V".

**30. EXTRACT OF THE ANNUAL RETURN AS PROVIDED UNDER SUB-SECTION (3) OF SECTION 92**

Pursuant to Section 92(3) of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return for FY 2024-25 is available on Company's website at [https://www.orienttradelink.in/annual\\_report.html](https://www.orienttradelink.in/annual_report.html).

**31. SECRETARIAL STANDARDS**

During the year under review the Company has complied with Secretarial Standards on Board and General Meetings issued by Institute of Company Secretaries of India.

**32. PROCEEDINGS PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016:**

There was no application made or proceeding pending against the Company under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year under review.

**33. DIFFERENCE IN VALUATION:**

The Company has not made any one-time settlement for loans taken from the Banks or Financial Institutions, and hence the details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof is not applicable.

**34. MATERNITY BENEFIT:**

The Company affirms that it has duly complied with all provisions of the Maternity Benefit Act, 1961, and has extended all statutory benefits to eligible women employees during the year.

**35. CORPORATE GOVERNANCE:**

Pursuant to Regulation 34 of the SEBI Listing Regulations, Report on Corporate Governance along with the certificate from a Practicing Company Secretary certifying compliance with conditions of Corporate Governance is part to this Report in **Annexure-VI**.

**36. FRAUDS REPORTED BY STATUTORY AUDITORS:**

During the Financial Year 2024-25, the Auditors have not reported any matter under section 143(12) of the Companies Act, 2013, therefore no detail is required to be disclosed under section 134(3) (ca) of the Companies Act, 2013.

**37. LISTING OF SECURITIES:**

The Company is listed on the BSE Limited and is regular in paying the annual listing fee to the stock exchange.

**38. BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORTING**

Securities Exchange Board of India (SEBI) has mandated the inclusion of BRSR as part of the Annual Report for the top 100 listed entities. In view of the requirements specified, the company is not mandated for the providing the BRSR and hence do not form part of this Report.

**39. WEBSITE OF THE COMPANY:**

Your Company maintains a website <https://www.orienttradelink.in> detailed information of the Company and specified details in terms of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 have been provided.

**40. PREVENTION OF INSIDER TRADING:**

The Company has a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and certain designated employees of the Company. The Code requires preclearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the trading window is closed. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

**41. GENERAL**

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

- There are no significant material orders passed by the Regulators or Courts or Tribunal, which would impact the going concern status of the Company and its future operation
- No fraud has been reported by the Auditors to the Audit Committee or the Board.
- There has been no application made or pending under Insolvency and Bankruptcy Code, 2016
- There has been no one time settlement and the valuation done while taking loan from the Banks or Financial Institutions.

**42. ACKNOWLEDGEMENT:**

The Board of Directors wish to place on record its deep sense of appreciation for the committed services by all the employees of the Company. The Board of Directors would also like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, banks, government and regulatory authorities, stock exchanges, customers, vendors, members during the year under review.

**For & on behalf of  
Orient Tradelink Limited**

**Date: 06.09.2025**  
**Place: New Delhi**

**Sd/-  
Mahesh Kumar Verma  
Director  
DIN: 07892196**

**Sd/-  
Aushim Khetarpal  
Managing Director  
DIN: 00060319**

**Conservation of Energy, Technology Absorption, Foreign Exchange Earning and Outgo**  
[Pursuant to Section 134 (3)(m) read with Rule 8(3) of Companies (Accounts) Rules, 2014]

**(A) Conservation of Energy:-**

(i)	The steps taken or impact on conservation of energy;	NIL
(ii)	The steps taken by the company for utilizing alternate sources of energy;	NIL
(iii)	The capital investment on energy conservation equipment's.	NIL

**(B) Technology absorption:-**

(i)	The efforts made towards technology absorption;	NIL
(ii)	The benefits derived like product improvement, cost reduction, product development or import substitution;	NIL
(iii)	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	NIL
	(a) The details of technology imported; (b) The year of import; (c) Whether the technology been fully absorbed; (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	NIL
(iv)	The expenditure incurred on Research and Development.	NIL

**(C) Foreign exchange earnings and Outgo:-**

(i)	The Foreign Exchange earned in the terms of actual inflows during the year;	NIL
(ii)	Foreign Exchange outgo during the year in terms of actual outflow.	NIL

**For & on behalf of  
Orient Tradelink Limited**

**Date:06.09.2025  
Place: New Delhi**

**Sd/-  
Mahesh Kumar Verma  
Director  
DIN: 07892196**

**Sd/-  
Aushim Khetarpal  
Managing Director  
DIN: 00060319**



**FORM NO. AOC-2****(Pursuant to Clause (h) of Sub-Section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014**

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

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

**Orient Tradelink Limited** has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length during financial year 2024-25.

**2. Details of material contracts or arrangements or transactions at arm's length basis:**

**M/s Orient Tradelink Limited** has entered into contract or arrangement or transaction with its related parties which is at arm's length basis during financial year 2024-25 are as follows:

(Amount In Lakh)					
Name of Related Party	Nature of Relationship	Nature of contracts/ arrangement/ transactions	Duration of contracts/ arrangement/ transactions	Date(s) of approval by the board, if any	Amount (In Lakhs)
Aum Sportainment Private Limited	Group Company	Purchase of goods or services	As per contract	NA	552.07
Aum Sportainment Private Limited	Group Company	Sale of goods or services	As per contract	NA	340.55
Aushim Khetarpal	Managing Director/Promoter/CFO	Loan	As per contract	NA	6.72
Mahesh Verma	Director	Loan	As per contract	NA	4.61
Aushim Khetarpal	Managing Director/Promoter/CFO	Remuneration	-	NA	36
Mahesh Verma	Director	Remuneration	-	NA	4.56
Radhika Khetarpal	Relative of KMP-	Reimbursement Of Expenses	As per contract	NA	2.34
Radiant Sports Management Private Limited	Group Associates	Loan	As per contract	NA	0

Shirdi Sai Baba Foundation	Group Associates	Sale of goods or services	As per contract	NA	421.77
Shirdi Sai Baba Foundation	Group Associates	Purchase of goods or services	As per contract	NA	491.14
Divinus Promoters Pvt Ltd	Group Associates	Loan	As per contract	NA	7.88
				Total	1867.64

**For & on behalf of  
Orient Tradelink Limited**

**Date:**06.09.2025  
**Place:** New Delhi

**Sd/-  
Mahesh Kumar Verma  
Director  
DIN: 07892196**

**Sd/-  
Aushim Khetarpal  
Managing Director  
DIN: 00060319**

**Information of Particulars of employees pursuant to Section 197 of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

<b>S. No.</b>	<b>PARTICULARS</b>	<b>REMARKS</b>
<b>1.</b>	The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year.	22.76
<b>2</b>	The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.	Remuneration payable to the Managing Director up to 6,00,000 p.m. with effect from 1 <sup>st</sup> December, 2024,
<b>3</b>	The percentage increase in the median remuneration of employees in the financial year	-
<b>4</b>	The number of permanent employees on the rolls of company	11 (Eleven)
<b>5</b>	The explanation on the relationship between average increase in remuneration and company performance.	-
<b>6</b>	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	NIL
<b>7</b>	Affirmation that the remuneration is as per the remuneration policy of the company	The Board of Directors affirm that the remuneration paid to Directors, KMPs and employees is as per the Remuneration Policy of the Company

For & on behalf of  
**Orient Tradelink Limited**

**Date:06.09.2025**  
**Place: New Delhi**

**Sd/-**  
**Mahesh Kumar Verma**  
**Director**  
**DIN: 07892196**

**Sd/-**  
**Aushim Khetarpal**  
**Managing Director**  
**DIN: 00060319**



**SULABH JAIN & ASSOCIATES  
(Company Secretaries)**

**Form No. MR-3  
SECRETARIAL AUDIT REPORT  
For the Financial Year Ended 31 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 Member  
Orient Tradelink Limited  
801-A, 8th Floor, Mahalay Building, Behind Fairdeal House, off: C. G. Road,  
Swastik Cross Ro, ads, Ahmedabad, Navrangpura, Gujarat, India, 380009**

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

Based on our verification of the Company's books, papers, minutes book, forms and returns filed and other records maintained by the Company and also information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the **Financial year ended on 31st March, 2025**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- (i). The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii). The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii). The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv). Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v). The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.

**Office No- D-77, Unit No-B-03, Noida Sector-63, UP-201301, India  
Email id- [Sulabhjainassociates@gmail.com](mailto:Sulabhjainassociates@gmail.com), M. No- +91-9718814323  
Pan No: - AYTPJ0785C, GSTIN- 09AYTPJ0785C1Z4  
MSME Registration No- UDYAM-UP-28-0047318**

- d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable during the financial year under review)**
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008. **(Not applicable during the financial year under review)**
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable during the financial year under review)**
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. **(Not applicable during the financial year under review)**
- i) The Securities and Exchange board of India (Listing obligation and Disclosure requirement) Regulation, 2015.

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

- (i). Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii). The Listing Agreements entered into by the Company with BSE Limited.

During the period under review as per explanation and clarification given to us and the representation made by management, the company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- d. Quarterly financial results for the period ended 30th September 2024 were filed on 21st November 2024, beyond the prescribed 45 days under Regulation 33 of SEBI (LODR) Regulations, 2015.
- e. Annual Report for FY 2023–24 was submitted to the Stock Exchange with a delay of one day under Regulation 34 of SEBI (LODR) Regulations, 2015.
- f. XBRL disclosure of Related Party Transactions for the half year ended 31st March 2024 was filed on 31st May 2024, i.e., one day beyond the due date prescribed under Regulation 23(9) of SEBI (LODR) Regulations, 2015.

**We 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. However, it was observed that Mr. Balakrishna Ramarao Maddur, a Non-Executive Independent Director, has been disqualified under Section 164 of the Companies Act, 2013 and accordingly he has resigned from the Board with effect from 28.05.2025.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

**We further report that** during the year ended, the company has:

1. The Authorized Share Capital of the Company was increased from Rs. 26,00,00,000 (2.60 crore equity shares of Rs. 10 each) to Rs. 62,50,00,000 (6.25 crore equity shares of Rs. 10 each), as approved by the Board on 20th November 2024 and by the shareholders at the EGM on 23rd December 2024, with corresponding alterations to the Memorandum of Association
2. The Board on 20th November 2024 approved issuance of 5,00,00,000 convertible warrants of Rs. 10 each at Rs. 16 per warrant on a preferential basis under Chapter V of SEBI (ICDR) Regulations, 2018, which was approved by shareholders on 23rd December 2024.

**For & on behalf of,  
Sulabh Jain & Associates  
(Company Secretaries)  
FRN: S2017UP495600  
Sd/-**

**Sulabh Jain  
Proprietor  
M.**

**No.: A43607**

**C.O.P. No: 18254**

**Peer Review Certificate – 3942/2023**

**Date: 05.09.2025**

**Place: Noida**

**UDIN: A043607G001187387**

**Note-1:**

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



**SULABH JAIN & ASSOCIATES  
(Company Secretaries)**

**Annexure-A**

**To,  
The Member  
Orient Tradelink Limited  
801-A, 8th Floor, Mahalay Building, Behind Fairdeal House, Off: C. G. Road,  
Swastik Cross Ro, ads, Ahmedabad, Navrangpura, Gujarat, India, 380009**

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

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

**For & on behalf of,  
Sulabh Jain & Associates  
(Company Secretaries)  
FRN: S2017UP495600**

**Sd/-**

**Sulabh Jain  
Proprietor**

**M. No.: A43607**

**C.O.P. No: 18254**

**Peer Review Certificate – 3942/2023**

**Date: 05.09.2025**

**Place: Noida**

**UDIN: A043607G001187387**

**Office No- D-77, Unit No-B-03, Noida Sector-63, UP-201301, India  
Email id- [Sulabhjainassociates@gmail.com](mailto:Sulabhjainassociates@gmail.com), M. No- +91-9718814323  
Pan No: - AYTPJ0785C, GSTIN- 09AYTPJ0785C1Z4  
MSME Registration No- UDYAM-UP-28-0047318**

## MANAGEMENT DISCUSSION AND ANALYSIS

### 1. Industry Structure and Developments

The Indian Media and Entertainment (M&E) industry is one of the fastest-growing sectors, driven by rising consumer demand, improved advertising revenue, and rapid digitalization. It encompasses a wide range of segments including motion pictures, television programs, commercials, streaming content, music, eSports, radio, publishing, and other allied services. Continuous innovation, technological advancement, and shifting consumer preferences are shaping the industry dynamics.

Our Company has leveraged its experience, robust distribution network, and sound processes to establish a strong presence and maintain a competitive edge in this evolving landscape.

### 2. Opportunities and Threats

As an entertainment company, we operate in a dynamic environment influenced by changing consumer trends, economic cycles, market volatility, and regulatory developments. While opportunities include increasing digital consumption and rising demand for innovative content, potential threats include economic fluctuations, policy changes, and intensifying competition. The Company remains proactive in mitigating risks through strategic planning and operational efficiency.

### 3. Segment-wise or Product-wise Performance

During the year under review, the Company operated under a single segment; hence, specific segmental performance reporting is not applicable.

### 4. Outlook

The Indian economy is poised for robust growth, supported by progressive government policies, increased foreign investment, and improving macroeconomic indicators. Liberalization of key sectors such as defense, insurance, and infrastructure is expected to further stimulate investor confidence.

The Company aims to leverage this positive environment by exploring new avenues, expanding its portfolio, and diversifying its business to create sustainable value in the long term.

### 5. Risks and Areas of Concern

Risk is inherent to business, and our Company continually identifies and mitigates potential challenges. Key concerns include market volatility, changing regulatory frameworks, and macroeconomic uncertainties.

While our strengths lie in our experienced management team, operational efficiency, and adaptability, we recognize the need to strengthen our equity base to fuel future growth. Regular consultations with experts and prudent financial management remain central to minimizing risks and enhancing profitability.

### 6. Internal Control Systems and Adequacy

The Company has established a robust internal control framework to ensure proper recording, authorization, and reporting of transactions. Internal audits are conducted periodically, and findings are reviewed by the Audit Committee to strengthen compliance and operational efficiency.

Safeguarding of assets, prevention of unauthorized use, and continuous improvement of control systems remain a priority, ensuring transparency and reliability in financial and operational processes.

### 7. Financial Performance vis-à-vis Operational Performance

The financial statements for the year have been prepared in accordance with the Companies Act, 2013 and Indian GAAP. The Company achieved satisfactory operational and financial results, with notable improvement in



turnover and profitability compared to the previous year, reflecting effective cost management and revenue growth initiatives.

#### 8. Human Resources and Industrial Relations

Human capital is a key driver of our growth. The Company maintains a motivated workforce and emphasizes skill development, performance recognition, and employee engagement.

Industrial relations remained cordial throughout the year, and the Company continues to foster a positive and performance-oriented work culture.

#### 9. Cautionary Statement

Certain statements made in this section may be “forward-looking statements” within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed or implied due to economic conditions, policy changes, market dynamics, and other unforeseen factors.

For & on behalf of  
**Orient Tradelink Limited**

**Date: 06.09.2025**  
**Place: New Delhi**

**Sd/-**  
**Mahesh Kumar Verma**  
**Director**  
**DIN: 07892196**

**Sd/-**  
**Aushim Khetarpal**  
**Managing Director**  
**DIN: 00060319**

**ANNEXURE TO THE DIRECTOR’S REPORT ON CORPORATE GOVERNANCE**

Corporate Governance is the set of best practices. Corporate governance refers to the set of systems, principles and processes by which a Company is governed. They provide the guidelines as to how the Company can be directed or controlled such that it can fulfill its goals and objectives in a manner that adds to the value of the Company and is also beneficial for all stakeholders in the long term. Stakeholders in this case would include everyone ranging from the Board of Directors, management, and shareholders to customers, employees and society. The Corporate Governance is a key element in enhancing investor confidence, promoting competitiveness and ultimately improving economic growth. The aim of "Good Corporate Governance" is to ensure commitment of the Board in managing the Company in a transparent manner for maximizing long-term value of the Company for its shareholders and protection of the rights of the shareholders and your Board of Directors are putting their best efforts to fulfill its commitment towards good Corporate Governance.

**COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE:**

Corporate Governance philosophy stems from our belief that corporate governance is a key element in improving efficiency and growth as well as enhancing investor confidence. The Corporate Governance philosophy is scripted as:

"As a good corporate citizen, the Company is committed to sound corporate practices based on conscience, openness, fairness, professionalism and accountability in building confidence of its various stakeholders in it thereby paving the way for its long term success."

The Company's philosophy of Corporate Governance is to strengthen the investor's trust and ensures a long-term partnership that helps in achieving Company's objectives, meeting its obligations towards stakeholders, and is guided by a strong emphasis on transparency, accountability, integrity and environment responsibility. Our Company's framework is designed to enable the Board to provide strategic guidelines for the Company the effective over-sight of management. The respective roles and responsibilities of Board Members and Senior Executives are clearly defined to facilitate accountability to Company as well as its shareholders. This ensures a balance of authority so that no single individual has unfettered powers. Our Company has taken adequate steps to form various Committees at the Board level to focus attention on crucial issues before placing the same before the Board for consideration. These include 'Audit Committee' and 'Shareholders/Investors Grievance Committee' Independent Directors are appointed not merely to fulfill the listing requirement but for their diverse skills, experience and external objectivity that they bring to effectively perform their role to provide strategic direction and guidance and provide constructive support to management by asking the right questions and generating quality debates and discussions on major decisions.

**MANDATORY REQUIREMENTS**

**BOARD OF DIRECTORS:** The Board of Directors is the apex body constituted by shareholders, for overseeing the Company’s overall functioning. It provides strategic direction, leadership and guidance to the Company’s management as also monitors the performance of the Company with the objective of creating long-term value for the Company’s stakeholders.

**I. CATEGORY AND COMPOSITION**

In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has a balanced mix of executive, non- executive and Independent Directors. As on date of this report, The Board of Directors consists of 4 (Four) Directors, out of which 1 is Executive Director, 1 Non- Executive Non- Independent director and 2 are Non- Executive Independent Directors.

Except the Independent Director, all other Directors are liable to retire by rotation as per provisions of the Companies Act, 2013. In compliance with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, half of the Board comprises of independent directors.

During the year the under review, 9 (Nine) Board Meeting were held on 25/04/2024, 30/05/2024, 14/08/2024, 03/09/2024, 06/09/2024, 24/09/2024, 20/11/2024, 11/02/2025 and 29/03/2025.

The following table, illustrates the composition of the Board, Director's attendance at Board Meetings held during the financial year under review and at the last AGM, number of Directorships held in other public companies, total number of committee positions held in other public companies, and names of other listed entities in which Directorship is held, including category of Directorships, as at March 31, 2025.

Name of Director & DIN	Category	No. of Board Meetings attended during the year	Attendance at last AGM	No. of Directorship in other Companies	No. of Committee position in other public Companies
Aushim Khetarpal DIN: 00060319	Managing Director	9	Yes	3	-
Mahesh Kumar Verma DIN: 07892196	Independent Director	9	Yes	3	-
Balakrishna Ramarao Maddur DIN: 00899838	Independent Director	9	Yes	2	-
Rachna Panwar DIN: 09492441	Director	9	Yes	-	-

#### **SEPARATE MEETING OF INDEPENDENT DIRECTORS**

The Company's Independent Directors met once during the financial year 2024-25 on March 11, 2025. Such meeting was conducted to enable the Independent Directors to discuss matters pertaining to the Company's affairs and put forth their views as well as on matters prescribed under Schedule IV of the Act.

#### **COMMITTEE OF DIRECTORS:**

Given below is the composition and the terms of reference of various Board constituted Committees, inter alia including the details of meetings held during the year and attendance thereat. All Committee decisions are taken, either at the meetings of the Committee or by passing of circular resolutions. The Company Secretary acts as the secretary for all Board constituted Committees.

#### **AUDIT COMMITTEE:**

The Audit Committee functions according to its Charter that defines its composition, authority, responsibility and reporting functions in accordance with Section 177 of the Act, Regulation 18(3) read with Part C of Schedule II of the SEBI Listing Regulations and US regulations applicable to the Company and is reviewed from time to time. Whilst, the terms of reference is available on the Company's website <https://www.orienttradelink.in/management-policies.htm>, given below is a gist of the responsibilities of the Audit Committee, after incorporating therein the regulatory changes mandated under the Listing Regulation:

- Reviewing with the management, quarterly/annual financial statements before submission to the Board, focusing primarily on:

- The Company's financial reporting process and the disclosure of its financial information, including earnings, press release, to ensure that the financial statements are correct, sufficient and credible;
  - Reports on the Management Discussion and Analysis of financial condition, results of Operations and the Directors' Responsibility Statement;
  - Major accounting entries involving estimates based on exercise of judgment by Management;
  - Compliance with accounting standards and changes in accounting policies and practices as well as reasons thereof;
  - Draft Audit Report, qualifications, if any and significant adjustments arising out of audit;
  - Scrutinize inter corporate loans and investments; and;
  - Approval or any subsequent modification of transactions with related parties, including omnibus related party transactions.
- ii. Review the statement of uses/applications of funds by major category and the statement of funds utilized for purposes other than as mentioned in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights or private placement issue, and make appropriate recommendations to the Board to take up steps in this matter. These reviews are to be conducted till the money raised through the issue has been fully spent.
  - iii. Review with the management, statutory auditor and internal auditor, adequacy of internal control systems, identify weakness or deficiencies and recommending improvements to the management.
  - iv. Recommend the appointment/removal of the statutory auditor, cost auditor, fixing audit fees and approving non audit/consulting services provided by the statutory auditors' firms to the Company and its subsidiaries; evaluating auditors' performance, qualifications, experience, independence and pending proceedings relating to professional misconduct, if any.
  - v. Review the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the chief internal auditor, coverage and frequency of internal audit, appointment, removal, performance and terms of remuneration of the chief internal auditor.
  - vi. Discuss with the internal auditor and senior management, significant internal audit findings and follow-up thereon.
  - vii. Review the findings of any internal investigation into matters involving suspected fraud or irregularity or a failure of internal control systems of a material nature and report the matter to the Board.
  - viii. Discuss with the statutory auditor before the audit commences, the nature and scope of audit, as well as conduct post-audit discussions to ascertain any area of concern.
  - ix. Review the functioning of the Vigil Mechanism under the Whistle-Blower policy of the Company.
  - x. Review the financial statements and investments made by subsidiary companies and subsidiary oversight relating to areas such as adequacy of the internal audit structure and function of the subsidiaries, their status of audit plan and its execution, key internal audit observations, risk management and the control environment.
  - xi. Look into reasons for any substantial defaults in payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividend) and creditors, if any.
  - xii. Review the effectiveness of the system for monitoring compliance with laws and regulations.

- xiii. Approve the appointment of CFO after assessing the qualification, experience and background etc. of the candidate.
- xiv. To approve and review policies in relation to the implementation of the Tata Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices (“Code”) to note the dealings by Designated Persons in securities of the Company and to provide directions on any penal action to be initiated, in case of any violation of the Code.

As on date of this report, the Committee comprises 3 (Three) members, who are financially literate and have relevant finance and/or audit exposure. During the period under review, 6 (Six) Audit Committee Meetings were held on 30/05/2024, 14/08/2024, 03/09/2024, 20/11/2024, 11/02/2025 and 29/03/2025.

The composition of the Audit Committee and attendance of its members at its meetings held during the year is as follows:

Name of Member	Category	No. of meetings held during the year	No. of meetings attended
Mahesh Kumar Verma	Chairperson	6	6
Balakrishna Ramarao Maddur	Member	6	6
Aushim Khetarpal	Member	6	6

#### **NOMINATION AND REMUNERATION COMMITTEE:**

The NRC of the Company functions according to its terms of reference, that defines its objective, composition, meeting requirements, authority and power, responsibilities, reporting and evaluation functions in accordance with Section 178 of the Act and Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations. The suitably revised terms of reference enumerated in the Committee Charter, after incorporating therein the regulatory changes mandated under the SEBI Listing Regulations, are as follows:

- Recommend the set up and composition of the Board and its Committees including the “formulation of the criteria for determining qualifications, positive attributes and independence of a director”. The Committee periodically reviews the composition of the Board with the objective of achieving an optimum balance of size, skills, independence, knowledge, age, gender and experience.
- Support the Board in matters related to the setup, review and refresh of the Committees.
- Devise and review a policy on Board diversity.
- Recommend the appointment / reappointment or removal of Directors, in accordance with the criteria laid down, including IDs on the basis of their performance evaluation report.
- Identify and recommend to the Board appointment or removal of Key Managerial Personnel (‘KMP’) and Senior Management of the Company in accordance with the criteria laid down. In case of appointment of CFO the Committee shall identify persons, to the Audit Committee and the Board of Directors of the Company.
- Carry out evaluation of every Director’s performance and support the Board, its committees and individual Directors, including “formulation of criteria for evaluation of Independent Directors and the Board”
- Oversee the performance review process for the KMP and Senior Management of the Company with a view that there is an appropriate cascading of Company’s goals and targets and on an annual basis, review the performance of the Directors, KMP and Senior Management and recommend their remuneration.
- Recommend the Remuneration Policy for Directors, KMP, Senior Management and other employees.

As on date of this report the Committee comprises 2 Independent Director and 1 Non-Executive (Non-Independent) Director. The Chairperson of the NRC also attended the last Annual General Meeting of the

Company. During the period under review, 1 (One) NRC meetings were held on 20/11/2024. The requisite quorum was present for all the meetings.

The composition of the NRC and attendance of its Members at its meetings held during the year is as follows:

Name of Member	Category	No. of Meeting held during the year	No. of meeting attended
Mahesh Kumar Verma	Chairman	1	1
Balakrishna Ramarao Maddur	Member	1	1
Rachna Panwar	Member	1	1

The performance evaluation criteria for Non-Executive Directors, including IDs, is determined by the NRC. An indicative list of factors that were evaluated include participation and contribution by a director, commitment, effective deployment of knowledge and expertise, effective management of relationship with stakeholders, role in Board constituted committees, integrity and maintenance of confidentiality and independence of behavior and judgment.

### **STAKEHOLDERS' RELATIONSHIP COMMITTEE ('SRC')**

The SRC functions in accordance with Section 178 of the Act and Regulation 20 read with Part D of Schedule II of the SEBI Listing Regulations. The suitably revised terms of reference enumerated in the Committee Charter, after incorporating therein the regulatory changes mandated under the SEBI Listing Regulations, are as follows:

- Approve issue of duplicate certificates for securities and transmission of securities.
- Resolve grievances of security holders of the Company, including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- Review measures taken for effective exercise of voting rights by shareholders.
- Review adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- Review various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the Shareholders of the Company.
- Carry out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.

As on date of this report, the Committee comprises 2 Independent Directors and Non-Executive (Non-Independent) Director. The Chairperson of the SRC also attended the last Annual General Meeting of the Company.

The composition of the SRC and attendance of its Members at its meetings held during the year is as follows:

Name of the Member	Category
Mahesh Kumar Verma	Chairman
Balakrishna Ramarao Maddur	Member
Rachna Panwar	Member

### **COMPLIANCE OFFICER OF THE COMPANY:**

Ms. Priya Aggarwal, Company Secretary is the Compliance Officer for complying with the requirements of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 & SEBI (LODR),

Regulation, 2015 and is responsible for complying with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges.

### **CODE OF CONDUCT:**

The Board of the Company has laid down Code of Conduct for all the Board members of the Company and Senior Management as well and the same has been posted on Website of the Company. Annual Compliance Report for the year ended March 31, 2025 has been received from all the Board members and senior management of the Company regarding the compliance of all the provisions of Code of Conduct. Declaration regarding compliance by Board members and senior management personnel with the Company's Code of Conduct is hereby attached as annexure to this report.

### **MATERIAL NON-LISTED SUBSIDIARY COMPANIES:**

The Company does not have any such subsidiary during the accounting year under review.

### **MEANS OF COMMUNICATIONS:**

The Company recognizes communication as a key element to the overall Corporate Governance framework, and therefore emphasizes on prompt, continuous, efficient and relevant communication to all external constituencies.

**Financial Results:** The Quarterly, Half Yearly and Annual Results are regularly submitted to the BSE Limited (BSE) as well as uploaded on the Company's website and are published in newspapers, namely the Financial Express and Financial Express (Gujrati).

Additionally, the results and other important information are also periodically updated on the Company's website [www.orienttradelink.in](http://www.orienttradelink.in).

**Website:** The Company's website is a comprehensive reference on its leadership, management, vision, policies, corporate governance, sustainability and investor relations. The Members can access the details of the Board, the Committees, Policies, Board committee Charters, financial information, statutory filings. In addition, various downloadable forms required to be executed by the shareholders have also been provided on the website of the Company.

**Annual Report:** The information regarding the performance of the Company is shared with the shareholders vide the Annual Report. The Annual Reports for FY 2024-25 are being sent in electronic mode, to all members who have registered their email ids for the purpose of receiving documents / communication in electronic mode with the Company and / or Depository Participants. The Annual Reports are also available in the Company's website [www.orienttradelink.in](http://www.orienttradelink.in).

**Electronic Communication:** The Company had during FY 2024-25 sent various communications including Annual Reports, by email to those shareholders whose email addresses were registered with the Company / Depositories. In support of the 'Green Initiative' the Company encourages Members to register their email address with their Depository Participant or the Company, to receive soft copies of the Annual Report, Notices and other information disseminated by the Company, on a real-time basis without any delay.

**Scores:** A centralized web-based complaints redress system 'Scores' which serves as a centralized database of all complaints received, enables uploading of Action Taken Reports by the concerned companies and online viewing by the investors of actions taken on complaint and its current status.

### **GENERAL INFORMATION FOR MEMBERS:**

#### **ANNUAL GENERAL MEETING:**

<b>Date and Time:</b>	Monday, September 29, 2025 at 12:00 A.M.
<b>Venue:</b>	In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs and SEBI vide its relevant circulars, has permitted the holding of the Annual General Meeting through video-conferencing / other audio-visual means ('VC / OAVM'), without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, MCA Circulars and SEBI Circulars, the AGM of the Company is being held through VC / OAVM.

As required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards 2 on General Meetings, details of Director seeking appointment / re-appointment at this AGM are given in the Annexure to the Notice of the forthcoming AGM.

**FINANCIAL YEAR:** Ending March 31, 2025.

## **LISTINGS**

The Company's shares are listed on the BSE Ltd. (BSE). The following are the details of the Company's shares:

<b>Type</b>	Equity Shares
<b>ISIN</b>	INE681D01039
<b>Scrip Code</b>	531512
<b>Symbol</b>	ORIENTTR

## **REGISTRAR AND TRANSFER AGENTS**

In order to expedite the process of shares transfers, the Board has appointed **Skyline Financial Private Limited** as Share Transfer Agent and register of the Company. The transfer agent will generally attend to the transfer formalities once in a fortnight and operate subject to the overall supervision of Shareholders/ Investor Grievances Committee.

In compliance with the Listing Guidelines, every six months, the Share Transfer System is audited by a Company Secretary in practice and a certificate to that effect is issued by them.

## **STATUTORY DISCLOSURES:**

No transactions of material nature have been entered into by the Company with any of the promoters, Directors, their related companies, firms, subsidiaries or relatives etc. that may have a potential conflict with interest of the Company. The Company has not been penalized, nor have any strictures been passed by the Stock Exchanges, SEBI etc.

## **NO DISQUALIFICATION CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE**

The Company has obtained a Certificate from **M/s. Amit Saxena & Associates, Company Secretaries** confirming that none of the Directors on the board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/Ministry of Corporate Affairs or any such statutory authority, as stipulated under Regulation 34 (3) of SEBI (LODR) which forms part of this Report as **Annexure - A**.



## **DISCLOSURES:**

The Board of Directors receives from time to time disclosures relating to financial and commercial transactions from key managerial personnel of the Company where they and /or their relatives have personal interest. There are no materially significant related party transactions, which have potential conflict with the interest of the Company at large.

The details of the related party Related Party Transaction are placed before the audit committee as well as to the Board of Directors in terms of applicable laws for approval.

## **RISK MANAGEMENT**

The Company has in place a Risk Management policy, which lays down a robust and dynamic process for identification and mitigation of risks. This policy has been adopted by the Audit Committee as well as the Board of Directors of the Company. The Audit Committee reviews the management and mitigation plan from time to time.

## **DEMATERIALISATION OF SHARES AND LIQUIDITY**

The Company shares are traded in dematerialized form and have to be delivered in the dematerialized form to the stock exchange. To enable that shareholders have an easy access to the Demat system, the company has executed agreements with both Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The company has appointed **M/s Skyline Financial Services Private Limited**, Registrar for the purpose of electronic connectivity as well as for physical mode of transfer of shares.

## **ADDRESS FOR CORRESPONDENCE**

### **Corporate Office:**

141A, Ground Floor, Shahpur Jat, New Delhi-110049  
Website: [www.orienttradelink.in](http://www.orienttradelink.in)

## **ADDRESS OF THE REGISTRAR AND SHARE TRANSFER AGENT:**

Skyline Financial Services Private Limited  
D-153, 1st Floor, Okhla Industrial Area,  
Phase – 1, New Delhi – 110 020  
Telephone: 011-64732681-88

## **DECLARATION**

None of the Director of the Company is a Director (including any alternate directorship) of more than 20 Companies as per the provisions of Section 165 of the Companies Act, 2013 and member of more than 10 committees or Chairman of more than 5 committees across all companies in which he is a Director.

## **RECONCILIATION OF SHARE CAPITAL AUDIT REPORT**

To reconcile the total admitted capital with NSDL & CDSL and the total issue and listed capital, A Reconciliation of Share Capital Audit Report under Regulation 76 of Depository Participants Act, is carried out by a Company Secretary in Practice on Quarterly basis.

**For Orient Tradelink Limited**

Sd/-

Aushim Khetarpal  
Managing Director

Date: 06.09.2025

Place: New Delhi

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR  
MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT**

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director. The Code of Conduct as adopted is available on the Company's website. I confirm that the Company has in respect of the Financial Year ended March 31, 2025, received from the Senior Management team of the Company and the members of the Board, a declaration of Compliance with the Code of Conduct as applicable to them.

For **Orient Tradelink Limited**

Sd/-

**Aushim Khetarpal**  
**Managing Director**

**Date:06.09.2025**

**Place: New Delhi**

**CEO/CFO CERTIFICATION IN RESPECT OF FINANCIAL STATEMENTS AND CASH FLOW  
STATEMENT (PURSUANT TO REGULATION 17 (8) OF SEBI (LISTING OBLIGATIONS &  
DISCLOSURE REQUIREMENTS), REGULATIONS, 2015 FOR THE FINANCIAL YEAR  
ENDED MARCH 31, 2025**

We have reviewed the Financial Statements and the Cash Flow Statement for the year ended 31st March 2025 and we hereby certify and confirm to the best of our knowledge and belief the following:

- a. The Financial Statements and Cash Flow statement do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
- b. The Financial Statements and the Cash Flow Statement together present a true and fair view of the affairs of the Company and are in compliance with existing accounting standards, applicable laws and regulations.
- c. There are no transactions entered in to by the Company during the year ended 31st March 2025 which are fraudulent, illegal or violative of Company's Code of Conduct.
- d. We accept responsibility for establishing and maintaining internal controls for Financial Reporting and we have evaluated the effectiveness of these internal control systems of the Company pertaining to financial reporting. Deficiencies noted, if any, are discussed with the Auditors and Audit Committee, as appropriate, and suitable actions are taken to rectify the same.
- e. There have been no significant changes in the above-mentioned internal controls over financial reporting during the relevant period.
- f. That there have been no significant changes in the accounting policies during the relevant period.
- g. We have not noticed any significant fraud particularly those involving the, management or an employee having a significant role in the Company's internal control system over Financial Reporting.

For **Orient Tradelink Limited**

**Sd/-**  
**Aushim Khetarpal**  
**CFO**

Date: 06.09.2025  
Place: New Delhi

**PRACTISING COMPANY SECRETARIES' CERTIFICATE ON CORPORATE GOVERNANCE**

To

The Members of  
**Orient Tradelink Limited**  
801-A, 8th Floor, Mahalay Building,  
Behind Fairdeal House, C. G. Road,  
Swastik Cross Roads, Navrangpura,  
Ahmedabad, GJ-380009

We have examined the compliance of the conditions of Corporate Governance by Orient Tradelink Limited for the year ended 31<sup>st</sup> March, 2025 as stipulated under Regulations 17 to 27, clauses (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") Subject to Observations given by Secretarial auditor in MR-3.

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

In our opinion and to the best of our information and according to the explanations given to us, and the representations made by the Directors and the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2025

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

**For Amit Saxena & Associates,  
(Company Secretaries)**

**UDIN- A029918G001191650**

**Place; Delhi**

**Date: 06/09/2025**

**Sd/-**

**Amit Saxena**

**Proprietor**

**M. No. A29918**

**COP.- 11519**

**Peer Review No. 3083/2023**

**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)**

**Annexure-A**

To

The Members of  
**Orient Tradelink Limited**  
801-A, 8th Floor, Mahalay Building,  
Behind Fairdeal House, C. G. Road,  
Swastik Cross Roads, Navrangpura,  
Ahmedabad, GJ-380009

**Dear Sir,**

**Sub: Certificate pursuant to Clause 10(i) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Orient Tradelink Limited (CIN: L65910GJ1994PLC022833) ("the Company"), a Listed Public Limited Company incorporated under the provisions of the erstwhile Companies Act, 1956 whose equity shares are listed on the BSE Limited ("BSE"), has approached us to issue certificate confirming that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as director of the Company by the Securities and Exchange Board of India (SEBI or Board)/Ministry of Corporate Affairs or any such statutory authority and based on the individual confirmations received from the Board of Directors of the Company who were in their respective office as on March 31, 2025 viz.

S. No.	Name of the Director	DIN
1	Mr. Aushim Khetarpal	00060319
2	Mr. Balakrishna Ramarao Maddur	00899838
3	Mr. Mahesh Kumar Verma	07892196
4	Ms. Rachna Panwar	09492441

and we certify that, none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

This certificate is issued by us only for the purpose of disclosure to be furnished in the Corporate Governance Report of the Company for the financial year ended March 31, 2025, pursuant to Clause 10(i) of Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and should not be used for any other purpose.

**For Amit Saxena & Associates,  
(Company Secretaries)**

**UDIN- A029918G001191672**

**Place; Delhi**

**Date: 06/09/2025**

Sd/-  
**Amit Saxena**  
**Proprietor**  
**M. No. A29918**  
**COP.- 11519**  
**Peer Review No. 3083/2023**

**INDEPENDENT AUDITORS' REPORT**

**TO THE MEMBERS OF  
Orient Tradelink Limited**

**Report on the Standalone Financial Statements**

**Opinion**

We have audited the accompanying standalone financial statements of **M/s Orient Tradelink Limited ("the company")** which comprises the Balance Sheet as at March 31, 2025, the statement of Profit and Loss account and statement of cash flows for the year the ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (herein referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, except to the effects of the matters described in the Paragraphs mentioned below, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its profit and its cash flows for the year ended on that date.

**Basis of Opinion**

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

**Emphasis of Matter**

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

- a) The company had delayed in filing of GST Returns, no provision had been made for the interest on delayed payments. Further the inputs has not been reversed for non payment to vendors within 180 days as per section 16(2) of the CGST Act.

Further the company is in non-compliance of Rule 36(4) of CGST Rules, 2017, and has claimed ITC more than the available ITC in GSTR 2A/2B.

- b) The company had not complied with provisions of TDS Laws and has neither deposited the TDS Deducted nor filed the returns. Further no provisions has been made for the late payment charges and interest for delayed payments and non-compliance.
- c) Inventory, balance of debtors, creditors, Balance of Security Deposit and valuation of Intangible Assets and their amortisation there off reported in Financial Statements is as certified by the management.
- d) E Invoicing under CGST Act, 2017 is applicable on the Company, but the company has not been generating invoices through E-Invoicing Portal.
- e) As on the date of this report, Internal Audit Report and Report on Internal Financial Control are not available for verification.

#### **How the emphasis of matters is addressed in our Audit**

Our audit procedures on key matters includes the following:

- a) Obtained the outstanding litigations list as compared to the previous year. Enquired and obtained explanations for movement in litigations during the year.
- b) Inquired with management regarding the status of significant litigations and claimes including obtaining legal team views on the likely outcome of each litigations and claims and the magnitude of potential exposure.
- c) Examined the Company's legal expenses and read the minutes if Board meetings, to evaluate the completeness if list of the open litigations.
- d) Read the latest correspondence between the Company and tax/legal authorities and reviewed legal opinions obtained by management, where applicable, for significant matters and considered the same in evaluating the appropriateness of the Company's provisions or disclosure of contingent liabilities.
- e) With respect to the tax and non-tax matters, we evaluated Management's decisions and rationale for provisions established or disclosure made for contingent liabilities.

#### **Information other than the financial statements and auditors' report thereon**

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexure to Board's Report, Business Responsibility Report but does not include the financial statements and our auditor's report thereon. The Board Report is expected to be made available to us after the date of this Audit Report.



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 standalone financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a no material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

#### **Responsibility of Management for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate **internal financial controls**, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

#### **Auditors' Responsibility for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an

auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure B**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with rule 7 of the Companies (Account) Rules, 2014;
  - e) On the basis of the written representations received from the directors as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 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 A**'. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014,

as amended, in our opinion and to the best of our information and according to the explanations given to us:

- 1) The Company have certain pending litigations which may impact its financial position.
  - 2) The Company did not have any long term contracts including derivatives contracts for which there were any material foreseeable losses.
  - 3) There were no amount which required to be transferred by the company to the Investor Education and Protection Fund.
  - 4) 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 person or entity, 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 person or entity identified in any manner whatsoever by or behalf of the company (“ultimate beneficiaries”) or provide any guarantee, security or the like 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 person or entity including foreign entities (“Funding Parties”) with the understanding, whether recorded in writing or otherwise, that the company shall, whether directly or indirectly, lend or invest in other person or entity identified in any manner whatsoever by or behalf of the Funding Party (“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 representations under sub clause (i) and (ii) contain any material mis-statement.
  - 5) The Company has neither declared nor paid any dividend during the year.
  - 6) Based on our examination which included test checks, the company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) but the same has not been operative for all relevant transactions recorded in the software during the year.
3. With respect to the matter to be included in the Auditors’ Report under section 197(16):



In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

**For SCAN & Company**  
**Chartered Accountants**  
**FRN – 113954W**

**Sd/-**

**CA Varun Agarwal**  
**Partner**  
**M. No. 507056**  
**Place: New Delhi**  
**Date: 29/05/2025**  
**UDIN:25507056BMUJGT5114**

**ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT**

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

**Report on the Internal Financial Controls Over Financial Reporting 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 Orient Tradelink Limited ('the Company') as of March 31, 2025 in conjunction with our audit of the standalone financial statements of the Company for the year ended and as on that date.

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

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (the 'Guidance Note'). 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 Act.

**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 Standards on Auditing prescribed under Section 143(10) of the Act and the Guidance Note, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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 controls 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**

According to the information and explanations given to us and based on our audit, no material weakness have been identified as at 31<sup>st</sup> March, 2025 relating to Financial Controls over Financial Reporting.

- a) The management of the Company needs to improve internal financial controls system over financial reporting after taking into account risk assessment, which is one of the essential components of Internal Control, with regard to the potential for fraud when performing risk assessment.

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



**Opinion**

In our opinion, except for the effects/ possible effects of the material weaknesses describe above on the achievement of the objective of the control criteria, to the best of our information and according to the explanations given to us, 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.

***For SCAN & Company***

**Chartered Accountants**

**FRN – 113954W**

**Sd/-**

**CA Varun Agarwal**

**Partner**

**M No. 507056**

**Place: New Delhi**

**Date: 29/05/2025**

**UDIN:25507056BMUJGT5114**



**Annexure 'B' referred to in paragraph under the heading “Report on other legal and regulatory requirement” of our report of even date**

We based on the information and explanations sought by us and given by the company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.  
  
(B) The Company has maintained proper records showing full particulars Intangible assets.
- (b) The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and the records examined by us and based on the examination of the conveyance deed provided to us, we report that, there are no title deeds in respect of free hold immovable properties of land and buildings held in the name of the Company as at the balance sheet date.
- (d) According to the information and explanations given to us and the records examined by us, the Company has not revalued its Property, Plant and Equipment or intangible assets or both during the year. Accordingly, the provisions of clause 3(i)(d) of the Order are not applicable.
- (e) According to the information and explanations given to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) and rules made thereunder. Accordingly, the provisions of clause 3(i)(e) of the Order are not applicable.
- (ii) (a) As explained to us, proper record of inventory is being maintained by the company. We have relied on the information as certified by the management.
- (b) According to the information and explanations given to us and the records examined by us, during the year, the Company has not been sanctioned any working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Accordingly, the provisions of clause 3(ii)(b) of the Order are not applicable.

- (iii) (a) (A) According to the information and explanation given to us and on the basis of our examination of records, the company has no subsidiary, joint ventures and associates as on the reporting date, therefore, provision of clause 3(iii)(a)(A) is not applicable.
- (B) The company has provided no bank guarantee.
- (b) According to the information and explanations given to us and based on the audit procedures performed by us, we are of the opinion that the investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in nature of loans and guarantees provided are not prejudicial to the company's interest.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular.
- (d) According to the information and explanations given to us and based on the audit procedures performed by us, there is no overdue amount for more than 90 days in respect of loans given.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan given falling due during the year, which has been renewed or extended or fresh loans given to settle the overdue of existing loans given to the same party.
- (f) According to the information and explanations given to us and based on the audit procedures performed by us, the company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment except as follows:  
Nil
- (iv) In our opinion and according to the information and explanations given to us, during the year the Company has not advanced loans to directors / to a company in which the director's are interested to which provisions of section 185 of the Companies Act, 2013 apply and therefore, provisions of clause 3(iv) of the order is not applicable.
- (v) In our opinion and according to the information and explanations given to us, the company has not accepted any deposits or amounts which are deemed to be deposits during the year and had no unclaimed deposits at the beginning of the year within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order is not applicable. However, It does not include Unsecured Loans & Advance received from directors, director's relatives, ex-directors and their associates entities which exist in Company for more than 365 days and as per Companies Act, 2013 and Companies

(Acceptance of Deposits) Rules, 2014 any money received as advance in the course of ordinary business shall be treated as Deposit if goods or services are not provided within 365 days of receipts. As explained to us, most of the borrowings pertains to earlier years.

(vi) On the basis of available information and explanation provided to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013 read with Companies (Cost Records and Audit) Amendment Rules, 2014 dated December 31, 2014 (as amended from time to time) to the current operations carried out by the Company. Accordingly, the provisions of clause 3(vi) Order are not applicable.

(vii) In respect to statutory dues:

a) According to the information and explanations given to us, in respect of statutory dues, the Company has not paid certain statutory dues as on date of audit report, details provided below:

S. No.	Particulars	Amount (Rs. In Lakhs)
1	TCS	00.07
2	TDS	36.86
3	GST Under RCM	1.76

b) According to the information and explanations given to us, there are no dues in respect of statutory dues referred to in sub-clause (a) that have not been deposited with the appropriate authorities on account of any dispute *except the following*, which have not been deposited on account of dispute: Nil

(viii) According to the information and explanations given to us and the records examined by us, there are no unrecorded transactions that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, the provisions of clause 3(viii) of the Order are not applicable.

(ix)

a) In our opinion and according to the information and explanations given to us, the Company have no loans or borrowings from financial institution, banks, government or debenture holders during the year.

b) According to the information and explanations given to us and on the basis of representation received from the management, we report that the company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

- c) According to the information and explanations given to us and on the basis of representation received from the management, the company has not availed any term loan facility availed from any banks or financial institutions.
- d) The company has not raised any short term funds from bank or financial institutions, therefore, the provisions of clause 3(ix)(d) are not applicable.
- e) According to the information and explanations given to us and on an overall examination of the financial statements of the company, we report that the company has no subsidiaries, associates or joint ventures. Accordingly, the provisions of clause 3(ix)(e) of the Order are not applicable.
- f) According to the information and explanations given to us and procedures performed by us, we report that the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, the provisions of clause 3(ix)(f) of the Order are not applicable.
- (x) According to the records produced before us, the company is a limited company entitled to offer securities to general public by way of public issue. The company has not issue securities during the year. Thus the provisions of clause 3(x) of the Order are not applicable.
- (xi)
  - a) No frauds by the Company or no fraud on the company has been noticed or reported during the year.
  - b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by any auditor including us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
  - c) As represented to us by the management, there were no whistle blower complaints received by the Company during the year.
- (xii) The Company is not a Nidhi Company as per the provisions of the Companies Act 2013. Accordingly, provisions of clause 3(xii)(a) to (c) of the Order are not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements etc., as required by the applicable accounting standards.

- (xiv) The Company is required to have an internal audit system u/s 138 of the Companies Act, 2013, as informed by the management. However, we have not received the internal audit report till the date of this report.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with the directors or persons connected with them covered under Section 192 of the Act. Accordingly, provisions of clause 3 (xv) of the Order are not applicable.
- (xvi)
- a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.
- b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.
- c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
- d) No Core Investment Company is part of the Group, hence, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.
- (xvii) According to the information and explanations given to us, the Company has not incurred cash losses during the current financial year.
- (xviii) There has been no change in the statutory auditors of the Company during the year.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, we report 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.



We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

- (xx) The Company is not required to spent any expenditure by way of corporate social responsibilities u/s 135 of the Companies Act, 2013. Accordingly, the provisions of the clause 3 (xx) (a) & (b) of the order is not applicable to the Company.

For **SCAN & Company**  
Chartered Accountants,  
FRN: 113954W

Sd/-

**CA Varun Agarwal**  
Partner  
M. No: 507056

**UDIN: 25507056BMUJGT5114**

Place: Delhi  
Date: 29/05/2025

**ORIENT TRADELINK LIMITED**  
**{CIN : L65910GJ1994PLC022833}**  
**BALANCE SHEET AS AT MARCH 31, 2025**

(Rs in Lakhs)

S. No.	PARTICULARS	Note No.	As at 31.03.2025	As at 31.03.2024
<b>I.</b>	<b>ASSETS</b>			
	<b>(1) Non - current assets</b>			
	(a) Fixed Assets	3		
	(i) Tangible assets		0.51	0.15
	(ii) Intangible assets		710.02	775.41
	(ii) Intangible assets Under Development		1389.33	1,389.33
	(iii) Capital WorkinProgress		662.46	660.03
	(b) Deferred Tax Assets (net)		-	-
	<b>TOTAL OF NON-CURRENT ASSETS</b>		<b>2762.32</b>	<b>2,824.92</b>
	<b>(2) Current Assets</b>			
	(a) Inventories	4	363.25	116.88
	(b) Trade receivables	5	285.18	133.54
	(c) Cash and cash equivalents	6	8.62	17.35
	(d) Long Term Loans and Advances	7	0.60	0.60
	(e) Other Assets	8	224.88	12.29
	<b>TOTAL OF CURRENT ASSETS</b>		<b>882.53</b>	<b>280.65</b>
	<b>TOTAL OF ASSETS</b>		<b>3,644.85</b>	<b>3,105.57</b>
<b>II.</b>	<b>EQUITY AND LIABILITIES</b>			
	<b>(1) Shareholders' Funds</b>			
	(a) Share Capital	9	1,226.50	1,226.50
	(b) Reserves and Surplus	10	118.12	29.60
	(c) Share Application Money		-	-
	<b>(2) Non - current liabilities</b>			
	(a) Long term borrowings	11	327.69	330.15
	(b) Deffered Tax Liability	12	117.12	116.07
	<b>(3) Current Liabilities</b>			
	(a) Trade payables	13	1,451.12	1,231.28
	(b) Other current liabilities	14	274.73	73.05
	(c) Short Term Provisions	15	129.58	98.92
	<b>TOTAL</b>		<b>3,644.85</b>	<b>3,105.57</b>

The significant Accounting Policies & Notes on Financial Statements 1 to 29  
The notes referred to above form an integral part of financial statements.

As per our report of even date attached

For and on behalf of

**SCAN & COMPANY**

CHARTERED ACCOUNTANTS

FRN: 113954W

**Sd/-**

**VARUN AGARWAL**

Partner

M. No. 507056

DATED : 29/05/2025

PLACE : NEW DELHI

For and on behalf of the Board of Directors

**ORIENT TRADELINK LIMITED**

**Sd/-**

AUSHIM KHETARPAL

**Director**

DIN-00060319

**Sd/-**

CS Akash Toshniwal

M.No. 62368

**Sd/-**

MAHESH KUMAR VERMA

**Director**

DIN-07892196

**ORIENT TRADELINK LIMITED**  
**{CIN : L65910GJ1994PLC022833}**  
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2025**

(Rs in Lakhs)

S. NO	Particulars	Note	As at 31.03.2025	As at 31.03.2024
	<b>Revenue</b>			
I	Revenue from Operation	16	1445.26	906.71
II	Other Income	17	61.34	2.85
III	<b>Total revenue (I + II)</b>		<b>1,506.59</b>	<b>909.56</b>
	<b>Expenses</b>			
IV	Purchases	18	1330.09	490.94
	Change in Stock	19	-246.37	107.15
	Employee benefit expense	20	60.26	45.38
	Finance costs	21	0.34	12.70
	Depreciation and amortization expense	3	78.84	87.45
	Other expenses	22	162.11	85.59
V	<b>Total expenses</b>		<b>1,385.27</b>	<b>829.21</b>
VI	Profit before tax (III-VI)		121.32	80.35
VII	Tax expense:			
	(1) Current tax		31.75	20.59
	(2) Deferred tax		1.05	42.13
	(3) Earlier Year Taxes			
			<b>88.52</b>	<b>17.63</b>
VIII	Profit/(Loss) for the period (XI + VIV)		88.52	17.63
IX	Earning per equity share:			
	(1) Basic		0.72	0.14
<p>The significant Accounting Policies &amp; Notes on Financial Statements 1 to 29  The notes referred to above form an integral part of financial statements.</p> <p>As per our report of even date attached  For and on behalf of  <b>SCAN &amp; COMPANY</b>  CHARTERED ACCOUNTANTS  FRN: 113954W  Sd/-  <b>VARUN AGARWAL</b>  Partner  VARUN AGARWAL</p> <p>For and on behalf of the Board of Directors  <b>ORIENT TRADELINK LIMITED</b></p> <p>Sd/-  AUSHIM KHETARPAL  <b>Director</b>  DIN-00060319</p> <p>Sd/-  CS Akash Toshniwal  M.No. 62368</p> <p>Sd/-  MAHESH KUMAR VERMA  <b>Director</b>  DIN-07892196</p>				



# ORIENT TRADELINK LIMITED

{CIN : L65910GJ1994PLC022833}

Cash Flow Statement as at 31st March 2025

Amount in Lakhs

Particulars	Year Ended 31.03.2025	Year Ended 31.03.2024
<b>Cash flow from operating activities</b>		
Profit before income tax	121.32	80.35
<b>Adjustements for</b>		
Depreciation and Amortization expense	78.84	87.45
Interest income classified as investing cash flows		
<b>Operating (loss)/profit before working capital changes</b>	<b>200.16</b>	<b>167.80</b>
<b>Change in operating assets and liabilities</b>		
(Increase)/Decrease in trade receivables	(151.64)	178.04
(Increase)/Decrease in inventories	(246.37)	107.15
(Increase)/Decrease in Loans and advances		
(Increase)/Decrease in other current assets	(212.59)	(4.13)
Increase/(Decrease) in provisions	30.66	20.60
Increase/(Decrease) in trade payables	219.84	(474.10)
Increase/(Decrease) in other current liabilities	201.68	16.87
<b>Cash generated from operations</b>	<b>41.74</b>	<b>12.23</b>
Income Tax paid (Net of refund)	31.75	20.59
<b>Net Cash inflow from operating activities</b>	<b>9.99</b>	<b>(8.37)</b>
<b>Cash flows from investing activities</b>		
Purchase of tangible and intangible assets	(16.24)	-
<b>Net cash outflow from investing activities</b>	<b>(16.24)</b>	<b>-</b>
<b>Cash flows from financing activities</b>		
Equity share capital		-
Share application money		-
Security premium reserve		
(Increase)/Repayment Short term loans & advances		
(Repayments)/proceeds of long term borrowings	(2.46)	9.89
(Repayments) / proceeds of short term borrowings		
<b>Net cash inflow (outflow) from financing activities</b>	<b>(2.46)</b>	<b>9.89</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>(8.71)</b>	<b>1.52</b>
Cash and cash equivalents at beginning of the financial year	17.35	15.83
<b>Cash and cash equivalents at end of the financial year</b>	<b>8.62</b>	<b>17.35</b>
<b>Reconciliation of cash and cash equivalents as per the cash flow statement</b>		
Cash and cash equivalents as per above comprise of the following		
	<b>31-Mar-25</b>	<b>31-Mar-24</b>
Cash and cash equivalents		
- Bank Balance	6.52	7.18
- Cash in Hand	2.11	10.17
<b>Balance as per Statement of cash flows</b>	<b>8.62</b>	<b>17.35</b>

As per our report of even date attached

For and on behalf of

**SCAN & COMPANY**

CHARTERED ACCOUNTANTS

FRN: 113954W

For and on Behalf of the Board of Directors:

**ORIENT TRADELINK LIMITED**

Sd/-

**VARUN AGARWAL**

Partner

M. No. 507056

Sd/-

Aushim Khetarpal

Director

DIN: 00060319

Sd/-

CS Akash Toshniwal

M No.: 62368

Sd/-

Mahesh Kumar Verma

Director

DIN: 07892196

DATED : 29/05/2025

PLACE : NEW DELHI

**For the Financial year 2023-2024**

**Note No. 3**

Date Of Purchase /  
Put to Use

Particulars	Original Cost (Rs. In Lakhs)	Dep. Charged upto 31/03/2023	WDV As on 31/03/2023	Addition During the Year	Disposal / Adjournment	Salvage Value	Depreciable Amount Over Whole Life	Rate of Depreciation	Depreciation for the Year	WDV as on 31/03/2024
<b>Tangible Assets</b>										
Computer	5.74	5.67	0.07				5.74	0%		0.07
Furnitures & Fixtures	1.41	1.34	0.07				1.41	0%		0.07
Ceiling Fan	0.03	0.02	0.01				0.03	0%		0.01
Mobiles	0.17	0.17	0				0.17	0%		0
<b>Total</b>	<b>7.35</b>	<b>7.20</b>	<b>0.15</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>7.35</b>		<b>0</b>	<b>0.15</b>
Capital Work in Progress	660.03	0	660.03	0	0	33	627.03	0%	0	660.03
<b>Total</b>	<b>660.03</b>	<b>0</b>	<b>660.03</b>	<b>0</b>	<b>0</b>	<b>33</b>	<b>627.03</b>		<b>0</b>	<b>660.03</b>
Intangible Asstes	1365.39	491.60	873.79	0.75	11.68	68	1286.46	10%	87.45	775.41
<b>Total</b>	<b>1365.39</b>	<b>491.60</b>	<b>873.79</b>	<b>0.75</b>	<b>11.68</b>	<b>68</b>	<b>1286.46</b>		<b>87.45</b>	<b>775.41</b>
Intangible Asset Under Development	1389.33	0.00	1389.33	0	0	69	1320.33	0%	0	1389.33
<b>Total</b>	<b>1389.33</b>	<b>0</b>	<b>1389.33</b>	<b>0</b>	<b>0</b>	<b>69</b>	<b>1320.33</b>		<b>0</b>	<b>1389.33</b>

**Closing WDV** **2824.92**

**For the Financial year 2024-2025**

**Note No. 3**

Date Of Purchase /  
Put to Use

Particulars	Original Cost (Rs. In Lakhs)	Dep. Charged upto 31/03/2024	WDV As on 31/03/2024	Addition During the Year	Disposal / Adjournment	Salvage Value	Depreciable Amount Over Whole Life	Rate of Depreciation	Depreciation for the Year	WDV as on 31/03/2025
<b>Tangible Assets</b>										
Computer	5.74	5.67	0.07				5.74	0%	0	0.07
Computer Equipment				0.00	0	0.00	0.00	0%	0.00	0.00
Furnitures & Fixtures	1.41	1.34	0.07	0.39	0	0.09	1.71	26%	0.03	0.43
Ceiling Fan	0.03	0.02	0.01				0.03	0%	0	0.01
Mobiles	0.17	0.17	0				0.17	0%	0	0.00
<b>Total</b>	<b>7.35</b>	<b>7.20</b>	<b>0.15</b>	<b>0.39</b>	<b>0</b>	<b>0.09</b>	<b>7.65</b>		<b>0.03</b>	<b>0.51</b>
Capital Work in Progress	660.03	0	660.03	2.43	0	33	627.03	0%	0	662.46
<b>Total</b>	<b>660.03</b>	<b>0</b>	<b>660.03</b>	<b>2.43</b>	<b>0</b>	<b>33</b>	<b>627.03</b>		<b>0</b>	<b>662.46</b>
Intangible Asstes	1354.46	579.05	775.41	12.69	0	68.36	1298.79	10%	78.81	710.02
<b>Total</b>	<b>1354.46</b>	<b>579.05</b>	<b>775.41</b>	<b>12.69</b>	<b>0</b>	<b>68.36</b>	<b>1298.79</b>		<b>78.81</b>	<b>710.02</b>
Intangible Asset Under Development	1389.33	0.00	1389.33	0	0	69	1320.33	0%	0	1389.33
<b>Total</b>	<b>1389.33</b>	<b>0</b>	<b>1389.33</b>	<b>0</b>	<b>0</b>	<b>69</b>	<b>1320.33</b>		<b>0</b>	<b>1389.33</b>

**Closing WDV** **2762.32**

**ORIENT TRADELINK LIMITED**  
**NOTES TO FINANCIAL STATEMENTS**

(Rs in Lakhs)

Note	Particulars	As at 31.03.2025	As at 31.03.2024
4	<b>Stock In Hand</b> Closing Stock	363.25	116.88
	Total	363.25	116.88
5	<b>Trade Receivable</b> <b>(Unsecured, considered good unless otherwise stated)</b> Outstanding for a period within six months from the date they are due for payment	285.18	133.54
	- <u>Considered good</u> Outstanding for a period exceeding six months from the date they are due for payment	-	-
	Others	-	-
		285.18	133.54
6	<b>Cash and Cash Equivalents:</b> i) Balances with Banks	0.17	0.83
	ii) Cash in hand	2.11	10.17
	iii) Fixed Deposit With Bank	6.35	6.35
	TOTAL	8.62	17.35
7	<b>Long term loans and advances:</b> (Unsecured, considered good unless otherwise Stated) i) Security Deposits	0.60	0.60
	* Long term bank deposits are under lien with various authorities		
	TOTAL	0.60	0.60
8	<b>Other Assets</b> (Unsecured, considered good unless otherwise Stated) (a) Balance with Statutory Authority	7.24	7.18
	(b) Amount recoverable in cash or in kind	0.00	4.60
	(c') Advances against goods, services & others	217.63	0.45
	(d) Prepaid Expenses	0.00	0.07
	TOTAL	224.88	12.29

**ORIENT TRADELINK LIMITED**  
**NOTES TO FINANCIAL STATEMENTS**

NOTE NO	PARTICULARS	As at 31.03.2025	As at 31.03.2024
9	<b>Share Capital:</b>		
	<b>Authorized:</b>		
	6,25,00,000 (P.Y. 1,22,65,000) Equity Shares of Rs. 10/- each	6,250.00	1,226.50
		6,250.00	1,226.50
	<b>Issued and subscribed:</b>		
	1,22,65,000 (P.Y. 1,22,65,000) Equity Shares of Rs. 10/- each	1,226.50	1,226.50
		1,226.50	1,226.50
	<b>Paid up Capital:</b>		
	1,22,65,000 (P.Y. 1,22,65,000) Equity Shares of Rs. 10/- each	1,226.50	1,226.50
		1,226.50	1,226.50

\*Figures in bracket represent those of previous year.

**a Reconciliation of the shares outstanding at the beginning and at the end of the year**

	PARTICULARS	As at 31.03.2025	As at 31.03.2024
		Nos. of Shares	Nos. of Shares
	Shares outstanding at the beginning of the year	1,22,65,000	1,17,65,000
	Add: Shares Issued during the year	-	5,00,000
	Less: Shares bought back during the year		-
	Shares outstanding at the end of the year	1,22,65,000	1,22,65,000

**b Term/right attached to equity shares**

1. The Company has only one class of Shares referred to as equity share having a par value of Rs. 10 each. Each holder of equity shares is entitled to vote.
2. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company after distribution of all preferential amounts.
3. The distribution will be in proportion to the number of equity shares held by the shareholders.

**c Details of Share Holders Holding More Than 5% Shares in the Company**

S.No.	Name of Shareholders	Percentage of Holding	Current Year No.Of Shares in lacs	Percentage of Holding	Previous Year No.Of Shares in lacs
1	Aushim Khetarpal	-	-	12.15	14.90
2	Davinder Singh Bedi	-	-	6.95	8.53
3	Tejpal Singh	5.19	6.37	5.19	6.37
4	Ravinder Kaur Bedi	-	-	-	-
5	Yakshit Finance	6.47	7.93	-	-
		-	-	-	-
	<b>Total</b>	11.66	14.30	24.30	29.80

**ORIENT TRADELINK LIMITED**  
**NOTES TO FINANCIAL STATEMENTS**

(Rs in Lakhs)

NOTE NO	PARTICULARS	As at 31.03.2025	As at 31.03.2024
10	<b>Reserves &amp; Surplus</b>		
	<b>Surplus as per Statement of Profit &amp; Loss</b>		
	Balance at the beginning of the year	16.60	(1.03)
	Add: Profit For the Year	88.52	17.63
	Add: Securities Premium	13.00	13.00
	<b>Balance at the end of the year</b>	<b>118.12</b>	<b>29.60</b>

Note No.	Particulars	As at March 31, 2025		As at March 31, 2024	
		Non current	Current maturities	Non current	Current maturities
11	<b>Long Term Borrowing:</b>				
	<b>Secured:</b>				
	(a) From banks *				
	(a) Vehicle loans	-	-	-	
	(a) Term Loan from UBI	-	-	-	
	(b) Term Loan from BOB	-	-	-	
	<b>(b) L.T. Maturities of Finance Lease Obligations</b>				
	Amount Payable to NOIDA Authority**	-	-	-	
	Amount Payable to NOIDA Authority-Rescheduled**	-			
	<b>Unsecured</b>				
	(a) Inter-corporate loans	-	-	-	
	(b) Loan from Ex- Directors and Relatives	327.69	-	330.15	
		327.69	-	330.15	
	Amount disclosed under the head "other current liabilities" (refer note no 8)		-		
	<b>TOTAL</b>	327.69	-	330.15	

\* Term Loan from Union Bank of India (Lead Bank) and Bank of Baroda is secured by second charge against lease hold land and residential group housing project situated at GH-01/C, Sector-168, Noida.

\*\* The company have a plot No. GH-01/C Sector-168 Noida measuring 40,221.26Sq Mtr. against finance lease. The lessee company has to repay this finance lease obligation upto 31-07-2020

NOTE NO	PARTICULARS	As at 31.03.2025	As at 31.03.2024
12	<b>Deffered Tax Liability</b>		
	Deffered Tax Liability	117.12	116.07
	<b>TOTAL</b>	117.12	116.07
13	<b>Trade Payables</b>		
	Due to micro, small & medium enterprises *	1451.12	1,232.02
	Others	1,451.12	1,232.02
	<b>TOTAL</b>	1,451.12	1,232.02

NOTE NO	PARTICULARS	As at 31.03.2025	As at 31.03.2024
14	<b>Other Current Liabilities:</b>		
	(a) Current Maturities of long term loan (refer to note 5)		-
	(b) Interest accrued and due		-
	(c) Advance from customers		
	Customers not eligible for profit recognition		-
	Others*	-	-
	(d) Other Liabilities		
	GST	(85.27)	(50.14)
	TCS	0.07	0.07
	Government Dues	36.86	76.96
	Salary Payable	73.07	46.16
	Others Payables	250.00	0.00
	<b>TOTAL</b>	<b>274.73</b>	<b>73.05</b>

NOTE NO	PARTICULARS	As at 31.03.2025	As at 31.03.2024
15	<b>Short Term Provisions:</b>		
	Income Tax Provision	129.58	98.92
	Employees Related Statutory Dues Payable		-
	<b>TOTAL</b>	<b>129.58</b>	<b>98.92</b>

Note	Particulars	As at 31.03.2025	As at 31.03.2024
16	<b>Revenue from Operations</b>		
	Sales	1,445.26	906.71
		1,445.26	906.71
17	<b>Other Incomes:</b>		
	i) Interest Income	-	0.01
	ii) Discount Received	-	-
	iii) Miscellaneous Income	9.70	2.84
	iv) Balances Written Off	51.64	-
	TOTAL	61.34	2.85
18	<b>Purchases</b>		
	Purchases	1,330.09	490.94
	TOTAL	1,330.09	490.94
19	<b>Changes In Stock</b>		
	Opening Inventory	116.88	224.02
	Closing Inventory	363.25	116.88
	<b>Changes</b>	<b>(246.37)</b>	<b>107.15</b>
20	<b>Employees Benefit Expenses</b>		
	Salary	56.39	45.38
	Staff Welfares	0.12	-
	Bonus	3.75	
	TOTAL	60.26	45.38
21	<b>Finance Cost</b>		
	Financial Charges	0.34	12.70
	TOTAL	0.34	12.70

22	<b>Other Administrative Expenses</b>		
	FMCG Division Expenses	2.32	1.87
	Advertisement Exp	3.13	1.56
	Audit Fees	0.90	-
	Accounting Charges	1.75	-
	ANNUAL LISTING FEE	1.47	2.50
	CONSULTANCY CHARGES	-	1.15
	Conveyance Expenses	0.28	0.48
	Courier Charges	0.06	0.47
	Constume Expenses	0.09	-
	Depository Charges	-	0.59
	Director Fees	36.00	0.08
	Discount	2.78	-
	Diwali Expenses	5.10	-
	Documentation	-	0.00
	Electricity Expenses	0.49	0.45
	Entertainment EXPENSES	0.05	0.17
	Evergreen Services	-	0.01
	Fees & Taxes	1.05	0.52
	Filling Fees	0.02	0.02
	Fuel Exp	-	0.07
	GST Late Fee	0.14	0.25
	Hotel Expenses	1.58	0.18
	House Keeping	1.13	-
	Internet Charge	0.14	0.29
	Iron Frame with Flex Print	-	0.81
	Legal Expenses	0.11	10.14
	Legal Fees	2.94	-
	MCA CHARGE	-	0.05
	MEDICAL EXPENSES	0.01	0.02
	Miscellaneous Expenses	0.03	14.45
	Office Expenses	0.71	2.05
	Office Maintenance	0.25	0.09
	PACKING EXPENSES	0.38	0.07
	Penalty From Companies-SOP	0.06	3.25
	Postage & Courier Charges	0.26	0.35
	PRINTING AND STATIONERY	0.89	2.05
	Professional Fees	10.44	22.55
	Processing Charges	0.22	-
	Refreshment Expenses	0.67	0.08
	Rent	5.40	7.83
	Repair and Maintenance	0.04	0.02
	Repair and Service Charges	0.05	0.12
	Reimbursement Expenses	-	0.08
	Short and Excess	0.01	0.00
	Sms Charges	-	0.01
	Sample Expenses	0.16	-
	Security Expenses	0.27	-
	BSE Stock Exchange Service Charges	6.83	-
	Staff Welfare	-	0.15
	Tally Software - AMC	0.08	0.01



TELEPHONE EXP	3.46	0.30
Tour & Travells	2.25	1.38
TRAVELLING CHARGES	2.87	0.65
Travelling Expenses	2.30	0.12
Tranning Charges	50.50	-
VIDEO EDITING & CHARGES	0.12	0.29
Website Expense	0.28	0.04
RTA Expenses	-	0.88
Rights Entitlements Charges	0.91	-
Social Media Boosting	-	0.45
Software Expense	0.63	0.15
STUDIO EXP	0.21	-
Books Publishing Expenses	-	0.25
Business Promotion Expenses	3.93	0.58
Penalty As Per Court Order	-	0.25
Press Relationship Mangement Expenses	1.30	0.14
Computer Software Tally	0.09	0.04
Distribution Fees	0.10	0.08
E Voting Charges	0.35	0.24
Donation	0.10	1.02
Graphic Designer	0.09	0.75
Water Charges	0.29	0.03
WRITING SERVICE	0.28	-
Youtube Server	3.52	2.44
Domaint and Hosting Renewal	0.08	0.04
Editing Fees	-	0.60
Labour Expense	-	0.04
Foreign Inward Remittance Charges	0.20	0.01
TOTAL	162.11	85.59

**ORIENT TRADELINK LIMITED**  
**WORKING FOR EARNING PER SHARE**

PARTICULARS	(Rs in Lakhs)	
	For the year ended on 31.03.2025	For the year ended on 31.03.2024
<b>Earnings per share:</b>		
Profit for the year after tax expense	88.52	17.63
Less:		
Preference dividend payable including dividend tax		-
	88.52	17.63
Weighted average number of equity shares	1,22,65,000	1,22,65,000
<b>Earning /(Loss) per share</b>	<b>0.72</b>	<b>0.14</b>
<b><u>Weighted Average Number of Equity Shares</u></b>		
Shares Outstanding at the First day of year	1,22,65,000	1,22,65,000
Shares issued during the year		-
Share Issue Date		-
No. of Days Outstanding	365	365
Weightage No. of newly issued shares		-
<b>Total Weightage No. of outstanding shares</b>	<b>1,22,65,000</b>	<b>1,22,65,000</b>

*\* There is no requirement to calculate diluted EPS for the company as there is no potential equity shares outstanding at the end of the reporting period (Current & Previous)*

# ORIENT TRADELINK LIMITED

Ratio Analysis For The Year Ended 31/03/2025

Financial Ratios				
Ratio	2023-24	2024-25	Variation	Remarks for variation > 25%
<b>1) Current Ratio</b>	<b>0.20</b>	<b>0.48</b>	<b>137.82%</b>	Due to increase in revenue
Current Assets	280.65	882.53		
Current Liabilities	1,403.25	1,855.43		
<b>2) Debt Equity Ratio</b>	<b>0.36</b>	<b>0.33</b>	<b>-6.88%</b>	
Debt	446.22	444.81		
Equity	1,256.10	1,344.62		
<b>3) Debt Service Coverage Ratio</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>
Net Operating Income				
Total Debt Service				
<b>4) Return on Equity Ratio (in %)</b>	<b>1.40%</b>	<b>6.58%</b>	<b>369.04%</b>	improved operational efficiency
Profit/Loss	17.63	88.52		
Equity	1,256.10	1,344.62		
<b>5) Inventory Turnover Ratio (in times)</b>	<b>2.96</b>	<b>6.02</b>	<b>103.44%</b>	improved operational efficiency
Revenue from operations	906.71	1,445.26		
Average inventory	306.41	240.06		
<b>6) Trade Receivable Turnover Ratio( in times)</b>	<b>1.85</b>	<b>6.90</b>	<b>273.52%</b>	Due to increase in revenue
Revenue from operations	906.71	1,445.26		
Average trade receivables	490.61	209.36		
<b>7) Trade Payable Ratio</b>	<b>0.29</b>	<b>0.81</b>	<b>-180.39%</b>	
Cost of traded goods	598.09	1083.72		
Average trade payables	2075.43	1,341.20		
<b>8) Net Capital Turnover Ratio (in times)</b>	<b>-0.65</b>	<b>-1.47</b>	<b>-125.75%</b>	
Revenue from operations	906.71	1,445.26		
Average working capital	(1,392.13)	(982.96)		
<b>9) Net Profit Ratio( in %)</b>	<b>1.94%</b>	<b>6.12%</b>	<b>-215.00%</b>	
Net Profit/Loss	17.63	88.52		
Revenue from operations	906.71	1,445.26		
<b>10) Return On Capital Employed (in %)</b>	<b>1.04%</b>	<b>8.46%</b>	<b>-716.49%</b>	
Profit/Loss	17.63	88.52		
Capital Employed	1,702.32	1,046.82		
<b>11) Return On Investment (in %)</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>
Income generated from invested funds				
Average invested funds				

ORIENT TRADELINK LIMITED														
Date of	Particulars	Original	Dep.Charged	Sale	W.D.V as on	Useful Life	Life used	Remaining	Used	Salvage	Amount to	Rate of	Dep. For	W.D.V as on
Purchase		Cost	upto		1-4-2024	as per Co.	till	life	during	value	be Depreciated	Dep.	the year	31-3-2025
			31-3-2024			Act 2013	31-3-2024		the year				2024-25	
<b>1) Computer Equipments</b>														
9-Nov-2024		0	0		0	5	0.00	5.00	0	0	0	0.00 %	0	0
5-Dec-2024		0	0		0	5	0.00	5.00	0	0	0	0.00 %	0	0
5-Jan-2025		0	0		0	5	0.00	5.00	0	0	0	0.00 %	0	0
7-Feb-2025		0	0		0	5	0.00	5.00	0	0	0	0.00 %	0	0
6-Mar-2025		0	0		0	5	0.00	5.00	0	0	0	0.00 %	0	0
		<b>0</b>	<b>0</b>		<b>0</b>								<b>0</b>	<b>0</b>
<b>2) Furniture &amp; Fixtures</b>														
16-Nov-2024		9750			9750	10	0.00	10.00	135	488	9262	25.88 %	933	8817
22-Nov-2024		9750			9750	10	0.00	10.00	129	488	9262	25.88 %	892	8858
4-Dec-2024		9750			9750	10	0.00	10.00	117	488	9262	25.88 %	809	8941
30-Dec-2024		9750			9750	10	0.00	10.00	91	488	9262	25.88 %	629	9121
		<b>39000</b>	<b>0</b>		<b>39000</b>								<b>3263</b>	<b>35737</b>
		<b>39000</b>	<b>0</b>		<b>39000</b>								<b>3263</b>	<b>35737</b>

## **1. Company Overview**

**Orient Tradelink Limited** ('the Company') was incorporated in India on 20 August, 1994.

## **2. Significant Accounting Policies**

### **2.1 Basis of Preparation of Financial Statements**

The Financial Statements have been prepared by following the going concern concept on historical cost convention and in accordance with the accounting specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended).

All assets and liabilities have been classified as current and non-current, wherever applicable as per company normal operating cycle based on the nature of product and the time between the acquisition of assets for processing and their realization in cash and cash equivalent and as per the guidance as set out in the Schedule III of the Companies Act, 2013

The Company follows mercantile system of accounting and recognizes items of income and expenditure on accrual basis.

### **2.2 Use of Estimation**

The preparation of financial statements required management to make estimations & assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

### **2.3 Fixed Assets**

Fixed assets including intangible assets are stated at cost less accumulated depreciation and impairment losses if any. Cost comprises the purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use.

### **2.4 Depreciation & Amortization**

Depreciation has been provided on written down value basis, at the rate determined with reference to the useful lives specified in Schedule II of the Companies Act, 2013. The impact of the change in useful life of fixed assets has been considered in accordance with the provision of Schedule III.

Depreciation on assets, whose actual cost does not exceed five thousand rupees is provided at the rate of hundred percent on pro-rate basis.

### **2.5 Borrowing costs**

Borrowing costs that are attributable to the acquisition and/or construction of qualifying assets are capitalized as part of the cost of such assets, in accordance with notified Ind AS 23 "Borrowing Costs". A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are treated as period cost and charged to the statement of profit and loss in the year in which incurred.

## **2.6 Impairment of assets**

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, it estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash-generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the statement of profit and loss.

## **2.7 Investments**

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

## **2.8 Inventories**

- Stock in Trade is valued at cost, which is determined on the basis of the 'First in First out' method.

## **2.9 Revenue Recognition**

Revenue is recognized to the extent it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

### **i. Sale of Goods**

Revenue is recognized and earned when they are realized or realizable irrespective of when the cash is received.

## **2.10 Retirement benefits**

Expenses and liability in respect of employee benefits are recorded in accordance with Ind AS 19- Employee Benefits (Revised 2005)

### **Provident fund**

The Company does makes contribution to statutory provident funds with Employees Provident Fund and Miscellaneous Provision Act, 1952 which is a defined contribution plan and contributions paid or payable are recognized as an expense in the year in which services are rendered by the employee.

### **Other short term benefits**

Expense in respect of other short term benefits is recognized on the basis of the amount payable for the period during which services are rendered by the employee.

## **2.11 Taxation**

Tax liability is estimated considering the provisions of the Income Tax Act, 1961. Deferred tax is recognized on timing differences being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. On prudent basis, deferred tax is recognized on account of depreciation and carried forward to the extent only when there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

**2.12 Leases**

Lease arrangements where the risk and rewards incident to ownership of an asset substantially vest with the lessor are recognized as operating lease. Lease rent under operating leases are charged to profit and Loss on a straight line basis over the lease term.

**2.13 Cash and Cash equivalents**

Cash and cash equivalents comprise cash in hand, demand deposits with bank and short term highly investments that are readily convertible into cash and are subjects to an insignificant risk of change in value.

**2.14 Provisions, Contingent Liabilities and Contingent Assets**

Depending upon the facts of each case and after due evaluation of legal aspect, claims against the company are accounted for as either provisions or disclosed as contingent liabilities. In respect of statutory dues disputed and contested by the company, contingent liabilities are provided for and disclosed as per original demand. The Company makes a provision when there is a present obligation as a result of a past event where the outflow of economic resources is probably not require outflow of resources or where the same cannot be reliably estimated, is disclosed as contingent liability in the financial statements.

**2.15 Earnings Per Share**

(In item of Ind AS 33)

Basic Earnings per Share is computed and disclosed using the weighted average number of shares outstanding during the year. There being no potential equity shares Diluted Earnings per Share has not been computed.

- 23 Balances of trade receivables, trade payables, current/non-current advances given/ received are subject to reconciliation and confirmation from respective parties.

The balance of said trade receivables, trade payables, current / non-current advances given/ received are taken as shown by the books of accounts. The ultimate outcome of such reconciliation and confirmation cannot presently be determined, therefore, no provision for any liability that may result out of such reconciliation and confirmation has been made in the financial statement, the financial impact of which is unascertainable due to the reasons as above stated.

- 24 Inventories, loans & advances, trade receivables and other current / non-current assets are in the opinion of the management do not have a value on realization in the ordinary course of business, less than the amount at which they are stated in the balance sheet. The classification of assets and liabilities between current and non-current have been made based on management perception as to its recoverability / settlement and other criteria as set out in the revised schedule III to the Companies Act, 2013.

**25 Auditors' Remuneration**

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Audit Fees	90,000	1,55,000.00
Total	90,000	1,55,000.00

**26 Segment Reporting**

The company is primarily engaged in the business of real estate development, which after evaluation of Ind AS- 108 on "Segment Reporting", issued by the Institute of Chartered Accountants of India, is considered to be the only reportable business segment. In addition, the company is operating in India which is considered as a single geographical segment.

- 27 Based on the information available with the company, there are no dues outstanding in respect of Micro, Small and Medium enterprises at the balance sheet date. No amounts were payable to such enterprises which were outstanding for more than 45 days. Further, no interest during the year has been paid payable in respect thereof. The above disclosure has been determined to the extent such parties have been indentified on the basis of information available with the Company. This has relied upon by the auditors.
- 28 Company has prepared financial statements for the financial year as per the provisions of Schedule III of The Companies Act, 2013.
- 29 The company has regrouped / reclassified previous year figures where necessary to conform to with current year's classification.

The note no. 1-29 referred to above form an integral part of financial statements  
As per our audit report of even date attached

For and on behalf of  
**For SCAN & Company**  
**Chartered Accountants**  
**FRN – 113954W**

**Sd/-**  
CA Varun Agarwal  
(Partner)  
M NO. 507056

On behalf of the Board of Directors  
**For Orient Tradelink Limited**

**Sd/-**  
Mahesh Kumar Verma  
Director  
DIN: 07892196

**Sd/-**  
Aushim Khetarpal  
Director  
DIN: 00060319

Place: New Delhi  
Date: 29/05/2025



- 30 Based on the information available with the company, there are no dues outstanding in respect of Micro, Small and Medium enterprises at the balance sheet date. No amounts were payable to such enterprises which were outstanding for more than 45 days. Further, no interest during the year has been paid payable in respect thereof. The above disclosure has been determined to the extent such parties have been indentified on the basis of information available with the Company. This has relied upon by the auditors.
- 31 Company has prepared financial statements for the financial year as per the provisions of Schedule III of The Companies Act, 2013.
- 32 The company has regrouped / reclassified previous year figures where necessary to conform to with current year's classification.

The note no. 1-29 referred to above form an integral part of financial statements  
As per our audit report of even date attached

For and on behalf of  
**For SCAN & Company**  
**Chartered Accountants**  
**FRN – 113954W**

On behalf of the Board of Directors  
**For Orient Tradelink Limited**

**Sd/-**  
CA Varun Agarwal  
(Partner)  
M NO. 507056

**Sd/-**  
Mahesh Kumar Verma  
Director  
DIN: 07892196

**Sd/-**  
Aushim Khetarpal  
Director  
DIN: 00060319

Place: New Delhi  
Date: 29/05/2025