



CIN NO.: L65990MH1994PLC084098

(Formerly known as Rap Media Limited)

September 06, 2025

To,
BSE Limited
The Department of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001

Scrip Code: 511712

Sub: Notice of 31st Annual General Meeting and Annual Report

Dear Sir/Madam,

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed herewith Notice of 31st Annual General Meeting (AGM) and the Annual Report of the Company for the financial year 2024-25, which is being sent through electronic mode to the Members.

The AGM is scheduled to be held on Tuesday, 30th September, 2025 at 11:00 a.m. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

The Notice of AGM along with the Annual Report for the financial year 2024-25 is also available on the website of the Company i.e. <https://www.rapcorpltd.co.in/ANNUAL%20REPORT/2024-25.pdf>

Further, in accordance with the Regulation 36 (1) (b) of the SEBI Listing Regulations, a letter containing the web-link for accessing Annual Report including notice of 31st AGM for FY 24- 2025 is being sent to all those Members who have not registered their email IDs.

This is for your information and records.

Thanking you,
For Rap Corp Limited
(Formerly known as Rap Media Limited)

Rupinder Singh Arora
Managing Director
DIN: 00043968
Encl:

Registered Office :
B1 Lilaram Bhavan, Dandpada, Khar Danda, Khar (West), Mumbai - 400 052.
Tel: 91-22-42905000(10 Lines)
Website : www.rapcorpltd.co.in | Email : info@rapcorp.in

RAP CORP LIMITED

(Formerly known as Rap Media Limited)

CIN: L65990MH1994PLC084098

**31st Annual Report
2024-2025**

BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL:.

Mr. Rupinder Singh Arora	- Managing Director
Ms. Ritika Arora	- Non-Executive Director
Ms. Deepa Kunal Bhambhani	- Independent Director
Mr. Kapil Bagla	- Independent Director
Mr. Irshad Mansuri	- Company Secretary
Mr. Surendra Gupta	- Chief Financial Officer

REGISTERED OFFICE :

B-1, Lalaram Bhavan, Dandpada, Khar Danda,
Khar West, Khar Colony, Mumbai - 400 052

AUDITORS

Jain Vinay & Associates
Chartered Accountant

REGISTRAR & TRANSFER AGENTS:

Satellite Corporate Services Pvt. Ltd.
A 106 & 107, Dattani Plaza, East West Compound,
Andheri Kurla Road, Safed Pool, Sakinaka,
Mumbai - 400 072.
Tel.: 022-25820461, 022-28520462
Web Site : www.satellitecorporate.com
Email : service@satellitecorporate.com
info@satellitecorporate.com

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NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the **31st Annual General Meeting** of members of Rap Corp Limited (formerly known as Rap Media Limited) (the Company) will be held on **Tuesday, September 30, 2025 at 1100 hours** through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt (a) the audited financial statements of the Company for the financial year ended March 31, 2025, the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2025 and the report of Auditors' thereon and in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolutions as an **Ordinary Resolutions**:

- a. **"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 is hereby considered and adopted".
- b. **"RESOLVED THAT** the audited consolidated financial statements of the Company for the financial year ended March 31, 2025 and the report of Auditors thereon, as circulated to the members be and is hereby considered and adopted".

2. To appoint a Director in place of Mr. Rupinder Singh Arora (DIN: 00043968), who retires by rotation and being eligible, offers himself for re-appointment; and in this regard, to consider and if thought fit, to pass with or without modification(s) 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. Rupinder Singh Arora (DIN: 00043968), who retires by rotation at this meeting, and being eligible offers himself for re-appointment be and is hereby appointed as Director of the Company."

3. Appointment of M/s. Jain Vinay & Associates, Chartered Accountants (Firm Registration No. 006649W) as Statutory Auditors of the Company for Second Term of 5 (Five Years) and in this regard, to consider and if thought fit, to pass 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. Jain Vinay & Associates, Chartered Accountants (Firm Registration No. 006649W) be and are hereby appointed as the Statutory Auditors of the Company, to hold office for a second term of five consecutive years from the conclusion of the 31st Annual General Meeting (AGM) of the Company until the conclusion of 36th Annual General Meeting of the Company, on such remuneration as may be mutually agreed upon between the Board of Directors and the Statutory Auditors.

RESOLVED FURTHER THAT Mr. Irshad Mansuri, Company Secretary and Compliance Officer and/or Mr. Surendra Mangalram Gupta, Chief Financial Officer and/or Mr. Rupinder Singh Arora, Managing Director, be and is hereby authorised 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.

4. Approval for payment of remuneration to Non – Executive Director, Ms. Ritika Arora (DIN: 00102510) and in this regard, to consider and if thought fit, to pass with or without modification(s) the following resolution as an **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the applicable rules made thereunder, Schedule V of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 17(6)(a) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) the Articles of Association of the Company and pursuant to recommendation of the Nomination and Remuneration Committee and the Board of Directors, approval of the members be and is hereby accorded for payment of remuneration to Ms. Ritika Arora (DIN: 00102510), Non-Executive Director of the Company, for a sum not exceeding Rs. 12,00,000 per annum, by way of salary, perquisites and amenities as detailed in the explanatory statement to this notice.

RESOLVED FURTHER THAT the terms of remuneration of Ms. Ritika Arora shall be valid for a period of 3 years.

RESOLVED FURTHER THAT Ms. Ritika Arora, Non-Executive Director shall be entitled to reimbursement of all expenses incurred for the purpose of business of the Company and shall not be entitled to any sitting fees for attending meetings of the Board of Directors and Committee(s) thereof.

RESOLVED FURTHER THAT the Board be and is hereby authorised to vary and/or modify the terms and conditions of remuneration and perquisites payable to Ms. Ritika Arora so as to not to exceed the limits specified in Schedule V and other applicable sections of the Act or any statutory modifications thereof as may be agreed to by the Board of Directors and Ms. Ritika Arora.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors”

Registered and Corporate Office

B1 Lilaram Bhavan, Khar Danda,
Khar Danda, Dandpada,
Khar (West), Mumbai – 400 052.

By order of the Board of Directors

For Rap Corp Limited

Rupinder Singh Arora

Managing Director
DIN: 00043968

Place: Mumbai

Date: August 13, 2025

NOTES:

1. In compliance with the Ministry of Corporate Affairs ("MCA") General Circular No. 02/2022 dated 5th May, 2022 read with Circular Nos. 20/2020, 14/2020, 17/2020, 02/2021, 21/2021, 09/2023 and 09/2024 dated 5th May, 2020, 8th April, 2020, 13th April, 2020, 13th January, 2021, 14th December, 2021, 25th September 2023 and September 19, 2024 respectively (collectively referred to as "MCA Circulars") and the Securities and Exchange Board of India ("SEBI Circular No. SEBI/HO/CFD/CFD-POD-2/P/CIR/2024/133 dated October 03, 2024 ("SEBI Circular") and any other applicable circulars issued by MCA & SEBI in this regard (collectively referred to as MCA and SEBI circulars), the Company will be conducting its Annual General Meeting ("AGM"/"Meeting") through Video Conferencing or Other Audio Visual Means ("VC"/"OAVM")
2. Pursuant to the provisions of the Act, a shareholder 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 shareholder of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Shareholders has been dispensed with. Accordingly, the facility for appointment of proxies by the Shareholders will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Shareholders attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
3. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a certified scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Company at grievances@rapcorp.in and shall also be sent to the Scrutinizer at amit.jaste@ajcs.in by email through its registered email address.
4. In accordance with the provisions of Regulation 36(3) of SEBI Listing Regulations and applicable provisions of Secretarial Standard-2, a brief profile of Mr. Rupinder Singh Arora, nature of expertise in specific functional areas, names of companies in which he holds directorships and memberships/ chairmanships of committees of directors, their shareholding and relationships between directors inter se and other information, is set out in annexure to this Notice and the same forms part of this Notice.
5. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.
6. In compliance with the regulatory provisions, the Annual Report of the Company for FY 2024-2025 along with the notice of the 31st AGM has been sent electronically only to those shareholders who have registered their e-mail address with their DPs/ RTA/ the Company, as applicable, upto the cut-off date i.e. Friday, August 29 2025. The same is also hosted on the Company's website www.rapcorpltd.co.in and also on the website of the stock exchange i.e., www.bseindia.com and website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com
7. Shareholders may please note that since the AGM of the Company will be held through VC / OAVM, the Route Map is not annexed in this Notice.
8. SEBI vide its latest Circular dated March 16, 2023, in supersession of earlier Circulars in this regard, has reiterated that it is mandatory for all holders of physical securities to furnish their PAN as well as other KYC documents to the RTA (Registrar and Share Transfer Agent) of the Company in respect of all concerned Folios. The Folios wherein even any one of the PAN, Address with PIN Code, Email address, Mobile Number, Bank Account details, Specimen Signature and Nomination by holders of physical securities are not available on or after October 01, 2023, such Folios shall be frozen by the RTA. SEBI has introduced Forms to lodge any request for registering PAN, KYC details or any change/ updation thereof.

In terms of the aforesaid SEBI Circular, effective from January 1, 2022, any service requests or complaints received from the member, are not processed by RTA till the aforesaid details/ documents are provided to RTA.

Shareholders may also note that SEBI vide its Circular dated January 25, 2022 has mandated listed companies to issue securities in dematerialized form only while processing service requests viz. issue of duplicate securities certificates, claim from unclaimed suspense account. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Shareholders are advised to dematerialise the shares held by them in physical form.

Relevant details and forms prescribed by SEBI in this regard including the mode of dispatch are available on the website of the Company, for information and use by the Shareholders. You are requested to kindly take note of the same and update your particulars timely.

9. The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Shareholders holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Shareholders holding shares in physical form should submit their PAN along with dully filled form ISR – 1 to the Company / Satellite Corporate Services Pvt. Ltd. (Satellite).
10. As per the provisions of Section 72 of the Companies Act, the facility for registration of nomination is available for the shareholders in respect of the shares held by them.

Further, shareholder desires to opt out / cancel the nomination and to record a fresh nomination, requested to submit Form ISR-3 (in case of shares are held in physical form) or SH-14 (in case of shares are held in electronic mode). The nomination form can be obtained from Satellite.
11. SEBI has mandated listed companies to issue securities in dematerialized form only, while processing service requests for issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates / folios; and transmission and transposition. In this regards, shareholders are requested to make request in Form ISR – 4. It may be noted that any service request can be processed only after the folio is KYC Compliant.
12. Shareholders who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Satellite, for consolidation into a single folio.
13. Non-Resident Indian Shareholders are requested to inform Satellite, 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. To support 'Green Initiative', the shareholders who have not registered their email-id are requested to register the same with their DPs in case shares are held in dematerialised form and with Satellite in case shares are held in physical form, which could help the Company for sending paperless communication in future. The Company has also made available an email-id registration facility to its shareholders through Satellite, for the purpose of receiving all the communications including notice of meetings and Annual Report, etc. in electronic mode.
15. Shareholders seeking any statutory information or any other matter/ documents/ registers, etc. in connection with the 31st AGM of the Company, may please send a request to the Company via email at grievances@rapcorp.in
16. The Company had changed its name from Rap Media Limited to Rap Corp Limited during FY 24-25 for which approval of shareholders was obtained at the 30th AGM held on September 30, 2024. The Company had obtained necessary certificate from Statutory Auditor as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, the same was inadvertently not published in the notice of 30th AGM held on September 30, 2024. In accordance with the requirements of the BSE Limited while granting approval for change of name, the copy of the said certificate issued by the Statutory Auditors on September 28, 2024 is annexed as Annexure II to this notice.
17. The voting rights of the shareholders shall be in proportion to their shareholding in the Company as on the cut-off date for e-voting i.e. Tuesday, September 23, 2025.

Any person/ entity, acquires shares of the Company and becomes a member after sending notice of this AGM and holding shares of the Company as on cut-off date for e-voting i.e. Tuesday, September 23, 2025, can refer to this notice and remote e-voting instructions, hosted on the Company's website at https://rapcorpltd.co.in/annual_report.html
18. Any change of particulars including address, bank mandate and nomination for shares held in Demat form, should be notified only to the respective Depository Participants where the Member has opened his/her Demat account. The Company or its share transfer agent will not act on any direct request from these Shareholders for change of such details. However, requests for any change in particulars in respect of shares held in physical form should be sent to Satellite.
19. As per Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks

associated with physical shares and for ease of portfolio management, shareholders holding shares in physical form are requested to consider converting their holdings to dematerialized form. Shareholders can contact the Company or Company's Registrars and Transfer Agent i.e. Satellite. The equity shares of the Company are compulsorily traded in demat form. Shareholders desirous of trading in the shares of the Company are requested to get their shares dematerialized.

20. Shareholders, who are holding shares of the Company as of the cut-off date for e-voting i.e. Tuesday, September 23, 2025, can also cast their votes during the AGM using e-voting facility, if not cast the same during the remote e-voting period mentioned below.
21. In order to increase the efficiency of the e-voting process, SEBI vide its Circular SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, had 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 e-voting service providers, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
22. All documents referred to in this Notice and the explanatory statement along with statutory records and registers/ returns including 'Register of Directors and Key Managerial Personnel and their shareholding', maintained under Section 170 of the Act, as required to be kept open for inspection under the Act, shall be made available for inspection by the shareholders at the Registered Office of the Company during business hours except Saturday, Sunday and National Holiday from the date hereof up to the date of this AGM.

23. VOTING BY ELECTRONIC MEANS i.e. REMOTE E-VOTING/ E-VOTING DURING THE AGM:

Pursuant to the provisions of Section 108 of the Act 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 the Company is providing facility of remote e-voting to its Shareholders in respect of the business to be transacted at the 31st 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.

The Shareholders can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to not more than 1000 shareholders on first come first serve basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first serve basis.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) as authorized agency to provide e- voting facility. The Company has appointed Mr. Amit Jaste (FCS 7289, CP 12234), of M/s. Amit Jaste & Associates Practicing Company Secretaries, as the scrutinizer ("Scrutinizer") for conducting the e-voting process in a fair and transparent manner. Those Shareholders, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from PROXY so, shall be eligible to vote through e-voting system during the AGM.

- i) The remote e-voting period will commence on Friday, September 26, 2025 (9:00 a.m. IST) and will end on Monday, September 29, 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 i.e. Tuesday, September 23, 2025, may cast their vote by remote e-voting. The remote e-voting module will be disabled by CDSL for voting thereafter.
- ii) The voting rights of Shareholders shall be in proportion of their holding in the paid-up equity share capital of the Company as on the cut-off date i.e. Tuesday, September 23, 2025.
- iii) Only those Shareholders whose names are recorded in the Register of Shareholders of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date shall be entitled to vote. If a person was a Member on the date of the Book Closure as aforesaid but has ceased to be a Member on the cut-off date, he/she shall not be entitled to vote. Such person should treat this notice for information purpose only.
- iv) The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting

and thereafter unblock the votes cast through remote e-voting and shall make, not later than two working days from the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

- v) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company, <https://rapcorpltd.co.in/investor.html> and on the website of CDSL e-Voting immediately after the declaration of result by the Chairman or a person authorized by him in writing and communicated to BSE Limited.

PROCESS AND MANNER FOR REMOTE E- VOTING. THE INTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- i. The voting period begins on Friday, September 26, 2025 (9:00 a.m. IST) and will end on Monday, September 29, 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 Tuesday, September 23, 2025 may 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.
- iii. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, under Regulation 44 of SEBI (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 CDSL/NSDL is given below

Details on Step 1 are mentioned below:

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1. User already registered for IDeAS facility: <ol style="list-style-type: none"> i. Visit URL: https://eservices.nsdl.com i. Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section. ii. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" iii. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period. 2. User not registered for IDeAS e-Services <ol style="list-style-type: none"> i. To register click on link : https://eservices.nsdl.com ii. Select "Register Online for IDeAS" or click at:

	<p>https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>iii. Proceed with completing the required fields.</p> <p>iv. Follow steps given in points 1</p> <p>3. Alternatively by directly accessing the e-Voting website of NSDL</p> <p>i. Open URL: https://www.evoting.nsdl.com/</p> <p>ii. Click on the icon "Login" which is available under 'Shareholder/Member' section.</p> <p>iii. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.</p> <p>iv. Post successful authentication, you will requested to select the name of the company and the e- Voting Service Provider name,</p> <p>v. On successful selection, you will be redirected to e-Voting page for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab.</p> <p>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholder login through their demat accounts/ Website of Depository Participant	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. 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.</p>

Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022 – 48867000
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 22 55 33

(v) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- The shareholders should log on to the e-voting website www.evotingindia.com.
- Click on “Shareholders” module.
- Now Enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company, OR alternatively, if you are registered for CDSL's EAST / EASIEST e-services, you can login at <https://www.cdslindia.com> from login-Myeasi using your login credentials. Once you successfully login to CDSL's EAST / EASIEST e-services, click on e-voting option and proceed directly to cast your vote electronically.
- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- If you are a first time user follow the steps given below:

	For Shareholders holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number mentioned in the email.
Bank Details OR Date of Birth (DOB)	Enter the 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. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Bank details field.

- After entering these details appropriately, click on “SUBMIT” tab.
- 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.
- For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN of RAPCORP LIMITED
- 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.
- Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- 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.

- n) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- o) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- p) 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.
- q) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- r) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com 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
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically and can be delink in case of any wrong mapping.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; grievances@rapcorp.in, and amit.jaste@ajcs.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 / MOBILE NO. ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), self-attested scanned copy of PAN card, self-attested scanned copy of Aadhar Card by email to info@satellitecorporate.com
2. For shareholders holding shares in demat mode - Please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, Client Master List or Copy of Consolidated Account statement, self-attested scanned copy of PAN card, self-attested scanned copy of Aadhar Card by email to info@satellitecorporate.com
3. The Company's RTA i.e. Satellite Corporate Services Pvt. Ltd. shall co-ordinate with CDSL and provide the login credentials to the above mentioned shareholders.

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

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders / shareholders login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/shareholders login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance from September 16, 2025 (9:00 a.m.) to September 20, 2025 (5:00

p.m.) mentioning their name, demat account number/folio number, email id, mobile number at grievances@rapcorp.in.

6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those 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.
3. 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.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

NOTE FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to 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 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 viz; grievances@rapcorp.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call contact at toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call contact at toll free no. 1800 22 55 33.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 TO THE ACCOMPANYING NOTICE**Item No. 3:**

Appointment of M/s. Jain Vinay & Associates, Chartered Accountants (Firm Registration No. 006649W) as Statutory Auditors of the Company for Second Term of 5 (Five Years):

In accordance with the provisions of Section 139(2) of the Companies Act, 2013, and other applicable regulations, the current Statutory Auditors of the Company, M/s Jain Vinay & Associates, Chartered Accountants (Firm Registration No.: 006649W) will complete their first term as Statutory Auditors at the conclusion of the ensuing Annual General Meeting in 2025.

Considering their expertise and experience, it is proposed to re-appoint M/s Jain Vinay & Associates as the Statutory Auditors of the Company for the second term of 5 (five) consecutive years from conclusion of the 31st Annual General Meeting of the Company until the conclusion of the 36th Annual General Meeting with the approval of the shareholders.

The remuneration would be mutually agreed, subject to the approval granted by the Audit Committee in May 2025. At its meeting held on May 30, 2025, the Board of Directors, considering their expertise and experience and based on the recommendation of the Audit Committee, has proposed the re-appointment of M/s Jain Vinay & Associates as the Statutory Auditors of the Company.

Brief Profile of the Statutory Auditors:

M/s Jain Vinay & Associates was September, 1993. Jain Vinay & Associates is a Chartered Accountants firm with three FCA partners. The firm specialises in Bank Audits, Financial Institutions, Public Sector Undertakings, Taxation, Statutory and Internal Audits, Physical Verification, and Transaction Processing Support. The firm has more than 20 years of experience in the field of Audit and Consultancy.

Proposed Remuneration: The Company has paid a remuneration of Rs. 1.75 Lakhs. The remuneration for FY 2025-26 and subsequent years would be mutually agreed, subject to the approval of the Audit Committee and Board. The term of the re-appointment of the Statutory Auditors is for a period of 5 (Five) years.

As required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s. Jain Vinay & Associates had confirmed that they hold a valid certificate issued by the Peer Review Board of ICAI (peer review no. 019784). Accordingly, consent of the members is being sought by way of an Ordinary Resolution as set out at Item no. 3 of the Notice for re-appointment of Statutory Auditors.

None of the Directors, Promoters and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in this resolution.

The Board recommends the Ordinary Resolution for approval of the members.

Item No. 4:

Approval for payment of remuneration to Non – Executive Director, Ms. Ritika Arora (DIN: 00102510)

The Members of the Company are informed that pursuant to the provisions of Section 197 of the Companies Act, 2013 ("the Act"), read with Schedule V and other applicable provisions, the Non-Executive Directors of the Company may be paid remuneration by way of commission/fees and such other permissible remuneration in addition to the sitting fees, subject to the approval of the Members by way of special resolution, where required.

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 also require shareholders' approval by way of special resolution for payment of remuneration to non-executive directors exceeding the prescribed limits.

Ms. Ritika Arora (DIN: 00102510) was appointed as Director with effect from 1st April, 2006, and the Nomination and Remuneration Committee ("NRC"), after evaluating her contribution and engagement, has recommended payment of remuneration to her in addition to sitting fees, for a period of three (3) years with effect from 1st April 2025:

Details of Remuneration proposed**A. Remuneration:**

Remuneration of Rs. 12,00,000/- (Rupees Twelve Lakhs only) per annum with first increment due on 1st April 2026 and subsequent increments will become due on 1st April every year.

The increment will be decided by the Board and be subject to a ceiling of 10% per annum of the Remuneration drawn in the immediate previous year.

B. Other Benefits

The Non-Executive Director shall also be entitled to reimbursement of expenses incurred for participation in the meetings of the Board/Committees and such other benefits as may be permitted under applicable law and the Company's policy from time to time.

The Board considers that in view of the rich experience, professional expertise and valuable guidance provided by Ms. Arora in the deliberations of the Board and Committees, the payment of such remuneration is justified and in the best interests of the Company. The Board, at its meeting held on August 13, 2025, considered and approved the said recommendation of the NRC.

The Members' approval is required for the above under Schedule V and other applicable provisions of the Companies Act, 2013.

None of the other Directors, Key Managerial Personnel and their relatives except Ms. Arora to whom the resolution relates and Mr. Rupinder Singh Arora being related to Ms. Arora are concerned or interested (financially or otherwise), in any way, in this resolution.

Accordingly, the Board recommends passing of the Special Resolution set out at Item No. 4 of the Notice.

Information as required under Clause (iv) of the second proviso under item (B) of Section II of Part II of Schedule V of the Act

I. General Information:

- 1) Nature of Industry: Real Estate related services
- 2) Date or Expected date of commencement of commercial production: The Company is already in operation.
- 3) In case of new companies, expected date of commencement of activities as per project approved by Financial Institutions appearing in prospectus: NA
- 4) Financial Performance based on given indicators: Standalone Turn over and Loss after Tax for 2024-25 was Nil and Rs. 69.32 Lakhs respectively; Consolidated Turnover and Loss after Tax for 2024-25 was Nil and 161.79 Lakhs respectively.
- 5) Foreign Investments or collaborations, if any: NA

II. Information about the Appointee**Background Details:**

- 1) Ms. Ritika Arora (Age: 46 years) is and she has a qualification of B.Sc. in Management from Purdue University, U.S.A. with Finance as subject. She also holds a Diploma in Event Management. She is experienced in Banking and General Management, having experience of more than 20 years.
- 2) Ms. Ritika Arora has not been drawing any remuneration from the Company.
- 3) **Recognition and Awards:** Ms. Ritika Arora has various professional affiliations which underscore her dedication and influence in the industry
- 4) **Job profile and her suitability:** The job profile includes primarily entails providing strategic guidance, exercising independent judgment in the deliberations of the Board on matters relating to policy, performance, risk management and corporate governance, monitoring management performance, and safeguarding the interests of all stakeholders. Ms. Ritika Arora has experience more than 20 years and is associated with the Company for almost 20 years. Ms. Ritika Arora is suitable person for growth of the Company.

5) Remuneration proposed:

Remuneration of 12,00,000/- (Rupees Twelve Lakhs only) per annum with first increment due on 1st April 2026 and subsequent increments will become due on 1st April every year, subject to the discretion of the Board.

The increment will be decided by the Board and be subject to a ceiling of 10% per annum of the salary drawn in the immediate previous year.

The Non - Executive Director shall be entitled such perquisites and/ or benefits as he may be entitled to as per Company Policy from time to time.

- 6) **Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):**

The proposed remuneration is commensurate with the nature of business of the Company and the functions and responsibilities of the Appointee. The proposed remuneration is comparable with the remuneration drawn by peers and is necessitated due to proposed growth of the business and responsibilities entrusted to the appointee.

- 7) **Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any:**

Ms. Ritika Arora is a director, promoter of the Company. She is daughter of Mr. Rupinder Singh Arora, Managing Director of the Company. Apart from receiving any remuneration from the Company, she doesn't receive any emoluments from the Company.

III. **Other information:**

1. **Reasons of loss or inadequate profits:** The Company is loss making company as on 31st March 2025 on standalone basis. The approval of the members is sought. The Company has been incurring loss as its projects were held up. The Company is in process of monetizing its Assets/ projects.
2. **Steps taken or proposed to be taken for improvement:** Company is planning to take necessary steps for improving financial performance/ liquidity by increasing the revenue and starting new project.
3. **Expected increase in productivity and profits in measurable terms:** The Company expects to grow its revenue more in the next few years. The Company's profits are expected to grow in line with the margin growth estimates of the company.

ANNEXURE I TO NOTICE OF AGM

ITEM NO. 2

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meeting]

Particulars	Rupinder Singh Arora
Designation	Managing Director
DIN	00043968
Age	73 years
Date of Birth	05.09.1951
Qualifications	LLB
Nationality	Indian
Experience (including expertise in specific functional areas)/ Brief Resume	Mr. Rupinder Arora has an experience of more than 50 years in real estate, media etc. He has been associated with the Company since incorporation.
Terms and Conditions of appointment/re-appointment	Appointment as a Managing Director of the Company
Remuneration last drawn	NA
Remuneration sought to be paid	
Date of first appointment on the Board	December 28, 1994
Relationship with other Directors/Key Managerial Personnel	Rupinder Singh Arora is father of Ms. Ritika Arora
No. of Board Meetings attended during the financial year 2024-25	6
Board Membership of other listed companies as on March 31, 2025	NIL
Audit Committee	RAP Corp Limited- Member
Stakeholders Relationship Committee	RAP Corp Limited- Member
Nomination and Remuneration Committee (NRC)	
No. of Equity Shares held as on March 31, 2025	2317090

****The Directorship, Committee Memberships and Chairmanships do not include position in foreign companies, unlisted companies, private companies, position as an advisory board member, and position in companies under Section 8 of Companies Act, 2013.**

To,
The Board of Directors
RAP Media Limited (Company)
B1, Lilaram Bhavan,
Dandpada, Khar Danda,
Khar West, Mumbai – 400 052

CERTIFICATE UNDER REGULATION 45 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

With reference to the application for approval regarding change of name of company from RAP Media Limited to RAP Corp Limited, we have examined the relevant records of the Company and information provided by the management of the Company in relation to issue a certificate for compliance with the conditions mentioned under sub Regulation (1) Regulation 45 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for change of company's name from RAP Media Limited to RAP Corp Limited.

Based on our examination of records and according to the information and explanation given to us, pursuant to requirements of provision of Regulation 45 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015,

We do hereby confirm that

- a) Time period of at least one year has elapsed from the last name change that was occurred in the year
The company has not changed its name since at least one year.
- b) At least fifty Percent of total revenue in the preceding one year period has been accounted for new activity suggested by the new name
Not applicable since there is no change in the activity I project of the company in the preceding one year period.
- c) The amount invested in the new activity I project is at least fifty percent, of the assets of the listed entity.
Not applicable since there is no change in the activity I project of the Company.

Regards,
For **Jain Vinay and Associates,**
Chartered Accountants

CA Vinay Jain
Partner
Membership No. 075558
UDIN – 24075558BKCFHT950
Place – Mumbai
Dated – 28th September 2024.

REPORT OF BOARD OF DIRECTORS

Dear Members,

On behalf of the Board of Directors ('the Board'), it is our pleasure to present the 31st Annual Report of the Company along with the Audited financial Statements (standalone and consolidated) and Auditors Report for the Financial Year ended March 31, 2025 ("FY 2024-25").

1. Financial Highlights

Financial highlights of the Company for FY 2024-2025 as compared to the preceding financial year in given below:
(Rs. In lakhs)

Particulars	Consolidated		Standalone	
	FY 2025	FY 2024	FY 2025	FY 2024
Net Sales /Income from Business Operations	-	-	-	-
Other Income	34.77	1.38	34.77	1.38
Total Income	34.77	1.38	34.77	1.38
Expenses excluding Depreciation	201.28	82.52	108.81	82.52
Profit/(loss) before Interest and Depreciation	(166.51)	(81.14)	(74.04)	(81.14)
Less Interest	-	-	-	-
Less Depreciation and amortization	30.81	25.05	30.81	25.05
Profit / (loss) after depreciation and Interest	(197.32)	(106.19)	(104.85)	(106.19)
Exceptional Item	-	-	-	-
Less Current Income Tax	-	-	-	-
Less Previous year adjustment of Income Tax	-	-	-	-
Less Deferred Tax	(35.53)	(27.17)	(35.53)	(27.17)
Net Profit/ (Loss) after Tax	(161.79)	(79.03)	(69.32)	(79.03)

The Audited Standalone and Consolidated Financial Statements of your Company for FY 2024-25 are prepared in compliance with the applicable provisions of the Companies Act, 2013 ('the Act'), Indian Accounting Standards ('Ind AS') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('SEBI Listing Regulations').

In accordance with the provisions of Section 129(3) of the Act, the audited consolidated financial statements are also provided in the Annual Report.

During the year, the Company could not achieve any revenue on standalone basis. The Company's properties which were earlier on rental basis, were not fetching any income as the earlier clients have gone into insolvency process. The Company has incurred loss of Rs. 69.02 lakhs during the financial year.

There was no change in the revenue streams during the year, and no revenue was reported.. Your Directors are striving to achieve better performance in the future taking maximum efforts to control the costs and optimize the results in the coming years.

During the year, the Company could not achieve any revenue on consolidated basis. White River Properties LLP ('LLP'), an associate of the Company has not carried any business. However the said LLP holds certain Land in Pune which capable of being developed in the future. The Company has incurred loss of Rs. 161.79 lakhs during the financial year.

2. State of Company's Affairs & Future Outlook

The Board of Directors has been considering the monetization of the assets of the Company since 2023-24. After various considerations, the Company has reclassified its property of Agra into stock in trade w.e.f. 1st April, 2024 and necessary accounting effect was given in June, 2024 Quarter.

As on 31st March 2025, the Company's properties consisted of properties in Agra and Meerut. As on the date of this report the company has sold its property at Agra for a consideration of Rs. 62.12 Crores (Rs. Sixty-Two crores and Twelve lakhs approx.). However, the Company is having "Zero Outside Debt" and has been able to weather all the storms. The Company's management is exploring various options to overcome the challenges in respect of the said properties and explore ways to generate income.

3. Transfer to Reserves

The Company does not propose to transfer any amount to the General Reserve.

4. Dividend

In view of the losses incurred, the Board doesn't recommend any dividend for the Financial Year under review.

5. Share Capital

The current Authorised Capital of the Company is Rs. 12,00,00,000 divided into 1,20,00,000 Equity Shares of Rs. 10/- each.

The total issued, subscribed and paid-up share of the Company is Rs. 5,88,10,000 consisting of 58,81,000 equity shares of Rs. 10 each fully paid-up on the date of this Report.

There was no change in the share capital during the year under review.

6. Change of name of the Company

During the Financial Year under review, change of name of the Company from Rap Media Limited to Rap Corp Limited was approved by Ministry of Corporate Affairs pursuant to shareholders approval w.e.f. January 24, 2025.

7. Details relating to Deposits covered under Chapter V of the Act

Sr. No.	Particulars	Amount (in INR)
1.	Accepted during the year	NIL
2.	Remained unpaid or unclaimed as at the end of the year	NIL
3.	Whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved: i. at the beginning of the year ii. Maximum during the year iii. at the end of the year	NIL
4.	Details of deposits which are not in compliance with the requirements of Chapter V of the Act	NIL

**Note: Disclosure pursuant to Rule 2(1)(c)(viii) of Companies (Acceptance of Deposits) Rules, 2014: During the year under review and prior years, the Company has accepted loans from directors, the details of which are given in the Note No. 14.2. of the Financial Statements.*

8. Material Changes and Commitments affecting the Financial Position of the Company

There are no material changes and commitments affecting the financial position of the Company except the company has sold its property at Agra for a consideration of Rs. 62.12 Crores (Rs. Sixty-Two crores and Twelve lakhs approx.) after the end of the financial year and the date of this report.

9. Adequacy of Internal Financial Controls with Reference to the Financial Statements

The Board has adopted systems, policies and procedures for efficient conduct of business, operations, safeguarding its assets and prevention of frauds. This ensures accuracy and completeness of accounting records and its timely preparation.

10. Subsidiaries, Associates and Joint Ventures

During the year under review, the Company has made an investment in White River Properties LLP by acquiring a 42.5% stake in the said entity. Pursuant to this investment, White River Properties LLP has become an Associate of Rap Corp Limited in accordance with the provisions of the Companies Act, 2013 and applicable accounting standards. As on the date of the report, the stake of the Company has changed to 33%.

In accordance with Section 129(3) of the Companies Act, 2013, the consolidated financial statements of the Company and associates are prepared in accordance with the provisions as specified in the Companies (Accounts) Rules, 2014, form part of the annual report. Further, a statement containing the salient features of the financial statement of our subsidiaries and joint ventures in the prescribed form AOC-1 is attached as "Annexure-I" to the Board's Report. This statement also provides the details of the performance and financial position of each subsidiary/Joint Ventures and Associates.

11. Particulars of Loans, Guarantees or Investments

The Company has disclosed the particulars of the loans given, investments made or guarantees given or security provided during the year, as required under Section 186 of the Companies Act, 2013, Regulation 34(3) and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in Notes forming part of the financial statements. The Company is in compliance of provision of Section 186 of the Companies Act, 2013.

12. Corporate Governance and Additional Shareholders' Information

Pursuant to Regulation 15(2) of SEBI (LODR) Regulations, 2015, the provisions relating to Corporate Governance and report thereunder, are not applicable to the Company as the equity share capital and net worth of the Company is less than prescribed limits as on the last date of the previous financial year.

Therefore, the Corporate Governance Report is not required to be annexed with this report.

13. Management Discussion and Analysis

A detailed report on the Management Discussion and Analysis in terms of the provisions of Regulation 34 of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), is provided as a separate chapter in the annual report.

14. Board of Directors and Key Management Personnel

- **Appointment/Re-appointment of Directors**

During the year under review, there is no change in the Board.

- **Retirement by Rotation of Mr. Rupinder Singh Arora (DIN: 00043968)**

As per Section 152 of the Companies Act, 2013, Mr. Rupinder Singh Arora, Managing Director of the Company retires by rotation at the forthcoming 31st Annual General Meeting of the Company.

A brief resume, nature of expertise, details of directorships held in other companies by Mr. Rupinder Singh Arora along with his shareholding in the Company as stipulated under the Secretarial Standards and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is appended as an Annexure to the Notice of the ensuing AGM.

Mr. Rupinder Singh Arora is not debarred or disqualified from holding the office of Director by virtue of SEBI Order or any other authority pursuant to BSE Circular pertaining to enforcement of SEBI Orders regarding appointment of Directors by Listed Companies.

- **Key Management Personnel**

The following persons continued to be designated as the Key Managerial Personnel pursuant to Sections 2(51) and 203 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

- Mr. Rupinder Singh Arora, Managing Director
- Mr. Surendra Gupta, Chief Financial Officer
- Mr. Irshad Mansuri, Company Secretary & Compliance Officer

15. Declaration by Independent Directors

The Independent Directors of the Company have submitted the declaration of independence as required under Section 149(7) of the Companies Act, confirming that they meet the criteria of independence under Section 149(6) of the Companies Act and Regulation 16 of SEBI Listing Regulations. In the opinion of the Board, the Independent Directors fulfil the conditions specified in these regulations and are independent of the management. There has been no change in the circumstances affecting their status as Independent Directors of the Company.

The Board is also of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise in the field of finance, strategy, auditing, tax, risk advisory, financial services and infrastructure and real estate industry and they hold the highest standards of integrity.

In compliance with Rule 6(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014, all the Independent Directors have included their names in the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs. Since all the Independent Directors of the Company have served as directors in listed companies for a period not less than three years, they are not required to undertake the proficiency test as per Rule 6(4) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

The Company has received Form DIR-8 from all Directors pursuant to Section 164(2) and Rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014.

16. Details of Directorship/ Committee Memberships

The names and categories of Directors, their attendance at the Board meetings during the year and at the last Annual General Meeting ('AGM') and also the number of Directorships held by them in Public Limited Companies and names of listed entities where they hold Directorships and category of such Directorships are provided below:

Sr. No.	Name	Category	Board Meetings Held	Attendance Board Meetings Attended	Last AGM Attended	Total no of Directorships including this listed entity*	Relationship with other Directors
1	Mr. Rupinder Singh Arora	Managing Director	6	6	Yes	3	Mr. Rupinder Singh Arora is the father of Mrs. Ritika Arora
2	Ms. Ritika Arora	Non-Executive Non-Independent Director	6	6	Yes	1	Ms. Ritika Arora is daughter of Mr. Rupinder Singh Arora
3	Ms. Deepa Kunal Bhambhani	Non-Executive-Independent Director	6	6	No	3	-
4	Mr. Kapil Bagla	Non-Executive-Independent	6	6	No Director	6	-

*Excludes Directorships in private limited companies, foreign companies and companies registered under Section 8 of the Act. None of the Directors holds Directorships in more than 20 companies as stipulated in Section 165 of the Act.

17. Meetings:

The Company Secretary, in consultation with the Chairman of the Company and Chairman of the respective Board Committees, prepares the agenda and supporting documents for discussion at each Board meeting and Committee meetings, respectively. The Board and the Audit Committee meet in executive session, at least four times during a financial year, mostly at quarterly intervals inter alia to review quarterly financial statements and other items on the agenda. Additional meetings are held, if deemed necessary, to conduct the business. During the Financial year 2024-25, 6 meetings of Board of Directors were held on viz May 29, 2024, August 13, 2024, September 02, 2024, November 14, 2024, February 13, 2025, March 28, 2025. The maximum gap between two Board Meetings did not exceed 120 days.

18. Performance Evaluation

As per provisions of the Companies Act, 2013 and Regulation 17(10) of the Listing Regulations, an evaluation of the performance of the Board of Directors and Members of the Committees was undertaken. Schedule IV of the Companies Act states that the performance evaluation of Independent Directors shall be done by the entire Board of Directors, excluding the Director being evaluated. The evaluation was carried in an objective manner with evaluation of the Board as a whole, Committees of the Board and Individual Directors was carried out.

During the year under review, the Independent Directors of the Company met on February 13, 2025 without presence of other directors.

19. Board Committees

In compliance with the statutory requirements under Companies Act, 2013, the company has constituted mandatory committees namely Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee.

20. Audit Committee

The composition of Audit Committee is in alignment with provisions of Section 177 of the Companies Act, 2013 read with rules issued thereunder and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015. Accordingly, the Audit Committee of the Board of Directors consists of 2 Independent Directors and one Executive-Director. The members of Audit Committee are financially literate and have experience in financial management. The Committee comprised of Mr. Rupinder Singh Arora, Managing Director & Member, Ms.

Deepa Kunal Bhambhani, Independent Director and Chairman, Mr. Kapil Bagla, Independent Director.

Company Secretary acts as Secretary of the Committee.

There were 5 (Five) Meetings of the Audit Committee of the Board of Directors held during the Financial Year 2024-25, (i.e. May 29, 2024, August 13 2024, November 14, 2024, February 13, 2025 and March 28, 2025).

The Board has accepted all recommendations made by the Audit Committee during the year.

21. Stakeholders Relationship Committee

The composition of Stakeholders Relationship Committee is in alignment with provisions of Section 178 of the Companies Act, 2013 read with rules issued thereunder. The committee comprises of Ms. Deepa Kunal Bhambhani Independent Director and Chairman, Mr. Kapil Bagla, Independent Director and Member and Mr. Rupinder Singh Arora, Managing Director and Member.

Company Secretary acts as a Secretary of the Committee.

There was 1 (One) Meeting of the Stakeholders Relationship Committee of the Board of Directors held during the Financial Year 2024-25 i.e. May 29, 2024.

22. Nomination and Remuneration Committee

The composition of Nomination and Remuneration Committee is in alignment with provisions of Section 178 of the Companies Act, 2013 read with rules issued thereunder. The committee comprises of Ms. Deepa Kunal Bhambhani, Independent Director and Chairman, Mr. Kapil Bagla, Independent Director and Member and Ms. Ritika Arora, Non-Executive Director and Member.

Company Secretary acts as a Secretary of the Committee.

There was 1 (One) Meeting of the Nomination and Remuneration Committee of the Board of Directors held during the Financial Year 2024-25 i.e. May 29, 2024.

23. Remuneration Policy

The Nomination and Remuneration Policy of the Company provides roles and responsibilities of the Nomination and Remuneration Committee and the criteria for evaluation of the Board and compensation of the Directors and senior management.

In accordance with Section 178(3) of the Companies Act, 2013, Regulation 9(4) of the Listing Regulations and on recommendations of the Nomination and Remuneration Committee, the Board adopted a remuneration policy for Directors, Key Management Personnel and Senior Management. The same is available on the website of the Company at <https://rapcorpltd.co.in/policy.html>. During the year there were no changes in the said Policy.

24. Business Risk Management

The Company has established a robust risk management framework under the provisions of Companies Act, 2013. Under this framework, risks are identified across all business process of the Company on continuous basis. Once identified, they are managed systematically by categorizing them. It has been identified as one of the Key enablers to achieve the Company's objectives.

25. Directors' Responsibility Statement

In terms of Section 134(5) of the Companies Act, 2013, your Directors state that:

1. In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
2. 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 March 31, 2025 and of the loss of the company for that period;
3. The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. The directors had prepared the annual accounts on a going concern basis; and
5. The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.
6. The directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively;

26. Secretarial Standards

The Directors state that applicable Secretarial Standards i.e. SS-1 and SS-2, relating to 'Meeting of Board of Directors' and 'General Meetings' respectively have been duly followed by the Company.

27. Related Party Transactions

During the year under review, there were no transactions entered into with Related Parties as defined under Section 2(76) of the Companies Act, 2013 read with Section 188 the Companies Act, 2013.

No material Related Party Transactions i.e. transactions exceeding 10% of the annual consolidated turnover as per the last audited financial statement, were entered during the year by your company. There were no transactions with related parties which require compliance under Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Suitable disclosure as required by Indian Accounting Standards (IND AS 24) has been made in the notes forming part of Financial Statements. In view of the same, the disclosure in prescribed form AOC 2 are not applicable and the form AOC-2 is not attached.

28. Vigil Mechanism / Whistle Blower Policy

The Company has Whistle-Blower policy (Whistle-Blower/ Vigil Mechanism) to report concerns. Under this policy, provisions have been made to safeguard persons who use this mechanism from victimization.

The policy also provides access to the chairperson of the Audit Committee under certain circumstances. During the year, none of the whistle blowers was denied access to Audit Committee.

29. Auditors**Statutory Auditors**

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and rules made thereunder, M/s Jain Vinay & Associates, Chartered Accountants (FRN- 006649W) were appointed as the Statutory Auditors of the Company for a period of 3 years from the conclusion of 28th Annual General Meeting to hold office till the conclusion of the 31st Annual General Meeting (AGM) of the Company to be held in the year 2025. They will be retiring from the office of Statutory Auditor in the ensuing general meeting of the Company. Being eligible for re-appointment and upon recommendation of Audit Committee, the Board proposes re-appointment of M/s Jain Vinay & Associates, Chartered Accountants for a second term of 5 years subject to approval of the shareholders in the ensuing Annual General Meeting of the Company.

Secretarial Auditors

Pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, Mr. Dharmendra Sharma of M/s Dharmendra Sharma & Associates, Practising Company Secretaries (Membership no.-F9081, COP-12973) was appointed to conduct the Secretarial Audit of the Company for Financial Year 2024-2025. The secretarial audit report for FY 2024-25 is attached as "Annexure-II".

Cost Audit and Cost Records

Maintenance of cost records and requirement of cost audit as prescribed under the provisions of sub-section (1) of section 148 of the Companies Act, 2013, are not applicable for the business activities carried out by the Company.

30. Board's Response on Auditors Qualification, Reservation or Adverse Remark

- There are no qualifications, reservations or adverse remarks made by the Statutory Auditors, in their report for the financial year ended March 31, 2025. The Report is enclosed with financial statements in this Integrated Annual Report.
- The Secretarial Auditors Report for the financial year ended March 31, 2025 doesn't contain any qualification, reservations or adverse remarks.

31. Reporting of Frauds

Pursuant to provisions of the Section 143(12) of the Companies Act, 2013, neither the Statutory Auditors nor the Secretarial Auditor has reported any incident of fraud during the year under review.

32. Significant and Material Orders Passed by the Courts/Regulators

During FY 2024-25, there were no significant and/or material orders, passed by any Court or Regulator or Tribunal, which may impact the going concern status or the Company's operations in future.

33. Corporate Social Responsibility Initiatives

The provisions of Section 135 of the Companies Act, 2013 relating to Corporate Social Responsibility (CSR) are not applicable to the Company as the Company has incurred losses.

34. Information Required Under Sexual Harassment of Women At Workplace (Prevention, Prohibition & Redressal) Act, 2013

The Company was not required to constitute Internal Complaints Committee (ICC) under the Prevention of Sexual Harassment Act to redress complaints received regarding sexual harassment since the number of employees did not exceed the prescribed limit.

The following is a summary of Sexual Harassment complaint(s) received and disposed of during the FY2025, pursuant to the POSH Act and Rules framed thereunder:

- a) Number of complaint(s) of Sexual Harassment received during FY2025 – 0
- b) Number of complaint(s) disposed of during FY2025 – 0
- c) Number of cases pending for more than 90 days (which is stipulated timeline for completion of an inquiry into a complaint of sexual harassment under POSH Act) – 0

35. Disclosure of Maternity Benefit Compliance

Your Company is in compliance of Maternity Benefit Act, 1961 for the year under review.

36. Disclosures

Your Directors state that for the Financial Year 2024-25, no disclosures are required in respect of the following items and accordingly affirm as under:

- The Company has neither revised the Financial Statements nor the report of the Board of Directors.
- Your Company has not issued shares with differential voting rights and sweat equity shares during the year under review.
- The Company has not formed any Employee Stock Option Scheme and has not granted any stock options.
- There were no instances where your Company required the valuation for one time settlement or while taking the loan from the Banks or Financial Institutions.
- No petition/application has been admitted under Insolvency and Bankruptcy Code, 2016, by the National Company Law Tribunal.
- The company has software for maintaining its books of account and has a feature of recording audit trail for each transaction with audit log.

37. Particulars of Employees

The ratio of the remuneration of each Director to the median employee's remuneration and other details prescribed in Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are attached to this Report as "Annexure-III" Statement of Disclosure of Remuneration.

38. Conservation of Energy, Research and Development, Technology Absorption, Foreign Exchange Earnings and Outgo

Since the Company is not carrying on any manufacturing activity as such, provision of Section 134(3)(m) of the Company Act, 2013, read with the Rule 3 of Companies (Account) Rules, 2014 regarding conservation of energy, technology absorption and foreign exchange earnings and outgo is not applicable.

During the year under review, total Foreign Exchange Earnings and Outgo is as under:

Rupees in Lakhs		
Particulars	FY 2025	FY 2024
Foreign Exchange Earning	NIL	NIL
Expenditure in Foreign Exchange	11.52	NIL

39. Annual Return

Pursuant to Section 92(3) and Section 134(3)(a) of the Companies Act, 2013, the Company has placed a copy of the Annual Return as of March 31, 2025, on its website at https://rapcorpltd.co.in/annual_returns.html

40. Annual Listing Fees:

Your Company has paid requisite Annual Listing Fees to BSE Limited (BSE) where its securities are listed.

41. Human Resources:

The relationship with the staff remained cordial and harmonious during the year and management received full cooperation from employees.

42. Depository System:

Your Company's Equity Shares are available for dematerialization through National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

43. Directors' Disqualification:

None of the directors of the Company is disqualified as per the provision of section 164(2) of the Companies Act, 2013 or any other law as may be applicable, as on 31st March 2025.

44. Acknowledgement

We thank our clients, vendors, investors, bankers, employees, for their continued support during the year. We place on record our appreciation for the contribution made by our employees at all levels. We further place on record our sincere appreciation for the assistance and co-operation received from Government Authorities and Business Partners.

For and on behalf of the Board of Directors of Rap Corp Limited
(Formerly known as Rap Media Limited)

Sd/-

Rupinder Singh Arora

Chairman

DIN: 00043968

Place: Mumbai

Date: August 13, 2025

ANNEXURE I: Form AOC-1

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part “A”: Subsidiaries : Nil

(Information in respect of each subsidiary to be presented with amounts Rs. in Lakhs)

Sr. No.	Particulars	Details
1.	Name of the subsidiary	
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	
4.	Share capital	
5.	Reserves & surplus	
6.	Total assets	
7.	Total Liabilities	
8.	Investments	
9.	Turnover	
10.	Profit / (Loss) before taxation	
11.	Provision for taxation	
12.	Profit / (Loss) after taxation	
13.	Proposed Dividend	
14.	% of shareholding	

Part "B": Associates and Joint Ventures -

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures:

(Information in respect of each subsidiary to be presented with amounts Rs. in Lakhs)

Name of associates / Joint Ventures	White River Properties
1. Latest audited Balance Sheet Date	31/03/2025
2. Shares of Associate/Joint Ventures held by the company on the year end	
No.	N.A. Since the Associates is an LLP there are no shares.
Amount of Investment in Associates/Joint Venture	0.2
Extend of Holding%*	42.50%
3. Description of how there is significant influence	
4. Reason why the associate/joint venture is not Consolidated	NA
5. Net worth attributable to shareholding as per latest audited Balance Sheet	(397.86)
6. Profit/Loss for the year	
I Considered in Consolidation	(92.47)
ii. Not Considered in Consolidation	(125.11)

*As on the date of report this is reduced to 33%

For and on behalf of the Board of Directors of Rap Corp Limited
(Formerly known as Rap Media Limited)

Sd/-
Rupinder Singh Arora
Chairman
DIN: 00043968

Place: Mumbai
Date: August 13, 2025

ANNEXURE II: SECRETARIAL AUDIT REPORT

Sec/25-26/01

13/08/2025

Secretarial Audit Report

(For the period 01/04/2024 to 31/03/2025)

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

**To,
THE MEMBERS OF
RAP CORP LIMITED
(Formerly known as Rap Media Limited)**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s RAP CORP LIMITED (Formerly known as Rap Media Limited) (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period 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:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s RAP CORP LIMITED for the period ended on 31st March, 2025 according to the provisions of:
 - I. The Companies Act, 2013 (the Act) and the Rules made there under;
 - II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under are not applicable to the Company.
 - III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
 - IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made 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');
 - 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, 2018; (Not applicable to the Company during the Audit Period)
 - d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the Company during the Audit Period)
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the Company during the Audit Period)
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (Not applicable to the Company during the Audit Period)
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the Audit Period)
 - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; (Not applicable to the Company during the Audit Period)

2. I have also examined compliance with the applicable clauses of the following:

- i) Secretarial Standards (SS.1 relating to meetings of Board of Directors & SS.2 relating to General Meetings) issued by the Institute of Company Secretaries of India.
- ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

3. We further report that having regard to compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test check basis, the Company has complied with the following laws applicable specifically to the Company:

- (a) Real Estate (Regulation and Development) Act, 2016;

4. I further report that:

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

We further report that having regard to compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test check basis, the Company has complied with the following laws applicable specifically to the Company:

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.

5. I further report that during the audit period:

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.

- I 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.

I further report that during the Audit Period:

- Special Resolution passed by the members at the 30th AGM of the Company held on 30/09/2024 for authorisation under Section 186 of the Companies Act, 2013.
- Special Resolution passed by the members at the 30th AGM of the Company held on 30/09/2024 for the name of the Company from 'RAP Media Limited' to 'RAP Corp Limited' in the 30th AGM dated 30th September, 2024.
- Pursuant to change in the name of the Company in the 30th AGM dated 30th September, 2024, Memorandum of Association and Article of Association of the Company has been amended accordingly.
- Special Resolution passed by the members at the 30th AGM of the Company held on 30/09/2024 for alteration of Articles of Association by adopting fresh set of Articles.
- Special Resolution passed by the members at the 30th AGM of the Company held on 30/09/2024 for borrowing power of the Company.
- Special Resolution passed by the members at the 30th AGM of the Company held on 30/09/2024 for Mortgaging/Charging of the Properties of the Company.

Date: 13/08/2025
Place: DELHI

For DHARMENDRA SHARMA & ASSOCIATES
(COMPANY SECRETARIES)

CS DHARMENDRA SHARMA
C P NO. 12973
M. No. F9081
UDIN: F009081G000992635

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

Annexure A

To,
The Members,
RAP Corp Limited
(formerly known as Rap Media Limited)

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

- 1) Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- 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 procedures 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 DHARMENDRA SHARMA & ASSOCIATES
(COMPANY SECRETARIES)

CS DHARMENDRA SHARMA
C P NO. 12973
M. No. 29317
UDIN:F009081F000966631

ANNEXURE–III: REMUNERATION OF MANAGERIAL PERSONNEL

Information in terms of Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. a. Remuneration disclosures for Executive Directors and Key Managerial Personnel (KMP) for the financial year ended March 31, 2025

Name	Designation	Ratio of Remuneration to the Median Remuneration of Employees	% Increase in Remuneration During FY 2025
Rupinder Arora	Managing Director	NA	NA
Surendra Gupta	Chief Financial Officer	4.0988: 1	(0.22%)
Irshad Mansuri	CS	0.8634: 1	28.63

1. b. Remuneration disclosures for Non-Executive and Independent Directors for the financial year ended March 31, 2025

Name	Designation	Sitting Fees
Ritika Arora	Non-Executive Director	NIL
Kapil Bagla	Independent Director	NIL
Deepa Kunal Bhambhani	Independent Director	NIL

Notes:

- 2) The aforesaid details are calculated on the basis of monthly cost to company paid during the financial year 2024-25.
- 3) Remuneration paid/payable to Non-Executive Directors is based on the number of Board meetings attended by them : NIL
- 4) A permanent employee does not include contract employees, retainers and laborers.
- 5) The number of permanent employees on the rolls of the Company: 04.
- 6) The percentage increase in median remuneration of employees in the financial year - NIL
- 7) 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 managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: - NIL
- 8) Affirmation that the remuneration is as per the remuneration policy of the company: It is hereby affirmed that the remuneration paid as per the Remuneration Policy of the Company.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

This Management Discussion and Analysis report provides the analysis of financials and business of previous year future budget, expectation, planning of the company and may contain "forward looking statements" within the meaning of applicable laws and regulations and actual results may differ.

Industry overview

The Company deals in Real Estate Development and leasing. The Overall real estate business has been going through ups and downs. While the housing market has been growing steadily post Covid, the leasing market and malls development space has been affected, especially in tier 2 cities. The industry uptick is likely to happen in bigger cities or housing market in mid and lower income segments.

Review of financial and operating performance

During the financial year ending March 2025, the Company could not achieve any revenue. The company had developed certain mall properties in Meerut, Uttar Pradesh but post covid events has led to stoppage of income of the Company. In view of the mandatory and essential costs to be incurred by the Company, the Company has posted losses during the year FY 2025-26.

1. Paid up share capital:

The Company paid-up capital stood at Rs. 5.88 crores as on 31st March 2025 consisting of 58,81,000 equity shares of Rs. 10 each.

2. Reserves and Surplus

Reserves and Surplus stood at Rs. 4.93 crores as compared to last year Reserves and Surplus Rs. 2.17 crores.

3. Secured Loan:

The Company has not taken any secured loan. However, the Promoter Director of the Company has advanced unsecured loan to the Company.

4. Turnover: There was no turnover of the Company during the year under review.**5. Profits /Loss:** Since there is no income during the year under review, and due to essential expenses the Loss stood at Rs. 69.32 lakhs as compared to Rs. 79.03 lakhs of previous year, which includes depreciation of Rs. 30.81 lakhs for FY 2024-25 and Rs. 25.05 lakhs for FY 2024-25 respectively.**BUSINESS ANALYSIS**

The Company deals in Real Estate Development and leasing. The Company did not achieve any turnover during the year. The Company has been working on the existing properties revival and/ or disposal as may be best suitable. After the closure of financial year, the Company has sold off its property at Agra for Rs. 62.12 Crores (Rs. Sixty Two crores and Twelve lakhs approx.)

Opportunities and risks**Opportunities**

The Company is exploring putting to use the properties owned by the Company, however, there are several challenges faced due to various regulatory and practical commercial aspects. Subject to availability of funds, the Company will look explore investment/ development of properties. The Company invested in a LLP which holds certain land, capable of being developed over a period of next few years.

Risks

The malls business, in which the Company operates have become a failure in many tier 2 cities, due to cultural aspects as well as location and developmental aspects. The same poses risk to the Company about putting to use its properties.

Outlook: The Management has no control over the market forces and all are aware of the challenging times faced by Real Estate players. The Company has been facing challenges, since the proposed development of the properties owned in B Town have been held up. The Malls in these cities have become a failure due to various reasons. However, the Company is having "Zero Outside Debt" and has been able to weather all the storms. The Management will look to monetize the assets in best possible manner.

Internal Controls and its adequacy: The Company has been reviewing its internal control systems and processes continuously and company has a strong internal controls for continuously monitoring all operations.

The Company had 4 employees on its rolls as on 31st March 2025. There were no significant changes in the key financial ratios. The Return on Net Worth for the FY 2024-25 was negative at (6.41) percent as compared to (9.82) percent for the FY 2023-24.

INDEPENDENT AUDITOR'S REPORT

To the Members of Rap Corp Limited (Formerly known as Rap Media Limited)

Report on the Audit of the Standalone Financial Statements

We have audited the standalone financial statements of Rap Corp Limited ("the Company"), which comprise the balance sheet as at March 31, 2025, and the statement of Profit and Loss, and statement of cash flows for the year then ended, attached herewith and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements

- (i) Are presented in accordance with requirements of Regulation 33 of SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015 in this regard, and
- (ii) give a true and fair view in conformity with the accounting principles generally accepted in India including the Accounting Standards prescribed under Section 133 and 134 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014 (as amended), of the state of affairs of the Company as at March 31, 2025, and profit/loss, and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. 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 auditors 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 thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit Matters

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

As described in Note 39 to the financial statements, the Company has reclassified a certain asset (previously classified under Property, Plant and Equipment) to Inventories – Stock-in-Trade during the year. Prior to such reclassification, the Company reassessed the asset's recoverable value in accordance with Ind AS 36 – Impairment of Assets and recognized a reversal of previously recognized impairment loss of Rs. 3,46,45,500/-, which has been recorded as income in the Statement of Profit and Loss. The transaction is significant to the financial statements due to;

- The materiality of the amount involved.
- The potential impact on reported earnings and asset classification.
- Accordingly, this was determined to be a key audit matter in our audit.

Other Matter Paragraphs

In conducting our Review, we have relied on the financial data and information provided by the Management in respect of White River Properties LLP, For Preparation of Consolidated Financial Statements

Management's Responsibility 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 read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- 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) 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

As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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 (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- (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, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has no pending litigations which would impact its financial position in its financial statements under the head Contingent Liability;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Jain Vinay & Associates
Chartered Accountants (FRN 006649W)

CA Vinay Jain
Partner (M.No. 075558)
UDIN: 25075558BMINUV7523

Place: Mumbai
Date: 30.5.2025

Annexure 'A' to the Independent Auditor's Report

(Referred to in paragraph 3 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Rap Corp Limited of even date).

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

We have audited the internal financial controls over financial reporting of Rap Corp Limited ("the Company") as of March 31, 2025 in conjunction with our audit of the Financial Statements of the Company for the financial year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

A company's internal financial control over financial reporting includes those policies and procedures that:

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, 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 on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Jain Vinay & Associates**
Chartered Accountants (FRN 006649W)

CA Vinay Jain
Partner (M.No. 075558)
UDIN: 25075558BMINUV7523

Place: Mumbai
Date: 30.5.2025

Annexure B

(Referred to in paragraph 1 under Report on Other Legal and Regulatory Requirements' section of our report to the Members of Rap Media Ltd of even date

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

- (i) In our opinion and according to the information and explanations given to us
- The Company has maintained proper records showing particulars quantitative details and situation of property, plant and equipment and intangible assets.
 - The property, plant and equipment have been physically verified by the management during the year and no material discrepancies are noticed on such verification. In our opinion, the frequency of verification of the property, plant and equipment is reasonable having regard to the size of the Company and the nature of its assets.
 - According to the information and explanations given to us, the records examined by us and based on the examination of the conveyance deeds/ registered sale deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date.

Relevant line item in the Balance sheet	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative# of promoter* / director or employee of promoter/ director	Property held since which date	Reason for not being held in the name of the company **
Land	Meerut	6,94,485	Company	Company	01/09/2006	NA
Building	Meerut	5,26,84,203	Company	Company	01/09-2006	NA

Note : Few Immovable Properties are still under construction and the same has been shown as Capital Work in Progress in the audited financials. The company has invested Rs. 2.57 Cr. till end of the FY 2024-25 on these assets.

Note: Land in Agra amounting to Rs.4.81 Cr and property under Capital WIP of Rs.4.46 Cr have been transferred to inventory during the year

- In our opinion and according to the information and explanations given to us the company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year as such valuation by Registered Valuer is not applicable for the year.
 - In our opinion and 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 Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder as such this clause is not applicable to the company for the year.
- (ii) In our opinion and according to the information and explanations given to us
- No discrepancy of 10% or more in the aggregate for each class of inventory is noticed in records of the company.
 - During any point of time of the year, the company has not been sanctioned any working capital limits in excess of five crore rupees, in aggregate, from any banks or financial institutions on the basis of security of current assets;
- (iii) In our opinion and according to the information and explanations given to us the company has not given loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties, if so, -
- During the year the company has not provided any loans or provided any advances in the nature of loans, or stood guarantee, or provided security to any other entity.

- (b) The investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided are not prejudicial to the company's interest;
- (c) As company has not given any loans this clause is not applicable for the year.
- (d) As company has not given any loans this clause is not applicable for the year.
- (e) As company has not given any loans this clause is not applicable for the year.
- (f) Company has not given advance against the salary and for the expenses to the employees of the company which are covered under the definition of Sec 2(76) of the Companies Act 2013. Details of which are as follows,
- (iv) In our opinion and according to the information and explanations given to us In respect of loans, investments, guarantees, and security, provisions of sections 185 and 186 of the Companies Act have been complied with by the company. Company has not given any loans in violation of section 185 and 186 of the Companies Act 2013.
- (v) In our opinion and according to the information and explanations given to us the company has not accepted any amounts which are deemed to be deposits and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules made thereunder,
- (vi) According to the information & explanation given to us, the central government has not prescribed maintenance of cost records to the company under section of section 148 of the Companies Act.
- (vii) There are no dues in respect of income-tax, GST, that have not been deposited with the appropriate authorities on account of any dispute.
- (viii) In our opinion and according to the information and explanations given to us no any transactions recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961), as there was no previously unrecorded income has been recorded in the books of account during the year;
- (ix) In our opinion and according to the information and explanations given to us
 - (a) The company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender or bank during the year.
 - (b) The company is not declared as willful defaulter by any of the bank or financial institution or other lender;
 - (c) During the year company has not applied for any term loans as such this clause of utilization of term loan for the same purpose does not apply to the company.
 - (d) Company has not utilized any funds raised on short term basis but utilized for long term purposes;
 - (e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures;
 - (f) The company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- (x) (a) In our opinion and according to the information and explanations given to us the company has not raised money by way of initial public offer or further public offer (but not including debt instruments) during the year were applied for the purposes for which those are raised,
- (b) In our opinion and according to the information and explanations given to us the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.
- (xi) (a) In our opinion and according to the information and explanations given to us no fraud by the company or on the company has been noticed or reported during the year;
- (b) whether any report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;
There is no any fraud noticed during the year hence this clause is not applicable
- (c) Whether the auditor has considered whistle-blower complaints, if any, received during the year by the company;
No Such whistle-blower complaints received hence, this clause is not applicable.
- (xii) (a) This is not the Nidhi Company as such this clause is not applicable to the company.

- (b) This is not the Nidhi Company, As such this clause of maintaining ten per cent unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability is not applicable to the company;
- (c) This is not the Nidhi Company, As such, any default in payment of interest on deposits or repayment thereof for any period and if so, the details thereof is not applicable to this company;
- (xiii) In our opinion and according to the information and explanations given to us all the transactions with the related parties are in compliance with sections 177 and 188 of Companies Act wherever applicable and the details have been disclosed in the financial statements, etc., as required by the applicable accounting standards;
- (xiv) (a) The company has an internal audit system commensurate with the size and nature of its business; Company has appointed internal auditor on
(b) The reports of the Internal Auditors for the period under audit were considered by the statutory auditor;
- (xv) In our opinion and according to the information and explanations given to us and, the company had not entered into any non-cash transaction with directors or any person connected with him, hence this clause is not applicable to company.
- (xvi) In our opinion and according to the information and explanations given to us the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) as the nature of the business is not of banking and finance;
- (xvii) The company has incurred cash losses of Rs.38.51 Lakhs (P.Y.53.98 Lakhs) During the Financial Year 2023-24.
- (xviii) In our opinion and according to the information and explanations given to us No statutory auditors has resigned during the year, as such this clause is not applicable.
- (xix) on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, it is of the opinion that there is no material uncertainty exists as on the date of the audit report that company is capable of meeting its liabilities existing as on the date of balance sheet as and when they fall due within a period of one year from the balance sheet date;
- (xx) In our opinion and according to the information and explanations given to us
 - (a) whether, in respect of other than ongoing projects, the company has transferred unspent amount to a Fund specified in Schedule VII to the Companies Act within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act;
Company has not transferred any amount to fund specified in schedule VII, hence this clause is not applicable.
 - (b) whether any amount remaining unspent under sub-section (5) of section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of sub-section (6) of section 135 of the said Act;
There is no any amount unspent under subsection (5) of section 135 of the company act. Hence this clause is not applicable
- (xxi) There are no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements.

For **Jain Vinay & Associates**
Chartered Accountants (FRN 006649W)

CA Vinay Jain
Partner (M.No. 075558)
UDIN: 25075558BMINUV7523

Place: Mumbai
Date: 30.5.2025

RAP CORP LIMITED

31st Annual Report 2024-2025

BALANCE SHEET AS AT MARCH 31, 2025

			Rs.in Lakhs
Particulars	Notes	As at 31st March 2025	As at 31st March 2024
Assets			
Non-current assets			
Property, plant and equipment	5	207.72	719.14
Capital work-in-progress	5	257.10	357.10
Other non-current assets	6	1,889.87	-
Total non-current assets		2,354.69	1,076.25
Current assets			
Inventories	6A	928.12	-
Financial assets			
i. Investments	7	708.07	-
ii. Trade receivables	8	0.60	6.00
iii. Cash and cash equivalents	9	8.75	0.23
iv. Loans	10	-	6.66
v. Other current financial assets	11	47.75	47.96
Deferred tax assets	12	79.29	43.76
Other current assets	13	46.42	37.40
		1,819.00	142.01
Assets classified as held for sale			
Total current assets		1,819.00	142.01
Total assets		4,173.69	1,218.26
Equity and liabilities			
Equity			
Equity share capital	4.1	588.10	588.10
Other equity	4.2	493.92	216.70
		1,082.02	804.80
LIABILITIES			
Non-current liabilities			
Financial liabilities			
i. Borrowings	14.1	-	-
ii. Other financial liabilities	15	-	-
Provisions	16.1	4.66	3.74
Deferred tax liabilities	12	-	-
Other non-current liabilities	17	-	-
Total non-current liabilities		4.66	3.74
Current liabilities			
Financial liabilities			
i. Borrowings	14.2	8.58	344.53
ii. Trade payables	18	11.26	13.05
iii. Other current financial liabilities	19	12.54	1.34
Provisions	16.2	2.77	0.06
Other current liabilities	20	3,051.86	50.74
		3,087.01	409.72
Liabilities directly associated with assets classified as held for sale			
Total current liabilities		3,087.01	409.72
Total liabilities		3,091.67	413.46
Total equity and liabilities		4,173.69	1,218.26
Summary of significant accounting policies	3		-

The accompanying notes form an integral part of the financial statements

As per our report of even date

For **Jain Vinay & Associates**
Chartered Accountants (FRN 006649W)

CA Vinay Jain
Partner
Membership No. 075558
Place : Mumbai
Date:30.05.2025
UDIN: : 25075558BMINU7523

For and on behalf of the Board of directors of
RAP CORP LIMITED

Rupinder Singh Arora
Managing Director
DIN:- 00043968

Irshad Mansuri
Company Secretary & Compliance Officer

Ritika Arora
Director
DIN:- 00102510

Surendra Gupta
Chief Financial Officer

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2025

		Rs.in Lakhs	
Particulars	Notes	As at 31st March 2025	As at 31st March 2024
Revenue from operations	21		
Other income	22	34.77	1.38
Total income (A)		34.77	1.38
Expenses			
Purchase of stock-in-trade	23	928.12	
Changes in inventories of work-in-progress, stock-in-trade and finished goods	24	(928.12)	-
Employee benefit expense	25	20.88	16.95
Depreciation and amortisation expense	5	30.81	25.05
Other expenses	26	87.78	65.57
Finance costs	27	0.15	-
Total expenses (B)		139.62	107.57
Profit before tax (A-B)		(104.85)	(106.19)
Tax expense (refer note 28)			
Current tax			
Deferred tax charge / (credit)		(35.53)	(27.17)
Total tax expense		(35.53)	(27.17)
Net profit for the year (c)		(69.32)	(79.03)
Other comprehensive income		0.09	0.28
Items that will not be reclassified to profit and loss (D)			
Remeasurements of post employment benefit obligations			
Impairment Gain through FVP OCI		346.46	
Tax effect on remeasurements of the defined benefit liabilities / (asset)			
		346.54	0.28
Items that may be reclassified to profit and loss (E)			
Total other comprehensive income for the period / year (D) + (E)			
Total comprehensive income for the year (C) + (D)		277.22	(78.75)
Earnings per equity share	24A		
Basic (In ₹)		(1.18)	(1.34)
Diluted (In ₹)		(1.18)	(1.34)
Summary of significant accounting policies	3		

The accompanying notes form an integral part of the financial statements

As per our report of even date

For **Jain Vinay & Associates**
Chartered Accountants (FRN 006649W)

For and on behalf of the Board of directors of
RAP CORP LIMITED

CA Vinay Jain
Partner
Membership No. 075558
Place : Mumbai
Date:30.05.2025
UDIN: : 25075558BMINUV7523

Rupinder Singh Arora
Managing Director
DIN:- 00043968

Irshad Mansuri
Company Secretary & Compliance Officer

Ritika Arora
Director
DIN:- 00102510

Surendra Gupta
Chief Financial Officer

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2025

Particulars	Rs.in Lakhs	
	As at 31st March 2025	As at 31st March 2024
Profit before tax	(104.85)	(106.19)
Depreciation and amortisation expense	30.81	25.05
Interest income	(3.56)	(1.32)
Profit on sale of investment		-
Dividend income		-
Finance income on lease deposits		-
Remeasurements of post employment benefit obligations		-
Provision for doubtful receivables written back		-
Provision for doubtful receivables		-
Addition in Revaluation Reserve	346.46	-
Excess Gratuity provision written back		-
DTA/L		-
#REF!		-
Balances written off		-
Remeasurements of post employment benefit obligations	0.09	0.28
Finance costs		-
Operating profit before working capital changes	268.93	(82.19)
(Increase)/Decrease in trade receivables	5.40	61.38
(Increase) in inventories	(928.12)	
Increase/(Decrease) in trade payables	(1.79)	(10.52)
(Increase) in other financial assets	0.21	
(Increase)/decrease in other non-current assets	(1,889.87)	-
(Increase)/decrease in Loans	6.66	4.16
(Increase)/decrease in other current assets	(9.02)	(16.58)
Increase/(decrease) in provisions	3.63	0.55
Increase in employee benefit obligations		
Increase/(decrease) in other current and non current liabilities	3,001.13	(29.41)
Increase in other financial liabilities	11.19	(36.77)
Cash generated from operations	468.37	(109.37)
Taxes paid (net of refunds)		
Net cash flows by operating activities	468.37	(109.37)
Cash flows from investing activities		
Payments for property, plant and equipment	(1.05)	-
Payments for investment property		
Payments for purchase of investments	(708.07)	
Payments for software development costs		
Loans to employees and related parties		
Proceeds from sale of investments		
Trfd of property, plant and equipment to stock	581.66	
Repayment of loans by employees and related parties		
Interest received	3.56	1.32
Net cash provided by / (used in) investing activities	(123.90)	1.32
Cash flows from financing activities		
Proceeds from issues of shares		
Repayment of borrowings		-
Proceeds from borrowings	(335.95)	107.85
Finance lease payments		
Transactions with non-controlling interests		
Interest paid		-
Dividends paid to company's shareholders (including DDT)		
Net cash provided by / (used in) financing activities	(335.95)	108
Net change in cash and cash equivalents	8.52	-0.20
Cash and cash equivalents at the beginning of the year	0.23	0.42
Exchange difference on translation of foreign currency cash and cash equivalents		-
Cash and cash equivalents at the end of the year	8.75	0.22
	8.75	0.23

Summary of significant accounting policies - Refer note 3

The accompanying notes form an integral part of the financial statements

As per our report of even date

For **Jain Vinay & Associates**
Chartered Accountants (FRN 006649W)

For and on behalf of the Board of directors of
RAP CORP LIMITED

CA Vinay Jain
Partner
Membership No. 075558
Place : Mumbai
Date:30.05.2025
UDIN : 25075558BMINUV7523

Rupinder Singh Arora
Managing Director
DIN:- 00043968
Irshad Mansuri
Company Secretary & Compliance Officer

Ritika Arora
Director
DIN:- 00102510
Surendra Gupta
Chief Financial Officer

Notes forming part of financial statements

Equity

4.1 Equity share capital

Rs.in Lakhs

Balance as at March 31, 2025	Changes in equity share capital during the year	Balance as at March 31, 2024
588.10	-	588.10
588.10	-	588.10

Rs.in Lakhs

Balance as at March 31, 2024	Changes in equity share capital during the year	Balance as at March 31, 2023
588.10	-	588.10
588.10	-	588.10

Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Authorised 12,000,000 (Previous year 12,000,000) Equity shares, Rs. 10/- par value	1,200	1,200
Issued, Subscribed and Paid-Up 58,81,000 (Previous year 58,81,000) equity shares of Rs. 10 each fully paid-up	588.10	588.10
Issued, subscribed and fully paid-up share capital	588.10	588.10

The reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2025 and March 31, 2024 is set out below:

Particulars	As at March 31, 2025		As at March 31, 2024	
	Number of shares	Amount Rs. in Lakhs	Number of shares	Amount Rs. in Lakhs
Number of shares at the beginning of the year	58,81,000	588.10	58,81,000	588.10
Add: Shares issued	-	-	-	-
Number of shares at the end of the year	58,81,000	588.10	58,81,000	588.10

Details of shareholders holding more than 5% shares

Name of the Party	As at March 31, 2025		As at March 31, 2024	
	%	Number of shares	%	Number of shares
Mr. Rupinder Singh Arora	39.40%	23,17,090	39.40%	23,17,090
Centrum Capital Limited	10.35%	6,08,550	10.35%	6,08,550
Polifiber Industries Pvt Ltd	5.87%	3,45,000	5.87%	3,45,000
Top Class Capital Market Pvt Ltd	9.35%	5,50,000	9.35%	5,50,000

Terms/ rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share

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

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2025

4.2 Other equity

4.2 Other equity		Reserves and Surplus												Rs. in Lakhs
		Notes	Security premium	Retained earnings	Revaluation reserve	Share options outstanding account	Fair value through other comprehensive income	Cash flow hedging reserve	Remeasurements of the defined benefit liabilities / asset	Foreign currency translation reserve	Total other equity	Non-controlling interests	Total	
	Balance at 1 April 2024		3,321.37	(3,110.02)					5.35				216.70	
	Profit for the year		-	(69.32)					-				(69.32)	
	Other Comprehensive income		-	-			-		0.09				0.09	
	Deferred tax on defined benefit liabilities/ asset		-	-					-				-	
	Revaluation Reserve (PPE)				346.46								346.46	
	Balance as at March 31, 2025		3,321.37	(3,179.34)	346.46	-	-	-	5.43	-	-	-	493.92	
	Balance at 1 April 2023		3,321.37	(3,030.99)		-	-	-	5.07	-	-	-	295.45	
	Profit for the year		-	(79.03)		-			-				(79.03)	
	Other Comprehensive income		-	-		-			0.28				0.28	
	Deferred tax on defined benefit liabilities/ asset								-				-	
	Balance as at March 31, 2024		3,321.37	(3,110.02)		-	-	-	5.35	-	-	-	216.70	

Summary of significant accounting policies - Refer note 3

The accompanying notes form an integral part of the financial statements

As per our report of even date

For **Jain Vinay & Associates**
Chartered Accountants (FRN 006649W)

For and on behalf of the Board of directors of
RAP CORP LIMITED

CA Vinay Jain
Partner
Membership No. 075558
Place : Mumbai
Date:30.05.2025
UDIN : 25075558BMINUV7523

Rupinder Singh Arora
Managing Director
DIN:- 00043968

Ritika Arora
Director
DIN:- 00102510

Irshad Mansuri
Company Secretary & Compliance Officer

Surendra Gupta
Chief Financial Officer

5 Property, plant and equipment

Particulars	Land - Freehold	Buildings - Freehold*	Computers	Office equipment	Vehicles	Total
Gross block (At cost)						
As at April 1, 2024	488.61	526.84	1.80	4.22	55.55	1,077.02
Additions	-	-	-	1.05	-	1.05
Disposals	481.66	-	-	-	-	481.66
Effect of foreign currency translation from functional currency to reporting currency	-	-	-	-	-	-
Gross carrying amount as at March 31, 2025	6.94	526.84	1.80	5.27	55.55	596.41
Depreciation and impairment						
As at April 1, 2024	-	309.57	1.56	3.44	43.31	357.87
Charge for the period	-	17.56	0.24	0.77	12.24	30.81
Disposals	-	-	-	-	-	-
Effect of foreign currency translation from functional currency to reporting currency	-	-	-	-	-	-
Accumulated depreciation as at March 31, 2025	-	327.13	1.80	4.20	55.55	388.68
Net carrying amount as at March 31, 2025	6.94	199.71	0.00	0.07	(0.00)	207.72
Gross block (At cost)						
As at April 1, 2023	488.61	526.84	1.80	4.22	55.55	1,077.02
Additions	-	-	-	-	-	-
Disposals	-	-	-	-	-	-
Effect of foreign currency translation from functional currency to reporting currency	-	-	-	-	-	-
Gross carrying amount as at March 31, 2024	488.61	526.84	1.80	4.22	55.55	1,077.02
Depreciation and impairment						
As at April 1, 2023	-	292.01	1.48	2.97	36.36	332.82
Charge for the period	-	17.56	0.08	0.47	6.94	25.05
Disposals	-	-	-	-	-	-
Effect of foreign currency translation from functional currency to reporting currency	-	-	-	-	-	-
Accumulated depreciation as at March 31, 2024	-	309.57	1.56	3.44	43.31	357.87
Net carrying amount as at March 31, 2024	488.61	217.27	0.24	0.78	12.24	719.14

6 Other non-current assets
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Capital advances		
Investment		
Loan given	1889.87	
Unbilled revenue		-
Total other non-current assets	1889.87	-

6A. Inventory
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Closing Stock	928.12	
Total	928.12	-

7 Investments
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Quoted Investment		
Investment	707.99	
Non Quoted Investment		
Investment in Share of LLP	0.09	-
Total investments	708.07	-

8 Trade receivables
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Current		
Secured - considered good		
Unsecured - considered good	0.60	6.00
Unsecured - considered doubtful		
	0.60	6.00
Less: Allowance for credit losses		
Total trade receivables	0.60	6.00
Trade receivables	0.60	6.00
Receivables from related parties		
Less: Allowance for doubtful debts		
Total receivables	0.60	6.00

9 Cash and cash equivalents
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Balance with banks		
- in current accounts	8.46	0.03
- in EEFC accounts	-	-
- Cash credit from Bank of Baroda*	-	-
Deposit with maturity of less than 3 months	-	-
Cash on hand	0.29	0.19
Earmarked balances with banks	-	-
- in current accounts	-	-
Total cash and cash equivalents	8.75	0.23

10 Current Loans
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Unsecured - considered good		
Loan to others	0.00	6.66
Loan to directors	0	-
Loan to employees	0	-
	-	-
Unsecured - considered doubtful	-	-
Loan to associates	0	-
Loan to directors	0	-
Loan to employees	0	-
Less:- allowance for doubtful loans	0	-
Total non-current loans	-	6.66

11 Other current financial assets
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
(i) Others		
Interest accrued on deposits with bank	0.21	
Bank deposit with more than 12 month maturity	35.00	35.00
Unsecured - considered good	-	
Deposits	12.75	12.75
Total other current financial assets	47.75	47.96

12 Deferred tax assets/ Deferred tax liabilities
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
The balance comprises temporary differences attributable to		
Tax losses	104.91	74.47
Differences in depreciation and amortization and other differences in a block of tangible and intangible assets as per the tax books and financial books	(26.85)	(31.70)
Defined benefit obligations (DTL)	1.23	0.99
Bonus Provision		
Other items		
Allowance for doubtful debts - trade receivables		
Others	-	-
Total Deferred tax assets/ (liabilities)	79.29	43.76

13 Other current assets
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Prepaid expenses	0.52	-
Advance to employees	-	-
TDS Receivable	2.78	2.54
Advances to suppliers	15.00	15.00
VAT/GST/Service tax recoverable	28.11	19.86
Other advances		-
Unbilled revenue		-
Gratuity (Refer note 26)		-
Total other current assets	46.42	37.40

Financial liabilities
14.1 Non-current Borrowings
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Secured		-
Term loans		
From banks	-	-
From others	-	-
Unsecured		
Term loans		
From others	-	-
Long-term maturities of finance lease obligations	-	-
Obligation under finance leases	-	-
Unsecured	-	-
Total non-current borrowings	-	-
Less: Current maturities of long term borrowings	-	
Less: Current maturities of finance lease obligations	-	
Less: Interest accrued	-	
Non-current borrowings	-	-

14.2 Current Borrowings

		Rs.in Lakhs	
Particulars	31 Mar-25	31 Mar-24	
Secured			
Term loans			
From banks		-	
From others		-	
Loans repayable on demand			
From banks		-	
- Cash credit from Bank of Baroda**		-	
Secured		-	
Term loans		-	
From others**	8.58	344.53	
Unsecured			
From others	-		
Total current borrowings	8.58	344.53	

**Payable to Mr. Rupinder Singh Arora

15 Other financial liabilities

		Rs.in Lakhs	
Particulars	31 Mar-25	31 Mar-24	
Non-current			
Provision for expenses	-	-	
Defined pension benefits	-	-	
Post-employment pension benefits	-	-	
Deposits received	-	-	
Total other financial liabilities	-	-	

16.1 Provisions

		Rs.in Lakhs	
Particulars	31 Mar-25	31 Mar-24	
Non-current			
Leave obligations	-	-	
Defined pension benefits	-	-	
Post-employment pension benefits	-	-	
Gratuity (Refer note 25)	4.66	3.74	
Total provisions	4.66	3.74	

16.2 Provisions

		Rs.in Lakhs	
Particulars	31 Mar-25	31 Mar-24	
Current			
Provision for expenses	2.70	-	
Defined pension benefits	-	-	
Post-employment pension benefits	-	-	
Gratuity (Refer note 25)	0.07	0.06	
Total provisions	2.77	0.06	

17 Other non-current liabilities

		Rs.in Lakhs	
Particulars	31 Mar-25	31 Mar-24	
Non-current			
Provision for expenses	-	-	
Defined pension benefits	-	-	
Post-employment pension benefits	-	-	
Unearned revenue	-	-	
Gratuity	-	-	
Total other non-current liabilities	-	-	

18 Trade payables

		Rs.in Lakhs	
Particulars	31 Mar-25	31 Mar-24	
Current			
Trade payables	-	-	
(A) total outstanding dues of micro enterprises and small enterprises	-	-	
(B) total outstanding dues of creditors other than micro enterprises and small enterprises	11.26	13.05	
Trade payables to related parties (Refer note 27)	-	-	
Total trade payables	11.26	13.05	

19 Other current financial liabilities

		Rs.in Lakhs	
Particulars	31 Mar-25	31 Mar-24	
Current maturities of long term debt	-	-	
Current maturities of finance lease obligations	-	-	
Accrued compensation to employees	3.63	1.34	
Deposits received	8.90	-	
interest accrued	-	-	
Capital creditors	-	-	
VAT/GST/Service/TDS tax payable	-	-	
Total other current financial liabilities	12.54	1.34	

20 Other current liabilities
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Unearned revenue	-	-
Unsecured Loan	3,001.00	-
Advance from customers	50.00	50.00
Advance from employees	-	-
Payroll taxes	-	-
Withholding tax and other statutory liabilities	0.86	0.74
Total other current liabilities	3,051.86	50.74

21 Revenue from operations
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Sale of services	-	-
Total revenue from operations	-	-

The Company operates only in India hence revenue disaggregation by geography is not provided. The duration of the contract is for a long term.

The Company earns revenues by given premises on lease under operating lease arrangements. Due to significant uncertainty on account of Covid-19 pandemic, the Company has yet not recognised revenue from lease for the year ended March 31, 2025.

22 Other income
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Interest on FDR	2.97	1.32
Dividend	-	-
Interest on I.Tax refund	0.01	-
Recovery from employees	-	-
Balance written back	0.52	-
Profit on sale of investments	30.68	-
Other Interest	0.58	-
Sundry creditors written back	-	0.06
Total other income	34.77	1.38

23 Purchase of Stock in Trade
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Opening Stock	-	-
Add: Purchase	928.12	-
Less: Closing Stock	-	-
Total purchase of stock in trade	928.12	-

24 Changes in inventories of work-in-progress, stock-in-trade and finished goods

Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Opening Stock	-	-
Less: Closing Stock	928.12	-
Total changes in inventories of work-in-progress, stock-in-trade and finished goods	(928.12)	-

24A Earnings per equity share

Amount in Rs.In Lakhs unless otherwise stated

Particulars		31-Mar-25	31-Mar-24
Numerator for Basic and Diluted EPS			
Net Profit after tax	(A)	(69.32)	(79.03)
Denominator for Basic EPS			
Weighted average number of equity shares	(B)	58,81,000	58,81,000
Denominator for Diluted EPS			
Number of equity shares	(C)	58,81,000	58,81,000
Basic Earnings per share of face value of ₹ 10 each (In ₹)	(A/B)	(1.18)	(1.34)
Diluted Earnings per share of face value of ₹ 10 each (In ₹)	(A/C)	(1.18)	(1.34)

Particulars	31-Mar-25	31-Mar-24
Number of shares considered as basic weighted average shares outstanding	58,81,000	58,81,000
Add: Effect of dilutive issues of stock options	-	-
Number of shares considered as weighted average shares and potential shares outstanding	58,81,000	58,81,000

25 Employee benefit expense

Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Salaries, wages and bonus	19.86	16.13
Gratuity (Refer note 28)	1.02	0.82
Total employee benefit expense	20.88	16.95

26 Other expenses

Particulars	Rs.in Lakhs	
	31 Mar-25	31 Mar-24
Payment to statutory auditors (refer note 30)	1.75	-
Business Promotion Exp	11.52	-
Office rent	12.00	-
Travelling expenses	1.20	0.50
Conveyance	0.02	-
Office expenses	0.04	0.03
Legal, Professional & Consultancy Fees	27.14	14.23
Printing & stationery	0.50	0.47
Stamp Duty	(0.15)	-
Postage and telephone expenses	0.03	0.26
Sales promotion and advertisement expenses	1.23	0.58
Insurance charges	0.14	3.76
Balances written off	-	11.86
Repairs & maintenance :		
computers	0.14	-
Vehicles	0.06	0.38
others	0.11	0.56
Membership and subscriptions	-	0.00
Demat Charges	0.05	-
Security charges	11.55	12.88
ROC Filing Fees	8.34	0.32
R. & T. Expenses	0.78	0.91
Rates & taxes	3.62	1.19
Short Provision I.Tax AY 2006-07	-	2.54
Short Provision I.Tax AY 2016-17	-	7.34
Miscellaneous expenses	0.06	0.16
Other Interest Paid	-	0.06
Interest & penalty for late payment of taxes	0.01	2.65
Sebi Penalty	-	1.00
Software charges	0.03	0.07
Website Expenses	0.07	-
Leased line & internet costs	0.20	-
Prior Period Expenses	2.87	-
Listing charges	4.46	3.82
	87.78	65.57

27 Finance costs

Particulars	Rs.in Lakhs	
	31 Mar-25	31 Mar-24
Bank Charges	0.15	-
Total finance costs	0.15	-

Notes forming part of the Financial Statements F.Y. 2024-25

1. Nature of Operations:

RAP Corp Limited (Formerly known as RAP MEDIA LTD) is a public limited Company domiciled in India. The Company is listed on the BSE Limited in India. The Company's Business comprises, inter alia, or Real Estate Business including Sale / Purchase Land, Building, Properties, Office. etc.

2. Basis of preparation

The financial statements of the Company have been prepared on an accrual basis and under the historical cost convention except for certain financial instruments which have been measured at fair value. Historical cost is generally based on the fair value of consideration given in exchange of goods and services. The accounting policies are consistently applied by the Company during the period and are consistent with those used in previous year except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

Further, the guidance notes /announcements issued by the Institute of Chartered Accountants of India (ICAI) are also considered, wherever applicable except to the extent where compliance with other statutory promulgations override the same requiring a different treatment.

3. Significant accounting policies:**a. Statement of compliance**

These separate financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended thereafter. The Company prepared its financial statements in accordance with the accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP).

b. Use of estimates and judgement

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates, judgements and assumptions. These estimates, judgements and assumptions affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of revenues and expenses for the year. These estimates and underlying assumptions are reviewed on an ongoing basis.

Revisions to accounting estimates are recognized in the period in which the estimates are revised and future periods are affected. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these estimates, judgements and assumptions may result in the outcome that may require material adjustment in the carrying amounts of assets and liabilities in future period.

Estimations which may cause material adjustment to the carrying amounts of assets and liabilities within next financial year is in respect of useful lives of property, plant and equipment, valuation of deferred tax assets, provisions and contingent liabilities and fair value measurement of financial instruments have been discussed below.

c. Inventory

There is no inventory held by the company. During the month of April, 2024 company has reclassified its Agra Property (Land and CWIP) previously held under Property, Plant and Equipment (PPE), into stock-in-trade, pursuant to a change in intended use of the asset from own use to sale in the ordinary course of business. The asset is now held for development and sale as part of the Company's business operations.

d. Events post financial year closing:

There is no such event occur.

e. Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment loss, if any. The cost comprises the purchase price and any attributable costs of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

During the current financial year, the Company has reassessed the recoverable amount of its Agra Property, for which an impairment loss of Rs. 2,778.25 lakhs was recognised in FY 2015-16, based on the then-prevailing adverse market conditions.

Based on the latest valuation and improved forecast of future cash flows, the recoverable amount of the said asset has been reassessed at Rs. 446.45 lakhs, resulting in a reversal of impairment loss of Rs. 346.45 lakhs recognised during the current financial year. The carrying amount of the asset after reversal is Rs. 446.45 lakhs, which does not exceed the carrying amount that would have been determined had no impairment loss

been recognised in earlier periods.

The reversal has been recognised in the Statement of Profit and Loss under the head "Exceptional Items" as Impairment Gain through FVP OCI, in accordance with the requirements of Ind AS 36 – Impairment of Assets.

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets and the cost of assets not ready to use before such date are disclosed under 'Capital work-in-progress'.

During the year ended 31st March, 2025, the Company has reclassified its Agra Property (Land and CWIP) previously held under Property, Plant and Equipment (PPE), into stock-in-trade, pursuant to a change in intended use of the asset from own use to sale in the ordinary course of business. The asset is now held for development and sale as part of the Company's business operations.

The asset was earlier impaired during FY 2015-16, and an impairment loss of Rs. 2,778.25 lakhs was recognised in the Statement of Profit and Loss. Based on the reassessment of the asset's recoverable value prior to reclassification, an impairment reversal gain of Rs.346.45 lakhs has been recognised during the current year under "Exceptional Items" in accordance with Ind AS 36 – Impairment of Assets. The reversal has been restricted to the extent that the carrying amount does not exceed the depreciated historical cost.

Following reversal of impairment, the asset was transferred from PPE to Inventory at its carrying amount of Rs.928.12 lakhs in accordance with Ind AS 16 – Property, Plant and Equipment and Ind AS 2 – Inventories. The asset is now measured at the lower of cost and net realisable value in accordance with the Company's accounting policy on inventories.

Subsequent expenditure related to property, plant and equipment is capitalized only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs of an items of property, plant and equipment are recognized in the statement of profit and loss when incurred.

Gains or losses arising from of fixed assets are measured as the difference between the net proceeds and carrying amount of the asset and are recognized in the statement of profit and loss when the asset is recognized.

f. Intangible Assets

Intangible assets including software licenses of enduring nature and acquired contractual rights separately are measured on initial recognition, at cost. Intangible assets are carried at cost less accumulated amortization and impairment losses, if any.

Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Cost of internally generated intangible assets comprises all directly attributable costs necessary to create, produce, and prepare the asset to be capable of operating in the manner intended by management.

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

Capitalized development cost is carried at cost less accumulated amortization and impairment losses, if any.

Intangibles under development include cost of intangibles that are not ready to be put to use.

g. Depreciation and amortization

Depreciation has been provided on Written Down Value method on all assets as per Useful lives prescribed under Schedule II of Companies Act 2013. Depreciation on assets added during the year has been provided on pro-rata basis from the date of addition. Depreciation on deductions during the year is provided on pro-rata basis up to the date of sale. Individual assets whose cost does not exceed 5,000 are depreciated at 100%.

Asset	Useful lives
Computers	3 years
Servers	6 years
Software	3 years
Office equipment	5 years
Furniture & Fixture	10 years
Building	30 years

h. Financial instruments

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

(i) Financial asset**(a) Initial recognition and measurement**

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

(b) Subsequent measurement

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

- Financial assets at amortized cost
- Financial assets at fair value through other comprehensive income (FVTOCI)
- Financial assets at fair value through profit or loss (FVTPL)

(c) Financial assets at amortized cost:

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

- The financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows, and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in other income in the statement of profit and loss. The losses arising from impairment are recognized in the statement of profit and loss.

Financial assets at fair value through other comprehensive income

A financial asset is measured at fair value through other comprehensive income if both of the following criteria are met:

- The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets, and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial measurement, such financial assets, until they are recognized or reclassified, are subsequently measured at fair value and recognized in other comprehensive income except for interest income, gain/loss on impairment, gain/loss on foreign exchange which is recognized in the statement of profit and loss.

(d) Financial assets at fair value through profit or loss

A financial asset is measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other comprehensive income.

In addition, the Company may elect to classify a financial asset, which otherwise meets amortized cost or fair value through other comprehensive income criteria, as at fair value through profit or loss. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

After initial measurement, such financial assets are subsequently measured at fair value in the statement of profit and loss.

(e) De-recognition of financial assets

A financial asset is recognized when:

- The contractual rights to receive cash flows from the financial asset have expired, or
- The Company has transferred its contractual rights to receive cash flows from the asset or

has assumed an obligation to pay the received cash flows in full without material delay to a third party under a pass-through arrangement and either

- (a) The Company has transferred substantially all the risks and rewards of the asset or
- (b) The Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

I Impairment

(i) Financial assets (other than at fair value)

The Company assesses at each reporting date whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company has used practical expedients in calculating expected credit losses on trade receivables using a provision matrix. The provision matrix takes into account historical credit loss experience for trade receivables to estimate the 12-month expected credit losses. The expected credit loss allowance is based on the ageing of the receivables that are due and allowance rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

(ii) Non-financial assets

Tangible and intangible assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount for the individual asset is estimated by the Company. If, however, it is not possible to estimate the recoverable amount of the individual asset then the Company determines the recoverable amount of the cash-generating unit (CGU) to which the asset belongs (the asset's cash-generating unit). An impairment loss is recognized in the statement of profit and loss when the recoverable amount of the asset or CGU is less than the carrying amount of the asset or CGU.

Previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was Recognized Limited. If this is the case then the carrying amount of asset is increased to its recoverable amount. Such reversal is Recognized Limited in statement of profit and loss.

j. Revenue recognition

Revenue is Recognized Limited to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured and it is reasonable to expect ultimate collection.

Dividend is recognized only when the right to receive is established. Interest income is Recognized Limited on a time proportion basis taking into account the amount outstanding and the applicable rate of interest.

The Company mainly derives its revenues from leasing activity.

Revenue is recognized upon satisfying the performance obligation by transferring promised goods or services to customers for a consideration which the Company expects to receive in exchange for those goods or services.

When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved.

Revenue is measured based on the transaction price being the consideration received from the customer, adjusted for volume discounts, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

Unbilled revenue represents excess of revenue earned over billings on contracts. Unbilled revenue is recognized when there is unconditional right to receive cash and there is no uncertainty of ultimate collection

Unearned or deferred revenue is recognized when there is billings in excess of revenue.

k. Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consists of cash and short-term deposits, as defined above, net of outstanding bank overdrafts and cash credit facilities as they are considered an integral part of the Company's cash management.

I. Employee benefits

(i) gratuity

The Company provides for Gratuity, a defined benefit obligation plan, covering eligible employees under Company Gratuity Scheme. At each reporting date, liabilities with respect to gratuity plan are determined by actuarial valuation performed by independent actuary. The Company uses the projected unit credit method to determine the present value of its defined benefit obligations and the related current service cost and, where applicable, past service cost. The Company recognizes the net obligation of a defined benefit plan in its Balance Sheet as an asset or liability. Premeasurements of the net defined benefit liability/ asset is recognized in other comprehensive Income and are not reclassified to profit or loss in a subsequent period.

(ii) Short-term Employee Benefits

All employee benefits payable within twelve months of rendering the service are classified as short-term benefits. Such benefits include salaries, wages, bonus, short term compensated absences, awards, ex-gratia, performance pay etc in the period in which the employee renders the related service. A liability is recognized for the amount expected to be paid when there is a present obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(iii) Compensated absences

The Company provides accumulating and non-accumulating paid absences such as annual leave, sick leave and casual leave. Accumulating paid absences are partly vesting and non-vesting. The Company recognizes the expected cost of accumulating paid absences as the additional amount that the entity expects to pay as a result of the unused entitlement. Non-accumulating paid absences do not carry forward and are lapsed if the current period's entitlement is not used in full and do not entitle employees to a cash payment for unused entitlement on leaving the Company. The Company does not recognize any liability or expense until the time of the absence.

Compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services are recognized as undiscounted liability at the balance sheet date. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognized as an actuarially determined liability at the present value of the defined benefit obligation at the balance sheet date.

m. Borrowing costs

Borrowing costs are capitalized that are directly attributable to the acquisition, construction or production of a qualifying asset as part of the cost of that asset. Other borrowing costs are recognized as an expense in the period in which it is incurred.

n. Leases

Company as a lessee

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognizes right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any premeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying

amounts may not be recoverable. Impairment loss, if any, is recognized in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease.

The lease liability is subsequently premeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and premeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Company recognizes the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognizes any remaining amount of the re-measurement in statement of profit and loss.

Company as a lessor

At the inception of the lease the Company recognize lease payments from operating leases as income on either a straight-line basis.

The Company recognizes costs incurred in earning the lease income as an expense. The Company also recognizes Initial direct costs incurred in obtaining an operating lease to the carrying amount of the underlying asset and recognize those costs as an expense over the lease term on the same basis as the lease income

Transition to Ind AS 116

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified Ind AS 116 Leases which replaces the existing lease standard, Ind AS 17 leases and other interpretations. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lease accounting model for lessees.

The effective date for adoption of Ind AS 116 is annual periods beginning on or after April 1, 2019. The Company has applied the standard to its leases, retrospectively with the cumulative effect of initially applying the Standard recognized on the date of initial application (April 1, 2019). Accordingly, the Company has not restated comparative information. As the Company is not a lessee, the Company has not made any adjustment to the opening balance of the retained earnings at the date of initial application.

o. Foreign currency translation

(i) Functional and presentation currency

Items included in the separate financial statements of the company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The separate financial statements are presented in Indian rupee (INR), which is the Company's functional and presentation currency.

(ii) Initial Recognition

Foreign currency transactions are recorded in Indian currency, by applying the exchange rate between the Indian currency and the foreign currency as at the date of transaction.

(iii) Conversion

Monetary items, designated in foreign currencies are revalued at the rate prevailing on the date of Balance Sheet.

(iv) Exchange Differences

Exchange differences arising on the settlement and conversion of foreign currency transactions are recognized as income or as expenses in the year in which they arise, except in cases where they relate to the acquisition of qualifying assets, in which cases they were adjusted in the cost of the corresponding asset.

p. **Income Taxes**(i) **Current tax:**

Current tax is the amount of tax payable based on the taxable profit for the year as determined in accordance with the applicable tax rates and the provisions of the Income tax Act, 1961.

Current tax assets and current tax liabilities are presented on the net basis in the balance sheet after off-setting current tax paid against income tax provision only if the Company has a legally enforceable right to set off the recognized amounts and it intends either to settle on a net basis.

Minimum alternate tax (MAT) paid in a period / year is charged to the statement of profit and loss as current tax. MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

(ii) **Deferred Tax:**

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

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

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

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized, except:

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

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

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

Current and deferred taxes are in the statement of profit and loss, except to the extent that it relates to items in other comprehensive income or directly in equity.

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

q. Provisions and contingent liabilities

Provisions are recognized when the Company has a present, legal or constructive obligation as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made. Provisions are determined based on the best estimate required to settle the obligation at the Balance Sheet date. Provisions are reviewed at each Balance Sheet date and adjusted to reflect current best estimates.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expense.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements. A disclosure for a contingent liability is made where there is a possible obligation arising out of past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation arising out of a past event where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

r. Earnings per share**a. Basic Earnings per Share**

Basic earnings per share is calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the financial year. Earnings considered in ascertaining the company's earnings per share is the net profit for the period after deducting any attributable tax thereto for the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

b. Diluted Earnings per Share

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

28. Employee benefit plans**Compensated absences**

As per the Company's policy, unused leave entitlement gets lapsed and are not carried forward. As a result, there is no liability towards compensated absences as at March 31, 2025 (March 31, 2024 – Rs. Nil).

Gratuity

The Company operates a scheme of gratuity which is a defined benefit plan. The gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days' salary payable for each completed year of service. Vesting occurs upon completion of continuous service for five years.

The following tables summarize the components of net benefit expense in the statement of profit and loss and the funded status and amounts in the Balance Sheet for the respective plans.

Particulars	31 Mar-25	31 Mar-24
Discount rate	6.61%	7.25%
Rate of increase in compensation levels	6.50%	6.50%
Expected rate of return on plan assets	-	-

Changes in present value of obligations

Particulars	Rs.in Lakhs	
	31 Mar-25	31 Mar-24
PVO at beginning of period	3.79	3.25
Interest cost	0.23	0.19
Current Service Cost	0.79	0.62
Curtailment Cost / (Credit)	-	-
Settlement Cost / (Credit)	-	-
Benefits Paid	-	-
Actuarial loss/(gain) due to change in financial assumption	0.17	0.03
Actuarial (Gain)/Loss on obligation	(0.26)	(0.30)
PVO at end of period	4.73	3.79

Break up of service cost

Particulars	Rs.in Lakhs	
	31 Mar-25	31 Mar-24
Past Service Cost	-	-
Current Service Cost	0.79	0.62
Curtailment Cost / (Credit) on plan amendments	-	-
Settlement Cost / (Credit) on plan amendments	-	-
Total	0.79	0.62

Net Interest (Income)/Expense

Particulars	Rs.in Lakhs	
	31 Mar-25	31 Mar-24
Interest (Income) / Expense – Obligation	0.23	0.19
Interest (Income) / Expense – Plan assets	-	-
Net interest (Income) / Expense for the year	0.23	0.19

Amounts recognized in statement of Other Comprehensive Income (OCI)

Particulars	Rs.in Lakhs	
	31 Mar-25	31 Mar-24
Opening amount recognized in OCI outside profit and loss account	(0.27)	1.50
Re-measurement for the year - obligation (Gain) / Loss	(0.26)	(0.30)
Re-measurement for the year - plan asset (gain) / loss	0.17	0.03
Closing amount recognized in OCI (Gain)/ loss	(0.08)	(0.27)

Expense in the statement of profit and loss account

Particulars	Rs.in Lakhs	
	31 Mar-25	31 Mar-24
Current Service Cost	0.79	0.62
Acquisition (Gain) / Loss	-	-
Past service cost	-	-
Net interest (Income)/ Expense	0.23	0.19
Curtailment (Gain) / Loss	-	-
Settlement (Gain) / Loss	-	-
Net periodic benefit cost recognized in the statement of profit & loss at the end of period	1.02	0.82

The amounts to be recognized in the Balance Sheet:

Particulars	Rs.in Lakhs	
	31 Mar-25	31 Mar-24
Present value of obligation at the end of period	4.73	3.79
Fair value of the plan assets at the end of period	-	-
Surplus / (Deficit)	4.73	(3.79)
Current liability	(7,370)	(0.06)
Non-current liability	(4.66)	(3.73)
Amount not recognized due to asset ceiling	-	-
Net asset / (liability) recognized in balance sheet	(4.73)	(3.79)

29. Related Party Transactions:
(i) Names of related parties and nature of related party relationship
Directors/ Key management personnel

- 1 Rupinder Singh Arora: Managing Director
- 2 Ritika Arora: Non Executive Director
- 3 Surendra Gupta - Chief Financial Officer
- 4 Irshad Mansuri - Company Secretary and Compliance Officer

(ii) Related party transactions

Nature of Transaction	Name of the Related Party	31-Mar-25	31-Mar-24
Salary	Rupinder Singh Arora	NIL	NIL
	Total	NIL	NIL
Director's sitting fees	Ritika Arora	-	-
	Total	-	-
Loan payable on demand	Rupinder Singh Arora (Net Loan recd./ (Repaid))	(335.95)	344.53
	Total	(335.95)	344.53

(iii) **Balance with related Parties**

Nature of Transaction	Name of the Related Party	31-Mar-25	31-Mar-24
Loan payable on demand	Rupinder Singh Arora	8.58	344.53
	Total	8.58	344.53

30. Auditors remuneration

Rs.in Lakhs

Particulars	For the year	
	31 Mar-25	31 Mar-24
Services as statutory auditors	1.50	1.50
Tax audit	0.25	0.25
	1.75	1.75

31. Income taxes

The income tax expense consists of the following:

Rs.in Lakhs

Particulars	For the year	
	31 Mar-25	31 Mar-24
Current tax expense for current year	-	-
Deferred tax (benefit) / expense for current year	(35.53)	(27.16)
Total income tax expense recognized in current year	(35.53)	(27.16)

32. Fair value measurements

Financial instruments by category

Rs.in Lakhs

Particulars	31-Mar-25			31-Mar-24			Fair Value hierarchy
	FVPL	OCI	Amortized cost	FVPL	OCI	Amortized cost	
Financial assets							
Trade receivables	0.60	-	-	6.00	-	-	Level 3
Cash and cash equivalents	-	-	8.75	-	-	0.23	
Other balances with banks	-	-	-	-	-	-	
Loans	-	-	-	-	-	6.66	
Other non-current and current financial assets	-	-	47.75	-	-	47.96	
	0.60		56.49	6.00		54.85	
Financial liabilities (Current and non-current)							
Borrowings	-	-	8.58	-	-	344.53	
Trade payables	-	-	11.26	-	-	13.05	
Other financial liabilities	-	-	12.54	-	-	0.06	
	-	-	32.38	-	-	357.64	

Fair value hierarchy:

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

Level 1 — Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2— Inputs are other than quoted prices included within Level1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3—Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

33. Financial risk management

The Company is exposed to various risks such as credit risk, liquidity risk and market risk.

i. Credit risk

Credit risk arises due to customer's failure to repay the debts according to the contractual terms and conditions. It consists of two elements viz. risk of default in payment and decrease in the creditworthiness of the customers. Credit risk is controlled by analyzing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit.

Ageing of trade receivables**Rs.in Lakhs**

Particulars	As at Mar 31, 2025	As at Mar 31, 2024
Within 30 days	-	-
30 to 60 days	-	-
60 to 90 days	-	-
90 to 120 days	-	-
121 days and above	0.60	6.00
Less: Expected credit loss	-	-
Closing balance	0.60	6.00

The maximum exposure to the credit risk is as follows:**Rs.in Lakhs**

Particulars	As at Mar 31, 2025	As at Mar 31, 2024
Trade receivables	0.60	6.00
Cash and cash equivalents	8.74	0.22
Loans	-	6.66
Other current financial assets	47.75	47.96
	57.09	60.85

Since the Company is not engaged in Exports, it is not exposed to risk associated with other geographies.

ii. Market risk

The risk that the fair value of the financial instrument may fluctuate because of change in market conditions. Such changes in the values of financial instruments may result from changes in the interest rates, credit, liquidity and other market changes.

Since most of the liquid funds are parked as deposits with maturity of less than three months, the Company is exposed to the interest risk.

iii. Liquidity risk

Maintaining enough balance of cash and marketable securities is essential to meet the obligation when due. Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The Company consistently generated sufficient cash flows from operations to meet its financial obligations as and when they fall due. However, the Company is exposed to liquidity risk as its current financial liabilities are significantly higher than the current financial assets (excluding current tax assets). The details are as follows:

The maximum exposure to the credit risk is as follows:

Particulars	Rs.in Lakhs	
	As at Mar 31, 2025	As at Mar 31, 2024
Current financial assets	56.49	54.85
Current financial liabilities (includes provisions and other current liabilities)	(3087.01)	(317.69)
	(3030.52)	(354.87)

33. Foreign exchange earnings and outgo:

The earnings and outgo in foreign currency is Rs. 11.52 lakhs for March 31, 2025 (March 31, 2024 – Rs. Nil).

34. Contingent liability:

The Contingent liability as at March 31, 2025 is Rs. Nil (March 31, 2024 – Rs. Nil).

35. Details of dues to micro and small enterprises as defined under MSMED Act, 2006

There are no defaults and overdue amounts payable to suppliers, who have intimated about their status as Micro and Small Enterprises as per the provisions of Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006).

36. Capital commitments:

The capital commitment as at March 31, 2025 is Rs. Nil (March 31, 2024 – Rs. Nil).

37. Ratios:

J	Ratios	As at 31st Mar-25	As at 31st Mar-24
a	Current Ratio		
	Current Assets / Current Liabilities	0.59	0.35
b	Debt-Equity Ratio		
	Total Outside Liabilities / Total Shareholders Fund	2.86	0.51
c	Debt Service Coverage Ratio		
	Net Operating Income / (Principal + Interest Payment)	NA	NA
d	Return on Equity Ratio		
	Net Profit (After Tax)/ Shareholders Fund *100	-6.41	-9.82
e	Inventory Turnover Ratio		
	Inventory / Turnover *100	NA	NA
f	Trade Receivables Turnover Ratio (In Months)		
	12/Turnover * Trade Receivables	NA	NA
g	Trade Payables Turnover Ratio		
	12/Total Trade Purchases * Trade Payables	NA	NA
h	Net Capital Turnover Ratio		
	Total Sales / Shareholders' Fund	NA	NA
i	Net Profit Ratio		
	Net Profit (After Tax)/ Sales *100	NA	NA
j	Return on Capital Employed		
	Earning before Interest and Tax / Fund (Capital + Loans) Employed*100	-9.70	-13.20
k	Return on Investments		
	Net Profits on Investments / Total Investments	NA	NA

38. Previous periods / year's figures have been regrouped where necessary to conform to current period's classification.
39. The company has revalued its Agra property on dated 09.04.2024 as per the valuation report provided by the Registered Valuer and the revalued amount comes to Rs.58.75 lakhs for Land & CWIP. The same property has been reclassified previously held under Property, Plant and Equipment (PPE), into stock-in-trade. The total revalued amount shown as stock in trade and profit shown in June quarter's Limited Review Report. However Disclosure pursuant to Ind AS -8 accounting policies change in accounting estimate and errors (specified under section 133 of companies act 2013, read with Rule 7 of Companies (accounts) Rule 2015) the company has decided to book the Agra Land on its cost value and Agra CWIP on its re-impairment value and reinstate all the three quarter LRR.
40. Corporate Social Responsibility
The Provisions relating to Corporate Social Responsibility are not applicable to the Company.
41. There are no cases of any undisclosed income in the financial statements.
42. The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
43. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
44. There are no delays in registrations of any charges or satisfactions with Registrar of Companies.
45. The company has not traded or invested in crypto currency or virtual currency during the current year and previous year.
46. The company has not entered any transactions in companies that were struck off under the relevant Sections of the Companies Act 2013.
47. The Company has obtained overdraft facility for working capital limit from the bank and has utilized the same for the purpose for which it is raised, during the year.
48. The company has not given any loans and advance to Promoters, Directors, KMPs or Related parties.
49. No proceedings have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Act, 1988 45 of 1988 the Rules made thereunder.
50. Company was not declared wilful defaulter by any bank or financial institution or other lender.
51. The company has not been sanctioned working capital limit in the form of term loans and overdraft facilities.
52. The company has not entered into any scheme of arrangement in terms of sections 230 to 237 of the Companies Act, 2013.

The accompanying notes form an integral part of the financial statements

As per our report of even date

For **Jain Vinay & Associates**
Chartered Accountants (FRN 006649W)

CA Vinay Jain
Partner
Membership No. 075558
Place : Mumbai
Date:30.05.2025
UDIN: : 25075558BMINUV7523

For and on behalf of the Board of directors of
RAP CORP LIMITED

Rupinder Singh Arora
Managing Director
DIN:- 00043968

Irshad Mansuri
Company Secretary & Compliance Officer

Ritika Arora
Director
DIN:- 00102510

Surendra Gupta
Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT

To the Members of Rap Corp Limited (Formerly known as Rap Media Limited)

Report on the Audit of the Consolidated Financial Statements

We have audited the consolidated financial statements of Rap Corp Limited ("the Company"), which comprise the balance sheet as at March 31, 2025, and the statement of Profit and Loss, and statement of cash flows for the year then ended, attached herewith and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements

- (i) Are presented in accordance with requirements of Regulation 33 of SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015 in this regard, and
- (ii) give a true and fair view in conformity with the accounting principles generally accepted in India including the Accounting Standards prescribed under Section 133 and 134 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014 (as amended), of the state of affairs of the Company as at March 31, 2025, and profit/loss, and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. 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 auditors 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 thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit Matters

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

As described in Note 39 to the financial statements, the Company has reclassified a certain asset (previously classified under Property, Plant and Equipment) to Inventories – Stock-in-Trade during the year. Prior to such reclassification, the Company reassessed the asset's recoverable value in accordance with Ind AS 36 – Impairment of Assets and recognized a reversal of previously recognized impairment loss of Rs. 3,46,45,500/-, which has been recorded as income in the Statement of Profit and Loss. The transaction is significant to the financial statements due to;

- The materiality of the amount involved.
- The potential impact on reported earnings and asset classification.
- Accordingly, this was determined to be a key audit matter in our audit.

Other Matter Paragraphs

In conducting our Review, we have relied on the financial data and information provided by the Management in respect of White River Properties LLP, For Preparation of Consolidated Financial Statements

Management's Responsibility for the Consolidated 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 consolidated 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 read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- 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) 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

As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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 consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 subject to that the financial data and information provided by the Management in respect of White River Properties LLP which is used for 31st March 2025, for Preparation of Consolidated Financial Statements were not independently audited by us and we are relying on the Management of the Company.
- (e) On the basis of the written representations received from the directors as on 31st March, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
- (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, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has no pending litigations which would impact its financial position in its financial statements under the head Contingent Liability;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Jain Vinay & Associates
Chartered Accountants (FRN 006649W)

CA Vinay Jain
Partner (M.No. 075558)
UDIN: 25075558BMINUW2673

Place: Mumbai
Date: 30.5.2025

Annexure 'A' to the Independent Auditor's Report

(Referred to in paragraph 3 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **Rap Corp Limited** of even date).

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

We have audited the internal financial controls over financial reporting of **Rap Corp Limited** ("the Company") as of March 31, 2025 in conjunction with our audit of the Financial Statements of the Company for the financial year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

A company's internal financial control over financial reporting includes those policies and procedures that;

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, 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 on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Jain Vinay & Associates
Chartered Accountants (FRN 006649W)

CA Vinay Jain
Partner (M.No. 075558)
UDIN: 25075558BMINUW2673

Place: Mumbai
Date: 30.5.2025

RAP CORP LIMITED

31st Annual Report 2024-2025

BALANCE SHEET AS AT MARCH 31, 2025

			Rs.in Lakhs
Particulars	Notes	As at 31st March 2025	As at 31st March 2024
Assets			
Non-current assets			
Property, plant and equipment	5	207.72	719.14
Capital work-in-progress	5	257.10	357.10
Other non-current assets	6	1,889.87	-
Total non-current assets		2,354.69	1,076.25
Current assets			
Inventories	6A	2,197.13	-
Financial assets			
i. Investments	7	708.07	-
ii. Trade receivables	8	0.60	6.00
iii. Cash and cash equivalents	9	8.76	0.23
iv. Loans	10	40.38	6.66
v. Other current financial assets	11	48.26	47.96
Deferred tax assets	12	79.29	43.76
Other current assets	13	46.42	37.40
		3,128.91	142.01
Assets classified as held for sale			
Total current assets		3,128.91	142.01
Total assets		5,483.60	1,218.26
Equity and liabilities			
Equity			
Equity share capital	4.1	588.10	588.10
Other equity	4.2	3.59	216.70
		591.69	804.80
LIABILITIES			
Non-current liabilities			
Financial liabilities			
i. Borrowings	14.1	1,295.81	-
ii. Other financial liabilities	15	-	-
Provisions	16.1	4.66	3.74
Deferred tax liabilities	12	-	-
Other non-current liabilities	17	174.27	-
Total non-current liabilities		1,474.74	3.74
Current liabilities			
Financial liabilities			
i. Borrowings	14.2	8.58	344.53
ii. Trade payables	18	11.51	13.05
iii. Other current financial liabilities	19	342.45	1.34
Provisions	16.2	2.77	0.06
Other current liabilities	20	3,051.86	50.74
		3,417.17	409.72
Liabilities directly associated with assets classified as held for sale			
Total current liabilities		3,417.17	409.72
Total liabilities		4,891.91	413.46
Total equity and liabilities		5,483.60	1,218.26
Summary of significant accounting policies	3		-

The accompanying notes form an integral part of the financial statements

As per our report of even date

For **Jain Vinay & Associates**
Chartered Accountants (FRN 006649W)

CA Vinay Jain
Partner
Membership No. 075558
Place : Mumbai
Date:30.05.2025
UDIN: : 25075558BMINUW2673

For and on behalf of the Board of directors of
RAP CORP LIMITED

Rupinder Singh Arora
Managing Director
DIN:- 00043968

Irshad Mansuri
Company Secretary & Compliance Officer

Ritika Arora
Director
DIN:- 00102510

Surendra Gupta
Chief Financial Officer

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2025

		Rs.in Lakhs	
Particulars	Notes	As at 31st March 2025	As at 31st March 2024
Revenue from operations	21		
Other income	22	34.77	1.38
Total income (A)		34.77	1.38
Expenses			
Purchase of stock-in-trade	23	928.12	
Changes in inventories of work-in-progress, stock-in-trade and finished goods	24	(928.12)	-
Employee benefit expense	25	20.88	16.95
Depreciation and amortisation expense	5	30.81	25.05
Other expenses	26	180.25	65.57
Finance costs	27	0.15	-
Total expenses (B)		232.09	107.57
Profit before tax (A-B)		(197.32)	(106.19)
Tax expense (refer note 28)			
Current tax			
Deferred tax charge / (credit)		(35.53)	(27.17)
Total tax expense		(35.53)	(27.17)
Net profit for the year (c)		(161.79)	(79.03)
Other comprehensive income		0.09	0.28
Items that will not be reclassified to profit and loss (D)			
Remeasurements of post employment benefit obligations			
Impairment Gain through FVP OCI		346.46	
Tax effect on remeasurements of the defined benefit liabilities / (asset)		346.54	0.28
Items that may be reclassified to profit and loss (E)			
Total other comprehensive income for the period / year (D) + (E)			
Total comprehensive income for the year (C) + (D)		184.75	(78.75)
Earnings per equity share	24A		
Basic (In ₹)		(2.34)	(1.34)
Diluted (In ₹)		(2.34)	(1.34)
Summary of significant accounting policies	3		

The accompanying notes form an integral part of the financial statements

As per our report of even date

For **Jain Vinay & Associates**
Chartered Accountants (FRN 006649W)

CA Vinay Jain
Partner
Membership No. 075558
Place : Mumbai
Date:30.05.2025
UDIN: : 25075558BMINUW2673

For and on behalf of the Board of directors of
RAP CORP LIMITED

Rupinder Singh Arora
Managing Director
DIN:- 00043968

Irshad Mansuri
Company Secretary & Compliance Officer

Ritika Arora
Director
DIN:- 00102510

Surendra Gupta
Chief Financial Officer

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2025

Particulars	Rs.in Lakhs	
	As at 31st March 2025	As at 31st March 2024
Profit before tax	(197.32)	(106.19)
Depreciation and amortisation expense	30.81	25.05
Interest income	(3.56)	(1.32)
Profit on sale of investment		-
Dividend income		-
Finance income on lease deposits		-
Remeasurements of post employment benefit obligations		-
Provision for doubtful receivables written back		-
Provision for doubtful receivables		-
Addition in Revaluation Reserve	346.46	-
Excess Gratuity provision written back		-
DTA/L		-
#REF!		-
Balances written off		-
Remeasurements of post employment benefit obligations	0.30	0.28
Finance costs		-
Operating profit before working capital changes	176.69	(82.19)
(Increase)/Decrease in trade receivables	5.40	61.38
(Increase) in inventories	(2,97.13)	
Increase/(Decrease) in trade payables	(1.54)	(10.52)
(Increase) in other financial assets	(0.30)	
(Increase)/decrease in other non-current assets	(1,889.87)	-
(Increase)/decrease in Loans	(33.72)	4.16
(Increase)/decrease in other current assets	(9.02)	(16.58)
Increase/(decrease) in provisions	3.63	0.55
Increase in employee benefit obligations		
Increase/(decrease) in other current and non current liabilities	3,001.13	(29.41)
Increase in other financial liabilities	341.11	(36.77)
Cash generated from operations	(603.54)	(109.37)
Taxes paid (net of refunds)		
Net cash flows by operating activities	(603.54)	(109.37)
Cash flows from investing activities		
Payments for property, plant and equipment	(1.05)	-
Payments for investment property		
Payments for purchase of investments	(708.07)	
Payments for software development costs		
Loans to employees and related parties		
Proceeds from sale of investments		
Trfd of property, plant and equipment to stock	581.66	
Repayment of loans by employees and related parties		
Interest received	3.56	1.32
Net cash provided by / (used in) investing activities	(123.90)	1.32
Cash flows from financing activities		
Proceeds from issues of shares		-
Repayment of borrowings		-
Proceeds from borrowings	1,134.13	107.85
Share of Loss in Investment Co.	(398.16)	
Transactions with non-controlling interests		
Interest paid		-
Dividends paid to company's shareholders (including DDT)		
Net cash provided by / (used in) financing activities	735.97	108
Net change in cash and cash equivalents	8.53	-0.20
Cash and cash equivalents at the beginning of the year	0.23	0.42
Exchange difference on translation of foreign currency cash and cash equivalents		-
Cash and cash equivalents at the end of the year	8.76	0.22
	8.76	0.23

Summary of significant accounting policies - Refer note 3

The accompanying notes form an integral part of the financial statements

As per our report of even date

For **Jain Vinay & Associates**

Chartered Accountants (FRN 006649W)

CA Vinay Jain

Partner

Membership No. 075558

Place : Mumbai

Date: 30.05.2025

UDIN: : 25075558BMINUW2673

For and on behalf of the Board of directors of
RAP CORP LIMITED**Rupinder Singh Arora**

Managing Director

DIN:- 00043968

Irshad Mansuri

Company Secretary & Compliance Officer

Ritika Arora

Director

DIN:- 00102510

Surendra Gupta

Chief Financial Officer

Notes forming part of financial statements
Equity
4.1 Equity share capital
Rs.in Lakhs

Balance as at March 31, 2025	Changes in equity share capital during the year	Balance as at March 31, 2024
588.10	-	588.10
588.10	-	588.10

Rs.in Lakhs

Balance as at March 31, 2024	Changes in equity share capital during the year	Balance as at March 31, 2023
588.10	-	588.10
588.10	-	588.10

Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Authorised 12,000,000 (Previous year 12,000,000) Equity shares, Rs. 10/- par value	1,200	1,200
Issued, Subscribed and Paid-Up 58,81,000 (Previous year 58,81,000) equity shares of Rs. 10 each fully paid-up	588.10	588.10
Issued, subscribed and fully paid-up share capital	588.10	588.10

The reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2025 and March 31, 2024 is set out below:

Particulars	As at March 31, 2025		As at March 31, 2024	
	Number of shares	Amount Rs. in Lakhs	Number of shares	Amount Rs. in Lakhs
Number of shares at the beginning of the year	58,81,000	588.10	58,81,000	588.10
Add: Shares issued	-	-	-	-
Number of shares at the end of the year	58,81,000	588.10	58,81,000	588.10

Details of shareholders holding more than 5% shares

Name of the Party	As at March 31, 2025		As at March 31, 2024	
	%	Number of shares	%	Number of shares
Mr. Rupinder Singh Arora	39.40%	23,17,090	39.40%	23,17,090
Centrum Capital Limited	10.35%	6,08,550	10.35%	6,08,550
Polyfiber Industries Private Limited	5.87%	3,45,000	5.87%	3,45,000
Top Class Capital Market Pvt Ltd	9.35%	5,50,000	9.35%	5,50,000

Terms/ rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share

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

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2025

4.2 Other equity

4.2 Other equity		Reserves and Surplus												Rs. in Lakhs
		Notes	Security premium	Retained earnings	Revaluation reserve	Share options outstanding account	Fair value through other comprehensive income	Cash flow hedging reserve	Remeasurements of the defined benefit liabilities / asset	Foreign currency translation reserve	Total other equity	Non-controlling interests	Total	
Balance at 1 April 2024			3,321.37	(3,110.02)					5.35				216.70	
Profit for the year			-	(161.79)					-				(161.79)	
Other Comprehensive income			-	-			-		0.09				0.09	
Deferred tax on defined benefit liabilities/ asset			-	-					-		(397.86)		-	
Opening Profit/(Loss) incorporated of LLP													(397.86)	
Revaluation Reserve (PPE)					346.46								346.46	
Balance as at March 31, 2025			3,321.37	(3,247.77)	346.46	-	-	-	5.43	-	(397.86)	-	3.59	
Balance at 1 April 2023			3,321.37	(3,030.99)		-	-	-	5.07	-	-	-	295.45	
Profit for the year			-	(79.03)		-			-				(79.03)	
Other Comprehensive income			-	-		-			0.28				0.28	
Deferred tax on defined benefit liabilities/ asset									-				-	
Balance as at March 31, 2024			3,321.37	(3,110.02)		-	-	-	5.35	-	-	-	216.70	
Summary of significant accounting policies - Refer note 3														

The accompanying notes form an integral part of the financial statements

As per our report of even date

For **Jain Vinay & Associates**
Chartered Accountants (FRN 006649W)

CA Vinay Jain
Partner
Membership No. 075558
Place : Mumbai
Date:30.05.2025
UDIN : 25075558BMINUW2673

For and on behalf of the Board of directors of
RAP CORP LIMITED

Rupinder Singh Arora
Managing Director
DIN:- 00043968

Irshad Mansuri
Company Secretary & Compliance Officer

Ritika Arora
Director
DIN:- 00102510

Surendra Gupta
Chief Financial Officer

5 Property, plant and equipment

Particulars	Land - Freehold	Buildings - Freehold*	Computers	Office equipment	Vehicles	Total
Gross block (At cost)						
As at April 1, 2024	488.61	526.84	1.80	4.22	55.55	1,077.02
Additions	-	-	-	1.05	-	1.05
Disposals	481.66	-	-	-	-	481.66
Effect of foreign currency translation from functional currency to reporting currency	-	-	-	-	-	-
Gross carrying amount as at March 31, 2025	6.94	526.84	1.80	5.27	55.55	596.41
Depreciation and impairment						
As at April 1, 2024	-	309.57	1.56	3.44	43.31	357.87
Charge for the period	-	17.56	0.24	0.77	12.24	30.81
Disposals	-	-	-	-	-	-
Effect of foreign currency translation from functional currency to reporting currency	-	-	-	-	-	-
Accumulated depreciation as at March 31, 2025	-	327.13	1.80	4.20	55.55	388.68
Net carrying amount as at March 31, 2025	6.94	199.71	0.00	0.07	(0.00)	207.72
Gross block (At cost)						
As at April 1, 2023	488.61	526.84	1.80	4.22	55.55	1,077.02
Additions	-	-	-	-	-	-
Disposals	-	-	-	-	-	-
Effect of foreign currency translation from functional currency to reporting currency	-	-	-	-	-	-
Gross carrying amount as at March 31, 2024	488.61	526.84	1.80	4.22	55.55	1,077.02
Depreciation and impairment						
As at April 1, 2023	-	292.01	1.48	2.97	36.36	332.82
Charge for the period	-	17.56	0.08	0.47	6.94	25.05
Disposals	-	-	-	-	-	-
Effect of foreign currency translation from functional currency to reporting currency	-	-	-	-	-	-
Accumulated depreciation as at March 31, 2024	-	309.57	1.56	3.44	43.31	357.87
Net carrying amount as at March 31, 2024	488.61	217.27	0.24	0.78	12.24	719.14

6 Other non-current assets

Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Capital advances		
Investment		
Loan given	1889.87	
Unbilled revenue		-
Total other non-current assets	1889.87	-

6A. Inventories

Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Closing Stock	928.12	-
Total	928.12	-

7 Investments

Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Quoted Investment		
Investment	707.99	
Non Quoted Investment		
Investment in LLP	0.09	-
Total investments	708.07	-

8 Trade receivables

Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Current		
Secured - considered good		
Unsecured - considered good	0.60	6.00
Unsecured - considered doubtful		
	0.60	6.00
Less: Allowance for credit losses		
Total trade receivables	0.60	6.00
Trade receivables	0.60	6.00
Receivables from related parties		
Less: Allowance for doubtful debts		
Total receivables	0.60	6.00

9 Cash and cash equivalents
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Balance with banks		
- in current accounts	8.46	0.03
- in EEFC accounts	-	-
- Cash credit from Bank of Baroda*	-	-
Deposit with maturity of less than 3 months	-	-
Cash on hand	0.29	0.19
Earmarked balances with banks	-	-
- in current accounts	-	-
Total cash and cash equivalents	8.76	0.23

10 Current Loans
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Unsecured - considered good		
Loan to others	40.38	6.66
Loan to directors	0	-
Loan to employees	0	-
	-	-
Unsecured - considered doubtful	-	-
Loan to associates	0	-
Loan to directors	0	-
Loan to employees	0	-
Less:- allowance for doubtful loans	0	-
Total non-current loans	40.38	6.66

11 Other current financial assets
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
(i) Others		
Interest accrued on deposits with bank	0.21	
Bank deposit with more than 12 month maturity	35.00	35.00
Unsecured - considered good	-	
Deposits	12.75	12.75
other	0.51	
Total other current financial assets	48.26	47.96

12 Deferred tax assets/ Deferred tax liabilities
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
The balance comprises temporary differences attributable to		
Tax losses	104.91	74.47
Differences in depreciation and amortization and other differences in a block of tangible and intangible assets as per the tax books and financial books	(26.85)	(31.70)
Defined benefit obligations (DTL)	1.23	0.99
Bonus Provision		
Other items		
Allowance for doubtful debts - trade receivables		
Others	-	-
Total Deferred tax assets/ (liabilities)	79.29	43.76

13 Other current assets
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Prepaid expenses	0.52	-
Advance to employees	-	-
TDS Receivable	2.78	2.54
Advances to suppliers	15.00	15.00
VAT/GST/Service tax recoverable	28.11	19.86
Other advances		-
Unbilled revenue		-
Gratuity (Refer note 26)		-
Total other current assets	46.42	37.40

Financial liabilities
14.1 Non-current Borrowings
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Secured		-
Term loans		
From banks	-	-
From others	-	-
Unsecured		
Term loans		
From others	1,296	-
Long-term maturities of finance lease obligations	-	-
Obligation under finance leases	-	-
Unsecured	-	-
Total non-current borrowings	1,296	-
Less: Current maturities of long term borrowings	-	
Less: Current maturities of finance lease obligations	-	
Less: Interest accrued	-	
Non-current borrowings	1,296	-

14.2 Current Borrowings

		Rs.in Lakhs	
Particulars	31 Mar-25	31 Mar-24	
Secured			
Term loans			
From banks		-	
From others		-	
Loans repayable on demand			
From banks		-	
- Cash credit from Bank of Baroda**		-	
Secured		-	
Term loans		-	
From others**	8.58	344.53	
Unsecured			
From others	-		
Total current borrowings	8.58	344.53	

**Payable to Mr. Rupinder Singh Arora

15 Other financial liabilities

		Rs.in Lakhs	
Particulars	31 Mar-25	31 Mar-24	
Non-current			
Provision for expenses	-	-	
Defined pension benefits	-	-	
Post-employment pension benefits	-	-	
Deposits received	-	-	
Total other financial liabilities	-	-	

16.1 Provisions

		Rs.in Lakhs	
Particulars	31 Mar-25	31 Mar-24	
Non-current			
Leave obligations	-	-	
Defined pension benefits	-	-	
Post-employment pension benefits	-	-	
Gratuity (Refer note 25)	4.66	3.74	
Total provisions	4.66	3.74	

16.2 Provisions

		Rs.in Lakhs	
Particulars	31 Mar-25	31 Mar-24	
Current			
Provision for expenses	2.70	-	
Defined pension benefits	-	-	
Post-employment pension benefits	-	-	
Gratuity (Refer note 25)	0.07	0.06	
Total provisions	2.77	0.06	

17 Other non-current liabilities

		Rs.in Lakhs	
Particulars	31 Mar-25	31 Mar-24	
Non-current			
Provision for expenses	-	-	
Defined pension benefits	-	-	
Post-employment pension benefits	-	-	
Unearned revenue	-	-	
Other	174.27	-	
Total other non-current liabilities	174.27	-	

18 Trade payables

		Rs.in Lakhs	
Particulars	31 Mar-25	31 Mar-24	
Current			
Trade payables	-	-	
(A) total outstanding dues of micro enterprises and small enterprises	-	-	
(B) total outstanding dues of creditors other than micro enterprises and small enterprises	11.51	13.05	
Trade payables to related parties (Refer note 27)	-	-	
Total trade payables	11.51	13.05	

19 Other current financial liabilities

		Rs.in Lakhs	
Particulars	31 Mar-25	31 Mar-24	
Current maturities of long term debt	-	-	
Current maturities of finance lease obligations	-	-	
Accrued compensation to employees	3.63	1.34	
Deposits received	8.90	-	
Other	329.91	-	
Capital creditors	-	-	
VAT/GST/Service/TDS tax payable	-	-	
Total other current financial liabilities	342.45	1.34	

20 Other current liabilities
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Unearned revenue	-	-
Unsecured Loan	3,001.00	-
Advance from customers	50.00	50.00
Advance from employees	-	-
Payroll taxes	-	-
Withholding tax and other statutory liabilities	0.86	0.74
Total other current liabilities	3,051.86	50.74

21 Revenue from operations
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Sale of services	-	-
Total revenue from operations	-	-

The Company operates only in India hence revenue disaggregation by geography is not provided. The duration of the contract is for a long term.

The Company earns revenues by given premises on lease under operating lease arrangements. Due to significant uncertainty on account of Covid-19 pandemic, the Company has yet not recognised revenue from lease for the year ended March 31, 2025.

22 Other income
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Interest on FDR	2.97	1.32
Dividend	-	-
Interest on I.Tax refund	0.01	-
Recovery from employees	-	-
Balance written back	0.52	-
Profit on sale of investments	30.68	-
Other Interest	0.58	-
Sundry creditors written back	-	0.06
Total other income	34.77	1.38

23 Purchase of Stock in Trade
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Opening Stock	-	-
Add: Purchase	928.12	-
Less: Closing Stock	-	-
Total purchase of stock in trade	928.12	-

24 Changes in inventories of work-in-progress, stock-in-trade and finished goods
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Opening Stock	-	-
Less: Closing Stock	928.12	-
Total changes in inventories of work-in-progress, stock-in-trade and finished goods	(928.12)	-

25 Earnings per equity share
Amount in Rs.In Lakhs unless otherwise stated

Particulars		31-Mar-25	31-Mar-24
Numerator for Basic and Diluted EPS			
Net Profit after tax	(A)	137.75	(79.03)
Denominator for Basic EPS			
Weighted average number of equity shares	(B)	58,81,000	58,81,000
Denominator for Diluted EPS			
Number of equity shares	(C)	58,81,000	58,81,000
Basic Earnings per share of face value of ₹ 10 each (In ₹)	(A/B)	(2.34)	(1.34)
Diluted Earnings per share of face value of ₹ 10 each (In ₹)	(A/C)	(2.34)	(1.34)

Particulars	31-Mar-25	31-Mar-24
Number of shares considered as basic weighted average shares outstanding	58,81,000	58,81,000
Add: Effect of dilutive issues of stock options	-	-
Number of shares considered as weighted average shares and potential shares outstanding	58,81,000	58,81,000

25 Employee benefit expense
Rs.in Lakhs

Particulars	31 Mar-25	31 Mar-24
Salaries, wages and bonus	19.86	16.13
Gratuity (Refer note 28)	1.02	0.82
Total employee benefit expense	20.88	16.95

26 Other expenses

Particulars	Rs.in Lakhs	
	31 Mar-25	31 Mar-24
Payment to statutory auditors (refer note 30)	1.75	-
Business Promotion Exp	11.52	-
Office rent	12.00	-
Travelling expenses	1.20	0.50
Conveyance	0.02	-
Office expenses	0.04	0.03
Legal, Professional & Consultancy Fees	27.14	14.23
Printing & stationery	0.50	0.47
Stamp Duty	(0.15)	-
Postage and telephone expenses	0.03	0.26
Sales promotion and advertisement expenses	1.23	0.58
Insurance charges	0.14	3.76
Balances written off	-	11.86
Repairs & maintenance :		
computers	0.14	-
Vehicles	0.06	0.38
others	0.11	0.56
Membership and subscriptions	-	0.00
Demat Charges	0.05	-
Security charges	11.55	12.88
ROC Filing Fees	8.34	0.32
R. & T. Expenses	0.78	0.91
Rates & taxes	3.62	1.19
Short Provision I.Tax AY 2006-07	-	2.54
Short Provision I.Tax AY 2016-17	-	7.34
Miscellaneous expenses	0.06	0.16
Other Interest Paid	-	0.06
Interest & penalty for late payment of taxes	0.01	2.65
Sebi Penalty	-	1.00
Software charges	0.03	0.07
Website Expenses	0.07	-
Leased line & internet costs	0.20	-
Prior Period Expenses	2.87	-
Expenses related to LLP	92.47	-
Listing charges	4.46	3.82
	180.25	65.57

27 Finance costs

Particulars	Rs.in Lakhs	
	31 Mar-25	31 Mar-24
Bank Charges	0.15	-
Total finance costs	0.15	-

Notes forming part of the Financial Statements F.Y. 2024-25

1. Nature of Operations:

RAP Corp Limited (Formerly known as RAP MEDIA LTD) is a public limited Company domiciled in India. The Company is listed on the BSE Limited in India. The Company's Business comprises, inter alia, of Real Estate Business including Sale / Purchase Land, Building, Properties, Office. etc.

2. Basis of preparation

The financial statements of the Company have been prepared on an accrual basis and under the historical cost convention except for certain financial instruments which have been measured at fair value. Historical cost is generally based on the fair value of consideration given in exchange of goods and services. The accounting policies are consistently applied by the Company during the period and are consistent with those used in previous year except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

Further, the guidance notes /announcements issued by the Institute of Chartered Accountants of India (ICAI) are also considered, wherever applicable except to the extent where compliance with other statutory promulgations override the same requiring a different treatment.

3. Significant accounting policies:**a. Statement of compliance**

These separate financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended thereafter. The Company prepared its financial statements in accordance with the accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP).

b. Use of estimates and judgement

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates, judgements and assumptions. These estimates, judgements and assumptions affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of revenues and expenses for the year. These estimates and underlying assumptions are reviewed on an ongoing basis.

Revisions to accounting estimates are recognized in the period in which the estimates are revised and future periods are affected. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these estimates, judgements and assumptions may result in the outcome that may require material adjustment in the carrying amounts of assets and liabilities in future period.

Estimations which may cause material adjustment to the carrying amounts of assets and liabilities within next financial year is in respect of useful lives of property, plant and equipment, valuation of deferred tax assets, provisions and contingent liabilities and fair value measurement of financial instruments have been discussed below.

c. Inventory

There is no inventory held by the company. During the month of April, 2024 company has reclassified its Agra Property (Land and CWIP) previously held under Property, Plant and Equipment (PPE), into stock-in-trade, pursuant to a change in intended use of the asset from own use to sale in the ordinary course of business. The asset is now held for development and sale as part of the Company's business operations.

d. Events post financial year closing:

There is no such event occur.

e. Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment loss, if any. The cost comprises the purchase price and any attributable costs of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

During the current financial year, the Company has reassessed the recoverable amount of its Agra Property, for which an impairment loss of Rs. 2,778.25 lakhs was recognised in FY 2015-16, based on the then-prevailing adverse market conditions.

Based on the latest valuation and improved forecast of future cash flows, the recoverable amount of the said asset has been reassessed at Rs. 446.45 lakhs, resulting in a reversal of impairment loss of Rs.346.45 lakhs recognised during the current financial year. The carrying amount of the asset after reversal is Rs.446.45 lakhs, which does not exceed the carrying amount that would have been determined had no impairment loss

been recognised in earlier periods.

The reversal has been recognised in the Statement of Profit and Loss under the head "Exceptional Items" as Impairment Gain through FVP OCI, in accordance with the requirements of Ind AS 36 – Impairment of Assets.

Advances paid towards the acquisition of property, plant and equipment outstanding at each Balance Sheet date is classified as capital advances under other non-current assets and the cost of assets not ready to use before such date are disclosed under 'Capital work-in-progress'.

During the year ended 31st March, 2025, the Company has reclassified its Agra Property (Land and CWIP) previously held under Property, Plant and Equipment (PPE), into stock-in-trade, pursuant to a change in intended use of the asset from own use to sale in the ordinary course of business. The asset is now held for development and sale as part of the Company's business operations.

The asset was earlier impaired during FY 2015-16, and an impairment loss of Rs. 2,778.25 lakhs was recognised in the Statement of Profit and Loss. Based on the reassessment of the asset's recoverable value prior to reclassification, an impairment reversal gain of Rs.346.45 lakhs has been recognised during the current year under "Exceptional Items" in accordance with Ind AS 36 – Impairment of Assets. The reversal has been restricted to the extent that the carrying amount does not exceed the depreciated historical cost.

Following reversal of impairment, the asset was transferred from PPE to Inventory at its carrying amount of Rs.928.12 lakhs in accordance with Ind AS 16 – Property, Plant and Equipment and Ind AS 2 – Inventories. The asset is now measured at the lower of cost and net realisable value in accordance with the Company's accounting policy on inventories.

Subsequent expenditure related to property, plant and equipment is capitalized only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs of an items of property, plant and equipment are recognized in the statement of profit and loss when incurred.

Gains or losses arising from of fixed assets are measured as the difference between the net proceeds and carrying amount of the asset and are recognized in the statement of profit and loss when the asset is recognized.

f. Intangible Assets

Intangible assets including software licenses of enduring nature and acquired contractual rights separately are measured on initial recognition, at cost. Intangible assets are carried at cost less accumulated amortization and impairment losses, if any.

Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Cost of internally generated intangible assets comprises all directly attributable costs necessary to create, produce, and prepare the asset to be capable of operating in the manner intended by management.

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

Capitalized development cost is carried at cost less accumulated amortization and impairment losses, if any.

Intangibles under development include cost of intangibles that are not ready to be put to use.

g. Depreciation and amortization

Depreciation has been provided on Written Down Value method on all assets as per Useful lives prescribed under Schedule II of Companies Act 2013. Depreciation on assets added during the year has been provided on pro-rata basis from the date of addition. Depreciation on deductions during the year is provided on pro-rata basis up to the date of sale. Individual assets whose cost does not exceed 5,000 are depreciated at 100%.

Asset	Useful lives
Computers	3 years
Servers	6 years
Software	3 years
Office equipment	5 years
Furniture & Fixture	10 years
Building	30 years

h. Financial instruments

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

(i) Financial assets**(a) Initial recognition and measurement**

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

(b) Subsequent measurement

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

- Financial assets at amortized cost
- Financial assets at fair value through other comprehensive income (FVTOCI)
- Financial assets at fair value through profit or loss (FVTPL)

(c) Financial assets at amortized cost:

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

- The financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows, and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in other income in the statement of profit and loss. The losses arising from impairment are recognized in the statement of profit and loss.

Financial assets at fair value through other comprehensive income

A financial asset is measured at fair value through other comprehensive income if both of the following criteria are met:

- The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets, and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial measurement, such financial assets, until they are recognized or reclassified, are subsequently measured at fair value and recognized in other comprehensive income except for interest income, gain/loss on impairment, gain/loss on foreign exchange which is recognized in the statement of profit and loss.

(d) Financial assets at fair value through profit or loss

A financial asset is measured at fair value through profit or loss unless it is measured at amortized cost or at fair value through other comprehensive income.

In addition, the Company may elect to classify a financial asset, which otherwise meets amortized cost or fair value through other comprehensive income criteria, as at fair value through profit or loss. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

After initial measurement, such financial assets are subsequently measured at fair value in the statement of profit and loss.

(e) De-recognition of financial assets

A financial asset is recognized when:

- The contractual rights to receive cash flows from the financial asset have expired, or

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

I Impairment

(i) Financial assets (other than at fair value)

The Company assesses at each reporting date whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company has used practical expedients in calculating expected credit losses on trade receivables using a provision matrix. The provision matrix takes into account historical credit loss experience for trade receivables to estimate the 12-month expected credit losses. The expected credit loss allowance is based on the ageing of the receivables that are due and allowance rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

(ii) Non-financial assets

Tangible and intangible assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount for the individual asset is estimated by the Company. If, however, it is not possible to estimate the recoverable amount of the individual asset then the Company determines the recoverable amount of the cash-generating unit (CGU) to which the asset belongs (the asset's cash-generating unit). An impairment loss is recognized in the statement of profit and loss when the recoverable amount of the asset or CGU is less than the carrying amount of the asset or CGU.

Previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was Recognized Limited. If this is the case then the carrying amount of asset is increased to its recoverable amount. Such reversal is Recognized Limited in statement of profit and loss.

j. Revenue recognition

Revenue is Recognized Limited to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured and it is reasonable to expect ultimate collection.

Dividend is recognized only when the right to receive is established. Interest income is Recognized Limited on a time proportion basis taking into account the amount outstanding and the applicable rate of interest.

The Company mainly derives its revenues from leasing activity.

Revenue is recognized upon satisfying the performance obligation by transferring promised goods or services to customers for a consideration which the Company expects to receive in exchange for those goods or services.

When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved.

Revenue is measured based on the transaction price being the consideration received from the customer, adjusted for volume discounts, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

Unbilled revenue represents excess of revenue earned over billings on contracts. Unbilled revenue is recognized when there is unconditional right to receive cash and there is no uncertainty of ultimate collection

Unearned or deferred revenue is recognized when there is billings in excess of revenue.

k. Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consists of cash and short-term deposits, as defined above, net of outstanding bank overdrafts and cash credit facilities as they are considered an integral part of the Company's cash management.

I. Employee benefits

(i) gratuity

The Company provides for Gratuity, a defined benefit obligation plan, covering eligible employees under Company Gratuity Scheme. At each reporting date, liabilities with respect to gratuity plan are determined by actuarial valuation performed by independent actuary. The Company uses the projected unit credit method to determine the present value of its defined benefit obligations and the related current service cost and, where applicable, past service cost. The Company recognizes the net obligation of a defined benefit plan in its Balance Sheet as an asset or liability. Premeasurements of the net defined benefit liability/ asset is recognized in other comprehensive Income and are not reclassified to profit or loss in a subsequent period.

(ii) Short-term Employee Benefits

All employee benefits payable within twelve months of rendering the service are classified as short-term benefits. Such benefits include salaries, wages, bonus, short term compensated absences, awards, ex-gratia, performance pay etc in the period in which the employee renders the related service. A liability is recognized for the amount expected to be paid when there is a present obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

(iii) Compensated absences

The Company provides accumulating and non-accumulating paid absences such as annual leave, sick leave and casual leave. Accumulating paid absences are partly vesting and non-vesting. The Company recognizes the expected cost of accumulating paid absences as the additional amount that the entity expects to pay as a result of the unused entitlement. Non-accumulating paid absences do not carry forward and are lapsed if the current period's entitlement is not used in full and do not entitle employees to a cash payment for unused entitlement on leaving the Company. The Company does not recognize any liability or expense until the time of the absence.

Compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services are recognized as undiscounted liability at the balance sheet date. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognized as an actuarially determined liability at the present value of the defined benefit obligation at the balance sheet date.

m. Borrowing costs

Borrowing costs are capitalized that are directly attributable to the acquisition, construction or production of a qualifying asset as part of the cost of that asset. Other borrowing costs are recognized as an expense in the period in which it is incurred.

n. Leases

Company as a lessee

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognizes right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any premeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognized in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease.

The lease liability is subsequently premeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and premeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Company recognizes the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognizes any remaining amount of the re-measurement in statement of profit and loss.

Company as a lessor

At the inception of the lease the Company recognize lease payments from operating leases as income on either a straight-line basis.

The Company recognizes costs incurred in earning the lease income as an expense. The Company also recognizes Initial direct costs incurred in obtaining an operating lease to the carrying amount of the underlying asset and recognize those costs as an expense over the lease term on the same basis as the lease income

Transition to Ind AS 116

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified Ind AS 116 Leases which replaces the existing lease standard, Ind AS 17 leases and other interpretations. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lease accounting model for lessees.

The effective date for adoption of Ind AS 116 is annual periods beginning on or after April 1, 2019. The Company has applied the standard to its leases, retrospectively with the cumulative effect of initially applying the Standard recognized on the date of initial application (April 1, 2019). Accordingly, the Company has not restated comparative information. As the Company is not a lessee, the Company has not made any adjustment to the opening balance of the retained earnings at the date of initial application.

o. Foreign currency translation

(i) Functional and presentation currency

Items included in the separate financial statements of the company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The separate financial statements are presented in Indian rupee (INR), which is the Company's functional and presentation currency.

(ii) Initial Recognition

Foreign currency transactions are recorded in Indian currency, by applying the exchange rate between the Indian currency and the foreign currency as at the date of transaction.

(iii) Conversion

Monetary items, designated in foreign currencies are revalued at the rate prevailing on the date of Balance Sheet.

(iv) Exchange Differences

Exchange differences arising on the settlement and conversion of foreign currency transactions are recognized as income or as expenses in the year in which they arise, except in cases where they relate to the acquisition of qualifying assets, in which cases they were adjusted in the cost of the corresponding asset.

p. **Income Taxes**(i) **Current tax:**

Current tax is the amount of tax payable based on the taxable profit for the year as determined in accordance with the applicable tax rates and the provisions of the Income tax Act, 1961.

Current tax assets and current tax liabilities are presented on the net basis in the balance sheet after off-setting current tax paid against income tax provision only if the Company has a legally enforceable right to set off the recognized amounts and it intends either to settle on a net basis.

Minimum alternate tax (MAT) paid in a period / year is charged to the statement of profit and loss as current tax. MAT credit available as an asset only to the extent that there is convincing evidence that the Company will pay normal income tax during the period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have convincing evidence that it will pay normal tax during the specified period.

(ii) **Deferred Tax:**

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

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

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

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized, except:

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

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

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

Current and deferred taxes are in the statement of profit and loss, except to the extent that it relates to items in other comprehensive income or directly in equity.

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

q. Provisions and contingent liabilities

Provisions are recognized when the Company has a present, legal or constructive obligation as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made. Provisions are determined based on the best estimate required to settle the obligation at the Balance Sheet date. Provisions are reviewed at each Balance Sheet date and adjusted to reflect current best estimates.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognized as interest expense.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements. A disclosure for a contingent liability is made where there is a possible obligation arising out of past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation arising out of a past event where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

r. Earnings per share**a. Basic Earnings per Share**

Basic earnings per share is calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the financial year. Earnings considered in ascertaining the company's earnings per share is the net profit for the period after deducting any attributable tax thereto for the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

b. Diluted Earnings per Share

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

28. Employee benefit plans**Compensated absences**

As per the Company's policy, unused leave entitlement gets lapsed and are not carried forward. As a result, there is no liability towards compensated absences as at March 31, 2025 (March 31, 2024 – Rs. Nil).

Gratuity

The Company operates a scheme of gratuity which is a defined benefit plan. The gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days' salary payable for each completed year of service. Vesting occurs upon completion of continuous service for five years.

The following tables summarize the components of net benefit expense in the statement of profit and loss and the funded status and amounts in the Balance Sheet for the respective plans.

Particulars	31 Mar-25	31 Mar-24
Discount rate	6.61%	7.25%
Rate of increase in compensation levels	6.50%	6.50%
Expected rate of return on plan assets	-	-

Changes in present value of obligations

Particulars	Rs.in Lakhs	
	31 Mar-25	31 Mar-24
PVO at beginning of period	3.79	3.25
Interest cost	0.23	0.19
Current Service Cost	0.79	0.62
Curtailment Cost / (Credit)	-	-
Settlement Cost / (Credit)	-	-
Benefits Paid	-	-
Actuarial loss/(gain) due to change in financial assumption	0.17	0.03
Actuarial (Gain)/Loss on obligation	(0.26)	(0.30)
PVO at end of period	4.73	3.79

Break up of service cost

Particulars	Rs.in Lakhs	
	31 Mar-25	31 Mar-24
Past Service Cost	-	-
Current Service Cost	0.79	0.62
Curtailment Cost / (Credit) on plan amendments	-	-
Settlement Cost / (Credit) on plan amendments	-	-
Total	0.79	0.62

Net Interest (Income)/Expense

Particulars	Rs.in Lakhs	
	31 Mar-25	31 Mar-24
Interest (Income) / Expense – Obligation	0.23	0.19
Interest (Income) / Expense – Plan assets	-	-
Net interest (Income) / Expense for the year	0.23	0.19

Amounts recognized in statement of Other Comprehensive Income (OCI)

Particulars	Rs.in Lakhs	
	31 Mar-25	31 Mar-24
Opening amount recognized in OCI outside profit and loss account	(0.27)	1.50
Re-measurement for the year - obligation (Gain) / Loss	(0.26)	(0.30)
Re-measurement for the year - plan asset (gain) / loss	0.17	0.03
Closing amount recognized in OCI (Gain)/ loss	(0.08)	(0.27)

Expense in the statement of profit and loss account

Particulars	Rs.in Lakhs	
	31 Mar-25	31 Mar-24
Current Service Cost	0.79	0.62
Acquisition (Gain) / Loss	-	-
Past service cost	-	-
Net interest (Income)/ Expense	0.23	0.19
Curtailment (Gain) / Loss	-	-
Settlement (Gain) / Loss	-	-
Net periodic benefit cost recognized in the statement of profit & loss at the end of period	1.02	0.82

The amounts to be recognized in the Balance Sheet:

Particulars	Rs.in Lakhs	
	31 Mar-25	31 Mar-24
Present value of obligation at the end of period	4.73	3.79
Fair value of the plan assets at the end of period	-	-
Surplus / (Deficit)	4.73	(3.79)
Current liability	(7,370)	(0.06)
Non-current liability	(4.66)	(3.73)
Amount not recognized due to asset ceiling	-	-
Net asset / (liability) recognized in balance sheet	(4.73)	(3.79)

29. Related Party Transactions:
(i) Names of related parties and nature of related party relationship
Directors/ Key management personnel

- 1 Rupinder Singh Arora: Managing Director
- 2 Ritika Arora: Non Executive Director
- 3 Surendra Gupta - Chief Financial Officer
- 4 Irshad Mansuri - Company Secretary and Compliance Officer

(ii) Related party transactions

Nature of Transaction	Name of the Related Party	31-Mar-25	31-Mar-24
Salary	Rupinder Singh Arora	NIL	NIL
	Total	NIL	NIL
Director's sitting fees	Ritika Arora	-	-
	Total	-	-
Loan payable on demand	Rupinder Singh Arora (Net Loan recd./ (Repaid))	(335.95)	94.50
	Total	(335.95)	94.50

(iii) Balance with related Parties

Nature of Transaction	Name of the Related Party	31-Mar-25	31-Mar-24
Loan payable on demand	Rupinder Singh Arora	8.58	344.53
	Total	8.58	344.53

30. Auditors remuneration
Rs.in Lakhs

Particulars	For the year	
	31 Mar-25	31 Mar-24
Services as statutory auditors	1.50	1.50
Tax audit	0.25	0.25
	1.75	1.75

31. Income taxes
The income tax expense consists of the following:
Rs.in Lakhs

Particulars	For the year	
	31 Mar-25	31 Mar-24
Current tax expense for current year	-	-
Deferred tax (benefit) / expense for current year	(35.53)	(27.16)
Total income tax expense recognized in current year	(35.53)	(27.16)

32. Fair value measurements
Financial instruments by category
Rs.in Lakhs

Particulars	31-Mar-25			31-Mar-24			Fair Value hierarchy
	FVPL	OCI	Amortized cost	FVPL	OCI	Amortized cost	
Financial assets							
Trade receivables	0.60	-	-	6.00	-	-	Level 3
Cash and cash equivalents	-	-	8.76	-	-	0.23	
Other balances with banks	-	-	-	-	-	-	
Loans	-	-	40.38	-	-	6.66	
Other non-current and current financial assets	-	-	48.26	-	-	47.96	
	0.60		97.40	6.00		54.85	
Financial liabilities (Current and non-current)							
Borrowings	-	-	8.58	-	-	344.53	
Trade payables	-	-	11.51	-	-	13.04	
Other financial liabilities	-	-	342.45	-	-	1.34	
	-	-	362.54	-	-	358.92	

Fair value hierarchy:

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

Level 1 — Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2— Inputs are other than quoted prices included within Level1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3—Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

33. Financial risk management

The Company is exposed to various risks such as credit risk, liquidity risk and market risk.

i. Credit risk

Credit risk arises due to customer's failure to repay the debts according to the contractual terms and conditions. It consists of two elements viz. risk of default in payment and decrease in the creditworthiness of the customers. Credit risk is controlled by analyzing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit.

Ageing of trade receivables**Rs.in Lakhs**

Particulars	As at Mar 31, 25	As at Mar 31, 24
Within 30 days	-	-
30 to 60 days	-	-
60 to 90 days	-	-
90 to 120 days	-	-
121 days and above	0.60	6.00
Less: Expected credit loss	-	-
Closing balance	0.60	6.00

The maximum exposure to the credit risk is as follows:**Rs.in Lakhs**

Particulars	As at Mar 31, 25	As at Mar 31, 24
Trade receivables	0.60	6.00
Cash and cash equivalents	8.74	0.22
Loans	-	6.66
Other current financial assets	47.75	47.96
	57.09	60.85

Since the Company is not engaged in Exports, it is not exposed to risk associated with other geographies.

ii. Market risk

The risk that the fair value of the financial instrument may fluctuate because of change in market conditions. Such changes in the values of financial instruments may result from changes in the interest rates, credit, liquidity and other market changes.

Since most of the liquid funds are parked as deposits with maturity of less than three months, the Company is exposed to the interest risk.

iii. Liquidity risk

Maintaining enough balance of cash and marketable securities is essential to meet the obligation when due. Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The Company consistently generated sufficient cash flows from operations to meet its financial obligations as and when they fall due. However, the Company is exposed to liquidity risk as its current financial liabilities are significantly higher than the current financial assets (excluding current tax assets). The details are as follows:

The maximum exposure to the credit risk is as follows:

Particulars	Rs.in Lakhs	
	As at Mar 31, 25	As at Mar 31, 24
Current financial assets	56.49	54.85
Current financial liabilities (includes provisions and other current liabilities)	(3087.01)	(409.72)
	(3030.52)	(354.87)

33. Foreign exchange earnings and outgo:

The earnings and outgo in foreign currency is Rs. 11.52 lakhs for March 31, 2025 (March 31, 2024 – Rs. Nil).

34. Contingent liability:

The Contingent liability as at March 31, 2025 is Rs. Nil (March 31, 2024 – Rs. Nil).

35. Details of dues to micro and small enterprises as defined under MSMED Act, 2006

There are no defaults and overdue amounts payable to suppliers, who have intimated about their status as Micro and Small Enterprises as per the provisions of Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006).

36. Capital commitments:

The capital commitment as at March 31, 2025 is Rs. Nil (March 31, 2024 – Rs. Nil).

37. Investment in Limited Liability Partnership:

During the year ended 2025, the Company acquired a 42.50% partnership interest in White River Properties LLP, a Limited Liability Partnership registered under the LLP Act, 2008.

The Company has assessed that it has significant influence over the LLP based on its ownership interest and rights under the LLP agreement. Accordingly, the LLP has been classified as an associate and the investment has been accounted for using the equity method of consolidation in accordance with Indian Accounting Standard (Ind AS) 28 – Investments in Associates and Joint Ventures.

The share of profit/loss of the LLP has been included in the Consolidated Financial Statements of the Company for the period from the date of acquisition to the reporting date.

38. Ratios:

J	Ratios	As at 31st Mar-25	As at 31st Mar-24
a	Current Ratio		
	Current Assets / Current Liabilities	0.59	0.35
b	Debt-Equity Ratio		
	Total Outside Liabilities / Total Shareholders Fund	2.86	0.51
c	Debt Service Coverage Ratio		
	Net Operating Income / (Principal + Interest Payment)	NA	NA
d	Return on Equity Ratio		
	Net Profit (After Tax)/ Shareholders Fund *100	-6.41	-9.82
e	Inventory Turnover Ratio		
	Inventory / Turnover *100	NA	NA
f	Trade Receivables Turnover Ratio (In Months)		
	12/Turnover * Trade Receivables	NA	NA
g	Trade Payables Turnover Ratio		
	12/Total Trade Purchases * Trade Payables	NA	NA
h	Net Capital Turnover Ratio		
	Total Sales / Shareholders' Fund	NA	NA
i	Net Profit Ratio		
	Net Profit (After Tax)/ Sales *100	NA	NA
j	Return on Capital Employed		
	Earning before Interest and Tax / Fund (Capital + Loans) Employed*100	-9.70	-13.20
k	Return on Investments		
	Net Profits on Investments / Total Investments	NA	NA

39. Previous periods / year's figures have been regrouped where necessary to conform to current period's classification.
40. The company has revalued its Agra property on dated 09.04.2024 as per the valuation report provided by the Registered Valuer and the revalued amount comes to Rs.58.75 lakhs for Land & CWIP. The same property has been reclassified previously held under Property, Plant and Equipment (PPE), into stock-in-trade. The total revalued amount shown as stock in trade and profit shown in June quarter's Limited Review Report. However Disclosure pursuant to Ind AS -8 accounting policies change in accounting estimate and errors (specified under section 133 of companies act 2013, read with Rule 7 of Companies (accounts) Rule 2015) the company has decided to book the Agra Land on its cost value and Agra CWIP on its re-impairment value and reinstate all the three quarter LRR.
41. Corporate Social Responsibility
The Provisions relating to Corporate Social Responsibility are not applicable to the Company.
42. There are no cases of any undisclosed income in the financial statements.
43. The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
44. The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

45. There are no delays in registrations of any charges or satisfactions with Registrar of Companies.
46. The company has not traded or invested in crypto currency or virtual currency during the current year and previous year.
47. The company has not entered any transactions in companies that were struck off under the relevant Sections of the Companies Act 2013.
48. The Company has obtained overdraft facility for working capital limit from the bank and has utilized the same for the purpose for which it is raised, during the year.
49. The company has not given any loans and advance to Promoters, Directors, KMPs or Related parties.
50. No proceedings have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Act, 1988 45 of 1988 the Rules made thereunder.
51. Company was not declared wilful defaulter by any bank or financial institution or other lender.
52. The company has not been sanctioned working capital limit in the form of term loans and overdraft facilities.
53. The company has not entered into any scheme of arrangement in terms of sections 230 to 237 of the Companies Act, 2013.

The accompanying notes form an integral part of the financial statements

As per our report of even date

For **Jain Vinay & Associates**
Chartered Accountants (FRN 006649W)

CA Vinay Jain
Partner
Membership No. 075558
Place : Mumbai
Date:30.05.2025
UDIN: : 25075558BMINUW2673

For and on behalf of the Board of directors of
RAP CORP LIMITED

Rupinder Singh Arora
Managing Director
DIN:- 00043968

Irshad Mansuri
Company Secretary & Compliance Officer

Ritika Arora
Director
DIN:- 00102510

Surendra Gupta
Chief Financial Officer