

PRERNAINFRABUILD LIMITED

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Ref: Prerna Infrabuild Limited
BSE Scrip Code: 531802

Sub: Integrated Annual Report for the financial year 2024-25 and Notice convening the 37th Annual General Meeting of the Company

Dear Sir/ Madam,

This is further to our letter dated August 07, 2025, wherein we had, inter alia, informed that the 37th Annual General Meeting of the Company would be held on Monday, September 08, 2025, at 11.00 a.m. (IST), through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

In accordance with Regulation 30, 34 and 53 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”) please find enclosed herewith a copy of the Integrated Annual Report for the Financial Year 2024-25 and the Notice convening the 37th AGM, being sent to the members whose email addresses are registered with the Company/ Registrar and Transfer Agent/ Depository Participant.

Further, in accordance with Regulation 36(1)(b) of the SEBI Listing Regulations, the Company is also sending a letter to shareholders whose e-mail addresses are not registered with Company/ Registrar and Transfer Agent/ Depository Participant providing the weblink from where the Integrated Annual Report can be accessed on the Company’s website i.e www.prernagroup.com

Prerna Infrabuild Limited

37th Annual Report 2024-2025

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▪ **BOARD OF DIRECTORS**

Name	Designation	DIN
• Mr. Vijay C Shah	Chairman & Managing Director	00038062
• Mr. Sanket V. Shah	Managing Director & CFO	00038121
• Mrs. Nalini V. Shah	Whole time Director	00119538
• Mr. Surendra Sinh Bihola	Independent Director (w.e.f August 21 st 2024)	10741727

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- Mr. Vishal Mekhia Independent Director 10741822
(w.e.f August 21st 2024)
- Mr. Ketan Kumar Chinubhai Limbachia (w.e.f November 13th 2024) 10830670

▪ COMPANY SECRETARY AND COMPLIANCE OFFICER

- Megha Shah (Ahmedabad)

▪ AUDITORS

Philip Fernandes & Co, - Chartered Accountants,
Ahmedabad (Firm Registration Number: 128122W)

- GKV& Associates. (PCS No. 19866)
Ahmedabad

▪ BANKERS

- Bank of Maharashtra
Prerna Tirth Road Branch, Satellite, Ahmedabad-380015

▪ REGISTERED OFFICE & WORKS

▪ "PRERNA"

Survey No. 820/1, in lane of Panchwati Auto, Opp.AnandDhamDerasar,
SG Road, Makarba, Ahmedabad-380058.

Tel:9909008010

E-mail: info@prernagroup.com

Website: www.prernagroup.com

• Register &Share Transfer Agent

• Big Share Service Pvt. Ltd.

E-2/3, Ansh Industrial Estate, Sakivihar Road, Saki Naka,
Andheri (E), Mumbai – 400072

Tel: 022-82470652/40430200

Email: info@bigshareonline.com

Website: ww.bigshareonline.com

NOTICE

Notice is hereby given that the 37TH (Thirty seven) Annual General Meeting(AGM) of the Members of **Prerna Infrabuild Limited** will be held on Monday, 8th September, 2025 at 11:00 a.m. through Video Conferencing (VC)/ Other Audio Visual Means(OAVM),for which purpose the Registered Office of the Company situated at Prerna' Survey no 820/1,in Lane of Panchvati auto Opp.AnandDhamDerasar, S.G. Road Ahmedabad-380058 shall be deemed as the venue for the Meeting and the proceedings of the AGM shall be deemed to be made thereat to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Standalone and Consolidated Audited Profit and Loss for the year ended on 31st March, 2025 and the Standalone and Consolidated Audited Balance Sheet of the Company as on that date together with the Reports of the Directors and Auditors thereon.
2. To appoint a director in place of Shri Nalini Vijay Bhai Shah (DIN: 00119538), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS

3. **To APPOINT For M/S Shah & Jhalawadia, CHARTERED ACCOUNTANTS, AHMEDABAD (FIRM REGISTRATION NUMBER: 140590W) AS A STATUTORY AUDITOR:**

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

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) and/or re-enactment(s) thereof, for the time being in force), M/S Shah & Jhalawadia, Chartered Accountants, Ahmedabad (Firm Registration Number: 140590W) be and are hereby appointed as the Statutory Auditors of the Company for a term of five year from the conclusion of this 37th Annual General Meeting (“AGM”) till the conclusion of the 42nd AGM to be held in the year 2030, at such remuneration plus out of-pocket expenses and applicable taxes etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

4. **APPOINTMENT OF SECRETARIAL AUDITOR OF THE COMPANY**

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

“RESOLVED THAT pursuant to the provisions of Sections 204 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), read with Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended from time to time, pursuant to recommendation of the Audit Committee and the Board of Directors, consent of the members of the Company be and is here by accorded for appointment of M/s. GKV and Associates a firm of Practicing Company Secretaries, Ahmedabad (Peer review Certificate No. S2018GJ565600) as the Secretarial Auditors of the Company for conducting Secretarial Audit and issue the Secretarial Compliance Report

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for a period of 5 (Five) consecutive years from the conclusion of this 37th Annual General Meeting till the conclusion of the 42nd Annual General Meeting (i.e., from FY 2025-26 to FY 2029-30), on such remuneration as recommended by the Audit Committee and as may be mutually agreed between the Board of Directors of the Company and Secretarial Auditors.”

“FURTHER RESOLVED THAT the Board of Directors be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient or incidental for the purpose of giving effect to this resolution and to settle any question or difficulty in connection herewith and incidental hereto.”

5. TO APPROVE REAPPOINTMENT OF MRS. NALINI VIJAY BHAI SHAH (DIN:00119538) AS WHOLE TIME DIRECTOR OF THE COMPANY:

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

“RESOLVED THAT the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 read with Rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and Regulation as per relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any amendments thereto or re-enactment thereof, for the time being in force) (hereinafter collectively referred to as the “Applicable Laws”) and the Articles of Association of the company and on the recommendation of the Nomination and Remuneration Committee and subject to such other shareholders approvals as may be necessary, the consent of the Company be and is hereby accorded for the Reappointment of MRS. Nalini Vijay Bhai Shah (DIN:00119538) as Whole Time Director of the Company who has attained the age of 73 years, for a period of 5 years commencing from 8th September, 2025 to 7th September 2030 (liable to retire by rotation) at a remuneration as set out in the statement annexed to the notice, with full liberty to the Board of Directors (hereinafter referred to as the “Board” which shall be deemed to include the Nomination & remuneration Committee of the Board) to revise/ alter/ modify/ amend/ change the terms and conditions as may be agreed to by the Board and MRS. Nalini Vijay Bhai Shah within the applicable provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT where in any financial year during the tenure of the said Whole Time Director, the Company has no profits or its profit are inadequate, the remuneration as may be approved by the Board of Directors of the Company from time to time shall be paid as minimum remuneration;

RESOLVED FURTHER THAT pursuant to section 196 and any other applicable provisions of the Companies Act, 2013, approval of the Members be and is hereby accorded to the continuation of directorship of MRS. Nalini Vijay Bhai Shah (DIN:00119538), as she has attained the age of 73 years; RESOLVED FURTHER THAT the Board of Directors of the Company and / or Company Secretary of the Company be and are hereby jointly and/or severally authorized to do all such acts, deeds, matters, things and sign and file all such papers, documents, forms and writings as may be necessary and incidental to the aforesaid resolution.”

6. TO APPROVE RE-APPOINTMENT OF MR. VIJAY SHAH (DIN 00038062), AS MANAGING DIRECTOR AND CEO OF THE COMPANY.

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

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V to the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force), based on recommendation of the Nomination and Remuneration Committee and the Board of Directors, the approval of Members of the Company be and is hereby accorded for the re-appointment of Mr. Vijay Shah (DIN 00038062), as an Managing Director and an CEO of the Company, for a period of five years effective from September 08th, 2025 upon such terms and conditions including remuneration as set out below;

A. Remuneration:

- i. Monthly salary INR 2,00,000 lakhs including all allowances and perquisites as per the salary structure of the Company amounting to INR 24,00,000 lakhs on annual basis;
- ii. Performance Bonus (including long term bonus): As per Company’s Bonus scheme(s), as applicable to all the employees of the Company, from time to time;
- iii. Variable pay-out: Payable at such intervals, as recommended by Nomination & Remuneration Committee and approved by the Board;
- iv. Contribution to Provident Fund, Superannuation Fund and Gratuity Fund in accordance with the Act(s) / Scheme(s), as applicable to all the employees of the Company, from time to time.
- v. The aggregate remuneration payable under above paras shall not exceed Rs 5 crores, other than variation in reimbursement of expenses and perquisites.
- vi. Perquisite value of stock options exercised, as per Income Tax Act.

B. Expenses:

- i. The Company to reimburse, on a monthly basis, all reasonable travelling, entertainment and other similar out of pocket expenses necessarily and reasonably incurred by Mr. Vijay Shah wholly in proper performance of her duties and responsibilities.

C. Perquisites:

- i. Reimbursement of Mobile and Telephone charges based on actuals;
- ii. Leave/Holiday Travel allowance and medical reimbursement/ allowance as per Company policy;
- iii. Use of Company Car with Chauffeur;
- iv. Club membership up to a maximum of 2 Clubs;

v. Coverage under group Medical Insurance, Group Life Insurance and Personal Accident Insurance as per Company schemes, as applicable to all the employees of the Company, from time to time

RESOLVED FURTHER THAT pursuant to the provisions of Sections 178, 196, 197, 198 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 ('the Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and/ or any other law (including any statutory(s) modification(s) or re-enactment thereof, for the time being in force) and as recommended by the Nomination and Remuneration Committee and the Board, approval of the Members be and is hereby accorded to fix remuneration of up to INR 24,00,000/- (Indian Rupees Twenty Four Lakh only) per annum for the said period of his tenure of re-appointment i.e. up to September 7th 2030;

RESOLVED FURTHER THAT pursuant to section 196 and any other applicable provisions of the Companies Act, 2013, approval of the Members be and is hereby accorded to the continuation of directorship of Mr. Vijay Shah (DIN 00038062), as he has attained the age of 77 years;

RESOLVED FURTHER THAT based on the recommendation of Nomination and Remuneration Committee, the Board be and is hereby authorised to alter and vary the terms and conditions of such appointment including remuneration and incremental thereof from time to time, but such remuneration shall not exceed INR 24,00,000/- (Indian Rupees Twenty-Four Lakh only) in aggregate per annum for the said period of his tenure of re-appointment i.e. up to September 07th, 2030;

RESOLVED FURTHER THAT any Director/ Key Managerial Personnel of the Company be and are hereby severally authorized to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and sign and execute all applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution."

7. To Approve Reappointment of Mr. Sanket Shah (DIN 00038121), as Managing Director and CFO of the Company.

To Reappoint Mr. Sanket Shah (DIN 00038121), as a Managing Director and CFO of the Company and in this regard, to consider and if thought fit pass the following resolution as a Special Resolution.

“RESOLVED THAT, pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and, as may be required, based on the recommendation of the Nomination & Remuneration Committee and the Board of Directors of the Company, the consent of the members be and is hereby accorded to the re-appointment of Mr. Sanket Shah (DIN 00038121), as the ‘Managing Director’ and CFO of the Company, who will accordingly be not liable to retire by rotation, whose terms of office shall considered effective from 08th September, 2025 and will expire on 07th September, 2030, on the terms and conditions, including the terms of remuneration for the period of 5 Years i.e. up to 7th September, 2030, as set out in the Agreement to be entered with him and briefed in Explanatory Statement annexed to this Notice (“Terms of Remuneration”), with liberty to the Board of the Company to alter and vary the Terms of Reappointment / Remuneration in such manner as deem fit necessary, in accordance with the provisions of the Act and in the best interest of the Company. Remuneration:

1. Monthly salary INR 2,00,000 lakhs including all allowances and perquisites as per the salary structure of the Company amounting to INR 24,00,000 lakhs on annual basis
2. Perquisites and fixed allowances such as paid day, bonus, leave encashment, provident fund, gratuity and other allowances, be paid in addition to the basic salary, as per the Agreement subject to prevailing policy of the Company as may be approved by the Board from time to time.

RESOLVED FURTHER THAT, notwithstanding anything to the contrary contained herein where in any financial year during the currency of tenure of Mr. Sanket Shah, the Company has no profits or its profits are inadequate, the Company will pay the remuneration by way of salary, perquisites and allowances as may be fixed by the Board (which term shall be deemed to include the Nomination and Remuneration Committee and any committee constituted or to be constituted to exercise the powers including its powers conferred under this resolution), subject to compliance with the applicable provisions of Schedule V of the Act or in accordance with statutory modification thereof with liberty to the Board / Committee to decide the breakup of the remuneration from time to time in consultation with the appointee.

RESOLVED FURTHER THAT the Board of Directors of the Company (“the Board”) be and is hereby authorized to execute a New Employment Agreement inter-alia containing the terms and conditions of reappointment and to alter such terms and conditions as it may deem appropriate in relation to reappointment of Mr. Sanket shah in the capacity of Managing Director and CFO of the Company commencing from September 8th, 2025 to September 07, 2030, on the recommendations of the nomination and remuneration committee of the Company subject to terms as specified in the explanatory statement, and in compliance with the applicable provisions of the Act and other applicable laws.

RESOLVED FURTHER THAT, the Board of Directors of the Company or any Key Managerial Personnel of the Company for the time being are hereby severally authorised to do all acts, deeds, matters or things and take such steps as may be necessary, expedient or desirable to give effect to this Resolution.”

8. TO INCREASE THE BORROWING POWERS UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013

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

“RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company and subject to such other approvals as may be necessary, consent of the Company be and is hereby accorded to the Board of Directors of the Company (‘hereinafter referred to as the ‘Board’, which term shall be deemed to include any Committee thereof which the Board may hereinafter constitute to exercise its powers including the powers conferred by this Resolution’) to borrow any sum or sums of money by obtaining loans, overdraft facilities, lines of credit, commercial papers, convertible/ nonconvertible debentures, external commercial borrowings (loans/bonds), INR denominated offshore bonds or in any other forms from Banks, Financial Institutions, other Bodies Corporate or other eligible investors, from time to time, which, together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company’s Bankers in the ordinary course of business) may exceed, at any time, the aggregate of the paid-up share capital and free reserves, provided that the total amount so borrowed by the Board shall not at any time exceed Rs. 100 Crores (Rupees One Hundred Crores only) or equivalent amount in any other foreign currency.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, director and key managerial personnel of the Company be and are hereby severally authorized to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the matter aforesaid and further to do all acts, deeds, matters and things as may be necessary, proper or desirable or expedient to give effect to the above resolution.”

9. Approval of Material Related Party Transactions with Somprerna Solitaire Infra LLP during the financial year 2025-2026.

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution: RESOLVED THAT pursuant to the provisions of Regulations 2(1)(zb), 23 and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, Section 2(76) and other applicable provisions of the Companies Act, 2013 (“Act”) read with the Rules framed thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], other applicable laws / statutory provisions, if any, the Company’s Policy on Material Related Party Transactions and based on the recommendation of the Audit Committee, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include the Audit Committee or any other Committee constituted/ empowered / to be constituted by the Board from time to time to exercise its powers conferred by this Resolution) for the Material Related Party Transaction(s)/ Contract(s) / Arrangement(s) / Agreement(s) entered into / proposed to be entered into (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise), as mentioned in detail in the Explanatory Statement annexed herewith, between the Company and Somprerna Solitaire Infra LLP, a Associate of the Company and accordingly a “Related Party” of the Company, on such terms and conditions as may be mutually agreed between the Company and Somprerna Solitaire Infra LLP, for an aggregate value not exceeding Rs. 3,00,00,000 (Three Crore Only) during the Financial Year 2025-26, provided that such transaction(s) / contract(s) / arrangement(s) / agreement(s) is / are carried out at an arm’s length pricing basis and in the ordinary course of business.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do and perform all such acts, deeds, matters and things, as may be necessary, including but not limited to, finalizing the terms and conditions, methods and modes in respect of executing necessary documents, including contract(s) / arrangement(s)/agreement(s) and other ancillary documents; seeking necessary

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approvals from the authorities; settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred; and delegate all or any of the powers herein conferred to any Director, Chief Financial Officer, Company Secretary or any other Officer / Authorised Representative of the Company, without being required to seek further consent from the Members and that the Members shall be deemed to have accorded their consent thereto expressly by the authority of this Resolution.”

Place: Ahmedabad
Date: 07/08/2025

By order of the Board

Sd/-

Mr. Sanket V. Shah
Managing Director
DIN: 00038121

Registered office:
'PRERNA' SURVEY No. 820/1,
IN LANE OF PANCHVATI AUTO,
OPP ANAND DHAM DERASAR,
S.G. ROAD AHMEDABAD - 380058,
Gujarat

NOTES:

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at www.pernagroup.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. www.evotingindia.com.
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. In continuation to this Ministry's **General Circular No. 20/2020** dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022 and General Circular No. 10/2022 dated 28.12.2022 and after due examination, it has been decided to allow companies whose AGMs are due in the Year 2023 or 2024, to conduct their AGMs through VC or OAVM on or before 30th September, 2024 in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No. 20/2020 dated 05.05.2020

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

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

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

- (i) The voting period begins on <Friday 05th September 2025 at 9.00 a.m.> and ends on <Sunday 7th September 2025 at 5.00 p.m.>. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 1st September 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 venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.
Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

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

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

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	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. 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. 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. 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.
Individual Shareholders holding securities in demat mode with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

	3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
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 sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password

Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant Perna Infrabuild Limited on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **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 & can be delink in case of any wrong mapping.
 - It is Mandatory that, 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.

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- Alternatively non-individual shareholders are required mandatory 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; info@prernagroup.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

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

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.

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

3. **For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.**

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

Details of the Directors seeking appointment/ re-appointment at the 37th (Thirty Seventh) Annual General Meeting Pursuant to Regulation 36 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and as per Secretarial Standard -2 are provided below:

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

The following explanatory statements sets out all material facts relating to business mentioned under item Nos 2 of notice.

Item No. 2

ITEM NO. 2

DETAILS OF DIRECTOR RETIRING BY ROTATION AND SEEKING RE APPOINTMENT **Wholtime Director - Retiring by Rotation**

Name of Director	Shri. Nalini Vijaybhai Shah
Date of Birth	November 30, 1951
Date of Appointment	April 13, 1988
Qualification	B.COM
Expertise	FINANCE
Chairman/ Designated Partner/ Director of other Public Companies/ LLP	NIL
Chairman/ Member of Committees of other Companies*	Chairman: NIL Member: NIL
No of shares held in the Company	6564131

Note: The Directorship held by director mentioned above do not include directorship in Private Limited Company

ITEM NO. 3

M/S Shah & Jhalawadia, Chartered Accountants is a well-known firm of Chartered Accountants situated at Ahmedabad. The firm also holds a Peer Review Certificate No. 015120 dated March 06, 2023 issued by the Peer Review Board of the Institute of Chartered Accountants of India valid till 31st March, 2026. The Board of Directors of the Company on the recommendation of the Audit Committee also recommend the appointment of M/s Shah & Jhalawadia as the Statutory Auditors of the Company to hold office for a period of one year, from the conclusion of this 37TH AGM, till the conclusion of the 42nd AGM of the Company to be held in the year 2030 subject to the approval of the Members at such remuneration plus out of pocket expenses and applicable taxes, as may be mutually agreed between the Board of Directors of the Company and the Auditors. The Company has received the consent letter and eligibility certificate from M/s Shah & Jhalawadia, to act as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made, would be within the limits prescribed under the Act.

Item No. 4

SEBI vide its notification dated 12 December 2024, amended the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The amended regulations require companies to obtain shareholders' approval for appointment of Secretarial Auditors, in addition to approval by the Board of Directors. Further, such Secretarial Auditor must be a peer reviewed company secretary and should not have incurred any of the disqualifications as specified by SEBI.

After evaluating and considering various factors such as industry experience, competence of the audit team, efficiency in conduct of audit, independence, etc., The Board of Directors has, based on the recommendation of the Audit Committee and subject to the approval of the shareholders in the Annual General Meeting, appointed M/s. GKV & Associates Company Secretaries, Practicing Company Secretary (Peer review Certificate No. S2018GJ565600) as Secretarial Auditors of the Company for a period of 5 (Five) consecutive years from the conclusion of this 37th Annual General Meeting till the conclusion of the 42nd Annual General Meeting (i.e., for the Financial Year April 1, 2025 – March 31, 2026 to April 1, 2029 – March 31, 2030).

Explanatory Statement

Pursuant to Section 102 of the Companies Act, 2013

Rationale for appointment

M/s. Gautam Virsadiya, Company Secretaries, a firm of Practicing Company Secretaries, Ahmedabad is registered with The Institute of Company Secretaries of India (ICSI) and has Peer Review Certificate No. S2018GJ565600 issued by the Institute of Company Secretaries of India (ICSI).

Their expertise covers Corporate legal compliances, Corporate Governance, Advisory and Consulting.

M/s. Gautam Virsadiya, Company Secretaries has capability to serve a diverse and complex business landscape as that of the Company, audit experience in the Company's operating segments and possesses the market standing and technical knowledge best suited to handle the scale, diversity and complexity associated with the audit of the Secretarial matters of the Company.

M/s. Gautam Virsadiya, Company Secretaries have given their consent to act as the Secretarial Auditors of the Company and have confirmed that their appointment, if made, will be within the limit specified

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under section 204 of the Companies Act, 2013. They have also confirmed that they are not disqualified to be appointed as secretarial auditors in terms of the provisions of the Section 204 of the Companies Act, 2013 and the Rules made thereunder, read with Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and other applicable Regulations.

In view of their qualifications and experience in undertaking Secretarial Audit, it is proposed to appoint M/s. Gautam Virsadiya, Company Secretaries as Secretarial Auditors of the Company.

The remuneration paid to M/s. Gautam Virsadiya, Company Secretaries, for the financial year 2024 was ₹ 1,50,000/- (Rupees One lakh fifty thousand only) excluding taxes and reimbursement of out-of-pocket expenses for carrying out Secretarial Audit and issue the Secretarial compliance Report for the financial year 2024-2025.

Based on the recommendations of the Audit Committee, the Board has approved a remuneration of ₹ 1,50,000/- (Rupees One Lakh Fifty Thousand only) plus taxes as applicable and out of pocket expenses, for carrying out Secretarial Audit and issue the Secretarial compliance Report for the Financial Year 2025-26.

The Remuneration payable to M/s. Gautam Virsadiya, Company Secretaries for the Financial Year 2026-27 and thereafter will be as mutually agreed between Board of Directors and Secretarial Auditor.

Pursuant to regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Members of the Company are required approve the appointment of M/s. Gautam Virsadiya, Company Secretaries as Secretarial Auditors and the remuneration to be paid to the Secretarial auditors of the Company.

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

The Directors recommend the aforesaid resolutions as set out at Item Nos.4 of the Notice for the approval by the members as Ordinary Resolution.

ITEM NO. 5

The Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee Reappointed Mrs. Nalini Vijay Bhai Shah (DIN: 00119538) as Whole Time Director of the Company, for a period of period of 5 (five) years with effect from 8th September, 2025, subject to approval of the Members of the Company.

The remuneration proposed for Mrs. Nalini Vijay Bhai Shah is commensurate with the industry and size of the Company.

The terms and conditions are set out herein below:

1. **TENURE OF APPOINTMENT:** The Reappointment of Mrs. Nalini Vijay Bhai Shah as Whole Time Director for a period of 5 years with effect from 8th September 2025.

2. **DUTIES AND RESPONSIBILITIES:** Mrs. Nalini Vijay Bhai Shah the 'Whole Time Director' of the Company shall, subject to the provisions of the Companies Act, 2013, and overall superintendence and control of the Board of Directors of the Company, shall perform such duties and exercise such powers, as have been or may, from time to time, be entrusted to, or conferred on him, by the Board of Directors of the Company.

3. **REMUNERATION:**

a) Basic Salary shall be Rs. 2,00,000/- per month w.e.f. 08.09.2025.

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b) Minimum Remuneration - Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of tenure of Mrs. Nalini Vijay Bhai Shah, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of basic salary as specified above.

4. OTHER TERMS OF APPOINTMENT:

(a) The terms and conditions of the appointment of Mrs. Nalini Vijay Bhai Shah may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed to between the Board and, subject to such approvals as may be required.

(b) Mrs. Nalini Vijay Bhai Shah will be liable to retire by rotation.

The Board of Directors is of the opinion that the above remuneration being paid / payable to Mrs. Nalini Vijay Bhai Shah, as a Whole Time Director of the Company, is commensurate with her duties and responsibilities. The Board considers that her association as Whole time Director will be beneficial to and in the interest of the Company.

Additional details of Mrs. Nalini Vijay Bhai Shah as required pursuant to Companies Act, 2013 (hereinafter referred to as 'the Act') and the Secretarial Standard-2 issued by the Institute of Company Secretaries of India are provided in the table annexed to this Notice. The Board recommends the Special Resolution as set out at Item Nos.5 of the Notice for approval of the Members.

Item No. 6:

To approve re-appointment and remuneration of Shri Vijay Chandulal Shah as a Managing Director and CEO for a period of 5 years effective from September 08, 2025, up to September 07, 2030. It is now proposed to re-appoint Shri Vijay Chandulal Shah as a Managing Director and CEO of the Company for a period of five (5) years from September 08, 2025 up to September 07, 2030. The Board of Directors on the recommendation of Nomination and Remuneration Committee and subject to shareholders' approval, re-appointed Shri Vijay Chandulal Shah as a Managing Director and a CEO of the Company for a period of five years with effect from September 08, 2025 up to September 07, 2030. The terms and conditions relating to the re-appointment and terms of remuneration to Shri Vijay Chandulal Shah as a Managing Director (designated as an "CEO") are as follows:

- A. Tenure: for a period of 5 years (With effect from September 8, 2025 up to September 7, 2030)
- B. Remuneration (With effect from September 8, 2025)
- C. Monthly salary INR 2,00,000 lakhs including all allowances and perquisites as per the salary structure of the Company amounting to INR 24,00,000 Lakh on annual basis;
- D. Performance Bonus (including long term bonus): As per Company's Bonus scheme(s), as applicable to all the employees of the Company, from time to time;
- E. Variable pay-out: Payable at such intervals, as recommended by Nomination & Remuneration Committee and approved by the Board;
- F. Contribution to Provident Fund, Superannuation Fund and Gratuity Fund in accordance with the Act(s) / Scheme(s), as applicable to all the employees of the Company, from time to time.
- G. Perquisite value of stock options exercised, as per Income Tax Act.
- H. Expenses: The Company to reimburse, on a monthly basis, all reasonable travelling, entertainment and other similar out of pocket expenses necessarily and reasonably incurred by Shri Vijay Chandulal Shah wholly in proper performance of his duties and responsibilities. . I
- I. Perquisites: vi. Reimbursement of Mobile and Telephone charges based on actuals;

- J. Leave/Holiday Travel allowance and medical reimbursement/ allowance as per Company policy; The Company has received requisite consent/declarations for the appointment of Shri Vijay Chandulal Shah as a Managing Director as required under the Act and rules made thereunder. The Board recommends the resolution set forth in Item No. 6 relating to the re-appointment of Shri Vijay Chandulal Shah as a Managing Director and a CEO of the Company, by way of Special Resolution as she has attained the age of 77 years.

This explanatory statement and the resolution at Item No. 6 which outlines the terms and conditions may also be read and treated as disclosure in compliance with the requirement of Section 190 of the Companies Act, 2013.

A brief profile and other information in pursuant to Para 1.2.5 of Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI), are provided as Annexure to this Notice. Except Shri Vijay Chandulal Shah and her relatives, no other director(s) and Key Managerial Personnel(s) or their relatives, are in any way, concerned or interested, financially or otherwise, in this resolution.

Item No. 7

To approve re-appointment and remuneration of Shri Sanket Vijaybhai Shah as a Managing Director and CFO:

Mr. Sanket Vijaybhai shah (DIN: 00038121), aged 45, has been serving as the Managing Director and CFO of the Company Therefore, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has proposed the reappointment of Mr. Sanket Vijaybhai shah as Managing Director and CFO for a period of 5 years, starting from September 08th, 2025, until September 07, 2030, on the terms and conditions stated hereto or an agreement proposed to be entered with them, subject to the approval of the shareholders. The approval of the members is being sought for the terms, conditions, and provisions concerning the reappointment of Mr. Sanket Vijaybhai Shah as Managing Director and CFO along with the associated remuneration. These proposed terms align with the remuneration structure essential to sustain our effort in motivating proficient professional managers who boast a commendable career trajectory, especially in pivotal roles similar to the ones they hold. The material terms of re-appointment and remuneration are given below:

Terms of re-appointment:

1. Mr. Sanket Shah shall be re-appointed as Managing Director and CFO effective from September 08, 2025, until the conclusion of September 07, 2030.
2. Remuneration Terms: The basic salary shall be Rs. 2,00,000/- per month. however, the Board may, at any time, revise the salary and other terms & conditions for appointment in line with referred provisions of the Act.

Perquisites:

1. Contributions to provident funds, superannuation funds, or annuity funds, either individually or collectively, shall not be subject to taxation under the Income-tax Act, 1961.
2. Gratuity will be paid at a rate not exceeding half a month's salary for each completed year of service.
3. Leave encashment will be available at the culmination of the tenure.
4. The Managing Director shall have entitlement to additional perquisites in line with those accorded to executives within the Company, subject to periodic approval from the Board of Directors.
5. Apart from the basic salary, other perquisites and fixed allowances, including paid days, bonuses, leave encashment, provident fund, gratuity, and related allowances, will be disbursed as stipulated in

the Agreement subject to prevailing policy of the Company as may be approved by the Board periodically. In the event of a loss or inadequate profits in any financial year, the Company shall provide Minimum Remuneration as determined by the provisions outlined in Schedule V of the Companies Act, 2013, applicable to both the Managing Director and CFO.

All documents referenced in the Notice and the Explanatory Statement are accessible for inspection at the Registered Office of Notice of AGM the Company during regular business hours (10:00 a.m. to 06:00 p.m.) on working days, up to the date of the 37th Annual General Meeting (AGM) of the Company. Pursuant to Regulation 36(3) of SEBI Regulations and in alignment with Secretarial Standard 2 on General Meetings, comprehensive details regarding the appointment or reappointment of Directors have been provided as an Annexure to this Notice.

A brief profile and other information in pursuant to Para 1.2.5 of Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India (ICSI), are provided as Annexure to this Notice. Except Shri Sanket Vijay Shah and her relatives, no other director(s) and Key Managerial Personnel(s) or their relatives, are in any way, concerned or interested, financially or otherwise, in this resolution

The Company has received all necessary statutory disclosures and declarations from all Directors, encompassing written consent to act as Managing Director, Whole-time Director, along with Form DIR-8 confirming their non-disqualification under sub-section (2) of Section 164 of the Act.

ITEM NO. 8 To increase the borrowing limits of the Company

Keeping in view the Company's long term strategic and business objectives, the Company may need additional funds. For this purpose, the Company may, from time to time, raise finance from various Banks and/or Financial Institutions and/ or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the paid-up capital and free reserves of the Company. Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves at any time except with the consent of the members of the Company in a general meeting.

The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item nos. 8 for approval by the members of the Company as Special Resolutions. None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

Item No. 9 Related Party Transaction

Pursuant to Regulation 23 of SEBI Listing Regulations, the threshold limit for determination of material related party transactions is the lower of `1,000 crore (Rupees One thousand crore) or 10% (ten percent) of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity and such material related party transactions exceeding the limits, would require prior approval of Members by means of an Ordinary Resolution.

Sr No.	Particular	Remark
1	Name of the Related Party	Somprerna Solitaire Infra LLP
2	Percentage of the Company's annual consolidated turnover, for the financial year, that is represented by the value of the proposed transaction (such percentage calculated on the basis of the annual turnover on a consolidated basis)	INR 3 Crores constitute 28.65% of the Consolidated Turnover* of the Company for the financial year ended March 31, 2025.
3	Nature of Relationship	Associate of Perna Infrabuild Limited
4	Nature, material terms, monetary value and particulars of the contract or arrangement	Transaction(s), contract(s), arrangement(s) including purchase fixed assets, Land, Building etc. on a continuing basis. The monetary value of proposed transaction(s), contract(s), arrangement(s) in one or more tranches during FY2025-26 is expected to be not exceeding Rs. 3,00,00,000/- (Rupees Three crore only) a) Loan given / Interest on Loan given; b) Any transfer of resources, services or obligations to meet its objectives/ requirements; c) Purchase/ sale/ transfer of any immovable and movable property including any security(ies).
5	Justification/Rationale for entering into the proposed transaction	Company plans to purchase of Land.
6	Whether at arm's length basis	Yes
7	Whether in Ordinary course of business	Yes
8	If the related party transaction(s) relates to any loans/inter corporate deposits/ advances or investments made by/given by listed entity or its subsidiary	NA

9	Any other information relevant or important for the members to take a decision on the proposed resolution.	Financial assistance/support is a continuous/recurring activity taking place amongst the group companies. It is driven by constant requirement of capital arising for operations and for their other business requirement/ objectives in accordance with laid down norms, policies and procedures.
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The Management has provided the Audit Committee with relevant details of the proposed Material Related Party Transactions, in accordance with the SEBI Master Circular. The Audit Committee has noted that the said transaction(s) will be at an arm's length basis and will be in the ordinary course of business.

The Related Party Transactions placed for Shareholders approval shall also be reviewed/monitored on quarterly basis by the Independent Members of Audit Committee of the Company as per Regulation 23 of the SEBI Listing Regulations and Section 177 of the Act and shall remain within the proposed amount(s) being placed before the Shareholders. Any subsequent material modifications in the proposed transactions, as defined by the Audit Committee as a part of the Company's Policy on Materiality of and Dealing with Related Party Transactions, shall be placed before the Shareholders for approval, in terms of Regulation 23(4) of the SEBI Listing Regulations.

Shareholders may please note that in terms of provisions of the SEBI Listing Regulations, none of the related party(ies) (whether such related party(ies) are a party to the proposed transactions or not), shall vote to approve the Ordinary Resolutions at Item No. 9 of the Notice whether the entity is a related party to the particular transaction or not.

Based on the information on Related Party Transactions, summarized in this Notice and the recommendation of the Independent Members of Audit Committee, the Board recommends the Ordinary Resolution set forth at Item No. 9 of the Notice for approval of the Shareholders.

None of the Directors or Key Managerial Personnel except Mr. Sanket shah, Managing Director, of the Company or their relatives are in any way, financially or otherwise concerned or interested in the said Resolution(s) except to the extent of their shareholding in the Company, if any.

Annexure A: Brief Resume of Director's seeking appointment/re-appointment. Details of Directors seeking appointment Annual General Meeting pursuant to the provisions of (i) Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ('SS-2'), issued by The Institute of Company Secretaries of India and are provided herein below:

Name of Director	Shri Sanket Vijay Shah	Shri Vijay Chandulal Shah	Smt. Nalini Vijay Shah
Date of Birth	18/05/1981	14/01/1947	30/11/1951

PERNAINFRABUILD LIMITED

Relationship with Son	Father	Mother/Spouse
other Directors		
Date of Appointment	29/05/2004	13/04/198
Qualification	M.B.A	B COM
Expertise	Entrepreneur	Entrepreneur
Chairman/Director of other Companies	NIL	NIL
Chairman/ Member of Committees	Members: 2	Members: NIL
(including Audit Committee, Stakeholder & Nomination and Remuneration Committee)	Chairman: nil	Chairman: NIL
No of shares held in the Company	397404	3384771
		6564131

Place: Ahmedabad
Date: 07/08/2025

By order of the Board

Sd/-

Mr. Sanket V. Shah
Managing Director
DIN: 00038121

DIRECTORS' REPORT

To,

PRERNAINFRABUILD LIMITED

The members of
PRERNA INFRABUILD LIMITED

Dear Members,

Your directors have pleasure in presenting the 37th Director's Report of your Company together with the Audited Statement for the financial year ended, 31st March, 2025.

The summary of operating results for the year ended 31st March, 2025 is given below:

FINANCIAL HIGHLIGHTS

(Rupee in Lakh)

Particulars	Standalone		Consolidated	
	Current Year	Previous Year	Current Year	Previous Year
Sales	508.17	2382.36	1046.82	4535.06
Other Income	360.15	234.80	360.16	234.80
Total Income	868.32	2617.16	1406.98	4769.86
Depreciation	20.20	22.56	20.32	22.56
Tax				
Current Tax	32.91	166.75	32.91	176.61
Deferred Tax	(0.60)	(0.44)	(0.59)	(0.44)
Profit/(Loss) after Tax	134.45	521.21	130.55	539.24
Earnings per share (Rs.): Basic	0.37	1.44	0.37	1.44
Earnings per share (Rs.): Diluted	0.37	1.44	0.37	1.44

1. STATE OF COMPANY'S AFFAIRS

Standalone Income from operations during the financial year ended 31st March 2025 was at Rs. 508.17 Lakhs as against Rs 2382.36 Lakhs representing and decreases by 21% over the previous year. Profit after Tax for the year under review amounted to Rs. 134.45 Lakhs as against Rs. 521.21 Lakhs.

Consolidated Income from operations during the financial year ended 31st March 2025 was at Rs. 1046.82 Lakhs as against Rs 4535.06 Lakhs representing and decreases by 23% over the previous year. Profit after Tax for the year under review amounted to Rs. 130.55 Lakhs as against Rs. 539.24 Lakhs.

2. CHANGE IN THE NATURE OF BUSINESS

Your Company continues to operate in the same business segment as that of previous year and there is no change in the nature of the business.

3. DIVIDEND

To conserve resources of the Company and in view inadequate profits, the directors do not recommend any Dividend for the year ended 31.03.2025.

4. TRANSFER TO RESERVES

The Board of Directors proposed to Rs. 134.45/- Lakh to General Reserve Account

5. MANAGEMENT DISCUSSION & ANALYSIS

A report on Management Discussion and Analysis, as required in terms of Regulation 34(2) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, forms part of this report and it deals with the Business Operations and Financial Performance, Research & Development Expansion & Diversification, Risk Management, Marketing Strategy, Safety & Environment, significant changes in key financial ratios etc. in Annexure-A.

6. CHANGES IN SHARE CAPITAL

Authorized Share Capital

There has not been change in Authorized Share Capital of Company.

Issued, Subscribed and Paid-Up Share Capital

There has not been Change in Issued, Subscribed and Paid-Up Share Capital of Company.

7. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES.

The Company has One Subsidiary and three Associate Firm Viz. M/S Perna Infrabuild and Perna Solitaire Infra Llp, SOMPRERNA SOLITAIRE INFRA LLP, Vipreja Projects LLP as on 31st March, 2025. There are no joint venture companies within the meaning of Section 2(87) of the Companies Act, 2013 ("Act") AND AOC 1 AS PER ANNEXURE C.

8. MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR

There have been no material changes and commitments, which have occurred between the end of the financial year of the Company and the date of the report, which has affected the financial position of the Company.

9. MEETINGS OF THE BOARD OF DIRECTORS AND COMMITTEES

The information of meetings of the Board of Directors and Committees as held during the financial year 2024-25 is provided under clause 2 (b) of the Corporate Governance Report.

10. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134(3) (c) of the Companies Act, 2013, the Board of Directors hereby confirms that,

- i. In preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures.

- ii. It has in the selection of the accounting policies, consulted the Statutory Auditors and has applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2025 and of the profits of the Company for that period.
- iii. It has 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, to the best of its knowledge and ability. There are however, inherent limitations, which should be recognized while relying on any system of internal control and records.
- iv. It has prepared the annual accounts on a going concern basis.
- v. The directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operation efficiently.
- vi. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

11. INDEPENDENT DIRECTORS MEETING

During the year under review, the Independent Directors of the Company met on 10th February 2025, discussed inter-alia,

- a. Evaluation of performance of Non-Independent Director and the Board of Directors of the Company as a whole.
- b. Evaluation of performance of the Chairman of the Company, taking into views of executive and Non-Executive Directors.
- c. Evolution of the quality, content and timelines of flow of information between the management and the board that is necessary for the board to effectively and reasonably perform its duties.

12. DIRECTORS & KEY MANAGERIAL PERSONAL

Shri Nalini Vijaybhai Shah (DIN: 00119538) retires by rotation under Section 152 of the Companies Act, 2013 and being eligible, offers herself for re-appointment.

Re-appointment of Mr. Vijay Shah (DIN 00038062), as Managing Director and CEO for period of 5 years of the Company subject to the approval of Members.

Re-appointment of Mr. Sanket Shah (DIN 00038121), as Managing Director and CFO for period of 5 years of the Company subject to the approval of Members.

Re-appointment of Mrs. Nalini Shah (DIN 00119538), as Whole-Time Director of the Company for period of 5 years of the Company subject to the approval of Members.

13. CORPORATE GOVERNANCE

The Company is committed to maintain and adhere to the Corporate Governance requirements set out by SEBI. The Report on Corporate Governance along with requisite certificate from M/s. GKV&associates, Practicing Company Secretary, Ahmedabad, is annexed as an Annexure- E to this Report.

14. PERFORMANCE EVALUATION

Pursuant to applicable provisions of the Companies Act, 2013 and the Listing Regulations 2015, the Board, in consultation with its Nomination & Remuneration Committee, has formulated a framework containing, inter-alia, the criteria for performance evaluation of the entire Board of the Company, its Committees and Individual Directors, including Independent Directors. The detailed information in this regard has been given in the Corporate Governance Report.

15. LISTING

The Equity shares of the Company are listed at Bombay Stock Exchange. The Company has paid listing fees to the Stock Exchange for the year 2024-25.

16. DEPOSITS

Your Company has not accepted any deposit and as such no amount of principal and interest were outstanding as at the Balance Sheet date.

17. RISK MANAGEMENT

The Company is exposed to various business risks. These risks are driven through external factors like economic environment, competition, regulations etc. The Company has laid down a well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process. A detailed exercise is being carried out to identify, evaluate, manage and monitor business and non-business risks. The Audit Committee and Board periodically review the risks and suggest steps to be taken to manage/mitigate the same through a properly defined framework. During the year, a risk analysis and assessment was conducted, and no major risks were noticed, which may threaten the existence of the Company.

18. CORPORATE SOCIAL RESPONSIBILITY (CSR)

A Corporate Social Responsibility ("CSR") Committee has been constituted in accordance with Section 135 of the Companies Act. The details required under the Companies (Corporate Social Responsibility Policy) Rules, 2014, as amended, with respect to the CSR Committee and an Annual Report on CSR activities undertaken during the financial year ended March 31, 2025 are appended as Annexure G to this Report. The CSR Policy is available on the website of the Company at www.prernagroup.com. The Company has not participated in any direct or indirect political contributions and/ or charitable contributions/sponsorships.

19. STATUTORY AUDITORS AND AUDITORS REPORT

M/S Shah & Jhalawadia, Chartered Accountants (Firm Registration No: 0140590W) the statutory auditors of the Company, will hold office till the conclusion of the 42nd Annual General Meeting of the Company. The Board has recommended to appoint of M/S Shah & Jhalawadia, Chartered Accountants as the statutory auditors of the Company, for a term of Five year, from the conclusion of the thirty-seven Annual General Meeting scheduled to be held in the year 2025 till the conclusion of the Forty Second Annual General Meeting to be held in the year 2030, for approval of shareholders of the Company, based on the recommendation of the Audit Committee

Statutory Auditors were paid Rs. 50,000 as Audit Fees during the year under review. The statutory auditors report is annexed to this annual report. They have not reported any incident of fraud to the Audit Committee of the Company during the year under review.

20. Secretarial Auditors and Secretarial Standards

The Secretarial Audit was carried out by Mr. Gautam Virsadiya (M No: FCS-12366, CP No: 19866), M/s. GKV & Associates, a firm of Practicing Company Secretaries, Ahmedabad, Gujarat for the financial year 2024- 25. The report issued by the secretarial auditor is annexed in Annexure-D and forms integral part of the Board's Report. There has been qualification, reservation or adverse remark in their Report.

In terms of Regulation 24(A) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 as amended from time to time, the Company has obtained the Secretarial Compliance certificate from Mr. Gautam Virsadiya (M No: FCS-12366, CP No: 19866), M/s. GKV & Associates, M/s. GKV & Associates, a firm of Practicing Company Secretaries, Ahmedabad, Gujarat is annexed in Annexure- D and forms part of the Annual Report and the same was also intimated to the Stock Exchanges where the shares of the Company are listed.

Pursuant to Regulation 34(3) and Schedule V Para C clause (10) (i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Company has obtained a certificate from Mr. Gautam Virsadiya (M No: FCS-12366, CP No: 19866), M/s. GKV & Associates a firm of Practicing Company Secretaries, Ahmedabad is annexed in Annexure-D and forms part of the Annual Report and the same was also intimated to the Stock Exchanges where the shares of the Company are listed.

Your Company is in compliance with all applicable Secretarial Standards issued by the Institute of Company Secretaries of India, New Delhi for the financial year ended March 31, 2025.

Further, your Directors in their meeting held on June 19, 2025, have appointed M/s. GKV & Associates, Company Secretaries, Practicing Company Secretary, Ahmedabad, Gujarat as Secretarial Auditors of the Company for a period of 5 (Five) consecutive years from the conclusion of this 37th Annual General Meeting till the conclusion of the 42nd Annual General Meeting (i.e., for FY 2025-26 to FY 2029-30), subject to the approval of the shareholder in the 37th Annual General Meeting of the company to be held on September 8, 2025.

Accordingly, a resolution has been proposed by the Board in the notice of the 37th Annual General Meeting in this regard.

M/s GKV & ASSOCIATES, Practicing Company Secretary has been appointed as the Secretarial Auditor of the Company for the financial year 2024-25 as required under Section 204 of the Companies Act 2013 and Rules there under. The Secretarial Audit Report for the financial year ended March 31st, 2025 is annexed herewith marked as Annexure D to this Report. The Secretarial Audit Report contains an adverse remark which is dealt with as under:

21. COMMITTEES OF THE BOARD

Currently the Board has Four Committees:

- a. Audit Committee,
- b. Stakeholders' Relationship Committee,
- c. Nomination & Remuneration committee.
- d. Corporate Social Responsibility committee.

A detailed note on the Board and its committees, composition and compliances, as per the applicable provisions of the Act and Rules is provided under the Corporate Governance Report.

22. DISCLOSURE REGARDING MAINTENANCE OF COST RECORDS

The Company is not required to maintain cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013.

23. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED

There were no additional investments made in Prerna Infrabuild and PRERNA SOLITAIRE INFRA LLP, Somprerna LLP, Vipreja LLP during the financial year ended 31st March 2025.

24. EXTRACT OF ANNUAL RETURN

Extract of Annual Return of the Company is annexed herewith as to this Report and also available on www.prernagroup.com

25. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) & 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as **Annexure B**.

26. INSURANCE

All the insurable interest of the Company, including Inventories, Buildings, Machinery etc., is adequately insured.

27. CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All related party transactions done by the Company during the financial year were at arm's length and in ordinary course of business. All related party transactions were reviewed and approved by the Audit Committee. During the financial year 2024-25, your Company has not entered into any material related party transaction as per the SEBI Listing Regulations with any of its related parties. Disclosures pursuant to the Accounting Standards on related party transactions have been made in the notes to the Financial Statements. As there were related party transactions which were in the ordinary course of the business or not on arm's length basis and also since there was no material related party transaction as stated above, disclosure under Section 134(3) (h) in Form AOC-2 of the Companies Act, 2013 is available in Annexure F.

29. DECLARATION BY INDEPENDENT DIRECTORS

The Board of Directors of the Company hereby confirms that all the independent directors duly appointed by the Company have given the declaration and they meet the criteria of independence as provided under Section 149(6) of the Companies Act, 2013.

28. FAMILIARIZATION PROGRAMME

Since all independent directors are associated with the Company for more than 5 (years), the company has not conducted familiarization program for independent directors.

29. VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has established a Vigil Mechanism / Whistle Blower Policy to deal with instances of fraud and mismanagement, if any. The Policy has a systematic mechanism for directors and Employees to report concerns about unethical behavior, actual or suspected fraud or violation Of the Company's Code of Conduct or policy.

30. NOMINATION AND REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee, framed a policy for selection and appointment of Directors, senior Management and their Remuneration including criteria for determining qualifications, positive attributes, Independence of a director. The details of the Nomination and Remuneration Policy are covered in the Corporate Governance Report. The said policy has also been uploaded on the Company's website www.pernagroup.com.

31. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION

A. Conservation of Energy

Since the Company does not carry out any manufacturing activity, the particulars regarding conservation of energy, technology absorption and other particulars as required by the Companies (Accounts) Rules, 2014 are not applicable.

B. Technology Absorption

There is no research and development activity carried out by the Company.

32. FOREIGN EXCHANGE EARNINGS AND OUT GO

There were no foreign exchange earnings and outgo during the year under review.

33. EQUITY CAPITAL

a) BUY BACK OF SECURITIES

The Company does not have any scheme or provision of money for the purchase of its own shares by employees/ Directors or by trustees for the benefit of employees/ Directors.

b) SWEAT EQUITY

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

c) BONUS SHARES

No Bonus Shares were issued during the year under review.

d) EMPLOYEES STOCK OPTION PLAN

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

e) EQUITY SHARES WITH DIFFERENTIAL RIGHTS

The Company has not issued equity shares with differential rights as to dividend, voting or otherwise.

SHARES IN SUSPENSE ACCOUNT

- Aggregate number of shareholders and the outstanding shares in the Suspense Account lying at the beginning of the year: **NIL**
- Number of shareholders who approached issuer for transfer of shares from Suspense Account during the year: **Not Applicable**
- Number of shareholders to whom shares were transferred from Suspense Account during the year: **Not Applicable**
- Aggregate number of shareholders and the outstanding shares in the Suspense Account lying at the end of the year: **NIL**
- That the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares: **Not Applicable**

SHARES IN UNCLAIMED SUSPENSE ACCOUNT

- Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account lying at the beginning of the year: **NIL**
- Number of shareholders who approached issuer for transfer of shares from the Unclaimed Suspense Account during the year: **Not Applicable**
- Number of shareholders to whom shares were transferred from the Unclaimed Suspense Account during the year: **Not Applicable**
- Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account lying at the end of the year: **NIL**

34. INTERNAL FINANCIAL CONTROLS

According to Section 134(5) (e) of the Companies Act, 2013, the term Internal Financial Control (IFC) means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information. Rule 8(5) (viii) of Companies (Accounts) Rules, 2014 requires the information regarding adequacy of Internal Financial Controls with reference to the financial statements to be disclosed in the Board's report. The Company has a well-placed, proper and adequate IFC system which ensures that all assets are safeguarded and protected and that the transactions are authorized, recorded and reported correctly.

35. PREVENTION OF INSIDER TRADING CODE

As per SEBI (Prohibition of Insider Trading) Regulation, 2015 as amended from time to time, the Company has adopted a Code of Conduct to Regulate, Monitoring & Reporting of Trading by Insiders.

The Company has appointed Company Secretary of the Company as Compliance Officer, who is responsible for setting forth procedures and implementation of the code of conduct for trading in Company's securities. During the FY 2024-25 the Company has duly complied with the said code.

Apart from this Code the Company has put in place Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI), Policy and procedures for inquiry in case of leak of unpublished price sensitive information to ensure compliance with SEBI Prohibition of Insider Trading Regulation (PIT Regulations) with the approval of the Board of Directors. During the year, the Company regularly sent informational e-mails to the specified Employees on topics including Do's and Don't's while dealing with the securities of the Company and window open period/closed period to familiarise, educate and remind them of the provisions of Share Dealing Code and SEBI PIT Regulations.

Your Company is maintaining Structured Digital Database ('SDD'), the database of unpublished price sensitive information (UPSI), shared internally and externally, with the intent of keeping track as to who all were in the know of an UPSI before it became public.

36. INTERNAL CONTROL SYSTEM

The Company has in place, adequate systems of Internal Control to ensure compliance with policies and procedures. It is being constantly assessed and strengthened with new / revised standard operating procedures and tighter information technology controls. Internal audits of the Company are regularly carried out to review the internal control systems. The Audit Reports of Internal Auditor along with their recommendations and implementation contained therein are regularly reviewed by the Audit Committee of the Board. Internal Auditor has verified the key internal financial control by reviewing key controls impacting financial reporting and overall risk management procedures of the Company and found the same satisfactory. It was placed before the Audit Committee of the Company.

37. ANY SIGNIFICANT AND MATERIAL ORDER PASSED BY REGULATORS OR COURTS OR TRIBUNALS

No orders were passed by the Regulators or courts or Tribunals impacting the going concern Status and Company's operation in future.

38. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

Prevention of sexual harassment at the workplace is a critical issue that requires robust mechanisms and proactive measures. The Vishakha Guidelines, established by the Supreme Court of India in 1997, laid the foundation for addressing sexual harassment at the workplace. These guidelines were further reinforced by the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013(i.e. POSH Act). Your Company is committed to providing a safe and conducive work environment to all its employees and associates. In compliance with POSH Act and rules made thereunder, your Company has constituted Internal Complaints Committees (ICCs) covering all workplaces to address complaints of sexual harassment. The company has put in place a Policy on Prevention of Sexual Harassment (POSH) of Women at the Workplace, serving as guiding policies dedicated to preventing and redressing incidents of harassment, ensuring complete anonymity, confidentiality and fairness in the investigation process.

Regular awareness programs and training sessions are conducted to sensitize employees about appropriate workplace behaviour and the consequences of harassment, thereby fostering a respectful

PRERNAINFRABUILD LIMITED

and inclusive workplace culture. To sum up, the Company has complied with the provision relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. There are no instances of Harassment reported during the year 2024-25 under Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013.

The below table provides details of complaints received/ disposed during the financial year 2024-25:

S. No	Particulars	Status of the No. of complaints received and disposed off
1	Number of complaints at the beginning of financial year	Nil
2	Number of complaints filed during the financial year	Nil
3	No. of complaints disposed during the financial year	Nil
4	No. of complaints pending at the end of financial year	Nil

As per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, your Company follows calendar year for annual filling with statutory authority.

39. **MATERNITY BENEFIT:**

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

40. **DETAILS OF FRAUDS REPORTED BY THE AUDITORS**

During the year under review, neither the Statutory Auditor nor the secretarial auditor have reported to the Audit Committee under Section 143(12) of the Companies Act, 2013 any instances of fraud committed against the Company by its officers or employees.

41. **HUMAN RESOURCE**

Your Company recognizes its employees as most valuable resource and ensures strategic alignment of Human Resource Initiatives and practices to business priorities and objectives. Its constant endeavour is to invest in Human Talent and Talent Management Processes to improve capabilities and potentials of human capital of the organization to cope with challenging business environment, varying needs of the customers and bring about customers delight by focusing on the Customers' needs. Attracting, developing and retaining the right talent and keeping them motivated will continue to be a key strategic initiative and the organization continues to be focused on building up the capabilities of its people to cater to the business needs. Given growth plans of the Company, an important strategic focus is to continue to not only nurture its human capital, but also proactively focus on preparing all employees for the challenges of the future.

The Company strives to provide a healthy, conducive and competitive work environment to enable the employees excel and create new benchmarks of quality, productivity, efficiency and customer delight. The Company always believes in maintaining mutually beneficial, healthy and smooth industrial relations with the employees and the Unions which is an essential foundation for the success of any organisation. The proactive initiatives combined with fair Wage Settlements at Manufacturing Plants have ensured healthier and more transparent Industrial Relations based on foundation of mutual trust and co-operation.

42. ACKNOWLEDGEMENT

The Directors place on record their sincere appreciation for the dedication, hard work and commitment of the employees at all levels and their significant contribution to your Company's growth. Your company is grateful to the Distributors, Dealers, and Customers for their support and encouragement. Your directors thank the Banks, Financial Institutions, Government Departments and Shareholders and look forward to having the same support in all our future endeavors.

Date: 07/08/2025
Place: Ahmedabad

for, and on behalf of the Board

SD/-

Vijay C Shah
Chairman and Managing Director
DIN: 00038062

ANNEXURE-A

MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis is given in a separate section forming part of the Director's Report in this Annual Report.

1. Global economic overview In CY2024, the global economy displayed notable resilience despite uneven momentum across regions and sectors and grew at 3.3% as per International Monetary Fund's (IMF) World Economic Outlook. Headline inflation moderated to 5.8% in CY2024 towards central bank targets, prompting the first wave of policy rate cuts in major economies. Labour markets, though slightly softened, remained tight, with unemployment near historical lows. Strong nominal wage growth, combined with easing price pressures, improved real household incomes. However, private consumption remained subdued, reflecting weak consumer sentiment and elevated uncertainty. Rising geopolitical tensions, particularly in Eastern Europe and the Middle East, added further uncertainty, disrupting global trade, investment flows, and financial markets. These factors continued to cast a shadow over business confidence and long-term investment decisions.

2. INDUSTRY STRUCTURE & DEVELOPMENT

As per the advance estimates for 2024-25, the growth in real GDP during 2024-25 is estimated at 6.5 per cent as growth rate to 9.8 per cent. growth witnessed led a slowdown in agriculture, weaker consumer spending and investments, and a marked slowdown in the manufacturing sector.

3. OPPORTUNITIES

Housing Demand

The pandemic has nudged a lot of fence-sitters to convert into first-time home buyers and existing ones to upgrade to larger homes by re-establishing the security that homeownership offers, resulting in rising housing demand across segments. An expected economic recovery along with the belief of housing prices bottoming out amongst consumers and rising income levels are some of the factors Which will drive the housing demand going ahead. Hybrid working models will also continue to drive demand for larger homes. Employers are expected to continue to offer flexibility to their employees in order to attract and retain talent.

4. THREATS

The sector is grappling with liquidity deficit in the aftermath of Pandemic, high Cost of Regulatory Hurdles, Monetary Tightening and Funding Issues and Shortage of Labour and Technology

5. RISKS & CONCERNS

Your Company has laid down procedures to inform the Board members about the risk assessment and risk minimization procedures. The Company is exposed to price risks.

Unfavourable changes in government policies and the regulatory environment can adversely impact the performance of the sector. There are substantial procedural delays with regards to land

acquisition, land use, project launches and construction approvals. Retrospective policy changes and regulatory bottlenecks may impact profitability and affect the attractiveness of the sector and companies operating within the sector.

Real estate is a capital and labour-intensive industry, thus a rise in cost of labour coupled with shortage due to Covid-19 creates issues in development of the project. Furthermore, unfair practices of certain sections of distributors and the cement industry by raising the price creates issues in project completion.

6. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company's policies and procedures take into account the design, implementation and maintenance of adequate internal financial controls, keeping in view the size and nature of the business. The system ensures adherence to accounting standards, compliance to various statutes, company policies and procedures and effective usage of resources and safeguarding of assets.

The culture of self-governance and internal control sustained through varied set of activities including well defined policies and self-certification on adherence to the policies and procedure.

7. DISCUSSION ON FINANCIAL PERFORMANCE

Net revenue is **1406.98 Lakhs** over the previous year. The Company has earned Profit of **Rs. 130.55 Lakhs** in 2024-25.

8. SIGNIFICANT DEVELOPMENTS IN HUMAN RESOURCES

There is no material development in human resources and industrial relations are cordial.

9. CAUTIONARY NOTE

Statement in this report describing the Company's objectives, projections, estimates and expectations may be 'forward looking statements' within the meaning of applicable laws and regulations. Although we believe our expectations are based on reasonable assumptions, these forward-looking statements may be influenced by numerous risks and uncertainties which include changes in government regulation, tax regimes and other incidental factors that could cause actual outcomes and results to be materially different from those expressed or implied.

Date: 07/08/2025

Place: Ahmedabad

for, and on behalf of Board

SD/-

Shri Vijay C Shah

Chairman and Managing Director

DIN: 00038062

ANNEXURE-B

PARTICULARS OF REMUNERATION

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

The ratio of the remuneration of each director to the median remuneration of the employees

i. The percentage increase in remuneration of each Director, CFO, CEO, CS in the financial year -

Name of Director	Designation	Remuneration of the Directors for 2024-25 (Rs. in Lakhs)	Median remuneration of the employees (Rs. in Lakhs)	Ratio of remuneration of the directors to the median remuneration of the employees
Vijay C Shah	Chairman and Director	24.00	N.A.	N.A.
Nalini V Shah	Whole Time Director	24.00	N.A.	N.A.
Sanket V Shah	Managing Director	24.00	N.A.	N.A.

ii. The percentage increase/decrease in the median remuneration of employees in the financial year 2024-25: N.A.

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

PARTICULARS OF EMPLOYEES

Information in terms of sub-section 12 of Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:

i. Particulars of top ten Employees in terms of remuneration drawn: N.A

ii. Employees who are employed throughout the year and in receipt of remuneration aggregating Rs.1,02,00,000/- or more per year: Nil

iii. Employees who are employed part of the year and in receipt of remuneration aggregating Rs.8, 50,000/- per month: Nil

Annexure - C**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": Subsidiary

No.	Particulars	Associate Company
1.	Name of the Company	PRERNA INFRABUILD FIRM
2.	Reporting period for the associate concerned.	FROM 01/04/2024 TO 31/03/2025
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A
4.	Partners fixed capital	1,00,000.00
5.	Reserves & surplus	-
6.	Total assets	291079181
7.	Total Liabilities	291079181
8.	Investments	NIL
9.	Turnover	50361237
10.	Profit before taxation	-3893907
11.	Provision for taxation	NIL
12.	Profit after taxation	-3893907
13.	Proposed Dividend	NIL
14.	% of shareholding	90.00%

1. Names of subsidiaries which are yet to commence operations

Not applicable

2. Names of subsidiaries which have been liquidated or sold during the year.

Not applicable

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": Associate Company

No.	Particulars	Associate company
1.	Name of the Company	PRERNA SOLITAIRE INFRA LLP
2.	Reporting period for the associate concerned.	FROM 01/04/2024 TO 31/03/2025
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A
4.	Partners Contribution	102032188
5.	Reserves & surplus	-14007268
6.	Total assets	171660970
7.	Total Liabilities	171660970
8.	Investments	NIL
9.	Turnover	NIL
10.	Profit before taxation	-11940898
11.	Provision for taxation	NIL
12.	Profit after taxation	-11940898
13.	Proposed Dividend	NIL
14.	% of shareholding	33.00%

ANNEXURE-D

FORM NO. MR-3

**SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2025
(Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014)**

To,
The Members,
Prerna Infrabuild Limited

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

Based on our verification of the Company's Books, Papers, Minute Books, Forms and Returns filed and other Records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the financial year ended on 31st March, 2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;(Not Applicable to the Company during the Audit Period)
5. 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;
- d)** The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- e)** Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- f)** The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g)** The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 (Not Applicable to the Company during the Audit Period);
- h)** The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 (Not Applicable to the Company during the Audit Period); and
- i)** The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 [SEBI (LODR)]

Based on our verification, we have observed that the SEBI Regulations mentioned at was complied with in relation to issue of further Share Capital in the form of preferential issue of equity warrants;

Based on our verification, we have observed that the SEBI Regulations mentioned at (d), (e), (g), (h) and (I) are not applicable to the Company during the year as it has not:

- i.** Listed Debt Capital;
- ii.** Proposed to Delist its Equity Shares;
- iii.** Proposed to Buy Back any of its Securities.

- 6.** Specifically applicable Laws to the Company, as identified and confirmed by the Management
 - i.** Gujarat Town Planning & Urban Development Act, 1976 & their Rules, 1979;
 - ii.** Transfer of Property Act, 1882.
 - iii.** Real Estate Regulation and Development Act, 2016
- 7.** Labor Laws applicable to the Employees of the Company:
 - i.** Provident Fund Act, 1952;
 - ii.** Employees State Insurance Act, 1948;
 - iii.** Profession Tax Act, 1975;
 - iv.** The Payment of Gratuity Act, 1972

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

- a)** Secretarial Standards issued by the Institute of Company Secretaries of India on Meetings of the Board of Directors (SS 1) and General Meeting (SS 2).
- b)** Clauses of Listing Agreements (applicable till November 30, 2015) entered into by the Company with BSE Limited and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (effective from December 01, 2015).

Under the SEBI We further report that:

Regulation 34 Non-submission of the Annual Report within the period prescribed under this regulation	Fine Amount Rs. 4720/- for Late Submission of Annual Report	Paid
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Compliances of applicable Financial Laws including, Direct & Indirect Tax Laws by the Company has not reviewed in this Audit Report; since the same has been subject to reviewed by the Statutory Auditor & other Designated Professionals.

We further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.
- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that:

Based on our review of Compliance Mechanism established by the Company and on the basis of Compliance Certificate(s) issued by the Managing Director and taken on record by the Board of Directors at their meeting(s), we are of opinion that, there are adequate systems and processes in place in the Company, which is commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

As informed the Company has responded appropriately to the notices received from various statutory/regulatory authorities including initiating action for corrective measures, wherever focused necessary.

We further report that:

During the audit period there are no events/actions having a major bearing on the Company's affairs in pursuance of the above referred Laws, Rules, Regulations, Guidelines etc. referred above.

Date:02/08/2025
Place: Ahmedabad

GKV & ASSOCIATES.

Sd/-
Gautam Virsadiya
Practicing Company Secretary
UDIN-F012366G000916698
FCS 12366, C.P. NO 19866

To,
The Members,
Prerna Infrabuild Limited

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

Management Responsibility:

Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

Auditors Responsibility:

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.

We have not verified the correctness and appropriateness of financial records and books of accounts of the Company or verified compliances of Laws other than those mentioned above. Wherever required, we have obtained the management representation about the Compliance of laws, rules and regulations and happening of events etc.

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.

Disclaimer:

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.

Date: 02/08/2025
Place: Ahmedabad

GKV & ASSOCIATES.

SD/-
GautamVirsadiya
Practicing Company Secretary
UDIN-F012366G000916698
FCS 31820, C.P. NO 19866

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
PRERNA INFRABUILD LIMITED
'PRERNA' SURVEYNO 820/1,
IN LANE OF PANCHVATI AUTO
OPP ANAND DHAM DERASAR,
S.G. ROAD AHMEDABAD
GJ 380058 IN

I/We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **PRERNA INFRABUILD LIMITED** having CIN L65990GJ1988PLC010570 and having registered office at 'PRERNA' Survey no 820/1, In Lane of Panchwati Auto Opp Anand Dham Derasar, S.G.Road Ahmedabad G 380058 In (hereinafter referred to as "the Company"), produced before me/us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(I) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

Sr. No.	Name of Director	DIN	Date of appointment in Company
1	VIJAY CHANDULAL SHAH	00038062	13/04/1988
2	SANKET VIJAYBHAI SHAH	00038121	29/05/2004
3	NALINI VIJAY SHAH	00119538	13/04/1988
4	VISHAL MEKHIYA	10741822	21/08/2024
5	SURENDRASINH BIHOLA	10741727	21/08/2024
6	KETAN LIMBACHIYA	10830670	13/11/2024

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

Place: Ahmedabad
Date: August 2nd, 2025

Place: Ahmedabad

Signature:

GKV & ASSOCIATES.
GautamVirsadiya
practicing Company Secretary
FCS 12366, C.P. NO 19866
UDIN: F012366G000916764

ANNEXURE-E

CORPORATE GOVERNANCE REPORT

This section on Corporate Governance forms part of the Annual Report to the shareholders. This report is given in terms of Regulation 15(2) of the SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015.

1. COMPANY'S PHILOSOPHY & CODE OF GOVERNANCE:

The Company believes in conducting its affairs in a fair and transparent manner and maintaining the good ethical standards in its dealing with all its constituents.

CODE OF CONDUCT AND ETHICS

The Board of Directors has amended the Code of Conduct and Ethics to align with the provisions of the Companies Act, 2013. The confirmation from the Managing Director cum CEO regarding compliance with the code by all the Directors and Senior Management forms part of the Report. The Code of Conduct and Ethics is displayed on the website of the Company (www.prernagroup.com).

CEO / CFO CERTIFICATION

Shri Vijay Chandulal Shah, Managing Director and CEO and Shri Sanket Vijay Shah, Managing Director and CFO have issued certificate pursuant to the provisions of Regulation 17(8) of the SEBI (LODR) Regulations, 2015 certifying that the financial statements do not contain any untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed and forms part of the Annual Report.

2. BOARD OF DIRECTORS:**A. COMPOSITION OF THE BOARD OF DIRECTORS**

The Company is compliant with the Corporate Governance norms in terms of constitution of the Board of Directors ("the Board"). The Board acts with autonomy and independence in exercising its strategic supervision, discharging its fiduciary responsibilities and ensuring that the management observes the highest standards of ethics, transparency and disclosure. Every member of the Board, including the Non-Executive Directors, has full access to any information related to the Company.

As on March 31, 2025, the strength of the Board was six Directors comprising of three executive Directors and three non-executive independent directors.

None of the Directors on the Board hold directorships in more than eight (8) Listed Companies or ten (10) public companies or act as an Independent Director in more than seven (7) Listed Companies. Further, none of them is a member of more than ten (10) committees or Chairman of more than five (5) committees across all the public companies in which he or she is a director. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2025 have been made by the Directors.

Independent Directors are Non-Executive Directors as defined under Regulation 16(1) (b) of the SEBI Listing Regulations and Section 149(6) of the Act. The maximum tenure of Independent Directors is in compliance with the Act. All the Independent Directors have confirmed that they meet the criteria of independence as mentioned under Regulation 16(1) (b) of the SEBI Listing Regulations and Section 149(6) of the Act.

PRERNAINFRABUILD LIMITED

Details of Directors as on March 31, 2025 and their attendance at the Board meetings and Annual General Meeting ("AGM") during the financial year ended 2025 is given below:

C= Chairman

MD= Managing Director

Directors	Attendance Particular				Committee/ Membership	
	Category	Board Meeting	Last AGM	Other Directorship	Member	Chairman
Shri Vijay C Shah	CEO& MD	6	Yes	1	2	-
Smt Nalini V Shah	WTD	6	Yes	0	-	-
Shri Sanket V Shah	CFO &MD	6	Yes	3	2	-
Shri ketan limbachiya(From 13.11.2024)	NEI	3	No	0	2	-
Shri Surendrasinh Bihola	NEI	6	Yes	1	-	2
Shri Vishalkumar mekhiya	NEI	6	yes	0	2	2
Shri Krupali shah (till 13.112024)	NEI	3	yes	0	2	1

WTD= Whole time director

NEI= Non-executive, Independent

*Exclude private limited companies and as per Regulation 26(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Membership/Chairmanship of the Audit Committee and Stakeholders Relationship Committee in Indian public companies have been reported.

• INTERSE RELATIONSHIP BETWEEN DIRECTORS

None of the Directors except Mr. Vijay Shah, Mr. Sanket Shah and Mrs. Nalini Shah, have relationships amongst director inter-se.

• MATRIX SETTING OUT THE SKILLS/EXPERTISE/COMPETENCE OF THE BOARD OF DIRECTORS

The Directors of your Company are from diverse fields and have expertise and long-standing experience and expert knowledge in their respective fields which are relevant and of considerable value for the Company's business growth. The following is the list of core skills / expertise / competencies identified by the Board of Directors as required in the context of the Company's business and sector(s) for it to function effectively:

- Knowledge of the industry in which the Company operates;
- Knowledge on Company's businesses & major risks;
- Behavioral skills - attributes & competencies to use their knowledge and skills to contribute effectively to the growth of the Company;
- Understanding of socio-political, economic and legal& Regulatory environment;
- Business Strategy, Sales & Marketing;
- Corporate Governance, Administration; and
- Financial Control, Risk Management

B. BOARD MEETINGS

The gap between two Board meetings did not exceed four months. The schedule of Board/Committee meetings are communicated in advance to the directors/committee members to enable them to plan their schedules and to ensure their meaningful participation in the meetings. The Board met Four times in financial year details of which are summarized as below:

Sr. No.	Date of Meeting	Board Strength	No. of Directors Present
1	21/05/2024	6	6
2	13/08/2024	6	6
3	21/08/2024	6	6
4	13/11/2024	6	6
5	13/01/2024	6	6
6	28/01/2025	6	6

• MEETING OF INDEPENDENT DIRECTORS

The Independent Directors of your Company met once during the year on 10/02/2025 without the presence of Non-Independent Directors and members of the management. The meeting was conducted in an informal and flexible manner to enable the Independent Directors to, inter alia, discuss matters pertaining to review of performance of Non- Independent Directors and the Board as a whole, review the performance of the Chairperson of the Company after taking into account the views of the Executive and Non-Executive Directors, assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

3. COMPOSITION OF COMMITTEES

i. AUDIT COMMITTEE

The powers, role and terms of reference of the Audit Committee are in line with the provisions of Section 177 of the Companies Act, 2013 and part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee discharges such duties and functions generally indicated under Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; Companies Act, 2013 and such other functions as may be specifically assigned to it by the Board from time to time.

• COMPOSITION

All Members of the Audit Committee have accounting and financial management expertise. The Chairman of the Committee will attend the AGM held on 8th September, 2025 to answer the shareholders queries. The role of Audit Committee, the powers exercised by it pursuant to the terms of reference, and the information reviewed by it are in accordance with the requirements as specified in the Regulation 18 of SEBI (LODR) Regulations, 2015 Companies Act, 2013 and other applicable laws, if any. Apart from the above, the Audit Committee also exercises the role and powers entrusted upon it by the Board of Directors from time to time.

Name	Designation	Chairman/Member
Shri Surendrasinh Bihola	Independent Director	Chairman
Shri Vishal Mekhiya	Independent Director	Member

Shri Ketan kumar limbachiya	Independent Director	Member
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• MEETING AND ATTENDANCE

The Chairman and Whole-time Director and Statutory Auditors are the invitees to the Audit Committee meetings. During the period under review, the Audit Committee met six times on 21/05/2024, 13/08/2024, 21/08/2024, 13/11/2024, 13/01/2025, 28/01/2025 and was attended by all members. The Audit Committee comprises following members:

Name	Designation	No of meetings attended
Shri Surendrasinh Bihola	Chairman	6
Shri Vishal Mekhiya	Member	6
Shri Ketan kumar limbachiya	Member	3
Krupali Shah	Member	3

As on date of this report, the composition of Audit Committee is as follows:

Name	Designation	Chairman/Member
Shri Surendrasinh Bihola	Independent Director	Chairman
Shri Vishal Mekhiya	Independent Director	Member
Shri Ketan kumar limbachiya	Independent Director	Member

ii. NOMINATION AND REMUNERATION COMMITTEE

The roles and responsibilities of the Committee are in accordance with the requirements as specified in the Regulation 19 of SEBI (LODR) Regulations, 2015, Companies Act, 2013 and other applicable laws, if any. Apart from the above, the Committee also exercises the role and powers entrusted upon it by the Board of Directors from time to time.

The Nomination and Remuneration Committee has been vested with the authority to, inter alia, recommend nominations for Board membership, develop and recommend policies with respect to composition of the Board commensurate with the size, nature of the business and operations of the Company, establish criteria for selection of Board members with respect to competencies, qualifications, experience, track record, integrity, devise appropriate succession plans and determine overall compensation policies of the Company. During the period under review, the Nomination and Remuneration Committee met on and 10/02/2025.

• COMPOSITION

The Constitution of the Nomination and Remuneration Committee during the financial year ended March 31, 2025 is given below:

Name	Position	Category
------	----------	----------

As on date of
the
of
and

Shri Surendrasinh Bihola	Chairman	Non-executive Independent Director
Shri Vishal Mekhiya	Member	Non-executive Independent Director
Shri Ketan kumar limbachiya	Member	Non-executive Independent Director

this report,
composition
Nomination

Remuneration Committee is as follows:

Name	Designation	Chairman/Member
Shri Surendrasinh Bihola	Independent Director	Chairman
Shri Vishal Mekhiya	Independent Director	Member
Shri Ketan kumar limbachiya	Independent Director	Member

• Remuneration to Directors

- a. The executive Directors get salary and perquisites. Remuneration paid for the year ended 31st March, 2025 was as under.

Name of the director	Period of appointment	Remuneration Rs
Shri Vijay C. Shah	Five years from with effect from 20-21 to 24-25	24,00,000/-
Smt Nalini V. Shah	Five years with effect from 20-21 to 24-25	24,00,000/-
Shri Sanket V. Shah	Five years with effect from 20-21 to 24-25	24,00,000/-
Total		72,00,000

- b. The criteria for making payments to the Whole Time Directors are:
Salary:

- As recommended by the Nomination and Remuneration Committee approved by the Board and the shareholders of the Companies. Perquisites, retirement benefits and performance pay are also paid/ provided in accordance with the Company's compensation policies, as applicable to all employees and the relevant legal provisions.
- Remuneration is determined keeping in view the industry benchmarks.

- c. The Non-Executive Directors were not paid any remuneration including sitting fees for attending the meetings of the Board and Committees.

iii. STAKEHOLDER'S RELATIONSHIP COMMITTEE

BRIEF DESCRIPTION OF TERMS OF REFERENCE

The terms of reference of the Stakeholder's Relationship Committee are in line with provisions of Section 178 of the Act and part D of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Stakeholder's Relationship Committee is primarily responsible for Redressal or Shareholder's/ Investor's / Security / holder's grievance including complaints related to transfer or shares. Non-receipt of declared dividends, annual reports etc.

• COMPOSITION

Name	Designation	Position
VISHAL VALLABHBHAI MEKHIYA	Non-executive-Independent Director	Chairman
SANKET VIJAY SHAH	Executive Director	Member
VIJAY CHANDULAL SHAH	Executive Director	Member

• MEETING AND ATTENDANCE

Committee met six times during FY 2024-25 i.e. 21/05/2024, 13/08/2024, 21/08/2024, 13/11/2024, 13/01/2025, 28/01/2025. The Composition of the Stakeholders Relationship Committee and details of Members participation at the Meetings of the Committee are as under:

Name	Position	No of meetings attended
VISHAL VALLABHBHAI MEKHIYA	Chairman	6
SANKET VIJAY SHAH	Member	6
VIJAY CHANDULAL SHAH	Member	6

As on date of this report, the composition of STAKEHOLDER'S RELATIONSHIP COMMITTEE is as follows:

Name	Designation	Chairman/Member
VISHAL VALLABHBHAI MEKHIYA	Independent Director	Chairman
SANKET VIJAY SHAH	Independent Director	Member
VIJAY CHANDULAL SHAH	Independent Director	Member

i. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

BRIEF DESCRIPTION OF TERMS OF REFERENCE

Brief Outline on CSR Policy of the Company: the CSR policy applies to all activities that are Undertaken as part of our Good & Green CSR program hence is titled, "Good & Green CSR Policy for PRERNA INFRABUILD LIMITED". This policy will be further reviewed, developed and updated in reference to relevant codes of corporate governance, industrial trends and international standards and best practices.

PRERNA INFRABUILD LIMITED classifies those projects as CSR, which are over and above our normal course of business. This policy fulfils there requirements of the CSR rules as per the Section 135 of the Companies Act, 2013.

• **COMPOSITION**

Name	Designation
VISHAL VALLABHBHAI MEKHIYA	Non-Executive, Independent Director
SANKET VIJAY SHAH	Executive director
VIJAY CHANDULAL SHAH	Executive director

• **MEETING AND ATTENDANCE**

Committee met one times during FY 2024-25 i.e. and 10/02/2025. The Composition of the corporate social responsibility Committee and details of Members participation at the Meetings of the Committee are as under:

Name	Position	No of meetings attended
Shri Vijay Chandulal Shah	Chairman	1
Shri Sanket Shah	Member	1
Smt. Krupali Shah	Member	1

In addition, Details of Shareholders' Complaints received during the year are as follows:

Particulars	No. of Complaints
Investor complaints pending as at April 1, 2024	0
Investor complaints received during the year ended on March 31, 2025	1
Investor complaints resolved during the year ended March 31, 2025	1
Investor complaints pending as on March 31, 2025	0

SHARE TRANSFER COMMITTEE

The Stakeholder Relationship Committee has delegated power of approving transfer of securities to Shri Vijay Shah and Shri Sanket Shah. The Committee, inter alia, reviews and approves the transfer/ transmission/ D-mat of equity shares as submitted by Big Share Services Private Limited., the Registrar & Transfer Agent of the Company. There is no physical transfer during the year.

ii. SPECIAL RESOLUTIONS PASSED AT THE LAST 3 ANNUAL GENERAL MEETINGS

Year	Venue of AGM	Day, Date & Time	No of special resolution passed
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iii. DISCLOSURE ON MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTIONS:

2021-22	PRERNA', Survey No. 820/1, In Lane of Panchvati Auto, Opp. AnandDhamDerasar, S.G. Road, Makarba, Ahmedabad – 380058	Thursday, 15/09/2022 at 11.00 am	1
2022-23	PRERNA', Survey No. 820/1, In Lane of Panchvati Auto, Opp. AnandDhamDerasar, S.G. Road, Makarba, Ahmedabad – 380058	Wednesday, 27/09/2023 at 11.00 am	1
2023-24	PRERNA', Survey No. 820/1, In Lane of Panchvati Auto, Opp. AnandDhamDerasar, S.G. Road, Makarba, Ahmedabad – 380058	Monday, 23/09/2024 at 11.00 am	3

All related party transactions done by the Company during the financial year were at arm's length and in ordinary course of business. All related party transactions were reviewed and approved by the Audit Committee. During the financial year 2023-24, your Company has entered into any material related party transaction as per the SEBI Listing Regulations with any of its related parties. Disclosures pursuant to the Accounting Standards on related party transactions have been made in the notes to the Financial Statements. As there were no related party transactions which were in the ordinary course of the business or not on arm's length basis and also since there was no material related party transaction as stated above, disclosure under Section 134(3) (h) in Form AOC-2 of the Companies Act, 2013 is applicable.

iv. STRICTURES AND PENALTIES

The Company has complied with requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters relating to capital markets during the last three years and they have not imposed any penalties on, or passed any strictures against the Company.

v. MEANS OF COMMUNICATION

Quarterly and Annual Financial Results of the Company were submitted to the Stock Exchange immediately after the Board approves them. Thereafter, the same were published in Business Standard English and Gujarati Ahmedabad editions. Disclosures pursuant to various clauses of the Listing Agreement were promptly communicated to Bombay Stock Exchange.

No formal presentation was made to the institutional investors or to the analysts during the year under review.

Management Discussion and Analysis forms Part of the Annual Report, which is sent to the Shareholders of the Company.

vi. GENERAL SHAREHOLDER INFORMATION

a. Exclusive e-mail id for investor grievances

Pursuant to Regulation 13(3) of the SEBI (LODR) Regulations, 2015, the following email id has been exclusively designated for communicating investor grievances: investor@prernagroup.com. Person in-charge of the Department: Mr. Sanket Shah.

b. Annual General Meeting

The 37th General Meeting will be held on 8th September, 2025 at 11.00 am. Through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

c. Financial Calendar

First quarter results: August 2024
 Second quarter results: NOVEMBER 2024
 Third quarter results: January 2024
 Annual results: MAY 2025
 Annual General Meeting: August/September 2025

d. Book Closure

The Register of Members and the Share Transfer Register will be closed from Tuesday, 02nd September, 2025 to Monday, 8th September, 2025 (both days inclusive).

e. Dividend Payment Date

Not applicable

f. Shares Listed At

The equity shares of the Company are listed at:
 Bombay Stock Exchange Limited (BSE)
 Annual Listing fees for the year 2024-25 have been paid to the stock exchange. The Company has also paid the Annual Custodial fees to both the depositories.

g. Stock Codes

The stock code of the Company is 531802.

h. International Securities Identification Number (ISIN)

The ISIN of the equity shares of the Company is INE426H01014.

i. Corporate Identity Number (CIN)

CIN of the Company is L65990GJ1988PLC010570.

j. High/Low of monthly Market Price of the Company's Equity Shares

	Bombay Stock Exchange (BSE)	
	(In Rs. Per share)	
	Month's High Price	Month's Low Price
April, 2024	32.95	27.10
May, 2024	32.79	27.10
June, 2024	43.39	26.58
July, 2024	50.99	37.00
August, 2024	39.55	32.71
September, 2024	37.48	33.80
October, 2024	36.20	29.86
November 2024	32.90	26.39
December, 2024	34.98	30.60

January, 2025	36.68	27.51
February, 2025	31.45	24.66
March, 2025	29.30	22.11

k. Evolution of Capital

Particulars of Equity shares issued by the Company

Year of issue	Allotment of shares	Total issued capital at the end of financial year
1995	1380000	13800000
1996	1330000	27100000
1996	3362600	60726000
2011	1869910	79425100
2015	3710000	116525100
2016	390000	120425100
2023	24085020	361275300

l. Share Transfer System

As per the SEBI Guidelines, the Registry and Share Transfer Activity is being handled by M/s big share Services Private Limited, Mumbai. The Share Transfer requests received in physical form are normally registered within 15 days from the date of receipt.

m. Distribution Of Shareholding (As On March 31, 2025)

On the basis of Share held

Shareholding Of Nominal	Number Of Shareholders	Percentage of total	Shares amount	Percentage of total
1-5000	8202	76.2835	12169520	3.3685
5001-10000	1022	9.5052	8545960	2.3655
10001-20000	660	6.1384	10301640	2.8515
20001-30000	260	2.4182	6735160	1.8643
30001-40000	132	1.2277	4746350	1.3138
40001-50000	119	1.1068	5709870	1.5805
50001-100000	188	1.7485	14115310	3.9071
100001-999999999	169	1.5718	298951490	82.7489
Total	10752	100.0000	361275300	100.0000

On the basis of category

Category	No Of Shares Held	% Of Total Shares Held
----------	-------------------	------------------------

Public	10738403	29.72
Corporate bodies	256957	0.71
Promoters	24774450	68.57
Non-resident Indians	356341	0.99
Clearing Member	879	0.00
Proprietary Firm	500	0.00
Total	36127530	100

n. Dematerialization of Shares and Liquidity

Shares of the Company are traded compulsorily in dematerialized form and are available for trading with both the depositories with whom the Company has established direct connectivity. The Demat requests received by the Company are continually monitored to expedite the process of dematerialization. The Demat requests are confirmed to the depositories within five working days of receipt.

During the year, the Company does not have any Demat requests for equity shares.

- Liquidity: The Company's Shares are liquid on BSE.

o. Code of Conduct For Prevention Of Insider Trading

The Company has adopted a comprehensive Code of Conduct pursuant to the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 1992, for prevention of insider trading in shares of the Company. The Code of Conduct is implemented diligently mandating initial and continual disclosures from the senior officials, directors, and auditors of the Company upon trading in the shares of the Company. The Code also restricts specified employees to deal in the shares of the Company on the basis of any unpublished price sensitive information available to them by virtue of their position in the Company. The transactions of insiders in the shares of the Company are subjected to trading window closures, pre-clearance of trades etc. as envisaged in the Code. The Code has been disseminated through the Company's website for easy access to the employees and is updated from time to time.

p. Reconciliation of Share Capital Audit Report

Pursuant to the provisions of the SEBI (Depositories & Participants) Regulations, 1996, quarterly audit is being undertaken by a Practicing Company Secretary for reconciliation of share capital of the Company. The audit report inter alia covers and certifies that the total shares held in CDSL, NSDL and those in physical form tally with the issued and paid-up capital of the Company, the Register of Members is duly updated; Demat requests are confirmed within stipulated time etc. The Reconciliation of Share Capital Audit Report is submitted with BSE and is also placed before the meetings of the Board of Directors.

q. Outstanding GDRs/ADRs/Warrants or any convertible instrument as on 31st March-2025

There were no outstanding GDRs/ADRs/Warrants or any convertible instrument as at end March-2025.

r. Plant Locations

The nature of business is such that the Company has no plant.

s. Address for Correspondence

All enquiries, clarification and correspondence should be addressed to the compliance officer at the following Addresses.

1) PrernaInfrabuild Limited.

'PRERNA', Survey No. 820/1, In Lane of Panchvati Auto,
Opp. AnandDhamDerasar,
S.G. Road, Makarba, Ahmedabad-380058
Tel- 079-26925653.
E-mail: www.prernagroup.com

2) Registrar & Transfer Agent

Bigshare Services Private Limited
1st Floor, Bharat Tin Works Building,
Opp. Vasant Oasis, MakwanaRoad, Marol,
Andheri (East), Mumbai, Maharashtra-400059
Tel-022-28470652/40430200,
E-mail-info@bigshareonline.com
Website-www.bigshareonline.com

AUDITORS CERTIFICATE REGARDING COMPLAINE OF CONDITIONS OF CORPORATE GOVERNANCE

We have examined compliance of conditions of Corporate Governance by Prerna Infrabuild Limited (the Company), for the year ended 31st March, 2025, as stipulated in clause 49 of the Listing Agreement ('Listing Agreement') of the Company with the stock exchanges and as per the relevant provisions of Securities Exchange Board of India (LODR) Regulations, 2015 ('Listing Regulations') as referred to in Regulation 15(2) of the Listing Regulations for the period 1st April 2023 to 31st March 2025.

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

In our opinion and to the best of our information and according to the explanations given to us and the representation by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement / Listing Regulations, as applicable except Regulation 46(2) (b) to (i) of SEBI (LODR) Regulations, 2015.

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

Date: 02/08/2025
Place: Ahmedabad

GKV & ASSOCIATES.

GautamVirsadiya
Practicing Company Secretary
FCS 12366, C.P. NO 19866
UDIN: F012366G000916797

DECLARATION ON ADHERENCE TO THE CODE OF CONDUCT UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

All the Board members and senior management personnel of the Company have confirmed adherence to the Code of Conduct of Prerna Infrabuild Limited for the financial year ended March 31, 2025.

Place: Ahmedabad

Date: 07/08/2025

for, and on behalf of the Board

Registered office:

'PRERNA', Survey No. 820/1,

In Lane of Panchvati Auto,

Opp. AnandDhamDerasar,

S.G. Road, Makarba,

Ahmedabad-380058

SD/-

Vijay C Shah

Managing director

DIN: 00038062

CERTIFICATE PURSUANT TO REGULATION 17(8) OF THE SEBI (LODR) REGULATIONS, 2015

We, Shri Vijay C Shah, Chairman and Managing Director (CEO) and Shri Sanket V Shah, Managing Director (CFO) do hereby certify to the Board that:

- a) We have reviewed the Balance Sheet as at March 31, 2025, the Profit and Loss Account and the Cash Flow Statement for the year ended on that date and that to the best of our knowledge and belief:
 - i. The said statements do not contain any false, misleading or materially untrue statements or figures or omit any material fact, which may make the statements or figures contained therein misleading;
 - ii. The said statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
 - iii. RPT are in the interest of the Listed Entity.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the Auditors and the Audit Committee:

PRERNAINFRABUILD LIMITED

- i. Significant changes in internal control over financial reporting during the year, if any;
- ii. significant changes in accounting policies during the year if any and that the same have been disclosed in the notes to the financial statements; and
- iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For, Prerna Infrabuild Limited

SD/-

Vijay C Shah (CEO)

DIN: 00038062

SD/-

Sanket V Shah (CFO)

DIN: 00038121

Place: Ahmedabad

Date: 07/08/2025

ANNEXURE F

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

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

SL. NO.	PARTICULARS	DETAILS
a)	Name(s) of the related party and nature of relationship	NIL
b)	Nature of contracts /arrangements/trans actions	NIL
c)	Duration of the contracts / arrangements / transactions	NIL
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	NIL
e)	Justification for entering into such contracts or arrangements or transactions	NIL
f)	Date(s) of approval by the Board	NIL
g)	Amount paid as advances, if any	NIL
h)	Date on which the special resolution was passed in general meeting as required under first proviso to Section 188	NIL

2. Details of material contracts or arrangement or transactions at arm's length basis

PRERNAINFRABUILD LIMITED

Name(s) of the related party and nature of relationship	Nature of contracts / arrangements / transactions	Duration of the contracts / arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board, if any	Advance Amount paid, if any
PRERNA INFRABUILD PARTNER FIRM	CAPITAL CONTRIBUTION	YEARLY	AS PER APARTNERSHIP DEED	21/05/2024	0
SANKET SHAH	Remuneration	YEARLY	As per the Audited Accounts	21/05/2024	0
VIJAY SHAH	Remuneration	YEARLY	As per the Audited Accounts	21/05/2024	0
NALINI SHAH	Remuneration	YEARLY	As per the Audited Accounts	21/05/2024	0
Prerna Solitaire LLP	CAPITAL CONTRIBUTION	YEARLY	AS PER AGREEMENT	21/05/2024	0
Somprerna llp	CAPITAL CONTRIBUTION	YEARLY	AS PER AGREEMENT	20/03/2025	0
Vipreja Projects LLP	CAPITAL CONTRIBUTION	YEARLY	AS PER AGREEMENT	20/03/2025	0

ANNEXURE-G

vii. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

BRIEF DESCRIPTION OF TERMS OF REFERENCE

Brief Outline on CSR Policy of the Company: At PIL, the CSR policy applies to all activities that are Undertaken as part of our Good & Green CSR program hence is titled, "Good & Green CSR Policy for PRERNA INFRABUILD LIMITED". This policy will be further reviewed, developed and updated in reference to relevant codes of corporate governance, industrial trends and international standards and best practices.

PRERNA INFRABUILD LIMITED classifies those projects as CSR, which are over and above our normal course of business. This policy fulfils their requirements of the CSR rules as per the Section 135 of the Companies Act, 2013.

- COMPOSITION

Name	Designation
Shri Vishal Mekhiya	Non-Executive, Independent Director
Shri Vijay Chandulal Shah	Executive director
Shri Sanket Shah	Executive director

- MEETING AND ATTENDANCE

Committee met one time during FY 2024-25 i.e. 10/02/2025. The Composition of the corporate social responsibility Committee and details of Members participation at the Meetings of the Committee are as under:

Name	Position	No of meetings attended
Shri Vishal Mekhiya	Chairman	1
Shri Vijay Chandulal Shah	Member	1
Shri Sanket Shah	Member	1

Provide the executive summary of Impact Assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.

The Company has conducted the impact assessment of its project "YUVA UNSTOPPABLE (Rs. 992500)' and credai ahmedabad csr foundation (Rs. 70000) and ashirvad foundation (Rs. 695100 in Education and Medical) towards DONATION FOR EVOLUTION" during the FY 2024-25 on voluntary basis.

- a. Average net profit of the company as per section 135(5): ₹ 87877752.00
- b. Two percent of average net profit of the company as per section 135(5): ₹1757555.00
- c. Surplus arising out of the CSR projects or programmes or activities of the previous financial years: Nil
- d. Amount required to be set off for the financial year, if any: Nil
- e. Total CSR obligation for the financial year (5b+5c-5d): ₹1757555.00
- a. Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹1757555.00

PRERNAINFRABUILD LIMITED

- b. Amount spent in Administrative Overheads: ₹ NIL
- c. Amount spent on Impact Assessment, if applicable: Nil
- d. Total amount spent for the Financial Year [(a) + (b) + (c)]: ₹1757555.00

INDEPENDENT AUDITOR'S REPORT ON AUDIT OF ANNUAL STANDALONE FINANCIAL RESULTS TO THE BOARD OF DIRECTORS OF PRERNA INFRABUILD LIMITED

Opinion

We have audited the accompanying Statement of Standalone Financial Results of PRERNA INFRABUILD LIMITED ("the Company") for the year ended March 31, 2025 ("the Statement"), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations"). In our opinion and to the best of our information and according to the explanations given to us, these Standalone Financial Results for the year ended March 31, 2025:

- a. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
- b. gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India of the net profit and total comprehensive income and other financial information of the Company for the year then ended.

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 ("the Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for Audit of the Standalone Financial Results for the year ended March 31, 2025, section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Standalone Financial Results for the year ended March 31, 2025 under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

INDEPENDENT AUDITOR'S REPORT ON AUDIT OF ANNUAL STANDALONE FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF PRERNA INFRABUILD LIMITED

Opinion

We have audited the accompanying Statement of Standalone Financial Results of PRERNA INFRABUILD LIMITED ("the Company") for the year ended March 31, 2025 ("the Statement"), being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations"). In our opinion and to the best of our information and according to the explanations given to us, these Standalone Financial Results for the year ended March 31, 2025:

- a. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
- b. gives a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India of the net profit and total comprehensive income and other financial information of the Company for the year then ended.

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 ("the Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for Audit of the Standalone Financial Results for the year ended March 31, 2025, section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Standalone Financial Results for the year ended March 31, 2025 under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

Key audit matters: Key audit matters ('KAM') are those matters that, in our professional judgment, 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. We have determined the matter described below to be the key audit matters to be communicated in our report.

1 Revenue recognition for real estate projects (as described in note 32) of the standalone Ind AS financial statements

Key Audit Matter: The Company applies Ind AS 115 "Revenue from contracts with customers" for recognition of revenue from real estate projects, which is being recognised at a point in time upon the Company satisfying its performance obligation and the customer obtaining control of the underlying asset. Considering the application of Ind AS 115 involves significant judgment in identifying performance obligations and determining when 'control' of the asset underlying the performance obligation is transferred to the customer, the same has been considered a key audit matter.

Our audit procedures included: • Read the Company's revenue recognition accounting policies and assessed compliance of the policies with Ind AS 115. • Obtained and understood revenue recognition process including identification of performance obligations and determination of transfer of control of the

asset underlying the performance obligation to the customer. • Read the legal opinion obtained by the Company to determine the point in time at which the control is transferred in accordance with the underlying agreements. • Tested, revenue-related transactions with the underlying customer contracts, sale deed and handover documents, evidencing the transfer of control of the asset to the customer based on which revenue is recognised. • Assessed the revenue-related disclosures included in Note 32 to the standalone Ind AS financial statements in accordance with the requirements of Ind AS 115.

2 Claims, litigations and contingencies:

Key Audit Matters: The Company is subject to periodic challenges by local tax authorities on a range of tax matters during the normal course of business including direct and indirect tax matters. These involve significant management judgment to determine the possible outcome of the uncertain tax positions, consequently having an impact on related accounting and disclosures in the financial statements. Refer to Note 36 to the financial statements

Our audit procedures include the following substantive procedures: • Obtained understanding of key uncertain tax positions; and • We along with our internal tax experts read and analysed select key correspondences, external legal opinions/consultations by management for key uncertain tax positions; Discussed with appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions; and Assessed management's estimate of the possible outcome of the disputed cases.

Management's & Board of Director's Responsibilities for the Standalone Financial Results

This Statement, which includes the Standalone Financial Results is the responsibility of the Company's Board of Directors, and has been approved by them for the issuance. The Statement has been compiled from the related audited standalone financial statements for the year ended March 31, 2025, and interim financial information for the quarter ended March 31, 2025 being the balancing figure between audited figures in respect of the full financial year and the audited year to date figures up to the third quarter of the current financial year. This responsibility includes the preparation and presentation of the Statement that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued there under and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Results that give a true and fair view and is free from material misstatement, whether due to fraud or error.

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

The Board of Directors are also responsible for overseeing the financial reporting process of the Company.

Auditor's Responsibilities for Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Results for the

year ended March 31, 2025 as a whole is 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 this Standalone Financial Results.

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 Standalone Financial Results, 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of estimates and related disclosures made by the Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement 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 Standalone Financial Results, including the disclosures, and whether the Standalone Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the Standalone Financial Results of the Company to express an opinion on the Standalone Financial Results.

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 communicate to them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other Legal and Regulatory Requirements and Our Opinion:

As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order.

- 1) 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 purpose of our audit;
- (b) In our opinion, proper books of accounts as required by law have been kept by the company so far as it appears from our examination of the books.
- (c) The Balance Sheet, Statement of Profit & Loss including other comprehensive income, the cash flow statement and statement of changes in Equity dealt with by this report are in agreement with the books of account.
- (c) In our opinion the standalone financial statements dealt with by this report are in agreement with the books of account;
- (d) In our opinion, the aforesaid standalone financial statements comply with Ind AS specified under Section 133 of the Act;
- (e) On the basis of written representation received from the Directors and taken on record by the Board of Directors, we report that none of the Director is disqualified as on 31st March 2025 from being appointed as a Director in terms of Section 164(2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" and;
- (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 disclosed the impact of pending litigation as at 31st March, 2025 on its standalone financial statement in Note: 34.
 - ii. The Company does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
 - iii. Unpaid dividend of Rs.2,46,667/- is required to be transferred to the Investor Education and Protection Fund by the Company.
- (h) Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended 31st March 2025, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with.

PRERNAINFRABUILD LIMITED

Place: Ahmedabad

Date: 08/05/2025

For, Philip Fernandese & Co,
Chartered Accountants
FRN 128122W

Philip Fernandes
Proprietor
M.N. 125960
UDIN: 25125960BMKQJB6853

Annexure (A) to Auditors' Report

Referred to in our report to members of Prerna Infrabuild Limited on the standalone financial statements for the year 31st March, 2025

- i. (a) Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;

(b) Title deeds of immovable properties are held in the name of the company.

(c) These fixed assets have been physically verified by the management at reasonable Intervals and no material discrepancies were noticed on such verification.
- ii. Physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed.
- iii. The company has not granted any loans, secured or unsecured to companies, firms or other parties covered by clause (76) of Section 2 of the Companies Act, 2013.
- iv. In our opinion the company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of loans investments guarantees and security.
- v. The Company has not accepted any deposits from the public and complied with the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under, wherever applicable. There is no order passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal.
- vi. The company has not defaulted in repayment of dues to a financial institution or bank or debenture holders.
- vii. We are informed that the Central Government has not prescribed maintenance of Cost Records under Sub Section (1) of Section 148 of the Companies Act for the business in which the company is engaged.
- viii. According to the records of the Company, undisputed statutory dues including provident Fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues have been generally regularly deposited with the appropriate authorities.

PRERNAINFRABUILD LIMITED

- a) According to the information and explanations given to us, no undisputed amounts is payable which is outstanding as at 31st March 2025 for a period of more than six months from the date of becoming payable.
- b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2025 on account of disputes are given below:

Nature of statutes	Nature of dues	Asst Yr	Demand Raised (Lakh)	Forum where dispute pending
Income Tax Act-1961	Income Tax	2017-18	593.63	CIT (A)
Income Tax Act-1961	Income Tax	2022-23	29.23	Rectification with ITO

- c) According to records of the company, Rs. 246667/- is required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 2056(1 of 2056) and the rules made there under.

- ix. Moneys raised by way of public issue/ follow-on offer (including debt instruments) and term loans were applied for the purposes for which those are raised.
- x. Managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 207 read with schedule V to the Companies Act?
- xi. Any fraud by the company or any fraud on the Company by its officers/ employees has not been noticed or reported during the year.
- xii. Since company is not Nidhi Company, clause not applicable.
- xiii. Company has not made any preferential allotment / private placement of shares or fully or partly convertible debentures during the year under review.
- xiv. All transactions with the related parties are in compliance with Section 188 and 177 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable IND AS.
- xv. The company has not entered into any non-cash transactions with directors or persons connected with him.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.
- xvii. The Company has not incurred cash losses in the financial year covered by our audit and in the immediately preceding financial year
- xviii. There has been no resignation of the statutory Auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.

- xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor give any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx) (a) of the Order is not applicable to the company.
- (b) There are no unspent amounts towards Corporate Social Responsibility (CSR) on ongoing projects under subsection (5) of section 135 of the Companies Act, has been transferred to special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause 3(xx) (b) of the Order is not applicable to the Company.

Place: Ahmedabad

Date: 08/05/2025

For, Philip Fernandese & Co,
Chartered Accountants
FRN 128122W

Philip Fernandes
Proprietor
M.N. 125960
UDIN: 25125960BMKQJB6853

Annexure (B) to Auditors' Report

Referred to in paragraph 1(f) under "Report on other legal and regulatory requirements" of our report of even date)

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

We have audited the Internal Financial Control over financial reporting of **Prerna Infrabuild Ltd** ("the Company") as of 31st March, 2025 in conjunction with our audit of the standalone financial statements of the Company for the year then ended.

Management Responsibility for the Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Act.

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the ICAI.

Place: Ahmedabad

Date: 08-05-2025

For, Philip Fernandese & Co,
Chartered Accountants
FRN 128122WPhilip Fernandes
Proprietor
M.N. 125960
UDIN: 25125960BMKQJB6853

PRERNAINFRABUILD LIMITED

PRERNA INFRABUILD LIMITED
CIN: L65990GJ1988PLC010570
Reg Off: "PRERNA" Suurvey No 820/1, Makarba in lane of Panchwati Auto, Opp: Ananddham Derasar, S G Road, Ahmedabad-380058, Gujarat, India

STANDALONE BALANCE SHEET AS AT 31ST MARCH,2025

	Particulars	Note No.	As at 31 March, 2025	As at 31 March, 2024
			Rupees (in Lakh)	Rupees (in Lakh)
A	ASSETS			
1	Non-current assets			
a.	Property, plant and equipment	1	48.85	63.11
b.	Capital Work in progress		-	-
c.	Investment property	2	2582.88	57.36
d.	Other intangible assets		-	-
e.	Financial assets			
i.	Investments	3	368.78	323.55
ii.	Loans	4	7.33	-
iii.	Other Financial assets	5	-	-
f.	Deferred tax assets (net)	6	17.85	17.25
g.	Other non current assets	7	151.81	1855.10
			3177.50	2316.38
2	Current assets			
a.	Inventories	8	1792.94	3563.60
b.	Financial assets			
i.	Trade receivables	9	13.94	1056.46
ii.	Cash and cash equivalents	10	9.63	44.96
iii.	Bank balance other than (iii) above	11	4987.13	1692.47
iv.	Loans	4	0.00	7.15
c.	other financial assets	5	271.90	2274.67
d.	Current Tax Assets (net)	12	57.78	46.83
e.	Other Current Assets	7	26.20	130.33
			7159.52	8816.46
	TOTAL		10337.02	11132.84
	EQUITY AND LIABILITIES			
1	Equity			
	Equity Share Capital	13	3612.75	3612.75
	Other Equity	14	6635.39	6500.94
			10248.14	10113.70
2	Non-current liabilities			
a.	Financial Liability			
i.	Borrowing	15	-	-
ii.	Trade Payable	16	-	-
iii.	Other financial liabilities		-	-
b.	Other non current liabilities	17	9.11	10.26
	Total non-current liabilities		9.11	10.26
3	Current liabilities			
a.	Financial Liability			
i.	Borrowing	15	26.83	959.08
ii.	Trade Payable	16		
-	Total outstanding dues of micro and small enterprise		0.70	1.48
-	Total outstanding dues of creditors other than micro and small enterprise		0.00	0.05
iii.	Other financial liabilities		-	-
b.	Provisions	18	6.53	6.48
c.	Other current liabilities	17	45.71	41.80
	Total current liabilities		79.77	1008.89
	Total Equity and liabilities		10,337.02	11,132.84
	Significant Accounting Policies & Notes forming part of accounts		28 TO 38	
For Philip Fernandes & Co Chartered Accountants ICAI Firm Reg No: 128122W Proprietor M.N. 125960 Place : Ahmedabad Date :			For and on behalf of the Board of Directors Chairman & M.D. (Vijay C Shah): DIN:00038062 Sd/- Whole-Time Director (Nalini V Shah) DIN:00119538 Sd/- Place : Ahmedabad Date : Managing Director (Sanket V Shah) DIN:00038121 Sd/- Company Secretary (Megha Shah) Sd/- Place : Ahmedabad Date :	

PRERNA INFRABUILD LIMITED			
CIN: L65990GJ1988PLC010570			
STATEMENT OF STANDALONE PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH 2025			
Particulars	Note No.	For the year ended 31 March, 2025	For the year ended 31 March, 2024
		Rupees (in Lakh)	Rupees (in Lakh)
I Revenue from operations	19	508.17	2,382.36
II Other income	20	360.15	234.80
III Total Income (I+II)		868.32	2,617.16
IV Expenses			
a. Cost of land/ plot	21	451.47	1,643.77
b. Cost of material consumed	22	-	-
c. Contract cost and project Exp	23	-	-
d. Changes in inventories of finished goods, work-in-progress	24	(32.55)	16.62
e. Employee benefits expense	25	111.34	111.92
f. Finance costs	26	13.56	4.99
g. Depreciation and amortisation expense		20.20	22.56
h. Other expenses	27	137.55	129.78
Total expenses		701.56	1,929.63
V Profit / (Loss) before exceptional itmes and tax (III-IV)		166.76	687.52
VI Exceptional items		-	-
VII Profit / (Loss) before tax (V+VI)		166.76	687.52
VIII Tax expense:			
a. Current tax		32.91	166.75
b. Tax relating to prior years		-	-
c. Deferred tax credit		(0.60)	(0.44)
IX Profit / (Loss) for the year		134.45	521.20
X Other Comprehensive Income/(loss)		-	-
XI Total Comprehensive Income for year		134.45	521.20
XII Earnings / (Loss) per equity share			
a. Basic (Rs.)		0.37	1.44
b. Diluted (Rs.)		0.37	1.44
See accompanying notes forming part of the financial statements. Notes 28 to 36 In terms of our report attached.			
For Philip Fernandes & Co		For and on behalf of the Board of Directors	
Chartered Accountants			
ICAI Firm Reg No: 128122W			
Proprietor M.N. 125960	Chairman & M.D. (Vijay C Shah): DIN:00038062 Sd/-		Managing Director (Sanket V Shah) DIN:00038121 Sd/-
	Whole-Time Director (Nalini V Shah) DIN:00119538 Sd/-		Company Secretary (Megha Shah) Sd/-
Place : Ahmedabad		Place : Ahmedabad	
Date :		Date :	

PRERNAINFRABUILD LIMITED

PRERNA INFRABUILD LIMITED		
CIN: L65990GJ1988PLC010570		
Reg Off: "PRERNA" Survey No 820/1, Makarba in lane of Panchwati Auto, Opp: Ananddham Derasar, S G Road, Ahmedabad-380058, Gujarat, India		
STATEMENT OF STANDALONE CASH FLOWS FOR THE YEAR ENDED 31ST MARCH,2025		
Particulars	For the year ended 31 March, 2025 Rupees (in Lakh)	For the year ended 31 March, 2024 Rupees (in Lakh)
A. Cash flow from operating activities		
Net Profit / (Loss) before extraordinary items and tax	166.76	687.52
<u>Adjustments for:</u>		
Depreciation and amortisation	20.20	22.56
(Profit) / loss on sale / write off of assets	(0.26)	-
Finance costs	13.56	4.99
Interest income	(324.57)	(224.35)
Net (gain) / loss on sale of investments	-	-
Rental income from investment properties	(35.32)	(10.45)
Operating profit / (loss) before working capital changes	(159.64)	480.28
<u>Changes in working capital:</u>		
<u>Adjustments for (increase) / decrease in operating assets:</u>		
Inventories	1,770.66	71.37
Trade receivables	1,042.52	(900.19)
Other current assets	104.13	(108.36)
Trade Payable	(0.82)	(0.61)
Other current liabilities except unpaid dividend	3.91	41.67
Short-term provisions	0.04	1.89
Changes in Non current asset-Operating	1,703.29	(98.08)
Net Cash from Operations	4,464.11	(512.03)
Income Tax	(43.87)	(185.64)
Net cash flow from operating activity	4,420.24	(697.67)
B. Cash flow from investing activities		
Purchase of Fixed assets	(1.01)	(55.04)
sale of fixed assets	0.50	-
Purchase of Investment Property	(2,530.68)	-
Movement in investments	(45.23)	(230.37)
Movement in Loans & Advances	(0.18)	-
Bank balances not considered as Cash and cash equivalents		
- Placed	(4,573.01)	(10,145.00)
- Matured	1,278.34	7,090.00
Interest received	324.57	224.35
Changes in other financial assets	2,002.77	(134.08)
Rental income from investment properties	35.32	10.45
Changes in Other Non current laib-Rent deposit	(1.15)	7.80
Net cash flow from / (used in) investing activities (B)	(3,509.75)	(3,231.90)
C. Cash flow from financing activities		
Changes in Borrowing	(932.25)	(873.31)
Finance cost	(13.56)	(4.99)
Proceeds from Equity	-	4,797.01
Net cash flow from / (used in) financing activities (C)	(945.81)	3,918.70
Net increase / (decrease) in Cash and cash equivalents (A+B+C)	(35.33)	(10.86)
Cash and cash equivalents at the beginning of the year	44.96	55.82
Cash and cash equivalents at the end of the year	9.63	44.96
Reconciliation of Cash and cash equivalents with the Balance Sheet:		
Cash and cash equivalents as per Balance Sheet (Refer Note 19)	9.63	44.96
Cash and cash equivalents at the end of the year *	9.63	44.96
* Comprises:		
(a) Cash on hand	-	-
(c) Balances with banks		
(i) In current accounts	9.63	44.96
(iii) In deposit accounts with original maturity of less than 3 months	-	-
	9.63	44.96
Notes:		
(i) The Cash Flow Statement reflects the combined cash flows pertaining to continuing and discounting operations.		
See accompanying notes forming part of the financial statements		
See accompanying notes forming part of the financial statements In terms of our report attached.		
For Philip Fernandes & Co Chartered Accountants ICAI Firm Reg No: 128122W	For and on behalf of the Board of Directors	
	Chairman & M.D. (Vijay C Shah): Sd/-	Managing Director (Sanket V Shah) Sd/-
Proprietor M.N. 125960 Place : Ahmedabad Date :	Whole-Time Director (Nalini V Shah) Sd/- Place :Ahmedabad Date :	Company Secretary (Megha Shah) Sd/-

PRERNA INFRABUILD LTD							
STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH,2025							
(Rupees in Lakh)							
Particulars	Equity Share Application	Equity Share Capital	Security Premim Account	Revaluation Reserve	General Reserve	Retained Earning	Total other equity
Balance as at 1st April 2024	-	3,612.75	3,402.00	0.54	232.46	2,865.94	6,500.94
Add: Profit during the year	-	-	-	-	-	134.45	134.45
Balance as at 31-03-2025	-	3,612.75	3,402.00	0.54	232.46	3,000.39	6,635.39
See accompanying notes forming part of the financial statements In terms of our report attached.							
For Philip Fernandes & Co Chartered Accountants ICAI Firm Reg No: 128122W				For and on behalf of the Board of Directors			
Proprietor M.N. 125960 Place : Ahmedabad Date :			Chairman & M.D. (Vijay C Shah) Sd/-		Managing Director (Sanket V Shah) Sd/-		Whole-Time Director (Nalini V Shah) Sd/-
				Company Secretary (Megha Shah) Sd/-			

PRERNAINFRABUILD LIMITED

PRERNA INFRABUILD LIMITED

Notes forming part of the standalone financial statements for the year ended 31-03-2025

Note 1. Property, Plant and Equipment

(Rs in Lakhs)

Description of Assets	Gross block					Depreciation			Net Block		
	As at 1st April, 2024	Additions	Disposals	Other adjustments	As at 31st March, 2025	As at 1st April, 2024	For the year	Deletion during the year	As at 31st March, 2025	As at 31st March, 2025	As at 31st March, 2024
Buildings	21.26	-	-	-	21.26	7.24	0.34	-	7.58	13.68	14.02
Vehicles	221.29	-	(3.27)	-	218.02	180.83	12.59	(3.03)	190.39	27.63	40.46
A/c, Office Equipment & mobile	19.07	0.23	-	-	19.30	14.23	1.13	-	15.36	3.94	4.84
Computer	6.88	0.79	-	-	7.67	6.61	0.29	-	6.90	0.77	0.27
Furniture	12.68	-	-	-	12.68	9.17	0.68	-	9.85	2.83	3.51
Total	281.18	1.01	(3.27)	-	278.93	177.38	15.03	(3.03)	230.08	48.85	63.11

As at 31-03-2024											
Description of Assets	Gross block					Depreciation			Net Block		
	As at 1st April, 2023	Additions	Disposals	Other adjustments	As at 31st March, 2024	As at 1st April, 2023	For the year	Deletion during the year	As at 31st March, 2024	As at 31st March, 2024	As at 31st March, 2023
Buildings	21.26	-	-	-	21.26	6.52	0.72	-	7.24	14.02	14.74
Vehicles	221.29	-	-	-	221.29	162.47	18.36	-	180.83	40.46	58.82
A/c, Office Equipment & mobile	19.07	-	-	-	19.07	12.77	1.46	-	14.23	4.84	6.30
Computer	6.88	-	-	-	6.88	6.15	0.46	-	6.61	0.27	0.73
Furniture	12.39	0.29	-	-	12.68	7.98	1.19	-	9.17	3.51	4.41
Total	280.89	0.29	0.00	0.00	281.18	195.89	22.19	0.00	218.08	63.11	85.01

1.1 Acquisition of new assets through business combination during the year was Rs. Nil

1.2 During the year company has not revalued any of the assets.

1.3 Title deeds of all plants, property and equipment are in the name of the company except vehicles which are in the name of the directors.

1.4 The details of vehicles hypothecated as security against loan is given in Note---

1.5 No Borrowing cost is capitalised in Property Plant and Equipment.

1.6 There are no assets under lease during the current and comparative period.

PRERNA INFRABUILD LIMITED		
Notes forming part of the standalone financial statements		
Particulars	As at 31 March, 2025	As at 31 March, 2024
	Rupees (in Lakh)	Rupees (in Lakh)
Note 2 Investment Property:		
(a) Land	2446.13	-
(b) Property at Cellar-Prerna Arbour	2.70	2.84
(c) Property at Prerna Artka (2035-2040)	51.87	54.52
(d) Property at Prerna Artka (1034-1037)	31.08	-
(e) Property at Prerna Artka (8A to 10, 14-20 GF A Block)	51.09	-
Total	2582.88	57.36
Cost or Deemed Cost		
Balance at the beginning of the year	57.73	-
Addition	84.57	57.73
Transfer to other tangible assets	-	-
Disposal/ (Adjustment)	-	-
Balance at the end of the year	142.30	57.73
Accumulated Depreciation:		
Balance at the beginning of the year	0.37	-
Addition	5.16	0.37
Transfer to other tangible assets	-	-
Disposal/ (Adjustment)	-	-
Balance at the end of the year	5.54	0.37
Carrying Amount:		
Balance at the beginning of the year	57.36	-
Addition	79.41	57.36
Transfer to other tangible assets	-	-
Disposal/ (Adjustment)	-	-
Balance at the end of the year	136.77	57.36
Investment Property at Prerna Artika (SF 2035-2040), (FF 1034 to 1037) & (8A to 10, 14-20 GF A Block) has been leased to tenant under operating lease with monthly rental payments. Other property has been considered for capital appreciation.		
Financial Assets		
Note 3 Investments-Non Current: (Unquoted)		
A. Investment carried out at cost		
i. Partnership firm (90% control)	-61.89	228.57
ii. Associates	430.67	94.97
Total	368.78	323.55
Details of Investments:		
I. Investment at Cost:		
A. Investment carried out at cost-Partnership Firm Subsidiary		
1. Prerna Infrabuild (90% control)		
i. Fixed Capital Contribution	0.90	0.90
ii. Variable Capital Contribution	(62.79)	227.67
	(61.89)	228.57

Particulars	As at 31 March, 2025	As at 31 March, 2024
	Rupees (in Lakh)	Rupees (in Lakh)
B. Investments in Associate at cost (Note 34)		
1. Prerna Solitaire LLP (33% Control)		
i. Fixed Capital Contribution	0.33	0.33
ii. Variable Capital Contribution	153.92	94.32
	154.25	94.65
2. Vipreja Projects LLP (42.5% control)		
i. Fixed Capital Contribution	0.43	0.43
ii. Variable Capital Contribution	(0.11)	-0.11
	0.32	0.32
3. Som Prerna Solitaire Buildcon LLP (25% control)		
i. Fixed Capital Contribution	0.25	0.43
ii. Variable Capital Contribution	275.85	-0.11
	276.10	0.32
(Fair value of total unquoted investments 368.78 lakhs)		
Note 4 : Loans		
Non Current (Unsecured, Consider good)		
(a) Loans to related parties	7.33	-
(b) Current (Unsecured considered good)		
Advance to Related Parties	-	7.15
	7.33	7.15
Note 5 : Other financial assets		
1 Non Current:	-	0.00
(Unsecured, considered good unless otherwise stated)		
2 Current:		
(Unsecured, considered good unless otherwise stated)		
(a) Security Deposits		48.17
(b) Fixed Deposits with Banks held as security against borrowing		2115.00
(c) Interest accrued on deposits with Banks	271.90	111.50
	271.90	2274.67
Note 6 Deferred Tax Assets:		
(c) Deferred tax assets	17.85	17.25
(On difference of depreciation as per books and IT)		
Total	17.85	17.25
Note 7 Other assets:		
(A) Non Current		
(a) Advance for Land Purchase to related parties	-	1800.00
(Considered Good)		
(b) Advance for Land Purchase to Others	84.82	23.11
(Considered Good)		
(c) Advance payment under redevelopment projects	66.49	31.49
(Considered Good)		
(d) Terrace Rights at A-1103 Prerna Shikhar	0.50	0.50
Total	151.81	1855.10

Particulars	As at 31 March, 2025	As at 31 March, 2024
	Rupees (in Lakh)	Rupees (in Lakh)
(B) Current		
(a) Advance for Land Purchase to Others (Considered Good)		82.49
(b) Prepaid Exp	1.76	1.82
(c) Other Advance	0.44	25.34
(d) GST	24.00	20.68
	26.20	130.33
Note 8 Inventories: (At lower of cost and net realisable value)		
Prerna Rajvijay Tirth -	206.08	206.08
Prerna Artica	700.07	800.97
Prerna Ashtamangal	-	18.02
Tragad and Shela Scheme	886.79	2538.53
Total	1792.94	3563.60
Note 9 Trade Receivables: Unsecured		
(a) Considered Good	13.94	1056.46
(b) Credit Impaired	1.39	1.39
	15.33	1057.85
Less: Provision for doubtful debts	1.39	1.39
Total	13.94	1056.46
Note 10 Cash and cash equivalents: (a) Cash on hand		-
(b) Balances with banks		
(i) In current accounts	9.63	44.96
Total	9.63	44.96
Note 11 Other Bank Balance:		
(i) Term deposits having remaining maturity of more than 3 months but not more than 1 year (Refer Note (i) below)	4984.66	1690.00
(ii) In earmarked accounts		
- Unpaid dividend accounts	2.47	2.47
BOM-Equity Warrant A/c	-	-
Total	4987.13	1692.47
Note:12 Current Tax Assets		
(a) Advance income tax (net of provisions 48680536/- (As at 31 March, 2024 Rs.45067994/- Unsecured, considered good)	57.78	46.83

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Notes forming part of the standalone financial statements

Note: 13 Equity Share Capital

Particulars	As at 31-03-2025	As at 31-03-2024
Authorised 38000000 (P.Y.13000000) Equity shares of Rs.10/- each	3800.00	3800.00
Issued, Subscribed and fully paid up 36127530 (P.Y.12042510) Equity shares of Rs.10/- each	3612.75	3612.75
	3612.75	3612.75

13.1 The reconciliation of number of shares at the beginning of the year and at the close of the year:

Particulars	As at 31-03-2025	As at 31-03-2024
Equity Shares at the beginning of the year	36127530	12042510
Add: Shares issued during the year	0	24085020
Equity Shares at the end of the year	36127530	36127530

13.2 List of shareholding more than 5% of the total number of shares issued by the company:

Name of shareholder	As at 31-03-2025		As at 31-03-2024		% of change during the
	No of shares	% holding	No of shares	% holding	
Sanket Vijay Shah HUF	8083000	22.37	7790277	21.56	0.81
Nalini Vijay Shah	6564131	18.17	6564131	18.17	0.00
Vijay C Shah	3384771	9.37	3384771	9.37	0.00
Vijay C Shah- HUF	3881277	10.74	3738477	10.35	0.39
Swetal Vijay Shah	2447044	6.77	1987581	5.50	1.27

13.3 The statement of Shareholding of Promoters as below:

Class of shares / Name of shareholder	As at 31-03-2025		As at 31-03-2024		% of change during the
	No of shares	% holding	No of shares	% holding	
Sanket Vijay Shah HUF	8083000	22.37	7790277	21.56	0.81
Nalini Vijay Shah	6564131	18.17	6564131	18.17	0.00
Vijay C Shah	3384771	9.37	3384771	9.37	0.00
Vijay C Shah- HUF	3881277	10.74	3738477	10.35	0.39
Swetal Vijay Shah	2447044	6.77	1987581	5.50	1.27
Sanket Vijay Shah	397404	1.10	397404	1.10	0.00
Niyati Sanket Shah	16823	0.05	16823	0.04	0.01

13.4 The company has issued only one class of shares having a par value of Rs.10/- each. Each shareholder of equity share is entitled to one vote per share.

PRERNA INFRABUILD LIMITED		
Notes forming part of the standalone financial statements		
Particulars	As at 31 March, 2025 Rupees (in Lakh)	As at 31 March, 2024 Rupees (in Lakh)
Note 14 Other Equity		
(a) Securities Premium Account:		
Balance as per last balance sheet	1,013.50	1,013.50
Add: Addition during the year	2,408.50	2,408.50
Less: Share issue exp	(20.00)	(20.00)
Closing Balance	3,402.00	3,402.00
(b) Revaluation Reserve:		
Balance as per last balance sheet	0.54	0.54
(c) General Reserve:		
Balance as per last balance sheet	232.46	232.46
Closing balance	232.46	232.46
(d) Surplus / (Deficit) in Statement of Profit and Loss:		
Balance as per last balance sheet	2865.94	2344.74
Add: Profit / (Loss) for the year	134.45	521.20
Closing balance	3,000.39	2,865.94
Total(a+b+c+d)	6,635.39	6,500.94
Note 15 Financial Liabilities		
i. Borrowing		
Non Current:	-	-
Total	-	-
Current:		
Current maturities of secured long term debts:		
Vehical loans		
i. From Banks	0.00	3.95
Overdraft from Bank	26.83	955.12
Total	26.83	959.08
Note:16: Trade Payable		
Non Current:	-	-
Total	-	-
Current:		
Total outstanding dues to micro and small enterprise	0.70	1.48
Total outstanding dues of creditors other than micro and small enterprise		0.05
Ageing:-Less than 1 year		
Total	0.70	1.52
Note:17: Provisions		
Non current	-	-
Total	-	-
Current		
Provision for Exp	6.53	6.48
Total	6.53	6.48
Note:18: Other liabilities		
Non Current		
(A) Rent Deposits	6.65	7.80
(b) Unpaid dividend	2.47	2.47
Total	9.11	10.26
Current		
(A) Booking Advance received from customers		
Prerna Ashtamangal	0.24	0.24
Prerna 24 Tirthankar Trust	36.38	36.40
(B) Exp payable	8.23	2.86
(C) Statutory liabilities	0.75	2.31
(d) Advance Rent	0.12	0.00
Total	45.71	41.80

PRERNA INFRABUILD LIMITED

Notes forming part of the standalone financial statements

Particulars	For the year ended 31 March, 2025	For the year ended 31 March, 2024
	Rupees (in Lakh)	Rupees (in Lakh)
Note 19 Revenue from operations:		
(a) Sale of Shops/flat	543.16	432.70
(b) Sale of land	-	1700.00
(c) Profit/(loss) of partnership firms & LLP	(35.05)	249.66
(d) Other operating income	0.05	-
Total	508.17	2382.36
Note 20 Other income		
(a) Interest income		
- From Bank	324.57	224.35
(b) Rent income:	35.32	10.45
(c) Profit on sale of Fixed assets	0.26	0.00
Total	360.15	234.80
Note 21. Cost of Land/Plots		
- Cost of land	451.47	1643.77
Less: Transferred to Investment Property	-	-
	451.47	1643.77
Note 22. Cost of materials consumed:		
Opening Stock:	-	-
Add: Project Exp	-	-
Less: Closing stock	-	-
Cost of material consumed	-	-
Note 23. Contract and project costs	-	-
Note 24.Changes in inventories of finished goods, work-in-progress	-	-
Inventories at the end of the year:		
Finished goods		
Prerna Raj Vijay Tirth Project	206.08	206.08
Prerna Artika Project	784.62	855.72
Less: Trf to Invetsment Property	(84.55)	(54.75)
Prerna Ashtamagal Project	-	18.02
Tragad,Shela & other Lands	2171.31	2538.53
Less: Trf to Investment Property	(1,284.52)	0.00
	1792.94	3563.60
Inventories at the beginning of the year:		
WIP & Finished goods		
Prerna Raj Vijay Tirth Project	206.08	215.32
Prerna Artika Project	800.97	919.54
Less: Trf to Invetsment Property	(84.55)	(54.75)
Prerna Ashtamagal Project	18.02	90.10
Tragad,Shela & other Lands	2538.53	2410.00
Less: Trf to Investment Property	(1,718.67)	-
	1760.38	3580.22
Net (increase) / decrease	(32.55)	16.62

Particulars	For the year ended 31 March, 2025	For the year ended 31 March, 2024
	Rupees (in Lakh)	Rupees (in Lakh)
Note 25 Employee benefits expense		
Directors Remuneration	72.00	72.00
Salaries and wages	37.88	39.09
Staff Welfare	1.46	0.83
Total	111.34	111.92
Note 26 Finance costs		
(a) Interest expense		
- Interest on car loan	0.07	1.02
- GST late fees and penalty	0.12	-
- Interest On TDS	0.13	0.25
-Interest on FDOD	13.23	3.72
Total	13.56	4.99
Note 27 Other expenses		
Advertisement Exps.	4.01	2.22
Auda Charges	0.20	4.12
Auditors Remuneration		
- statutory audit	0.75	0.75
- taxation matters		
Bad Debts	-	2.51
Bank Charges	0.05	0.11
Business promotion	0.26	-
CSR Donation	17.58	12.70
Electricity charges	8.77	8.02
Insurance	4.68	3.53
Legal and professional	8.94	21.86
Listing Fees	4.61	4.30
Membership Fees	0.39	0.30
Miscellaneous expenses	1.69	0.01
Municipal tax	8.27	13.09
Office Expenses	4.90	4.67
Penalty on Amalgamation	-	6.50
Petrol and conveyance	2.81	1.47
Printing and stationery	0.03	0.92
Repairs and maintenance - Others	20.13	10.67
Rera Fees	-	0.84
ROC charges	-	0.01
Sale deed registration charge	-	0.31
Security Expenses	3.08	3.55
Share of loss of firm	39.40	0.00
Site Exp	0.87	4.03
Stamp Duty for Amalgamation	0.00	6.96
Telephone exp	1.09	0.85
Travel Exp	4.59	14.63
Website Exp	0.45	0.85
Total	137.55	129.78

Prerna Infrabuild Ltd

Notes Forming Part of Standalone Accounts for the year ended 31st March, 2025

NOTE-28 SIGNIFICANT ACCOUNTING POLICIES:

COMPANY OVERVIEW & NATURE OF OPERATIONS:

The Company was incorporated in 1988. The company is a public limited company incorporated and domiciled in India has its registered office at PRERNA, Survey No 820/1, Opp: ananddham Derasar, S G Highway, Makarba. Ahmedabad - 380058, Gujarat, India. The company has its primary listings on the BSE Limited in India. The company's main business is Real Estate and development in residential and commercial segment.

1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS: Statement of Compliance:

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as specified under section 133 of the Companies Act 2013 read together with the Rules notified there under to the extent applicable and the other relevant provisions of the Act, pronouncements of the regulatory bodies applicable to the company. The financial statements have been prepared on going concern and accrual basis. The accounting policies are applied consistently to all the periods presented in the financial statements.

1.2 BASIS OF MEASUREMENT:

The Ind AS Financial Statements have been prepared on a going concern basis using historical cost convention and fair value measurement, wherever applicable and on an accrual method of accounting, except for certain financial assets and liabilities as specified and defined benefit plans which have been measured at actuarial valuation as required by relevant Ind AS.

1.3 BASIS FOR CLASSIFICATION OF ASSETS & LIABILITIES:

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets or processing and their realization in cash and cash equivalent, project related assets and liabilities have been classified into current and non-current based on operating cycle of respective projects. The Company has ascertained its operating cycle to be 12 months for the purpose of current – non-current classification for all other assets and liabilities.

1.4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS:

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Revisions to accounting estimates are recognized prospectively.

The areas involving critical estimates or judgments are:

- Estimation of Useful life of Property, plant and equipment and intangibles (Note 1.5.i)
- Estimation of impairment (Note 1.5.iv)
- Estimation of taxes (Note 1.5.v)
- Estimation of cost of project for revenue recognition (Note 1.5.vi)
- Estimation of provision and contingent liabilities (Note 25)

1.5 SIGNIFICANT ACCOUNTING POLICIES:

i. PROPERTY, PLANT & EQUIPMENT:

- A.** Property, Plant & Equipment are stated at cost of acquisition or construction net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price and other directly attributable costs. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.
- B. Depreciation on fixed assets:**
Depreciation is provided based on a pro-rata basis on the useful life of the assets as prescribed in Schedule II of the Companies Act, 2013 on the "Written down value" method in respect of all assets.
- C.** The company had elected to consider the carrying value of all its property, plant and equipment appearing in the financial statements prepared in accordance with Accounting Standards notified under section 133 of the Companies Act 2013 read together with the Rules notified there under and used the same as deemed cost on transition to Ind AS.

ii. INTANGIBLE ASSET

Intangible Assets are recognized when it is probable that the future economic benefits that are attributable to the assets will flow to the company and the cost of asset can be measured reliably.

Intangible Assets are stated at cost, net of accumulated amortization and accumulated impairment loss, if any. Cost includes any expenditure directly attributable on making the asset ready for its intended use.

Intangible assets with finite lives are amortized over their useful economic life. The amortization period and the amortization method for finite-life intangible assets is reviewed at each financial year end and adjusted prospectively, if appropriate.

iii. INVESTMENT PROPERTY:

The company owns investment properties comprising buildings leased to third parties. These properties are accounted for using the cost model. The fair value of investment properties as on 31 March 2025 is ₹316.74 Lakhs (previous year ₹96.08 Lakh), as determined by the Circle rate declared by local authority.

- a. Basis of measurement:**
The investment property is measured using the **cost model** as per Ind AS 40. The cost includes purchase price and directly attributable expenditure.
- b. Fair value of Investment Property:**
The fair value of investment property as at 31-03-2025 is ₹316.74 Lakh. The valuation is based on Jantri (Circle) value declared by the local authority.
- c. Income and Expenses from Investment Property:**
Rental income from investment property: ₹35.32 Lakhs
Direct operating expenses arising from investment property: Nil
- d. Restrictions on Realisability:**
As per current market conditions there is no restriction on sale or use of investment property
- e. Contractual obligations:**
There is no obligation to construct or develop or for repairs and maintenance.

iv. BORROWING COST:

Borrowing costs attributable to the acquisition, construction or production of qualifying assets (i.e. assets that necessarily take substantial period of time to get ready for their intended use or sale) are capitalized as part of the cost of such asset up to the date when such asset is ready for its intended use or sale. Other borrowing costs are recognized as an expense in the period in which they are incurred. Further, interest earned out of borrowed funds from temporary investments is reduced from the borrowing cost.

v. FINANCIAL INSTRUMENT:

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

A Financial Asset:-

Initial recognition and measurement:

All financial instruments are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit & Loss, transaction costs that are attributable to the acquisition of the financial asset, purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place are recognized on the trade date i.e. the date that the company commits to purchase or sell the asset.

Subsequent Measurement:

For the purpose of subsequent measurement financial assets are classified as measured at:

- Amortized cost
- Fair value through profit and loss (FVTPL)
- Fair value through other comprehensive income (FVOCI)

(a) Financial Asset measured at amortized cost:

Financial Assets 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 are measured at amortized cost using effective interest rate (EIR) method. The EIR amortization is recognized as finance income in the statement of Profit & Loss. The company while applying above criteria has classified the following at amortized cost:

- (a) Trade receivables
- (b) Investment in Subsidiaries
- (c) Loans
- (d) Other financial assets

(b) Financial Assets Measured at fair value through other comprehensive income:

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognized in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognized in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

(c) Financial Assets at fair value through profit & loss (FVTPL):

Financial Asset are measured at Fair value through Profit & Loss if it does not meet the criteria for classification as measured at amortized cost or at FVTOCI. All fair value changes are recognized in the statement of Profit & Loss.

Equity Instruments:-

All investments in equity instruments classified under financial assets are initially measured at fair value, the group may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL.

De-recognition of Financial Assets:-

Financial assets are derecognized when the contractual rights to the cash flows from the financial asset expire or the financial asset is transferred and the transfer qualifies for Derecognition. On Derecognition of a financial asset in its entirety, the difference between the carrying amount (measured on the date of recognition) and the consideration received (including any new asset obtained less any new liability assumed) shall be recognized in the statement of Profit & Loss.

Impairment of Financial Assets:-

In accordance with Ind AS 109, the company applies expected credit loss (ECL) model by adopting the simplified approach using a provision matrix reflecting current condition and forecasts of future economic conditions for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- (a) Financial Assets that are debt instruments, and are measured at amortized cost e.g. loans, debt securities, deposits, trade receivables and bank balance
- (b) Financial Assets that are debt instruments and are measured at FVTOCI.
 - (c) Lease receivables under Ind AS 116.
 - (d) Trade receivables or any contractual right to receive cash or another financial asset
 - (e) Loan commitments which are not measured at FVTPL
 - (f) Financial guarantee contracts which are not measured at FVTPL

B. Financial Liability:

Initial recognition and measurement:

Financial liabilities are recognized initially at fair value plus any transaction cost that are attributable to the acquisition of the financial liability except financial liabilities at FVTPL that are measured at fair value.

Subsequent measurement:

Financial liabilities are subsequently measured at amortized cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognized

in the Statement of Profit and Loss

Financial Liabilities at amortized cost:

Amortized cost for financial liabilities represents amount at which financial liability is measured at initial recognition minus the principal repayments, plus or minus the cumulative amortization using the effective interest method of any difference between the initial amount and the maturity amount.

The company is classifying the following under amortized cost

- Borrowings from banks
- Borrowings from others
- Trade payables
- Other Financial Liabilities

Derecognition:

A financial liability shall be derecognized when, and only when, it is extinguished i.e. when the obligation specified in the contract is discharged or cancelled or expires.

vi. INCOME TAXES:

Income tax expense for the year comprises of current tax and deferred tax. Provision for Current Tax is computed as per Total Income Returnable under the Income Tax Act, 1961 taking into account available deductions and exemptions.

Deferred tax is recognized in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is measured based

on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized.

vii. REVENUE RECOGNITION:

The Company derives revenues primarily from sale of properties comprising of both commercial and residential units. The Company recognizes revenue when it determines the satisfaction of performance obligations at a point in time and subsequently over time when the Company has enforceable right for payment for performance completed to date. Revenue is recognized upon transfer of control of promised products to customer in an amount that reflects the consideration which the Company expects to receive in exchange for those products.

In arrangements for sale of units the Company has applied the guidance given in IND AS 115, on "Revenue from contracts with customers", by applying the revenue recognition criteria for each distinct performance obligation. The arrangements with customers generally meet the criteria for considering sale of units as distinct performance obligations. For allocating the transaction price, the Company has measured the revenue in respect of each performance obligation of a contract at its relative standalone selling price. The price that is regularly charged for an item when sold separately is the best evidence of its standalone selling price. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer.

The full revenue is recognized on sale of property when the company has transferred to the buyer all significant risks & rewards of ownership and when the seller has not to perform any substantial acts to complete the contract.

viii. RETIREMENT & OTHER EMPLOYEE BENEFITS:-

As per explanation provided by the company, as per past records, because of certain basic requirement of continuous services, no employee became eligible for retirement benefits, hence nothing has been provided in the books of accounts towards retirement benefits. Further regarding Provident and other employee's fund, company has not crossed the basic limit, hence PF and other laws are not made applicable to the company.

ix. IMPAIRMENT OF ASSETS:

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. Recoverable value is being higher of value in use and net selling price. Value in use is computed at net present value of cash flow expected over the balance useful life of the assets. An impairment loss is recognized in the year in which an asset is identified as impaired as an expense in the Profit and Loss Account

x. INVENTORY:

Inventories are valued at the lower of cost and net realizable value.

- A. In case of the inventory of Raw-materials, they are valued at cost using FIFO method.
- B. The Closing stock of WIP has been valued at cost.
- C. The closing stock of finished goods is valued at cost or net realizable value, whichever is less.

xi. TRANSACTIONS IN FOREIGN CURRENCY:

- A. Foreign currency transactions are translated into the functional currency using exchange rates at the date of the transaction.
- B. Monetary items denominated in foreign currencies at the period end are restated at year end rates.
- C. Nonmonetary foreign currency items are carried at cost.
- D. Any income or expense on account of exchange difference either on settlement or on transaction is recognized in the statement of profit and loss.

xii. LEASES:

At the inception of a contract, the Company assesses whether a contract is or contains, a lease. A contract is, or contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange of consideration.

As a Lessee:

Right of use Asset:

The Company recognizes a right-of-use asset and a lease liability at the lease commencement date. At the commencement date, a lessee shall measure the right-of- use asset at cost which comprises initial measurement of the lease liability, any lease payments made at or before the commencement date, less any lease incentives received, any initial direct costs incurred by the lessee; and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

Lease Liability:

At the commencement date, a lessee shall measure the lease liability at the present value of the lease payments that are not paid at that date. The lease payments shall be discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the lessee shall use the lessee's incremental borrowing rate.

Short-term lease and leases of low-value assets:

The Company has elected not to recognize right-of-use assets and lease liabilities for short- term leases that have a lease term of less than 12 months or less and leases of low-value assets, including IT Equipment. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

The election for short-term leases shall be made by class of underlying asset to which the right of use relates. A class of underlying asset is a grouping of underlying assets of a similar nature and use in Company's operations. The election for leases for which the underlying asset is of low value can be made on a lease-by-lease basis.

At present there is no lease contract in the company.

xiii. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS:

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events, it is probable that there will be an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date. If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation.

Contingent liabilities are disclosed when there is a possible obligation arising from past event, the existence of which will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arise from past event where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount can not be made.

xiv. EARNINGS PER SHARE:

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted

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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 are adjusted for the effects of all potential dilutive equity shares.

xv. CASH AND CASH EQUIVALENTS:

Cash and cash equivalents in the balance sheet comprise cash at banks and in hand and short-term deposits with an original maturity of twelve 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 consist of unrestricted cash and short-term deposits, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management. Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payment and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

NOTE-29 A Financial Instrument by Category:

(Amt. in Lakh)

PARTICULARS	2024-25			2023-24		
	FVTPL	FVTOCI	AMORTISED COST	FVTPL	FVTOCI	AMORTISED COST
Financial Assets						
- Investment	0	0	430.60	0	0	94.97
- Loans			7.33			7.15
- Trade Receivable	0	0	13.94	0	0	1056.46
- Cash & cash equivalents	0	0	12.85	0	0	1038.31
- Other bank balances	0	0	4987.13	0	0	1692.47
- Other financial Assets	0	0	271.90	0	0	2274.67
Financial Liabilities						
- Borrowings	0	0	2564.07	0	0	3434.08
- Trade Payables	0	0	0.70	0	0	1.53
- Other financial liabilities	0	0	0	0	0	0

*Since all the financial Assets and Financial liabilities are measured at amortized cost, disclosure of fair value hierarchy is not being made

NOTE-29B Fair Value of Financial Assets & Liabilities measured at amortized cost:(Amt. in Lakh)

PARTICULARS	2024-25		2023-24	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets:				
Investment in Subsidiary & associates	430.60	430.60	94.97	94.97
Loans	7.33	7.33	7.15	7.15
Trade Receivable	13.94	13.94	1056.46	1056.46
Cash & cash equivalents	12.85	12.85	1038.31	1038.31
Other bank balances	4987.13	4987.13	1692.47	1692.47
-Other financial Assets	271.90	271.90	2274.67	2274.67
Financial Liabilities:				
Borrowings				
Trade Payables	2564.07	2564.07	3434.08	3434.08
Other financial liabilities	0.70	0.70	1.53	1.53

- A. The carrying amounts of trade receivables, trade payables, current loans, capital creditors and cash and cash equivalents, other financial assets, other financial liabilities are considered to be the same as their fair values, due to their short-term nature.
- B. The fair values of non-current borrowings and non-current Loans are same as their amortized cost since the borrowings are interest bearing at the prevalent market rate.

NOTE-29 C Income Taxes: Tax (Credit) / Expense recognized in profit or loss (Amt. in Lakh)

Particulars	2024-25	2023-24
Current Tax	32.91	176.61
Deferred Tax	(0.59)	(0.44)
Total Income Tax Expenses	32.32	176.17

A. Reconciliation of tax expenses and the accounting profit multiplied by Tax Rate : (Amt. in Lakh)

Particulars	2024-2025	2023-2024
Profit Before Tax	162.87	715.41
Statutory Tax Rate (%)	27.82%	29.12%
Tax at statutory tax rate	45.31	208.33
Tax effects of net of the amounts which are not taxable, not deductible in calculating taxable income due to adjustments as per income tax act	(12.40)	(31.72)
Tax effects of change in deferred tax rate	0	0
Income Tax Expense	32.91	176.61

B. Deferred Tax Assets/ (Liabilities) :
(Amt in lakh)

Particulars	2024-25	2023-24
The balances comprises temporary differences attributable to :		
Deferred Tax Assets		
Difference of WDV of fixed assets	0.59	0.44
Other balance sheet items	0	0
Deferred Tax Assets	0.59	0.44

29D: Corporate Social Responsibility

Expenditure towards Corporate Social Responsibility as per Companies Act, 2013 read with Rules and Regulations thereof charged to profit and loss account.

(Amt. In lakh)

Particulars	For the year ended	
	March 31, 2025	March 31, 2024
(i) Gross Amount required to be spent by the Company	1757555	1268670
(ii) Amount Spent during the year towards activities specified in CSR Policy		
a) CSR activities by own		
b) By third parties	1757600	1270000
(iii) Shortfall at the end of the year	Nil	Nil
(iv) Total of Previous years shortfall	Nil	Nil
(v) Reason for shortfall	NA	NA
(vi) Related Party Transactions in relation to Corporate Social Responsibility	Nil	Nil

PRERNAINFRABUILD LIMITED

a) Amount utilised from previous year unspent account		
b) Amount spent for the year		
(vii) Nature of CSR activities	Education & Medical	Education

Note 30: Information concerning classification of securities:

(Rs. In Lakh)

Particulars	2024-25	2023-24
Current		
Financial Assets:		
-First charge	Nil	955.12
-Floating charge		
Non Financial Assets		
-First charge		
-Floating charge	Nil	3.95
Non Current		
First Charge	0	0
Total assets mortgaged as security		

The Details of security offered for the secured loan taken are as follows:

- A. Overdraft against fixed deposits are secured by the pledge of the fixed deposits financed through overdraft financing viz FDOD
- B. Loans in respect of Vehicals are secured by the hypothecation of the vehicles financed through loan agreement viz Motor Cars.

Note-31: Segment Reporting:

Factors used to identify the entity's reportable segment, including the basis of organization:

For management purposes, the company has only one reportable segment namely: Real Estate and development in residential and commercial property. The Managing Director of the company acts as the Chief Operating Decision Maker ("CODM"). The CODM evaluates the company's performance and allocates resources based on an analysis of various performance indicators.

1 Information about Products and Services:

(Amt Rs in Lakh).

Product/Service	Revenue from the Product	
	2024-25	2023-24
Real Estate and Development of Residential and Commercial Property	508.17	2382.36

2. Information about Geographical Areas:

(Amt Rs. In Lakh)

Particulars	Within India	
	2024-25	2023-24
Revenues	508.17	2382.36
Non Current Assets	3177.50	2316.38

3. Information about Major Customers:

Entity has entered the real estate transaction in the nature of sale of land at Survey No.782 & 783 at Moje Vekra, Mehsana to Mr. Meet Mahendrabhai Patel resident of Dharnidhar Vas, Patel Vas, Chandlodiya, Ahmedabad-382481 of Rs.195.99 lakhs and Mausam Mahendrabhai Patel resident at 105, Patel Vas, Chandlodiya, Ahmedabad-382481 of Rs.137.61 Lakhs which is more than 10% of total revenue of the entity for the financial year 2024-25.

Note-32: Revenue Recognition: Revenue from Contract with Customers:

Disaggregated Revenue Information:

(Amt in, Rs. Lakh)

Particulars	Revenue from the Product	
	2024-25	2023-24
Type of service		
Real Estate and Development of Residential and Commercial Property	543.16	2132.70
Geographical Disaggregation:		
Revenue within India	543.16	2132.70
Timing of revenue recognition wise		
- At a point in time	543.16	2132.70
- Over a period of time		

PRERNAINFRABUILD LIMITED

Contract Balances:

(Amt in, Rs. Lakh)

Particulars	2024-25	2023-24
Contract Assets		
Trade Receivable	13.94	1056.46
Contract Liabilities		
Booking advance received from customers	0.24	0.24

Note: 33 Investments in Subsidiaries and Associates:

(a) List of Subsidiaries (as per Ind AS 112):

Company is having 90% share in Perna Infrabuild (Partnership Firm) which is considered as subsidiary.

(b) List of Associates:

Name of Associate	Country of Incorporation	Proportion of Ownership Interest	Method of Accounting	Relationship
Perna Solitaire Infra LLP	India	33%	Equity	Associate
Vipreja Projects LLP	India	42.5%	Equity	Associate
Som Perna Solitaire Buildcon LLP	India	25%	Equity	Associate

(c) Basis of Measurement:

- Investments in subsidiaries, associates and joint ventures are accounted for at cost in accordance with Ind AS 27, in the Separate Financial Statements.
- Impairment in value, if any, is assessed in accordance with Ind AS 36 and charged to the Statement of Profit and Loss.

(d) Significant Judgments:

- The management has evaluated control as per Ind AS 110 to determine subsidiaries.
- Significant influence is determined in accordance with Ind AS 28.

(e) Impairment Testing:

At each reporting date, the Company assesses whether there is any indication that the investment in subsidiaries or associates may be impaired.

(f) Fair Value Disclosures:

Though carried at cost, the fair value of unquoted investments has been disclosed in accordance with Ind AS 107.

Note-34: Related Party Transactions:

Key Management Personal-Chairman	Vijay C Shah
Key Management Personal-Managing Director	Sanket Vijay Shah
Key Management Personal-Whole Time Director	Nalini V. Shah
Subsidiary Enterprise	Perna Infrabuild (90%)
Associated Enterprise	Perna Solitaire Infra LLP (33%)
Associated Enterprise	Vipreja Projects LLP (42.5%)
Relative of Chairman (Daughter)	Swetal V shah
Company-Relative	Prernatirth Builders Pvt Ltd
Society-controlled by MD	Perna Artika Commercial Co-Op

Nature of transactions with related parties and aggregate amount of transactions for each class of related party balance outstanding as on 31-03-2025.

(Amt in, Rs. Lakh)

Particulars	2024-25			2023-24		
	Subsidiary /Associate	Other Related Parties	Key Managerial Person	Subsidiary /Associate	Other Related Parties	Key Managerial Person
Advance for purchase of land:						
Nalini Vijay Shah						1470.00
Niyati Sanket Shah					330.00	
Managerial Remuneration						
Vijay C shah			24.00			24.00
Sanket V Shah			24.00			24.00
Nalini V Shah			24.00			24.00
M/s Perna Infrabuild (90%)						
Net of repayment receipt over Contribution in Perna Infrabuild (Prev yr Excess of contribution over receipt)	(255.40)			13.47		
Profit/(loss) of Firm	(35.05)			249.66		
Outstanding Balance (Excess of receipt over contribution, Prev yr (Receivable))	(61.88)			228.57		
Perna Solitare Infra LLP (33%)						
Net of contribution over receipt (Prev yr excess receipt)	99.00			(32.18)		
Profit/(loss) of Firm	(39.40)			(1.17)		
Outstanding Balance	154.57			94.65		
Somprerna Solitare Buildcon LLP (25%)						
Net of contribution over receipt (Prev yr excess receipt)	276.10			-		

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Profit/(loss) of Firm	-			-		
Outstanding Balance	276.10			-		
Vipreja Projects LLP (42.5%)						
Net of contribution over receipt	0.32			0.32		
Outstanding Balance	0.32			0.32		
Loans to:						
Prenatirth Builders Pvt Ltd (Loan over receipts)		0.18			-	
CI Balance		2.82			2.65	
Loan to Perna Artika Comm Co-op Service Society		-			-	
CI Balance		4.50			4.50	

Note:-35: Analytical Ratios:

Sr. No.	Ratio	Numerator	Denominator	For the year ended March 31, 2025	For the year ended March 31, 2024	% Variance	Reason for variance
a.	Current Ratio,	Current Assets	Current Liabilities	89.75	8.74	927%	Increase in current year because of repayment of temporary borrowings.
b.	Debt-Equity Ratio,	Total Debt #1	Shareholders Equity	0.01	0.10	-91%	Decrease in current year because of repayment of temporary borrowings.
c.	Debt Service Coverage Ratio,	Earnings available for Debt service #2	Debt Service #3	12.40	109.89	-89%	Decrease in current year because of increased in interest on loan & reduction of earning.
d.	Return on Equity Ratio,	Net Profit after taxes	Average Shareholders equity	0.01	0.07	-81%	Earning decreased in current year.
e.	Inventory turnover ratio,	Cost of goods sold #4	Average Inventory	0.16	0.46	-66%	There in much lower material consumption as compared to last year, since majority of the

PRERNAINFRABUILD LIMITED

							construction have been finished in last year.
f.	Trade Receivables turnover ratio,	Revenue from Operations #6	Average Trade Receivables	0.95	3.93	-76%	Revenue from operation decreased this year substantially.
g.	Trade payables turnover ratio,	Construction Expenses #7	Average Trade Payables	10.42	76.20	-86%	Construction Exp reduced this year.
h.	Net capital turnover ratio (Net working capital turnover Ratio),	Revenue from Operations #6	Average Working Capital	0.07	0.45	-85%	Revenue from operation reduced this year.
i.	Net profit ratio,	Net Profit	Revenue from Operations #6	0.26	0.22	21%	Since % completion method followed in income recognition, the more completion more profit/(loss) generated.
j.	Return on Capital employed,	Earning before interest and taxes	Capital Employed #5	0.02	0.06	-72%	No Explanation Required
k.	Return on investment in quoted equity instruments,	Current Value of Investment	Average Cost of Investment	NA	NA	NA	NA
	Return on investment in other equity of subsidiaries,	Current Value of Investment	Average Cost of Investment	NA	NA	NA	NA

Notes

#1 Debt represents all liabilities.

#2 Earnings available for Debt service represents Profit After Tax + Finance Cost + Depreciation and Amortization + Loss/(profit) on sale of assets

#3 Debt Service represents Interest + Principal Repayment + Lease payments.

#4 Cost of goods sold represents construction material consumed during the during the year.

#5 Capital Employed represents Equity, external borrowings and Deferred tax liabilities.

#6 Revenue from Operations represents sale of services and other material sales.

#7 Construction expenses represents credit purchases during the year + other direct construction Expenses.

Note 36: Contingent Liabilities:

- 1 For AY 2017-18 from Income Tax Department has raised the demand of Rs. 593.,63 Lakh in assessment proceeding. Company has filed appeal with CIT(A) and is of the opinion of getting success in appeal hence not provided in the books of account.
- 2 For AY 2022-23 Company has succeeded in assessment proceeding u/s 143(3), however IT department has wrongly added deferred tax into the profit and raised the demand of Rs.29.23 Lakh. Company has filed rectification application against the said order. Hence nothing has provided in the books.

NOTE-37: There are no proceedings initiated or pending against the Company for holding any Benami Property under the Benami Transactions (Prohibitions) Act, 1988.

NOTE-38 During the year Company has not traded or invested in Crypto Currency.

NOTE-39 The Company does not have any immovable property in Property, Plant & Equipment for which the title deeds of immovable property are not held in the name of the company.

NOTE-40 Standard issued but not yet effective:

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

See accompanying notes forming part of the financial statements In terms of our report attached.

For Philip Fernandes & Co
Chartered Accountants
ICAI Firm Reg No: 128122W

For and on behalf of the Board of Directors

Proprietor
M.N. 125960
Place : Ahmedabad
Date :

Chairman & M.D.
(Vijay C Shah):
DIN:00038062
Sd/-

Managing Director
(Sanket V Shah)
DIN:00038121
Sd/-

Whole-Time Director
(Nalini V Shah)
Sd/-
DIN:00119538
Place : Ahmedabad
Date :

Company Secretary
(Megha Shah)
Sd/-

PRERNAINFRABUILD LIMITED

INDEPENDENT AUDITOR'S REPORT ON AUDIT OF ANNUAL CONSOLIDATED FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF PRERNA INFRABUILD LIMITED

Opinion

We have audited the accompanying Statement of Consolidated Financial Results of PRERNA INFRABUILD LIMITED ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as Group") for the year ended March 31, 2025 ("the Statement"), being submitted by the Parent pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, these Consolidated Financial Results for the year ended March 31, 2025:

1. Includes the result of the following entities:-

A. PRERNA INFRABUILD (Partnership Firm)

- a. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
- b. Give a true and fair view in conformity with the recognition and measurement principles laid down in the Indian Accounting Standards and other accounting principles generally accepted in India of the net profit and total comprehensive income and other financial information of the Company for the year then ended March 31, 2025

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 ("the Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for Audit of the Consolidated Financial Results for the year ended March 31, 2025. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the Consolidated Financial Results for the year ended March 31, 2025 under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

Key audit matters: Key audit matters ('KAM') are those matters that, in our professional judgment, 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. We have determined the matter described below to be the key audit matters to be communicated in our report.

1 **Revenue recognition for real estate projects (as described in note 32) of the consolidated Ind AS financial statements**

Kay Audit Matter: The Company applies Ind AS 115 "Revenue from contracts with customers" for recognition of revenue from real estate projects, which is being recognized at a point in time upon the Company satisfying its performance obligation and the customer obtaining control of the underlying

asset. Considering the application of Ind AS 115 involves significant judgment in identifying performance obligations and determining when 'control' of the asset underlying the performance obligation is transferred to the customer, the same has been considered a key audit matter.

Our audit procedures included: • Read the Company's revenue recognition accounting policies and assessed compliance of the policies with Ind AS 115. • Obtained and understood revenue recognition process including identification of performance obligations and determination of transfer of control of the asset underlying the performance obligation to the customer. • Read the legal opinion obtained by the Company to determine the point in time at which the control is transferred in accordance with the underlying agreements. • Tested, revenue-related transactions with the underlying customer contracts, sale deed and handover documents, evidencing the transfer of control of the asset to the customer based on which revenue is recognised. • Assessed the revenue-related disclosures included in Note 32 to the Consolidated Ind AS financial statements in accordance with the requirements of Ind AS 115.

2 Claims, litigations and contingencies:

Key Audit Matters: The Company is subject to periodic challenges by local tax authorities on a range of tax matters during the normal course of business including direct and indirect tax matters. These involve significant management judgment to determine the possible outcome of the uncertain tax positions, consequently having an impact on related accounting and disclosures in the financial statements. Refer to Note 36 to the financial statements

Our audit procedures include the following substantive procedures: • Obtained understanding of key uncertain tax positions; and • We along with our internal tax experts read and analysed select key correspondences, external legal opinions/consultations by management for key uncertain tax positions; Discussed with appropriate senior management and evaluated management's underlying key assumptions in estimating the tax provisions; and Assessed management's estimate of the possible outcome of the disputed cases.

Management's & Board of Director's Responsibilities for the Consolidated Financial Results

Parents Board of Directors and has been approved by them for the issuance The Statement has been compiled from the related audited consolidated financial statements for the year ended March 31, 2025 and interim consolidated financial information for the quarter ended March 31, 2025 being the balancing figure between audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year This responsibility includes the preparation and presentation of the Statement that give a true and fair view of the consolidated net profit and consolidated total comprehensive income and other financial information of the Group in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued there under and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

The respective Board of Directors of the Companies included in the Group and are responsible for maintenance of

adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies making judgments and estimates that are reasonable and prudent: and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records relevant to the preparation and presentation of the respective financial results that give a true and fair view and are free from material misstatement whether due to fraud or error, which have been used for the purpose of preparation of this Consolidated Financial Results by the Directors of the Parent. as aforesaid In preparing the Consolidated Financial Results, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable matters related to going Concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate their respective entities or to cease operations or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for Overseeing the financial reporting process of the Group.

Auditor's Responsibilities for Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Results for the year ended March 31, 2025 as a whole is 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 this Consolidated Financial Results.

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

- Identify and assess the risks of material misstatement of the Annual Consolidated Financial Results, 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of estimates and related disclosures made by the Board of Directors.
- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If

we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement 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 Annual Consolidated Financial Results, including the disclosures, and whether the Annual Consolidated Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the Annual Consolidated Financial Results of the Company to express an opinion on the Annual Consolidated Financial Results.

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 communicate to them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 as amended to the extent applicable.

Report on other Legal and Regulatory Requirements and Our Opinion:

2) AS required by Section 143(3) of the Act, we report to the extent applicable, 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 purpose of our audit of aforesaid consolidated financial statements;
- (b) In our opinion, proper books of accounts as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditor reports.
- (c) The consolidated financial statements dealt with by this report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
- (d) In our opinion, the aforesaid consolidated financial statements comply with Ind AS specified under section 133 of the Act.
- (e) On the basis of written representation received from the Directors and taken on record by the Board of Directors, we report that none of the Director is disqualified as on 31st March 2025 from being appointed as a Director in terms of Section 164(2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" and;

(g) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our Report in “Annexure A”, which is based on the auditors’ reports of the Holding company, subsidiary companies, associate companies and jointly controlled companies incorporated in India.

(h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- iv. The consolidated financial statements does not have any pending litigations as at 31st March, 2025 which would impact its consolidated financial statement in Note: 36.
- v. The Consolidated financial statements does not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
- vi. Unpaid dividend of Rs.2,46,667/-is required to be transferred to the Investor Education and Protection Fund by the Company.

(g) Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended 31st March 2025, which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with

Place: Ahmedabad

Date: 08-05-2025

For, Philip Fernandese & Co,
Chartered Accountants
FRN 128122W

Philip Fernandes
Proprietor
M.N. 125960
UDIN: 25125960BMKQJB6853

Annexure (A) to Auditors' Report

Referred to in our report to members of Prerna Infrabuild Limited on the consolidated financial statements for the year 31st March, 2025

- ii. (a) Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) Title deeds of immovable properties are held in the name of the company.
- (c) These fixed assets have been physically verified by the management at reasonable Intervals and no material discrepancies were noticed on such verification.
- xxi. Physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed.
- xxii. The company has not granted any loans, secured or unsecured to companies, firms or other parties covered by clause (76) of Section 2 of the Companies Act, 2013.
- xxiii. In our opinion the company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of loans investments guarantees and security.
- xxiv. The Company has not accepted any deposits from the public and complied with the directives issued by the Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under, wherever applicable. There is no order passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal.
- xxv. The company has not defaulted in repayment of dues to a financial institution or bank or debenture holders.
- xxvi. We are informed that the Central Government has not prescribed maintenance of Cost Records under Sub Section (1) of Section 148 of the Companies Act for the business in which the company is engaged.
- xxvii. According to the records of the Company, undisputed statutory dues including provident Fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues have been generally regularly deposited with the appropriate authorities.
- a) According to the information and explanations given to us, no undisputed amounts is payable which is outstanding as at 31st March 2025 for a period of more than six months from the date of becoming payable.
- b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2025 on account of disputes are given below:

Nature of statutes	Nature of dues	Asst Yr	Demand Raised (Lakh)	Forum where dispute pending
Income Tax Act- 1961	Income Tax	2017-18	593.63	CIT (A)

Income Tax Act- 1961	Income Tax	2022-23	29.23	Rectification with ITO
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- c) According to records of the company, Rs. 246667/- is required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 2056(1 of 2056) and the rules made there under.

- xxviii. Moneys raised by way of public issue/ follow-on offer (including debt instruments) and term loans were applied for the purposes for which those are raised.
- xxix. Managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 207 read with schedule V to the Companies Act?
- xxx. Any fraud by the company or any fraud on the Company by its officers/ employees has not been noticed or reported during the year.
- xxxi. Since company is not Nidhi Company, clause not applicable.
- xxxii. Company has not made any preferential allotment / private placement of shares or fully or partly convertible debentures during the year under review.
- xxxiii. All transactions with the related parties are in compliance with Section 188 and 177 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable IND AS.
- xxxiv. The company has not entered into any non-cash transactions with directors or persons connected with him.
- xxxv. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.
- xxxvi. The Company has not incurred cash losses in the financial year covered by our audit and in the immediately preceding financial year
- xxxvii. There has been no resignation of the statutory Auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.
- xxxviii. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor give any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(b) (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act in compliance with second proviso to sub-section (5) of Section 135 of the said Act. Accordingly, reporting under clause 3(xx) (a) of the Order is not applicable to the company.

(b) There are no unspent amounts towards Corporate Social Responsibility (CSR) on ongoing projects under subsection (5) of section 135 of the Companies Act, has been transferred to special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause 3(xx) (b) of the Order is not applicable to the Company.

Place: Ahmedabad

Date: 08-05-2025

For, Philip Fernandese & Co,
Chartered Accountants
FRN 128122W

Philip Fernandes
Proprietor
M.N. 125960
UDIN: 25125960BMKQJB6853

Annexure (B) to Auditors' Report

Referred to in paragraph 1(f) under the heading "Report on other legal and regulatory requirements" of our report of even date.

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

We have audited the Internal Financial Control over financial reporting of Prerna Infrabuild Limited (hereinafter referred to as "the Company") as of 31st March, 2025 in conjunction with our audit of the consolidated financial statements of the Company for the year then ended.

Management's Responsibility for Internal Financial Control

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform

PRERNAINFRABUILD LIMITED

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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Holding Company have, 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 31st March, 2025, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

Place: Ahmedabad

Date: 08/05/2025

For, Philip Fernandese & Co,
Chartered Accountants
FRN 128122W

Philip Fernandes
Proprietor
M.N. 125960
UDIN: 25125960BMKQJB6853

PRERNAINFRABUILD LIMITED

PRERNA INFRABUILD LIMITED				
CIN: L65990GJ1988PLC010570				
Reg Off: "PRERNA" Suurvey No 820/1, Makarba in lane of Panchwati Auto, Opp: Ananddham Derasar, S G Road, Ahmedabad-380058, Gujarat, India				
CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH,2025				
	Particulars	Note	As at 31 March, 2025 Rupees (in Lakh)	As at 31 March, 2024 Rupees (in Lakh)
A	ASSETS			
1	Non-current assets			
	Property, plant and equipment	1	49.37	63.11
	Capital Work in progress		-	-
	Investment property	2	2,582.88	57.86
	Other intangible assets		-	-
	Financial assets			
	Investments	3	430.67	94.97
	Loans	4	7.33	-
	Other financial assets	5	-	-
	Deferred tax assets (net)	6	17.85	17.26
	Other non current assets	7	151.81	1,854.60
			3,239.91	2,087.80
2	Current assets			
	Inventories	8	3,525.77	5,528.02
	Financial assets			
	Current investments			
	Trade receivables	9	13.94	1,056.46
	Cash and cash equivalents	10	12.85	1,038.31
	Bank balance other than (iii) above	11	4,987.13	1,692.47
	Loans	4	-	7.15
	Other financial assets	5	271.90	2,274.67
	Current Tax Assets (net)	12	66.30	37.34
	Other Current Assets	7	1,191.89	130.44
			10,069.78	11,764.86
	Total Assets		13,309.69	13,852.66
	EQUITY AND LIABILITIES			
1	Equity			
	Equity Share Capital	13	3,612.75	3,612.75
	Other Equity	14	6,635.38	6,501.14
	Other Equity- Monority Interest		15.31	17.83
			10,263.44	10,131.73
2	Non-current liabilities			
a.	Financial Liability			
i.	Borrowing	15	2,238.56	2,475.01
ii.	Trade Payable	16	-	-
iii.	Other financial liabilities		-	-
b.	Other non current liabilities	17	9.11	10.26
	Total non-current liabilities		2,247.67	2,485.27
3	Current liabilities			
a.	Financial Liability			
i.	Borrowing	15	325.51	959.08
ii.	Trade Payable		-	-
-	Total outstanding dues of micro and small enterprise	16	0.70	1.48
-	Total outstanding dues of creditors other than micro and small enterprise		-	0.05
iii.	Other financial liabilities		-	-
b.	Provisions	18	6.53	6.59
b.	Other current liabilities	17	465.84	268.46
	Total current liabilities		798.58	1,235.66
	Total Equity and liabilities		13,309.69	13,852.66
See accompanying notes forming part of the financial statements In terms of our report attached. Note 28 to 40				
For Philip Fern: For and on behalf of the Board of Directors			For and on behalf of the Board of Directors	
Chartered Accountants				
ICAI Firm Reg No: 128122W				
Proprietor			Chairman & M.D.	
M.N. 125960			(Vijay C Shah):	
			DIN:00038062	
			Sd/-	
			Managing Director	
			(Sanket V Shah)	
			DIN:00038121	
			Sd/-	
Place: Ahmedabad			Whole-Time Director	
Date:			(Nalini V Shah)	
			DIN:00119538	
			Sd/-	
			Company Secretary	
			(Megha Shah)	
			Sd/-	
			Date :	

PRERNA INFRABUILD LIMITED				
STATEMENT OF CONSOLIDATED PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH 2025				
	Particulars	Note No.	For the year ended 31 March, 2025	For the year ended 31 March, 2024
			Rupees (in Lakh)	Rupees (in Lakh)
1	Revenue from operations	19	1,046.83	4,535.07
2	Other income	20	360.15	234.80
3	Total revenue (1+2)		1,406.98	4,769.86
4	Expenses			
	(a) Cost of land/ plot	21	598.83	3820.08
	(b) Cost of materials consumed	22	-	-
	(b) Contract Cost and Project Exp	23		
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	24	199.03	(308.84)
	(d) Employee benefits expense	25	125.54	117.33
	(e) Finance costs	26	148.60	155.04
	(f) Depreciation and amortisation expense		20.32	22.56
	(g) Other expenses	27	151.79	248.28
	Total expenses		645.27	234.37
5	Profit / (Loss) before exceptional and extraordinary items and tax (3 - 4)		761.70	4,535.49
6	Exceptional items		-	-
7	Profit / (Loss) before extraordinary items and tax (5 ± 6)		761.70	4,535.49
8	Tax expense:			
	(a) Current tax		32.91	176.61
	(b) Tax relating to prior years			-
	(c) Deferred tax credit		(0.59)	(0.44)
9	Profit / (Loss) for the year (07 ± 8)		729.38	4,359.32
10	Other Comprehensive income			-
	Total of Other comprehensive income			-
11	Total Comprehensive Income for the period		729.38	4,359.32
	Total Comprehensive Income for the period attributable to:			
	Owner of the company		733.27	521.20
	Non-Controlling Interest		-3.89	18.04
			729.38	539.24
12	Earnings / (Loss) per equity share			
	Basic (Rs.)		2.03	1.44
	Diluted (Rs.)		2.03	1.44

See accompanying notes forming part of the financial statements See Note 28 to 36
In terms of our report attached.

For Philip Fernandes & Co
Chartered Accountants
ICAI Firm Reg No: 128122W

Proprietor
M.N. 125960

Place : Ahmedabad
Date :

For and on behalf of the Board of Directors

Chairman & M.D.
(Vijay C Shah):
DIN:00038062
Sd/-

Managing Director
(Sanket V Shah)
DIN:00038121
Sd/-

Whole-Time Director
(Nalini V Shah)
DIN:00119538
Sd/-

Company Secretary
(Megha Shah)
Sd/-

Place : Ahmedabad
Date :

PRERNA INFRABUILD LIMITED		
CIN: L65990GJ1988PLC010570		
Reg Off: "PRERNA" Suervey No 820/1, Makarba in lane of Panchwati Auto, Opp: Ananddham Derasar, S G Road, Ahmedabad-380058, Gujarat, India		
STATEMENT OF CONSOLIDATED CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2025		
Particulars	For the year ended 31 March, 2025	For the year ended 31 March, 2024
	Amount in (Lakh)	Amount in (Lakh)
A. Cash flow from operating activities		
Net Profit / (Loss) before extraordinary items and tax	761.70	4,535.49
<i>Adjustments for:</i>		
Depreciation and amortisation	20.32	22.56
(Profit) / loss on sale / write off of assets	(0.26)	-
Finance costs	148.60	155.04
Interest income	(324.57)	(224.35)
Net (gain) / loss on sale of investments	-	-
Rental income from investment properties	(35.32)	(10.45)
Operating profit / (loss) before working capital changes	570.47	4,478.30
<i>Changes in working capital:</i>		
<i>Adjustments for (increase) / decrease in operating assets:</i>		
Inventories	2,002.25	(254.10)
Trade receivables	1,042.52	(900.19)
Other current assets	(1,061.45)	98.98
Trade Payable	(0.82)	(0.46)
Other current liabilities except unpaid dividend	197.38	124.71
Short-term provisions	(0.06)	2.00
Changes in Non current asset-Operating	1,702.79	(98.08)
Net Cash from Operations	4,453.08	3,451.15
Income Tax	(58.20)	-185.89
Net cash flow from operating activity	4,394.88	3,265.26
B. Cash flow from investing activities		
Purchase of Fixed assets	(1.65)	(55.04)
sale of fixed assets	0.50	-
Purchase of Investment property	(2,530.19)	-
Movement in investments	(335.70)	33.17
Movement in Loans & Advances	(0.18)	-
Bank balances not considered as Cash and cash equivalents		
- Placed	(4,573.01)	(10,145.00)
- Matured	1,278.34	7,090.00
Interest received	324.57	224.35
Changes in other financial assets	2,002.77	(134.08)
Rental income from investment properties	35.32	10.45
Changes in Other Non current liabilities	(1.15)	7.80
Repayment of Minority shares	(2.52)	-
Net cash flow from / (used in) investing activities (B)	(3,802.90)	(2,968.36)
C. Cash flow from financing activities		
Changes in Borrowing	(870.01)	(293.73)
Finance cost	(148.60)	(155.04)
Proceeds from Equity		4,797.01
Net cash flow from / (used in) financing activities (C)	(1,018.61)	4,348.24
Net increase / (decrease) in Cash and cash equivalents (A+B+C)	(426.62)	4,645.14
Cash and cash equivalents at the beginning of the year	4,858.39	213.25
Cash and cash equivalents at the end of the year	4,431.76	4,858.39
Reconciliation of Cash and cash equivalents with the Balance		
Cash and cash equivalents as per Balance Sheet (Refer Note 19)	12.85	1,038.31
	12.85	1,038.31
Cash and cash equivalents at the end of the year *	12.85	1,038.31
* Comprises:		
(a) Cash on hand	-	-
(c) Balances with banks		
(i) In current accounts	12.85	1,038.31
(iii) In deposit accounts with original maturity of less than 3	-	-
	12.85	1,038.31
Notes:		
(i) The Cash Flow Statement reflects the combined cash flows pertaining to continuing and discounting operations.		
See accompanying notes forming part of the financial		
See accompanying notes forming part of the financial statements		
In terms of our report attached.		
For Philip Fernandes & Co		
Chartered Accountants		
ICAI Firm Reg No: 128122W		
For and on behalf of the Board of Directors		
Proprietor	Chairman & M.D.	Managing Director
M.N. 125960	(Vijay C Shah):	(Sanket V Shah)
Place : Ahmedabad	DIN:00038062	DIN:00038121
Date :	Sd/-	Sd/-
	Whole-Time Director	Company Secretary
	(Nalini V Shah)	(Megha Shah)
	DIN:00119538	Sd/-
	Sd/-	
	Date :	

PRERNA INFRABUILD LTD							
STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH,2025							
(Rupees in Lakh)							
Particulars	Equity Share Application	Equity Share Capital	Security Premim Account	Revaluation Reserve	General Reserve	Retained Earning	Total other equity
Balance as at 1st April 2024	-	3,612.75	3,402.00	0.54	232.46	2,865.94	6,500.94
Add: Profit during the year	-	-	-	-	-	733.27	733.27
Balance as at 31-03-2025	-	3,612.75	3,402.00	0.54	232.46	3,599.21	7,234.22
See accompanying notes forming part of the financial statements In terms of our report attached.							
For Philip Fernandes & Co Chartered Accountants ICAI Firm Reg No: 128122W				For and on behalf of the Board of Directors			
Proprietor M.N. 125960 Place : Ahmedabad Date :				Chairman & M.D. (Vijay C Shah) DIN:00038062 Sd/-	Managing Director (Sanket V Shah) DIN:00038121 Sd/-	Whole-Time Director (Nalini V Shah) DIN:00119538 Sd/-	
				Company Secretary (Megha Shah) Sd/-			

PRERNA INFRABUILD LIMITED		
Notes forming part of the consolidated financial statements		
Particulars	As at 31 March, 2025	As at 31 March, 2024
	Rupees (in Lakh)	Rupees (in Lakh)
Note 2 Investment Property:		
(a) Land	2446.13	
(a) Tarrace Rights at A-1103 Prerna Shikhar		0.50
(b) Property at Cellar-Prerna Arbour	2.7	2.84
(c) Property at Prerna Artka (2035-2040)	51.87	54.52
(d) Property at Prerna Artka (1034-1037)	31.08	-
(e) Property at Prerna Artka (8A to 10, 14-20 GF A Block)	51.09	-
Total	2,582.88	57.86
Cost or Deemed Cost		
Balance at the beginning of the year	57.73	0
Addition	84.55	57.73
Transfer to other tangible assets	-	0.00
Disposal/ (Adjustment)	-	0.00
Balance at the end of the year	142.28	57.73
Accumulated Depreciation:		
Balance at the beginning of the year	0.37	0.00
Addition	5.16	0.37
Transfer to other tangible assets	-	0.00
Disposal/ (Adjustment)	-	0.00
Balance at the end of the year	5.54	0.37
Carrying Amount:		
Balance at the beginning of the year	57.36	0.00
Addition	79.38	57.36
Transfer to other tangible assets	-	0.00
Disposal/ (Adjustment)	-	0.00
Balance at the end of the year	136.74	57.36
Investment Property at Prerna Artika (SF 2035-2040), (FF1034 to1037) & (8A to 10, 14-20 GF A Block) has been leased to tenant under operating lease with monthly rental payments. Other property has been considered for capital appreciation.		
Financial Assets		
Note 3 Investments-Non Current: (Unquoted)		
A. Investment carried out at cost		
ii. Associates (See Note 33)	430.67	94.97
Total	430.67	94.97
Details of Investments:		
I. Investment at Cost:		
A. Investments in Associate at cost		
1.Prerna Solitaire LLP (33% Control)		
i. Fixed Capital Contribution	0.33	0.33
ii, Variable Capital Contribution	153.92	94.32
	154.25	94.65

PRERNA INFRABUILD LIMITED		
Notes forming part of the consolidated financial statements		
2. Vipreja Projects LLP (42.5% Control)		
i. Fixed Capital Contribution	0.43	0.43
ii, Variable Capital Contribution	(0.11)	(0.11)
	0.32	0.32
3. Som Perna Solitaire Buildcon LLP (25% control)		
i. Fixed Capital Contribution	0.25	0.00
ii, Variable Capital Contribution	275.85	0.00
	276.10	0.00
Note 4 : Loans		
Non Current (Unsecured, Consider good)		
(a) Loans to related parties	7.33	
	7.33	0.00
(b) Current (Unsecured considered good)		
Advance to Related Parties	0	7.15
	7.33	7.15
Note 5 : Other financial assets		
1 Non Current:		
(Unsecured, considered good unless otherwise stated)	-	-
2 Current:		
(Unsecured, considered good unless otherwise stated)		
(a) Security Deposits	0	48.17
(b) Fixed Deposits with Banks held as security against borrowing	0	2115.00
(c) Interest accrued on deposits with Banks	271.90	111.50
	271.90	2274.67
Note 6 Deferred Tax Assets:		
(c) Deferred tax assets	17.85	17.25
(On difference of depreciation as per books and IT)		
Total	17.85	17.25
Note 7 Other assets:		
(A) Non Current		
(a) Advance for Land Purchase to related parties	-	1800.00
(Considered Good)		
(b) Advance for Land Purchase to Others	84.82	23.11
(Considered Good)		
(c) Advance payment under redevelopment projects	66.49	31.49
(Considered Good)		
(d) Terrace Rights at A-1103 Perna Shikhar	0.50	0.50
Total	151.81	1854.60

PRERNA INFRABUILD LIMITED		
Notes forming part of the consolidated financial statements		
(B) Current		
(a) Advance for Land Purchase to Others (Considered Good)	1165.69	82.49
(b) Prepaid Exp	1.76	1.82
(c) Other Advance	0.44	25.34
(d) GST	24.00	20.68
(e) Advance to minority interest	0	0.11
	1191.89	130.44
Note 8 Inventories:		
(At lower of cost and net realisable value)		
Perna Rajvijay Tirth -	206.08	206.08
Perna Artica-WIP	700.07	800.97
Perna Ashtamangal	0	18.02
Tragad and Shela Scheme	886.79	2538.53
Perna Infrabuild	1732.83	1964.42
Total	3525.77	5528.02
Note 9 Trade Receivables:		
Unsecured		
(a) Considered Good	13.94	1056.46
(b) Credit Impaired	1.39	1.39
	15.33	1057.85
Less: Provision for doubtful debts	1.39	1.39
Total	13.94	1056.46
Note 10 Cash and cash equivalents:		
(a) Cash on hand		
(b) Balances with banks		
(i) In current accounts	12.85	1038.31
Total	12.85	1038.31
Note 11 Other Bank Balance:		
(i) Term deposits having remaining maturity of more than 3 months but not more than 1 year (Refer Note (i) below)	4984.66	1690.00
(ii) In earmarked accounts		
- Unpaid dividend accounts	2.47	2.47
	4987.13	1692.47
Of the above, the balances that meet the definition of Cash and cash equivalents as per AS 3 <i>Cash Flow Statements</i> is Rs246667 (Pre Vr 234816/-)		
Note:12 Current Tax Assets		
(a) Advance income tax (net of provisions 48680536/- (As at 31 March, 2024 Rs.45067994/ - Unsecured, considered good)	66.30	37.34

PRERNA INFRABUILD LIMITED
Notes forming part of the Consolidated financial statements
Note: 13 Equity Share Capital

Particulars	As at 31-03-2025	As at 31-03-2024
Authorised 38000000 (P.Y.13000000) Equity shares of Rs.10/- each	3800.00	3800.00
Issued, Subscribed and fully paid up 36127530 (P.Y.12042510) Equity shares of Rs.10/- each	3612.75	3612.75
	3612.75	3612.75

13.1 The reconciliation of number of shares at the beginning of the year and at the close of the year:

Particulars	As at 31-03-2025	As at 31-03-2024
Equity Shares at the beginning of the year	36127530	12042510
Add: Shares issued during the year	0	24085020
Equity Shares at the end of the year	36127530	36127530

13.2 List of shareholding more than 5% of the total number of shares issued by the company:

Name of shareholder	As at 31-03-2025		As at 31-03-2024		% of change during the year
	No of shares	% holding	No of shares	% holding	
Sanket Vijay Shah HUF	8083000	22.37	7790277	21.56	0.81
Nalini Vijay Shah	6564131	18.17	6564131	18.17	0.00
Vijay C Shah	3384771	9.37	3384771	9.37	0.00
Vijay C Shah- HUF	3881277	10.74	3738477	10.35	0.39
Swetal Vijay Shah	2447044	6.77	1987581	5.50	1.27

13.3 The statement of Shareholding of Promoters as below:

Class of shares / Name of shareholder	As at 31-03-2025		As at 31-03-2024		% of change during the year
	No of shares	% holding	No of shares	% holding	
Sanket Vijay Shah HUF	8083000	22.37	7790277	21.56	0.81
Nalini Vijay Shah	6564131	18.17	6564131	18.17	0.00
Vijay C Shah	3384771	9.37	3384771	9.37	0.00
Vijay C Shah- HUF	3881277	10.74	3738477	10.35	0.39
Swetal Vijay Shah	2447044	6.77	1987581	5.50	1.27
Sanket Vijay Shah	397404	1.10	397404	1.10	0.00
Niyati Sanket Shah	16823	0.05	16823	0.04	0.01

12.4 The company has issued only one class of shares having a par value of Rs.10/- each. Each shareholder of equity share is entitled to one vote per share.

PRERNA INFRABUILD LIMITED		
Notes forming part of the consolidated financial statements		
Particulars	As at 31 March, 2025	As at 31 March, 2024
	Rupees (in Lakh)	Rupees (in Lakh)
Note 14 Other Equity		
(a) Securities Premium Account:		
Balance as per last balance sheet	3,402.00	1,013.50
Add: Addition during the year	-	2,408.50
Less: Share issue exp	-	(20.00)
Closing Balance	3,402.00	3,402.00
(b) Revaluation Reserve:	0.54	0.54
(c) General Reserve:		
Opening balance	232.46	232.46
Closing balance	232.46	232.46
(d) Surplus / (Deficit) in Statement of Profit and Loss:		
Opening balance	2,883.97	2,344.73
Add: Profit / (Loss) for the year	729.38	539.24
Closing balance	3,613.35	2,883.97
Total	7,248.35	6,518.98
Note 15 Financial Liabilities		
i. Borrowing		
Non Current:		
(A) Loans:		
i. From Banks	-	-
ii. From Others	-	-
(B) Loans:		
i. From Others by subsidiary Firm	2,238.56	2,475.01
Total	2,238.56	2,475.01
Current:		
Current maturities of secured long term debts:	-	-
(A) Vehical loans		
i. From Banks	0.00	3.95
(B) Overdraft from Bank	325.51	955.12
Unsecured loan from directors	0.00	0.00
Total	325.51	959.08
Note:16:Trade Payable		
Non Current:		
	-	-
Total	-	-
Current:		
Total outstanding dues to micro and small enterprise	0.70	1.48
Total outstanding dues of creditors other than micro and small enterprise	0.00	0.05
Total	0.70	1.52
Note:18: Provisions		
Non current		
	-	-
Total	-	-
Current		
Provision for Exp	6.53	6.59
Total	6.53	6.59
Note:17: Other liabilities		
Non Current		
(A) Rent Deposits	6.65	7.80
(b) Unpaid dividend	2.47	2.47
Total	9.11	10.26
Current		
(A) Booking Advance received from customers		
Perna Ashtamangal	0.24	0.24
Perna 24 Tirthankar Trust	36.38	36.40
Perna Aam Bagan-3	416.78	222.41
(B) Exp payable	8.35	3.68
(C) Statutory liabilities	3.97	5.74
(D) Advance Rent	0.12	0.00
Total	465.84	268.46

PRERNA INFRABUILD LIMITED		
Notes forming part of the consolidated financial statements		
Particulars	For the year ended 31 March, 2025	For the year ended 31 March, 2024
	Rupees (in Lakh)	Rupees (in Lakh)
Note 19 Revenue from operations:		
(a) Sale of Shops/flat	543.17	2836.48
(b) Sale of land	503.61	1700.00
(c) Profit of Associates		(1.41)
(c) Other operating income	0.05	
Total	1,046.83	4,535.07
Note 20 Other income		
(a) Interest income		
-From bank	324.57	224.35
(b) Rent income	35.32	10.45
(c) Net gain on sale of:		
Sale of Fixed Assets	0.26	-
Total	360.15	234.80
Note 21 Cost of Land/Plots		
-Cost of Land	598.83	3820.08
Note 22 Cost of materials consumed:		
Opening Stock:		
Add: Prerna Ashtamagal Project Exp	-	-
Add: Prerna Artika Exp	-	-
Add: Other Direct Exp	-	-
Add: share in Prerna Agam	-	-
Less: Closing stock		
Cost of material consumed	-	-
Note-23: Contract and Project Cost	-	-
Note 24.Changes in inventories of finished goods, work-in-progress and stock-in-trade:		
Inventories at the end of the year:		
Finished Goods		
Prerna Raj Vijay Tirth Project	206.08	206.08
Prerna Artika Project	784.62	855.72
Less: Trf to Invetsment Property	(84.55)	(54.75)
Prerna Ashtamagal Project	0.00	18.02
Tragad and Shela Scheme	2171.31	2538.53
Less: Trf to Invetsment Property	(1,284.52)	
Finished Goods- M/s Prema Infrabuild -Firm	1732.84	1964.42
	3525.78	5528.02
Inventories at the beginning of the year:		
Work-in-progress		
Prerna Raj Vijay Tirth Project	206.08	215.32
Prerna Artika Project	800.97	919.54
Less: Trf to Invetsment Property	(84.55)	(54.75)
Prerna Ashtamagal Project	18.02	90.10
Tragad and Shela Scheme	2538.53	2410.00
Less: Trf to Invetsment Property	(1,718.67)	0
Finished Goods- M/s Prema Infrabuild -Firm	1964.42	1638.96
	3,724.81	5,219.18
Net (increase) / decrease	199.03	(308.84)
Note 25 Employee benefits expense		
Directors Remuneration	72.00	72
Salaries and wages	52.08	44.49988
Bonus & leave salary	1.46	0.8292
Total	125.54	117.33

Note 26 Finance costs		
(a) Interest expense		
- Interest on car loan	0.07	1.02
- GST late fees and penalty	0.12	0.00
- Interest On TDS	0.13	0.65
-Interest on FDOD	13.23	3.72
- Interest on loan	135.04	149.65
Total	148.60	155.04
Note 27 Other expenses		
Advertisement Exps.	4.01	2.22
Auda Charges	0.20	4.12
Auditors Remuneration		
- statutory audit	0.87	0.89
- taxation matters	-	-
Bad Debts	-	2.51
Bank Charges	0.06	0.12
Brokerage on sale of flat	2.86	111.72
Business promotion	0.26	
CSR Donation	17.58	12.70
Electricity charges	13.07	11.32
GST Exp	-	-
Insurance	4.68	3.53
Legal and professional	9.94	21.86
Listing Fees	4.61	4.30
Membership Fees	0.39	0.30
Miscellaneous expenses	1.75	0.01
Municipal tax	8.27	13.09
Office Expenses	4.90	4.67
Penalty on Amalgamation	0.00	6.50
Petrol and conveyance	2.81	1.47
Printing and stationery	0.68	1.00
Repairs and maintenance - Others	20.13	10.67
Rera Fees	-	0.84
ROC charges	-	0.01
Sale deed registration charge	-	0.31
Security Expenses	3.08	3.55
Share of loss	39.40	-
Site Exp	0.87	7.28
Stamp Duty for Amalgamation	-	6.96
Telephone exp	1.09	0.85
Travel Exp	4.59	14.63
Website Exp	0.45	0.85
Mehsul Exp	5.24	-
Total	151.79	248.28

Prerna Infrabuild Ltd

Notes Forming Part of Consolidated Accounts for the year ended 31st March, 2025

NOTE-28 SIGNIFICANT ACCOUNTING POLICIES:

COMPANY OVERVIEW & NATURE OF OPERATIONS:

The Company was incorporated in 1988. The company is a public limited company incorporated and domiciled in India has its registered office at PRERNA, Survey No 820/1, Opp: Ananddham Derasar, S G Highway, Makarba. Ahmedabad - 380058, Gujarat, India. The company has its primary listings on the BSE Limited in India. The company's main business is Real Estate and development in residential and commercial segment.

1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS: Statement of Compliance:

These financial statements have been prepared in accordance with the Indian Accounting Standards (Ind AS) as specified under section 133 of the Companies Act 2013 read together with the Rules notified there under to the extent applicable and the other relevant provisions of the Act, pronouncements of the regulatory bodies applicable to the company.

The financial statements have been prepared on going concern and accrual basis. The accounting policies are applied consistently to all the periods presented in the financial statements.

1.2 BASIS OF MEASUREMENT:

The Ind AS Financial Statements have been prepared on a going concern basis using historical cost convention and fair value measurement, wherever applicable and on an accrual method of accounting, except for certain financial assets and liabilities as specified and defined benefit plans which have been measured at actuarial valuation as required by relevant Ind AS.

1.3 BASIS FOR CLASSIFICATION OF ASSETS & LIABILITIES:

All the assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets or processing and their realization in cash and cash equivalent, project related assets and liabilities have been classified into current and non-current based on operating cycle of respective projects. The Company has ascertained its operating cycle to be 12 months for the purpose of current – non-current classification for all other assets and liabilities.

1.4 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS:

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Revisions to accounting estimates are recognized prospectively.

The areas involving critical estimates or judgments are:

- Estimation of Useful life of Property, plant and equipment and intangibles (Note 1.5.i)
- Estimation of impairment (Note 1.5.iv)
- Estimation of taxes (Note 1.5.v)
- Estimation of cost of project for revenue recognition (Note 1.5.vi)
- Estimation of provision and contingent liabilities (Note 25)

1.5 SIGNIFICANT ACCOUNTING POLICIES:

i. PROPERTY, PLANT & EQUIPMENT:

- A.** Property, Plant & Equipment are stated at cost of acquisition or construction net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price and other directly attributable costs. Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.
- B. Depreciation on fixed assets:**
Depreciation is provided based on a pro-rata basis on the useful life of the assets as prescribed in Schedule II of the Companies Act, 2013 on the "Written down value" method in respect of all assets.
- C.** The company had elected to consider the carrying value of all its property, plant and equipment appearing in the financial statements prepared in accordance with Accounting Standards notified under section 133 of the Companies Act 2013 read together with the Rules notified there under and used the same as deemed cost on transition to Ind AS.

ii. INTANGIBLE ASSET

Intangible Assets are recognized when it is probable that the future economic benefits that are attributable to the assets will flow to the company and the cost of asset can be measured reliably.

Intangible Assets are stated at cost, net of accumulated amortization and accumulated impairment loss, if any. Cost includes any expenditure directly attributable on making the asset ready for its intended use.

Intangible assets with finite lives are amortized over their useful economic life. The amortization period and the amortization method for finite-life intangible assets is reviewed at each financial year end and adjusted prospectively, if appropriate.

iii. INVESTMENT PROPERTY:

The company owns investment properties comprising buildings leased to third parties. These properties are accounted for using the cost model. The fair value of investment properties as on 31 March 2025 is ₹316.74 Lakhs (previous year ₹96.08 Lakh), as determined by the Circle rate declared by local authority.

- f. Basis of measurement:**
The investment property is measured using the **cost model** as per Ind AS 40. The cost includes purchase price and directly attributable expenditure.
- g. Fair value of Investment Property:**
The fair value of investment property as at 31-03-2025 is ₹316.74 Lakh. The valuation is based on Jantri (Circle) value declared by the local authority.
- h. Income and Expenses from Investment Property:**
Rental income from investment property: ₹35.32 Lakhs
Direct operating expenses arising from investment property: Nil
- i. Restrictions on Realisability:**
As per current market conditions there is no restriction on sale or use of investment property
- j. Contractual obligations:**
There is no obligation to construct or develop or for repairs and maintenance.

iv. BORROWING COST:

Borrowing costs attributable to the acquisition, construction or production of qualifying assets (i.e. assets that necessarily take substantial period of time to get ready for their intended use or sale) are capitalized as part of the cost of such asset up to the date when such asset is ready for its intended use or sale. Other borrowing costs are recognized as an expense in the period in which they are incurred. Further, interest earned out of borrowed funds from temporary investments is reduced from the borrowing cost.

v. FINANCIAL INSTRUMENT:

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

A Financial Asset:-

Initial recognition and measurement:

All financial instruments are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Profit & Loss, transaction costs that are attributable to the acquisition of the financial asset, purchase or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place are recognized on the trade date i.e. the date that the company commits to purchase or sell the asset.

Subsequent Measurement:

For the purpose of subsequent measurement financial assets are classified as measured at:

- Amortized cost
- Fair value through profit and loss (FVTPL)
- Fair value through other comprehensive income (FVOCI)

(d) Financial Asset measured at amortized cost:

Financial Assets 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 are measured at amortized cost using effective interest rate (EIR) method. The EIR amortization is recognized as finance income in the statement of Profit & Loss. The company while applying above criteria has classified the following at amortized cost:

- (a) Trade receivables
- (b) Investment in Subsidiaries
- (c) Loans
- (d) Other financial assets

(e) Financial Assets Measured at fair value through other comprehensive income:

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognized in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognized in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognized in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

(f) Financial Assets at fair value through profit & loss (FVTPL):

Financial Asset are measured at Fair value through Profit & Loss if it does not meet the criteria for classification as measured at amortized cost or at FVTOCI. All fair value changes are recognized in the statement of Profit & Loss.

Equity Instruments:-

All investments in equity instruments classified under financial assets are initially measured at fair value, the group may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL.

De-recognition of Financial Assets:-

Financial assets are derecognized when the contractual rights to the cash flows from the financial asset expire or the financial asset is transferred and the transfer qualifies for Derecognition. On Derecognition of a financial asset in its entirety, the difference between the carrying amount (measured on the date of recognition) and the consideration received (including any new asset obtained less any new liability assumed) shall be recognized in the statement of Profit & Loss.

Impairment of Financial Assets:-

In accordance with Ind AS 109, the company applies expected credit loss (ECL) model by adopting the simplified approach using a provision matrix reflecting current condition and forecasts of future economic conditions for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- (a) Financial Assets that are debt instruments, and are measured at amortized cost e.g. loans, debt securities, deposits, trade receivables and bank balance
- (b) Financial Assets that are debt instruments and are measured at FVTOCI.
- (c) Lease receivables under Ind AS 116.
- (d) Trade receivables or any contractual right to receive cash or another financial asset
- (e) Loan commitments which are not measured at FVTPL
- (f) Financial guarantee contracts which are not measured at FVTPL

B. Financial Liability:

Initial recognition and measurement:

Financial liabilities are recognized initially at fair value plus any transaction cost that are attributable to the acquisition of the financial liability except financial liabilities at FVTPL that are measured at fair value.

Subsequent measurement:

Financial liabilities are subsequently measured at amortized cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognized in the Statement of Profit and Loss

Financial Liabilities at amortized cost:

Amortized cost for financial liabilities represents amount at which financial liability is measured at initial recognition minus the principal repayments, plus or minus the cumulative amortization using the effective interest method of any difference between the initial amount and the maturity amount.

The company is classifying the following under amortized cost

- Borrowings from banks
- Borrowings from others
- Trade payables
- Other Financial Liabilities

Derecognition:

A financial liability shall be derecognized when, and only when, it is extinguished i.e. when the obligation specified in the contract is discharged or cancelled or expires.

vi. INCOME TAXES:

Income tax expense for the year comprises of current tax and deferred tax. Provision for Current Tax is computed as per Total Income Returnable under the Income Tax Act, 1961 taking into account available deductions and exemptions.

Deferred tax is recognized in respect of temporary differences between the carrying amount of assets and liabilities for

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financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized.

vii. REVENUE RECOGNITION:

The Company derives revenues primarily from sale of properties comprising of both commercial and residential units. The Company recognizes revenue when it determines the satisfaction of performance obligations at a point in time and subsequently over time when the Company has enforceable right for payment for performance completed to date. Revenue is recognized upon transfer of control of promised products to customer in an amount that reflects the consideration which the Company expects to receive in exchange for those products.

In arrangements for sale of units the Company has applied the guidance given in IND AS 115, on "Revenue from contracts with customers", by applying the revenue recognition criteria for each distinct performance obligation. The arrangements with customers generally meet the criteria for considering sale of units as distinct performance obligations. For allocating the transaction price, the Company has measured the revenue in respect of each performance obligation of a contract at its relative Consolidated selling price. The price that is regularly charged for an item when sold separately is the best evidence of its Consolidated selling price. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer.

The full revenue is recognized on sale of property when the company has transferred to the buyer all significant risks & rewards of ownership and when the seller has not to perform any substantial acts to complete the contract.

viii. RETIREMENT & OTHER EMPLOYEE BENEFITS:-

As per explanation provided by the company, as per past records, because of certain basic requirement of continuous services, no employee became eligible for retirement benefits, hence nothing has been provided in the books of accounts towards retirement benefits. Further regarding Provident and other employee's fund, company has not crossed the basic limit, hence PF and other laws are not made applicable to the company.

ix. IMPAIRMENT OF ASSETS:

An asset is treated as impaired when the carrying cost of asset exceeds its recoverable value. Recoverable value is being higher of value in use and net selling price. Value in use is computed at net present value of cash flow expected over the balance useful life of the assets. An impairment loss is recognized in the year in which an asset is identified as impaired as an expense in the Profit and Loss Account

x. INVENTORY:

Inventories are valued at the lower of cost and net realizable value.

- E. In case of the inventory of Raw-materials, they are valued at cost using FIFO method.
- F. The Closing stock of WIP has been valued at cost.
- G. The closing stock of finished goods is valued at cost or net realizable value, whichever is less.

xi. TRANSACTIONS IN FOREIGN CURRENCY:

- A. Foreign currency transactions are translated into the functional currency using exchange rates at the date of the transaction.
- B. Monetary items denominated in foreign currencies at the period end are restated at year end rates.
- C. Nonmonetary foreign currency items are carried at cost.
- H. Any income or expense on account of exchange difference either on settlement or on transaction is recognized in the statement of profit and loss.

xii. LEASES:

At the inception of a contract, the Company assesses whether a contract is or contains, a lease. A contract is, or contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange of consideration.

As a Lessee:

Right of use Asset:

The Company recognizes a right-of-use asset and a lease liability at the lease commencement date. At the commencement date, a lessee shall measure the right-of-use asset at cost which comprises initial measurement of the lease liability, any lease payments made at or before the commencement date, less any lease incentives received, any initial direct costs incurred by the lessee; and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

Lease Liability:

At the commencement date, a lessee shall measure the lease liability at the present value of the lease payments that are not paid at that date. The lease payments shall be discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the lessee shall use the lessee's incremental borrowing rate.

Short-term lease and leases of low-value assets:

The Company has elected not to recognize right-of-use assets and lease liabilities for short-term leases that have a lease term of less than 12 months or less and leases of low-value assets, including IT Equipment. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

The election for short-term leases shall be made by class of underlying asset to which the right of use relates. A class of underlying asset is a grouping of underlying assets of a similar nature and use in Company's operations. The election for leases for which the underlying asset is of low value can be made on a lease-by-lease basis.

At present there is no lease contract in the company.

xiii. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS:

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events, it is probable that there will be an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date. If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation.

Contingent liabilities are disclosed when there is a possible obligation arising from past event, the existence of which will be confirmed only by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arise from past event where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

xiv. EARNINGS PER SHARE:

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. 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 are adjusted for the effects of all potential dilutive equity shares.

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xv. CASH AND CASH EQUIVALENTS:

Cash and cash equivalents in the balance sheet comprise cash at banks and in hand and short-term deposits with an original maturity of twelve 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 consist of unrestricted cash and short-term deposits, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management. Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payment and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

Notes Forming Part of Consolidated Accounts for the year ended 31st March, 2025

NOTE-29 A Financial Instrument by Category:

(Amt.in Lakh)

PARTICULARS	2024-25			2023-24		
	FVTPL	FVTOCI	AMORTISED COST	FVTPL	FVTOCI	AMORTISED COST
Financial Assets						
- Investment	0	0	430.67	0	0	94.97
- Loans			7.33			7.15
- Trade Receivable	0	0	13.94	0	0	1056.46
- Cash & cash equivalents	0	0	12.85	0	0	1038.31
- Other bank balances	0	0	4987.13	0	0	1692.47
- Other financial Assets	0	0	271.90	0	0	2274.67
Financial Liabilities						
- Borrowings	0	0	2564.07	0	0	3434.08
- Trade Payables	0	0	0.70	0	0	1.53
- Other financial liabilities	0	0	0	0	0	0

*Since all the financial Assets and Financial liabilities are measured at amortized cost, disclosure of fair value hierarchy is not being made

NOTE-29B Fair Value of Financial Assets & Liabilities measured at amortized cost:(Amt.`in Lakh)

PARTICULARS	2024-25		2023-24	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial Assets:				
Investment in Subsidiary & associates	430.67	430.67	94.97	94.97
Loans	7.33	7.33	7.15	7.15
Trade Receivable	13.94	13.94	1056.46	1056.46
Cash & cash equivalents	12.85	12.85	1038.31	1038.31
Other bank balances	4987.13	4987.13	1692.47	1692.47
-Other financial Assets	271.90	271.90	2274.67	2274.67
Financial Liabilities:				
Borrowings	2564.07	2564.07	3434.08	3434.08
Trade Payables	0.70	0.70	1.53	1.53
Other financial liabilities	0	0	0	0

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- C. The carrying amounts of trade receivables, trade payables, current loans, capital creditors and cash and cash equivalents, other financial assets, other financial liabilities are considered to be the same as their fair values, due to their short-term nature.
- D. The fair values of non-current borrowings and non-current Loans are same as their amortized cost since the borrowings are interest bearing at the prevalent market rate.

NOTE-29 C Income Taxes: Tax (Credit) / Expense recognized in profit or loss (Amt. in Lakh)

Particulars	2024-25	2023-24
Current Tax	32.91	176.61
Deferred Tax	(0.59)	(0.44)
Total Income Tax Expenses	32.32	176.17

C. Reconciliation of tax expenses and the accounting profit multiplied by Tax Rate: (Amt. in Lakh)

Particulars	2024-2025	2023-2024
Profit Before Tax	162.87	715.41
Statutory Tax Rate (%)	27.82	29.12%
Tax at statutory tax rate	45.31	208.33
Tax effects of net of the amounts which are not taxable, not deductible in calculating taxable income due to adjustments as per income tax act	(12.40)	(31.72)
Tax effects of change in deferred tax rate	0	0
Income Tax Expense	32.91	176.61

D. Deferred Tax Assets/ (Liabilities) : (Amt in lakh)

Particulars	2024-2025	2023-24
The balances comprises temporary differences attributable to :		
Deferred Tax Assets		
Difference of WDV of fixed assets	0.59	0.44
Other balance sheet items	0	0
Deferred Tax Assets	0.59	0.44

29D: Corporate Social Responsibility

Expenditure towards Corporate Social Responsibility as per Companies Act, 2013 read with Rules and Regulations thereof charged to profit and loss account.

(Amt. In lakh)

Particulars	For the year ended	
	March 31, 2025	March 31, 2024
(i) Gross Amount required to be spent by the Company	17.57	12.69
(ii) Amount Spent during the year towards activities specified in CSR Policy		
a) CSR activities by own		
b) By third parties	17.58	12.70
(iii) Shortfall at the end of the year	Nil	Nil
(iv) Total of Previous years shortfall	Nil	Nil
(v) Reason for shortfall	NA	NA
(vi) Related Party Transactions in relation to Corporate Social Responsibility	Nil	Nil
a) Amount utilised from previous year unspent account		
b) Amount spent for the year		

(vii) Nature of CSR activities	Education & Medical	Promotion of Health and Nutrition
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Note 30: Information concerning classification of securities:
(Rs. In Lakh)

Particulars	2024-25	2023-24
Current		
Financial Assets:		
-First charge	0	955.12
-Floating charge		
Non Financial Assets		
-First charge		
-Floating charge	0	3.95
Non Current		
First Charge	0	0
Total assets mortgaged as security		

The Details of security offered for the secured loan taken are as follows:

- C. Overdraft against fixed deposits are secured by the pledge of the fixed deposits financed through overdraft financing viz FDOD
- D. Loans in respect of Vehicals are secured by the hypothecation of the vehicles financed through loan agreement viz Motor Cars.

Note-31: Segment Reporting:
Factors used to identify the entity's reportable segment, including the basis of organization:

For management purposes, the company has only one reportable segment namely: Real Estate and development in residential and commercial property. The Managing Director of the company acts as the Chief Operating Decision Maker ("CODM"). The CODM evaluates the company's performance and allocates resources based on an analysis of various performance indicators.

2 Information about Products and Services:
(Amt Rs in Lakh).

Product/Service	Revenue from the Product	
	2024-25	2023-24
Real Estate and Development of Residential and Commercial Property	1046.83	4535.07

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3. Information about Geographical Areas:

(Amt Rs. In Lakh)

Particulars	Within India	
	2024-25	2023-24
Revenues	1046.83	4535.07
Non Current Assets	151.81	1854.60

4. Information about Major Customers:

(a) Holding Company (Prerna Infrabuild Ltd): During the year company has entered real estate transaction in the nature of sale of plot No 8 of land at Survey No.782 & 783 at Moje Vekra, Mehsana to Mr. Meet Mahendrabhai Patel resident of Dharnidhar Vas, Patel Vas, Chandlodiya, Ahmedabad-382481 at Rs.195.99 lakhs and Mausam Mahendrabhai Patel resident at 105, Patel Vas, Chandlodiya, Ahmedabad-382481 at Rs.137.61 Lakhs which is more than 10% of total revenue of the entity for the financial year 2024-25

(b) Subsidiary Prerna Infrabuild (Firm): Firm has entered the real estate transaction in the nature of sale of land at Andej with the following customers which is more than 10% of the total revenue of the entity for the financial year 2024-25:

- i. Plot No 8/ Survey No 570 sold to Mr. Manjitsingh (AERP7301L-66%) & Jatinder Kaur Bhalla (AARP8248C-34%) resident at 42-43, Royal Enclave, Asopalav Bunglows, Thaltej, Ahmedabad-380059 at Rs.66.12 lakhs
- ii. Plot No 12 of Survey No 570 to Majuladevi Agarwal (ABKPA0523F) resident at 4/5, Hermitage Villa, Ambali Bopal Road, Ambali-Ahmedabad-380058 at Rs76.64 Lakh,
- iii. Plot No 4 of Survey No 570 to Neha Rishi Saraf (AKBPB2399C) resident at A-401, East Aboni, B/h Rajpath Club, Bodakdev, Ahmedabad-380054 at Rs.65.76 Lakhs,
- iv. Plot No 9 of Survey No 419 to Devendrakumar P Patel (ABIPP8491M) resident at 6, Nirat Park House, Opp: Sun N Step Club, Thaltej, Ahmedavbad-380061 at Rs. 74.04 Lakh,
- v, Plot No 1 of Survey No 418 to Darshana Munirbhai Mehta(ACGPM3877K)resident at 15, Paras Bunglows, Satellite, Ahmedabad-380015 at Rs.71.09 Lakh,
- vi. Plot No 2 of Survey No 418 to Malay Shailesh Shah (AGSPS6795A) resident at C-3, Kameshwar Vihar Society, Ambawadi, Ahmedabad-380015 at Rs. 66.15 lakh,
- vii. Plot No 14 of Survey No 570 to Sonia Pavankumar Arora (ABZPA1645H) resident at 10, Sundarya Vila, Ambali, Ahmedabad and & ISha Abhinay Agarwal (BKTPA1130K) at Rs 8.80 Lakh.

Note-32: Revenue Recognition: Revenue from Contract with Customers:

Disaggregated Revenue Information:

(Amt in, Rs. Lakh)

Particulars	Revenue from the Product	
	2024-25	2023-24
Type of service		
Real Estate and Development of Residential and Commercial Property	1046.83	4535.07
Geographical Disaggregation:		
Revenue within India	1046.83	4535.07
Timing of revenue recognition wise		
- At a point in time	1046.83	4535.07
- Over a period of time		

Contract Balances:

(Amt in, Rs. Lakh)

Particulars	2024-25	2023-24
Contract Assets		
Trade Receivable	13.94	1056.46
Contract Liabilities		
Booking advance received from customers	417.02	222.64

Note-33: Investment in Subsidiaries, Associates, and Joint Ventures:

- i. **Basis of Consolidation: As per Ind AS 110, the consolidated financial statements include the financial statements of the parent company and its subsidiaries, which it controls. Control is achieved when the Group:**

- Has power over the investee;
- Is exposed to, or has rights to, variable returns from its involvement; and
- Has the ability to use its power to affect returns.

Associates and joint ventures are accounted for using the equity method as per Ind AS 28.

- ii. **List of Subsidiaries Included in Consolidation**

Sr No	Name	Country of incorporation	% share	Principal Activity
1	Prerna Infrabuild (Partnership Firm)	India	90%	Real estates, construction of commercial and residential properties

- iii. **List of Associates and Joint Ventures Accounted Using Equity Method:**

Name of Associate	Country of Incorporation	Proportion of Ownership Interest	Relationship	Carrying Amount (Rs. in Lakh)
Prerna Solitaire Infra LLP	India	33%	Associate	154.25
Vipreja Projects LLP	India	42.5%	Associate	0.32
Som Prerna Solitaire Buildcon LLP	India	25%	Associate	462.35

- iv. **Movement in Carrying Amount of Investments in Associates and Joint Ventures:**
(Rs.in Lakh)

PRERNAINFRABUILD LIMITED

Sr No	Name of Associates	Opening Balance	Addition/Withdrawl	Share Profit/ (Loss)	Cl. Balance
1	Prerna Solitaire Infra LLP	94.65	99.00	(39.40)	154.25
2	Vipreja Projects LLP	0.32	Nil	Nil	0.32
3	Som Prerna Solitaire Buildcon LLP	0	462.35	Nil	462.35

V. Significant Restrictions

There is no restriction on the ability of subsidiaries, associates to transfer funds to the parent company.

vi Contingent Liabilities and Commitments

Only Prerna Soitaire Infra LLP has started operations in full. Other two are in the process hence as on the balance sheet date, associates have no contingent liabilities. And assessment of capital commitments are in process.

vii. Impairment of Investments

No investments in associates or joint ventures are impaired.

Note-34: Related Party Transactions:

Key Management Personal-Chairman	Vijay C Shah
Key Management Personal-Managing Director	Sanket Vijay Shah
Key Management Personal-Whole Time Director	Nalini V. Shah
Susidiary Enterprise	Prerna Infrabuild (90%)
Associated Enterprise	Prerna Solitare Infra LLP (33%)
Associated Enterprise	Vipreja Projects LLP (42.5%)
Relative of Chairman (Daughter)	Swetal V shah
Company-Relative	Prernatirth Builders Pvt Ltd
Society-controlled by MD	Prerna Artika Commercial Co-Op

Nature of transactions with related parties and aggregate amount of transactions for each class of related party balance outstanding as on 31-03-2025.

(Amt in, Rs. Lakh)

	2024-25			2023-24		
Particulars	Subsidiary /Associate	Other Related Parties	Key Managerial Person	Subsidiary /Associate	Other Related Parties	Key Managerial Person
Advance for purchase of land:						
Nalini Vijay Shah						1470.00
Niyati Sanket Shah					330.00	
Managerial Remuneration						
Vijay C shah			24.00			24.00
Sanket V Shah			24.00			24.00
Nalini V Shah			24.00			24.00
M/s Prerna Infrabuild (90%)						
Net of repayment receipt over Contribution in Prerna Infrabuild (Prev yr Excess of contribution over receipt)	(255.40)			13.47		
Profit/(loss) of Firm	(35.05)			249.66		
Outstanding Balance (Excess of receipt over contribution, Prev yr (Receivable))	(61.88)			228.57		
Prerna Solitare Infra LLP (33%)						
Net of contribution over receipt (Prev yr excess receipt)	99.00			(32.18)		
Profit/(loss) of Firm	(39.40)			(1.17)		
Outstanding Balance	154.57			94.65		
Somprerna Solitare Buildcon LLP (25%)						

PRERNAINFRABUILD LIMITED

Net of contribution over receipt (Prev yr excess receipt)	276.10			-		
Profit/(loss) of Firm	-			-		
Outstanding Balance	276.10			-		
Vipreja Projects LLP (42.5%)						
Net of contribution over receipt	0.32			0.32		
Outstanding Balance	0.32			0.32		
Loans to:						
Prernatirth Builders Pvt Ltd (Loan over receipts)		0.18			-	
CI Balance		2.82			2.65	
Loan to Perna Artika Comm Co-op Service Society		-			-	
CI Balance		4.50			4.50	

Note35 : Analytical Ratios

Sr. No.	Ratio	Numerator	Denominator	For the year ended March 31, 2025	For the year ended March 31, 2024	% Variance	Reason for variance
a.	Current Ratio,	Current Assets	Current Liabilities	12.61	9.52	32%	Increased in current year because of repayment of temporary borrowing.
b.	Debt-Equity Ratio,	Total Debt #1	Shareholders Equity	0.30	0.37	-19%	Since Debts substantially decreased in Subsidiary.
c.	Debt Service Coverage Ratio,	Earnings available for Debt service #2	Debt Service #3	2.02	4.62	-56%	Earning decreased during the year.
d.	Return on Equity Ratio,	Net Profit after taxes	Average Shareholder's equity	0.01	0.07	-82%	Earning decreased during the year.

PRERNAINFRABUILD LIMITED

e.	Inventory turnover ratio,	Cost of goods sold #4	Average Inventory	0.18	0.65	-73%	There in much lower material consumption as compared to last year, since majority of the construction have been finished in last year.
f.	Trade Receivables turnover ratio,	Revenue from Operations #6	Average Trade Receivables	1.96	7.48	-74%	Revenue from operations decreased during the year.
g.	Trade payables turnover ratio,	Construction Expenses #7	Average Trade Payables	1.65	18.85	-91%	Construction Exp decreased during the year.
h.	Net capital turnover ratio (Net working capital turnover Ratio),	Revenue from Operations #6	Average Working Capital	0.11	0.60	-82%	Turnover reduced this year
i.	Net profit ratio,	Net Profit	Revenue from Operations #6	0.12	0.12	5%	Since % completion method followed in income recognition, the more completion more profit/(loss) generated.
j.	Return on Capital employed,	Earning before interest and taxes	Capital Employed #5	0.02	0.06	-62%	No Explanation Required
k.	Return on investment in quoted equity instruments,	Current Value of Investment	Average Cost of Investment	NA	NA	NA	NA
	Return on investment in other equity of subsidiaries,	Current Value of Investment	Average Cost of Investment	NA	NA	NA	NA

Notes:

#1 Debt represents all liabilities

#2 Earnings available for Debt service represents Profit After Tax + Finance Cost + Depreciation and Amortization + Loss/(profit) on sale of assets

#3 Debt Service represents Interest + Principal Repayment + Lease payments

PRERNAINFRABUILD LIMITED

#4 Cost of goods sold represents construction material consumed during the during the year

#5 Capital Employed represents Equity, external borrowings and Deferred tax liabilities

#6 Revenue from Operations represents sale of services and other material sales.

#7 Construction expenses represents credit purchases during the year + other direct construction expenses

Note 36: Contingent Liabilities:

- 1 For AY 2017-18 from Income Tax Department has raised the demand of Rs. 593.63 Lakh in assessment proceeding. Company has filed appeal with CIT(A) and is of the opinion of getting success in appeal hence not provided in the books of account.
- 2 For AY 2022-23 Company has succeeded in assessment proceeding u/s 143(3), however IT department has wrongly added deferred tax into the profit and raised the demand of Rs.29.23 Lakh. Company has filed rectification application against the said order. Hence nothing has provided in the books.

NOTE-37: There are no proceedings initiated or pending against the Company for holding any Benami Property under the Benami Transactions (Prohibitions) Act, 1988.

NOTE-38 During the year Company has not traded or invested in Crypto Currency.

NOTE-39 The company does not have any immovable property in Property, Plant & Equipment for which the title deeds of immovable property are not held in the name of the company.

NOTE-40 **Standard issued but not yet effective:** Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.

See accompanying notes forming part of the financial statements In terms of our report attached.

For Philip Fernandes & Co
Chartered Accountants
ICAI Firm Reg No: 128122W

For and on behalf of the Board of Directors

Proprietor
M.N. 125960
Place : Ahmedabad
Date :

Chairman & M.D.
(Vijay C Shah):
DIN:00038062
Sd/-

Managing Director
(Sanket V Shah)
DIN:00038121
Sd/-

Whole-Time Director
(Nalini V Shah)
DIN:00119538
Sd/-

Company Secretary
(Megha Shah)
Sd/-

Place : Ahmedabad
Date :



PRERNAINFRABUILD LIMITED

PRERNA INFRABUILD LIMITED

Registered office: 'PRERNA', Survey No. 820/1, In Lane of Panchvati Auto, Opp. Anand Dham Derasar, S.G. Highway, Makarba, Ahmedabad - 380058.

PROXY FORM

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

CIN : L65990GJ1988PLC010570

Name of the Company : Prerna Infrabuild Limited

Registered office : 'PRERNA', Survey No. 820/1, In Lane of Panchvati Auto, Opp. Anand Dham Derasar, S.G. Highway, Makarba, Ahmedabad - 380058.

Name of the member (s) : _____

Registered address : _____

E-mail Id : _____

Folio No/ Client Id : _____

DP Id : _____

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

Name : _____

Address : _____

E-mail Id : _____ Signature: _____ or failing him.

Name : _____

Address : _____

E-mail Id : _____ Signature: _____ or failing him.

Name : _____

Address : _____

E-mail Id : _____ Signature: _____ or failing him.

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **31st Annual General Meeting** of the Company, to be held on the **26th day of September, 2019 at 10.30 a.m.** at 'PRERNA', Survey No. 820/1, In Lane of Panchvati Auto, Opp. Anand Dham Derasar, S.G. Highway, Makarba, Ahmedabad- 380058 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No: Ordinary Business

1. To receive, consider and adopt the Audited Statement of Profit and Loss for the financial year ended 31st March, 2018, the Balance Sheet as on that date and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Smt. Nalini V. Shah (DIN: 00119538) who retires by rotation and being eligible, offers herself for reappointment.

Signed this _____ day of _____ 20__

Signature of shareholder _____

Signature of Proxy holder(s) _____

₹ 1.00
Revenue
Stamp

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

PRERNA INFRABUILD LIMITED

Registered office: 'PRERNA', Survey No. 820/1, In Lane of Panchvati Auto, Opp. Anand Dham Derasar, S.G. Highway, Makarba, Ahmedabad - 380058.

Annual General Meeting: September 26, 2019 AT 10.30 A.M.

ATTENDANCE SLIP

DP ID* _____

Folio No. _____

Client ID* _____

No of Shares _____

NAME AND ADDRESS OF THE SHAREHOLDER _____

ADDRESS _____

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company. I hereby record my presence at the **31st ANNUAL GENERAL MEETING** of the Company at 'PRERNA', Survey No. 820/1, In Lane of Panchvati Auto, Opp. Anand Dham Derasar, S.G. Highway, Makarba, Ahmedabad- 380058 on **Thursday, the 26th day of September, 2019.**

Signature of Shareholder / Proxy

Note: Please complete this and hand it over at the entrance of the Venue.



PRERNA INFRABUILD LIMITED

Registered office:
'PRERNA', Survey No. 820/1,
In Lane of Panchvati Auto,
Opp. Anand Dham Derasar,
S.G. Highway, Makarba,
Ahmedabad - 380058.



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