



Manoj Jewellers Limited

Regd. Off.: 59, NSC Bose Road, Sowcarpet,
Chennai - 600 079, Tamilnadu, India

Ph. No.: 044-4204 9740 / 41,

Branch Off : #16A, Ranganathan Avenue, Kilpauk, Chennai - 600 010

Ph. No.: 46889588 / 69

E-mail : info@manojjewellerslimited.com

Website : www.manojjewellerslimited.com

CIN : L52393TN2007PLC064834

Date: August 22, 2025

To,
The Manager
BSE SME Platform
Department of Corporate Services
25th Floor, P.J. Towers, Dalal Street
Fort, Mumbai - 400 001

REF: Company Code BSE Code: 544400 (MANOJ JEWELLERS LIMITED)

Subject: Intimation regarding Notice of Annual General Meeting ("AGM")

Dear Sir/ Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 as amended, please find enclosed herewith a copy of the Notice convening the Annual General Meeting (AGM) of the Company scheduled to be held on Saturday, 13th September, 2025 at Registered office of the Company situated at NO 59, NSC BOSE ROAD SOWCARPET, Chennai, CHENNAI, Tamil Nadu, India, 600079 at 03:00 P.M.

The aforesaid AGM Notice is also available on website of the Company at www.manojjewellerslimited.com, and website of stock Exchange i.e. BSE Limited at www.bseindia.com.

The remote e-voting shall commence on Wednesday, 10th September, 2025 at 09:00 a.m. (IST) and shall end on Friday, 12th September, 2025 at 05:00 p.m. (IST). During this period, Members of the Company holding shares in physical or electronic form as on the Cut-Off Date i.e. Friday 05th September, 2025 may cast their vote electronically.

Kindly take the above information on your records.

Yours faithfully,

For **MANOJ JEWELLERS LIMITED**

NAME: MANOJ KUMAR
DESIGNATION: MANAGING DIRECTOR
DIN - 01730747

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CORPORATE INFORMATION

Board of Directors

Manoj Kumar
Managing Director & Chairman

Raj Kumari
Whole - Time Director

Sunil Kumar
Executive Director

Suganchand Ramesh Kumar
Non-Executive Independent Director

Prasanchand Daga Prathik
Non-Executive Independent Director

Ranjith Kumar Sharup
Non-Executive Independent Director

Key Managerial Personnel

Mayank Girishbhai Garach
Chief Financial Officer

Vaneeta Khanna
Company Secretary & Compliance Officer

Statutory Auditors

M/s Mardia & Associates, Chartered
Accountants, Firm Registration No. 007888S

Secretarial Auditors

M/s. Dilip Swarnkar & Associates, Company
Secretary

Internal Auditor

M/s. Arham Professional Service, Consultancy
Firm

Registered Office

NO 59, NSC Bose Road, Sowcarpet, Chennai,
Tamilnadu - 600079

Registrar & Share Transfer Agent

Skyline Financial Services Private Ltd
D-153A, 1st Floor Okhla Industrial Area, Phase-
I, New Delhi -110 020, India.

Contact Us

Investors Email-Id:
investors@manojjewellerslimited.com

Website:
www.manojjewellerslimited.com

Corporate Identification No.

L52393TN2007PLC064834

MANAGING DIRECTOR MESSAGE TO SHAREHOLDERS



Dear Stakeholders,

On behalf of the Board of Directors, I am pleased to present to you the Annual Report for the Financial Year ended March 31, 2025 ("F.Y. 2024-25").

It's a moment of immense pleasure for me as we connect this year on the occasion of 18th Annual General Meeting of **Manoj Jewellers Limited**.

It is with pride that I pen this statement. I hope this letter finds you in good health.

We believe in creating value by taking constant efforts towards building capabilities and developing our competitive edge over peers with the help of bringing in diversity and transparency in doing business and would continue to do so in order to become a stronger entity than we were yesterday.

I would like to take this opportunity to thank our employees for sticking through despite the difficult times. Our focus has been to go an extra mile in taking good care of the health of our employees along with the financial health of the Company.

Most importantly, I would like to thank you, our Shareholders, Bankers and other Stakeholders for your overwhelming trust and confidence that helped and motivated us to pursue an agenda that is in the long-term interest of the Company and hope that this mutual relationship will continue to prosper in long run also.

With Warm Regards,

For Manoj Jewellers Limited

Sd/-

Manoj Kumar
Chairman and Managing Director
DIN: 01730747

18TH ANNUAL GENERAL MEETING

Date: 13th September, 2025

Day: Saturday

Venue: NO. 59, NSC BOSE ROAD SOWCARPET,
Chennai, CHENNAI, Tamil Nadu, India, 600079

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 18TH ANNUAL GENERAL MEETING OF THE MEMBERS OF MANOJ JEWELLERS LIMITED (“COMPANY”) WILL BE HELD ON SATURDAY, SEPTEMBER 13, 2025 AT 03.00 P.M. AT NO. 59, NSC BOSE ROAD SOWCARPET, CHENNAI, CHENNAI, TAMIL NADU, INDIA, 600079 TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. ADOPTION OF AUDITED STANDALONE FINANCIAL STATEMENTS:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon.

2. APPOINTMENT OF MR. SUNIL SHANTILAL (DIN: 01730790) AS EXECUTIVE DIRECTOR, LIABLE TO RETIRE BY ROTATION:

To appoint a Director in place of Mr. Sunil Shantilal (DIN 01730790) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.

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 Section 152 of the Companies Act, 2013, Mr. Sunil Shantilal (DIN: 01730790) who retires by rotation and being eligible offers himself for reappointment, be and is hereby re-appointed as an Executive Director of the Company.”

SPECIAL BUSINESS:

3. INCREASING IN REMUNERATION OF DIRECTORS EXCEEDING THE OVERALL MANAGERIAL REMUNERATION LIMIT AS PER THE PROVISIONS OF SECTION 197 OF THE COMPANIES ACT, 2013:

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

“**RESOLVED THAT**, in accordance with the provisions of Section 197 of the Companies Act, 2013, (“the Act”) read with Schedule V of the Act and other applicable provisions, if any, and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded for payment of remuneration to the Directors of the Company for the Financial Year 2025-26 notwithstanding that aggregate remuneration of such Directors exceeds the overall limit of managerial remuneration from 11% of the net profits of the Company subject to maximum limit of 15% of net profit of the Company, calculated as per the provisions of Section 198 of the Act.

RESOLVED FURTHER THAT the payment of remuneration Mr Manoj Kumar, the Managing Director of the company, in excess of 10% of the net profits of the Company calculated as per the provisions of Section 198 of the Act for a period of Financial Years 2025-26, comprising of salary,

perquisites, allowances, and any other benefits, as may be determined by the Board of Directors from time to time.

RESOLVED FURTHER THAT, the Board of Directors of the Company, (including its committees thereof), be and is hereby authorized to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution.”

4. APPROVE THE APPOINTMENT OF M/S DILIP SWARNKAR & ASSOCIATES, PRACTICING COMPANY SECRETARIES AS SECRETARIAL AUDITOR OF THE COMPANY FROM FINANCIAL YEAR 2025-26 TO 2029 – 30 FOR A PERIOD OF FIVE YEARS:

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

“**RESOLVED THAT**, pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’), read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and based on the recommendation of the Audit Committee and the approval of the Board of Directors of the Company, consent of members of the Company be and is hereby accorded for appointment of M/s Dilip Swarnkar & Associates, Company Secretaries (Membership No. 47600 and CP No. 26253), as the Secretarial Auditor of the Company for a period of five (5) consecutive years, commencing on April 01, 2025, until March 31, 2030, to conduct Secretarial Audit of the Company and to furnish the Secretarial Audit Report.

RESOLVED FURTHER THAT, the Board of Directors of the Company be and are hereby authorized to fix the annual remuneration plus applicable taxes and out-of-pocket expenses payable to them during their tenure as the Secretarial Auditors of the Company, as determined by the Audit Committee in consultation with the said Secretarial Auditors.

RESOLVED FURTHER THAT, the Board of Directors be and are hereby severally authorized to take such steps and do all such acts, deeds, matters, and things as may be considered necessary, proper, and expedient to give effect to this Resolution.”

5. AUTHORISATION TO THE BOARD OF DIRECTORS UNDER SECTION 186 OF COMPANIES ACT, 2013:

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

RESOLVED THAT, pursuant to the provisions of Section 179, 186 and other applicable provisions, if any, of the Companies Act, 2013, the consent of the members of Company be and is hereby accorded for (a) giving any loan to any person(s) or other body corporate(s); (b) give any guarantee or provide security in connection with a loan to any person(s) or other body corporate(s) ; and (c) acquire by way of subscription, purchase or otherwise, securities of any other body corporate from time to time in one or more tranches from time to time, on such terms and conditions and with or without security as the Board of Directors may think fit which, together with the investments made / loans given / guarantees / securities already made by the Company, which may exceed 60% of paid up capital and free reserves and securities premium or 100% of free reserves and securities premium, that is to say, reserves not set apart for any specific purpose, whichever is more, provided that the total

amount of investments made / loans given / guarantees / securities already made by the Company, shall not at any time exceed the limit of Rs. 2,00,00,00,000/- (Rupees Two Hundred Crores Only).

RESOLVED FURTHER THAT, the Board of Directors of the Company, be and is hereby authorized to negotiate and settle the terms and conditions of the investments / loans / guarantees / securities which may be made by the Company from time to time, by the Company, finalize the agreements/contracts and documents in this regard and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution.

RESOLVED FURTHER THAT, any of the Director(s) of the Company be and are hereby severally authorized, to do all acts, deeds, matters, and things as deem necessary, proper and desirable and to sign and execute all necessary documents, application and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-forms with the Registrar of Companies.”

6. TO OBTAIN APPROVAL TO ADVANCE ANY LOAN/GIVE GUARANTEE/PROVIDE SECURITY UNDER SECTION 185 OF THE COMPANIES ACT, 2013:

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

“**RESOLVED THAT**, Pursuant to Section 185 and other applicable provisions of the Companies Act, 2013 read with applicable rules (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include any duly constituted Committee thereof) and subject to such approvals, consents, sanctions and permissions as may be necessary, approval of the members of the Company be and is hereby accorded to the Board for advancing loan(s) in one or more tranches including loan represented by way of book debt to, and/or giving guarantee(s), and/or providing security(ies) in connection with any loan taken/to be taken by any company(ies) which are group companies, associate Companies, related Entities, Partnership firms or any other person in which any of the Directors of the Company are interested as specified in the explanation to Section 185(2) of the Act, of an aggregate amount not exceeding Rs. 2,00,00,00,000 (Rupees Two Hundred Crores Only) in its absolute discretion deem beneficial and in the best interest of the Company.

RESOLVED FURTHER THAT, this resolution shall remain in full force and effect until amended or rescinded by the Board and a new resolution is passed by the members in this connection, considering the then financial performance of the Company, growth in the Indian economic conditions;

RESOLVED FURTHER THAT, the loans advanced by the Company as mentioned above shall be utilized by the borrowing entity for the purpose of their respective principal business activities;

RESOLVED FURTHER THAT, for the purpose of giving effect to the above resolution any of the directors of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient for implementation of the above resolution and matters connected therewith or incidental thereto including but not limited to delegation of all or any of the powers herein conferred to any Committee or any Director(s) or any other Officer(s) of the Company, or to settle any questions, difficulties or doubts that may arise with regard to the above resolution, without being required to seek any further clarification, consent or approval of the Members.”

RESOLVED FURTHER THAT, any of the director of the Company be and is hereby severally authorized to sign and certify the copy of this resolution as may be required and filing the same with

the Registrar of Companies or any other authorities concerned through prescribed form or e-form to give effect to this resolution.”

**By Order of the Board of Directors
For Manoj Jewellers Limited**

Sd/-

**Manoj Kumar
Managing Director
DIN: 01730747**

Date: 12th August, 2025

Place: Chennai

NOTES

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as a Proxy on behalf of Members not exceeding fifty (50) and holding in aggregate not more than ten percent (10%) of the total share capital of the Company. A Member holding more than ten percent (10%) of the total share capital of the Company may appoint a single person as Proxy and such Proxy shall not act as a Proxy for any other Member.

The Proxy form is annexed with this Notice. The instrument appointing the Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed, stamped and signed, not less than 48 hours before the commencement of the Meeting.

Corporate Members intending to send their authorized representatives to attend the Annual General Meeting ("the Meeting") are requested to send to the Company a certified true copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.

During the period beginning 24 hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting, a Member is entitled to inspect the Proxies lodged, at any time during the business hours of the Company, provided that not less than 3 days of notice in writing is given to the Company by such Member.

2. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
3. The Members/Proxies are requested to bring the attendance slip duly filled in for attending the Meeting.
4. The Register of Directors and Key Managerial Personnel and their Shareholding, the Register of Contracts or Arrangements in which Directors are interested will be available for inspection at the Meeting.
5. All the documents referred to in the Notice are annexed thereto including the Annual Report for the financial year 2024-25 and Notice of the 18th Annual General Meeting are open for inspection by the Members, without any fees, at the Registered Office of the Company at No 59, NSC Bose Road, Sowcarpet Chennai, Tamilnadu 600079 between 11.00 a.m. and 01.00 p.m. on all working days except Saturday and Sunday up to the date of the Meeting and the same shall also be made available for inspection by Members at the Meeting.

Members holding shares in physical form are requested to approach, Skyline Financial Services Private Limited the Registrar and Share Transfer Agents of the Company situated at D-153A, 1st Floor Okhla Industrial Area Phase-I, New Delhi -110 020, India for:

- (a) intimating any change in their address and/or bank mandate;

(b) submitting requests for transfer, transmission, name change, split, consolidation, etc.;

(c) nominating any person to whom the shares shall vest in the event of death;

(d) updating/registering their e-mail address for correspondence; and

(e) any other queries with respect to shares held by them.

6. Members holding shares in electronic form are hereby informed that the Company or its Registrar cannot act on any request received directly from them for any change of address and/or bank mandate or change in e-mail address. Such changes are to be intimated only to the Depository Participants of the Members.
7. Details of Directors retiring by rotation at the ensuing Meeting are provided in the explanatory statement annexed to the Notice pursuant to the provisions of (i) Regulation 36(3) the Securities and Exchange Board of India (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, forms integral part of the notice.
8. Members who have not registered their e-mail address for receiving all communications including Annual Report, Notices and Circulars, etc. from the Company electronically, are requested to register the same with their Depository Participants (for shares held in electronic form) and with Skyline Financial Services Private Limited, the Registrar and Share Transfer Agents of the Company (for shares held in physical form). Members, who have registered their e-mail address, are also entitled to receive such communication in physical form, upon request.
9. The Board of Director vide resolution dated 12th August, 2025 has appointed M/s. Dilip Swarnkar & Associates, Practicing Company Secretaries as scrutinizer for the 18th Annual General Meeting of the Company.
10. In compliance with the provisions of Section 108 and Section 110 of the Act read with Rules 20 and 22 of Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations, SS-2 and the MCA Circulars, the Company is pleased to provide remote e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to remote e-voting is mentioned in note no. 16 of this Notice.
11. The remote e-voting shall commence on Wednesday, 10th September, 2025 at 09:00 a.m. (IST) and shall end on Friday, 12th September, 2025 at 05:00 p.m. (IST). During this period, Members of the Company holding shares in physical or electronic form as on the Cut-Off Date i.e. Friday, 05th September, 2025 may cast their vote electronically.
12. The Annual Report for the financial year 2024-25 and Notice of the 18th Annual General Meeting, inter- alia, indicating the process and manner of voting along with Attendance Slip and Proxy Form are being sent in electronic mode to all the Members holding shares in dematerialized form and having their e-mail address registered with their Depository Participants and such other Members who have positively consented in writing to receive the same by electronic mode. Further physical copies of the above-mentioned documents are being sent to all other Members by the permitted mode.

Members, who have received the above documents in electronic mode, are entitled to receive the same, free of cost, in physical form, upon making a request in this regard to Skyline Financial Services Private Limited, the Registrar and Share Transfer Agents of the Company or to the Company. The abovementioned documents are also available for download on the Company's website i.e. www.manojjewellerslimited.com and on the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com.

13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Company.

14. Only bonafide members of the Company whose names appear on the Register of Members/Register of Beneficial Owners/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.

15. THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on Wednesday, September 10, 2025 at 09:00 A.M. and ends on Friday, September 12, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. September 05, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 05, 2025.

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

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

Step 1: Access to NSDL e-Voting system




A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type	of	Login Method
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shareholders	
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> 1) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period 2) Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4) Shareholders/Members can also download NSDL Mobile App

	<p>“NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="text-align: center;"> <p>NSDL Mobile App is available on</p>  <div style="display: flex; justify-content: space-around; align-items: center;">   </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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. 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 CDSL 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) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
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

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the

- system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
 6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csdilipsonioffice@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Abhijeet Gunjal at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@manojjewellerslimited.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@manojjewellerslimited.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and

Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Annexure -A

Information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to the Directors seeking Re-appointment in the 18th Annual General Meeting of Company:

Name of the Director	Sunil Shantilal
Director Identification Number	01730790
Date of Birth	May 01, 1983
Age	42 Years
Date of First Appointment as Additional Director	September 21, 2007
Qualification	Secondary Education.
Terms and Conditions of appointment	He has been Re-designated as Executive Director of the Company with effect from July 16, 2022.
Brief Resume of the Director	Mr. Sunil Shantilal, aged 42 years, is the Promoter and Executive Director of our Company. He has completed the Secondary Education from Board of Matriculation Examination from the Department of Government Examinations, Chennai, in 1999. He is part of the Board since company's inception and brings with him over 16 years of experience in the jewellery business. He is currently responsible for the overall Financials, Administration and Human Resource of the Company.
Experience and expertise in Specific functional Area	He is having experience of more over 16 years of experience in the Jewellery business. He is currently responsible for the overall Financials, Administration and Human Resource of the Company.
Other listed companies in which he holds Directorship and Membership of Committee of Board (along with listed entities from which he has resigned in the past three years)	None
Chairperson/Member of Committee(s) of Board of Directors of the Company	N.A.
Shareholding of Executive directors [in the listed entity, including shareholding as a beneficial owner];	N.A.
Shareholding in the Company (Equity)	16.84 % (Approx.)
Disclosure of relationship with other Directors, Manager and other Key Managerial Personnel of the company	None
The number of Meetings of the Board attended during the year	Board Meeting Attended – 19

Explanatory statement pursuant to the provisions of Section 102 of the Companies Act, 2013 and other applicable provisions:

Item No. 03:

The aggregate remuneration of all Directors including Independent Directors may exceed 11% of the net profits of the Company as calculated under Section 198 of the Companies Act, 2013, during their tenure of appointment.

Accordingly, approval of members of the Company is being sought in terms of Section 197 of the Companies Act, 2013 for payment of remuneration to all Directors including Independent Directors notwithstanding that aggregate remuneration of all Directors may exceed from 11% subject to maximum limit 15% of net profit of the Company, calculated as per the provisions of Section 198 of the Act.

Further as per requirements of in terms of Section 197 of the Companies Act, 2013, members approval sought for payment of remuneration to Managing Director, Whole Time Director or Manager of the Company more than 10% of net profit of the Company, calculated as per the provisions of Section 198 of the Act.

All Directors and their relatives may be considered as interested in this resolution. Except the aforesaid, none of the Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the aforementioned Resolution except to the extent of their shareholding in the Company.

The Board of Directors recommends the Special Resolution set forth in Item No. 03 for approval of the Members.

Item No. 04:

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ('the Act'), every listed company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act.

Furthermore, pursuant to recent amendments to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), a listed entity must appoint a Secretarial Audit firm for a maximum of two terms of five consecutive years, with shareholders' approval to be obtained at the Annual General Meeting.

Accordingly, based on the recommendation of the Audit Committee, the Board of Directors at its meeting held on 12th August, 2025, has approved the appointment of M/s. Dilip Swarnkar & Associates, Company Secretaries, (Membership No. 47600 and CP No. 26253) as the Secretarial Auditors of the Company for a period of five (5) consecutive years, commencing from April 1, 2025 to March 31, 2030 subject to approval of the Members at the Annual General Meeting.

Furthermore, in terms of the amended regulations, M/s. Dilip Swarnkar & Associates, has provided a confirmation that they have subjected themselves to the peer review process of the Institute of Company Secretaries of India and hold a valid peer review certificate. M/s. Dilip Swarnkar & Associates has confirmed that they are not disqualified from being appointed as Secretarial Auditors and that they have no conflict of interest. M/s. Dilip Swarnkar & Associates has further furnished a declaration that they have not taken up any prohibited non secretarial audit assignments for the Company, its holding and subsidiary companies.

While recommending M/s. Dilip Swarnkar & Associates for appointment, the Board and the Audit Committee evaluated various factors, including the firm's capability to handle a diverse and complex business environment, its existing experience in the Company's business segments, its industry standing, the clientele it serves, and its technical expertise. M/s. Dilip Swarnkar & Associates was found to be well-equipped to manage the scale, diversity, and complexity associated with the Secretarial Audit of the Company.

M/s. Dilip Swarnkar & Associates is a peer reviewed and well-established firm of Practicing Company Secretaries, registered with the Institute of Company Secretaries of India, Mumbai. The firm is led by experienced team members, all of whom are distinguished professionals in the field of corporate governance and compliance. Their collective expertise spans corporate advisory and Secretarial Compliances. The firm also has good team with strong professional credentials who align with its core values of character, competence, and commitment. M/s. Dilip Swarnkar & Associates specializes in compliance audit and assurance services, advisory and corporate compliances.

The terms and conditions of the appointment of M/s. Dilip Swarnkar & Associates include a tenure of five (5) consecutive years, commencing from April 1, 2025 upto March 31, 2030 at a remuneration as may be mutually agreed between the Board and the Secretarial Auditors for subsequent years.

M/s. Dilip Swarnkar & Associates has provided its consent to act as the Secretarial Auditors of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the SEBI Listing Regulations. Accordingly, approval of the shareholders is sought for appointment of M/s. Dilip Swarnkar & Associates as the Secretarial Auditors of the Company.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the accompanying Notice for approval by the Members.

None of the Directors, Key Managerial Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in the said Resolution.

Item No. 05:

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate as and when required.

Members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up

share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with approval of Members by special resolution passed at the general meeting.

In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs. 200 Crores, as proposed in the Notice.

The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No. 5 for approval by the members of the Company.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the resolution at Item no. 5 of the accompanying notice.

The Board recommends the resolution at Item no. 5 to be passed as Special Resolution.

Item No. 06:

The Company in the normal course of business grants loan, give guarantee and/or provide security to its group companies and related entities.

As per Section 185 of the Companies Act, 2013, A Company may advance any loan including any loan represented by book-debts or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the Director of the Company is interested, subject to the condition that –

- (a) a Special Resolution is passed by the Company in General Meeting and;
- (b) the loans are utilized by the Borrowing Company for its principal business activities.

Pursuant to Section 185 of the Companies Act, 2013 (the Act), a Company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity(ies) covered under the category of ‘a person in whom any of the director of the Company is interested’ as specified in the explanation to Section 185(2) of the Act, after passing a special resolution in the general meeting.

It is proposed to make loan(s) including loan represented by way of book debt to, and/or give guarantee(s) and/or provide security(ies) in connection with any loan taken/to be taken by any company(ies) which are group companies, associate companies, related Entities, Partnership firms, subsidiary companies of the Company or any other person in whom any of the director of the Company is interested as specified in the explanation to Section 185(2) of the Act, from time to time, within the limits as mentioned in the Item no. 06 of this Notice to meet the business requirements.

The board of director has proposed the resolution to be passed as Special Resolution for approval of an aggregate amount not exceeding Rs. 2,00,00,00,000 (Rupees Two Hundred Crores only).

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

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the resolutions set forth in Resolution No. 06 of this Notice except to the extent of their shareholdings in the Company, if any.

**By Order of the Board of Directors
For Manoj Jewellers Limited**

Sd/-

**Manoj Kumar
Managing Director
DIN: 01730747**

Date: 12th August, 2025

Place: Chennai

Form No. MGT-11

Proxy Form

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

CIN: L52393TN2007PLC064834

Name of the Company: MANOJ JEWELLERS LIMITED

Registered Office: No 59, NSC Bose Road, Sowcarpet, Chennai, Tamilnadu 600079.

E-mail Id:

Folio No./Client Id:

DP. Id:

I/We, being the Member(s) of..... Shares of the above-named Company, hereby appoint

1.

Name:.....

Address:

E-mail Id:

Signature, or failing him

2.

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 18th Annual General Meeting of the Company, to be held on Saturday, September 13, 2025, at No 59, NSC Bose Road, Sowcarpet, Chennai, Tamilnadu 600079 at 3:00 PM and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1. Adoption of Audited Standalone Financial Statements;
2. Appointment of Mr. Sunil Shantilal (DIN: 01730790) as Executive Director, Liable to Retire by Rotation;
3. Increasing in Remuneration of Directors Exceeding the Overall Managerial Remuneration limit as per the Provisions of Section 197 of the Companies Act, 2013;
4. Approve the Appointment of M/s Dilip Swarnkar & Associates, Practicing Company Secretaries as Secretarial Auditor of the Company from Financial Year 2025-26 To 2029-30 for a Period of Five years;
5. Authorisation to the Board of Directors under Section 186 of Companies Act, 2013;
6. To Obtain approval to Advance any Loan/Give Guarantee/Provide Security under Section 185 of the Companies Act, 2013.

Signed this day of 2025

Affix Revenue Stamp

Signature of shareholder Signature of Proxy holders(s)

Notes:

- 1) This Form of the 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.
- 2) A proxy need not be a member of the Company.
- 3) A person can act as a proxy on behalf of the members not exceeding 50 and holding in aggregate not more than 10% of the total share capital of the Company carry voting rights.
- 4) If a member holding more than 10% of the total share capital carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other member.
- 5) In case of Joint holder, the vote of the senior who tender as vote, whether in person or by proxy, shall be accepted to the exclusion to the vote of other joint holders. Seniority shall be determined by the order in which the name stand in the register of members.
- 6) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the Meeting.
- 7) This is optional please put a tick mark () in appropriate column against the resolution indicated above. In case of members wishes his/her vote to be used differently, he/she should indicate the number of shares under the columns "For", "Against". In case the members leave the column(s) blank, the proxy will be entitled to vote in the manner he/she thinks appropriate.
- 8) An instrument of Proxy duly filled, stamped and signed, is valid only for the Meeting to which it relates including any adjournment thereof.
- 9) An instrument of Proxy is valid only if it is properly stamped. Unstamped or inadequately stamped Proxies or Proxies upon which the stamps have not been cancelled are invalid.
- 10) The Proxy-holder should prove his identity at the time of attending the meeting.
- 11) An authorised representative of a body corporate or of the President of India or of the Governor of a State, holding shares in a company, may appoint a Proxy under his signature.
5. A proxy form which does not state the name of the Proxy should not be considered valid.
6. If an undated Proxy, which is otherwise complete in all respects, is lodged within the prescribed time limit, it should be considered valid.
7. If a Company receives multiple Proxies for the same holdings of a Member, the proxy which is dated last is considered valid; if they are not dated or bear the same date without specific mention of time, all such multiple Proxies should be treated as invalid.

8. If a Proxy had been appointed for the original Meeting and such Meeting is adjourned, any Proxy given for the adjourned Meeting revokes the Proxy given for the original Meeting.
9. A Proxy later in date revokes any Proxy/Proxies dated prior to such Proxy.
10. A Proxy is valid until written notice of revocation has been received by the company before the commencement of the Meeting or adjourned Meeting, as the case may be. A Proxy need not be informed of the revocation of the Proxy issued by the Member. Even an undated letter of revocation of Proxy should be accepted. Unless the Articles provide otherwise, a notice of revocation should be signed by the same person who had signed the Proxy.
11. Requisitions, if any, for inspection of Proxies should be received in writing from a Member at least three days before the commencement of the Meeting.
12. Proxies should be made available for inspection during the period beginning twenty-four hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting.

ATTENDANCE SLIP

To be surrendered at the time of entry

Folio No./Client ID:

No. of Shares:

Name of Member/Proxy:

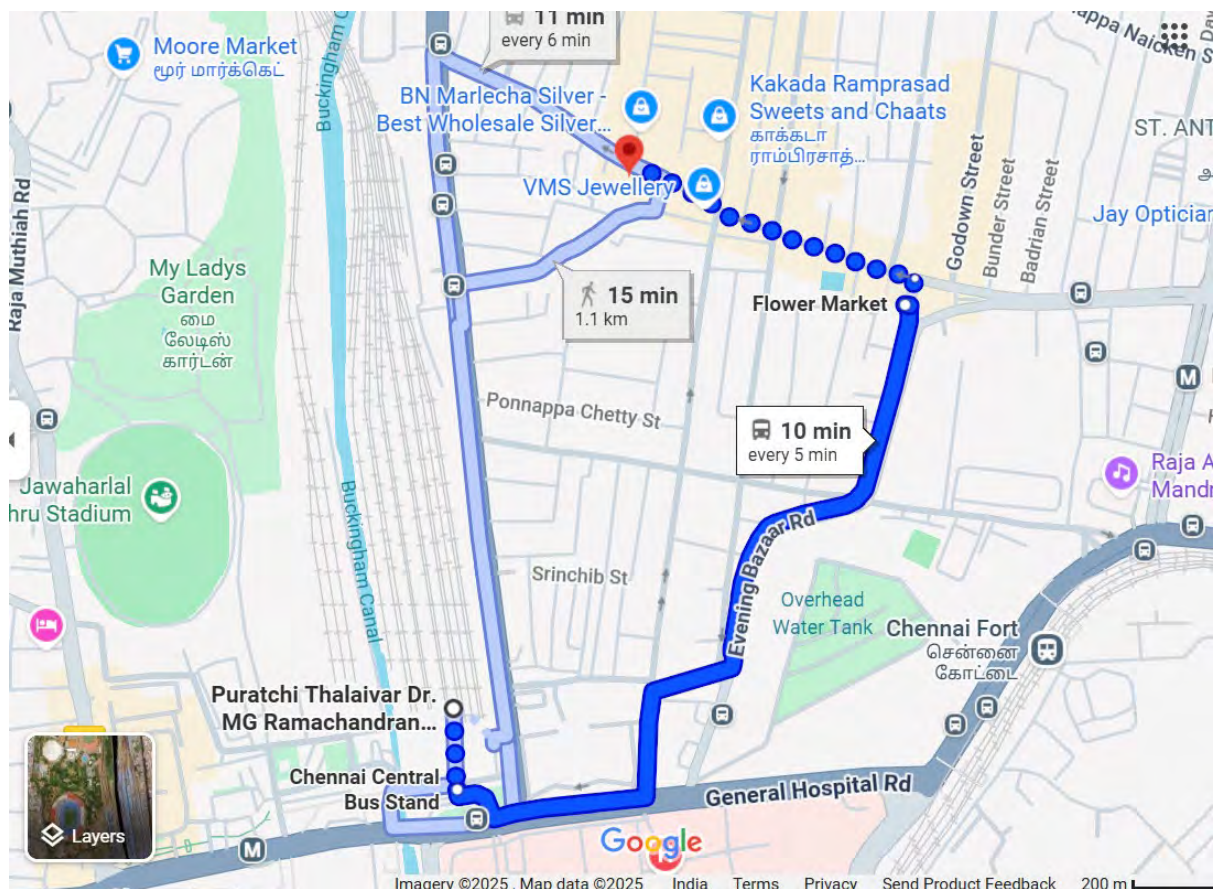
I hereby record my presence at the 18th Annual General Meeting of the Company on Saturday, 13th day of September, 2025, at No 59, NSC Bose Road, Sowcarpet, Chennai Tamilnadu 600079 at 3:00 P.M.

Member's/Proxy's Signature

Notes:

1. Please refer to the instructions printed under the Notes to the Notice of the 18th Annual General Meeting.
2. Shareholders/Proxy holders are requested to bring the attendance Slip with them when they come to the meeting.
3. No attendance slip will be issued at the time of meeting.
4. Shareholders who come to attend the meeting are requested to bring their copies of the Annual Report with them, as spare copies will not be available at the meeting.

**ROUTE MAP TO THE VENUE OF THE 18TH ANNUAL GENERAL MEETING ON
SATURDAY, SEPTEMBER 13, 2025 AT 3.00 P.M.**



BOARDS' REPORT

**To,
The Members,
Manoj Jewellers Limited**

The Board of Directors of the Company have great pleasure in presenting the 18th Boards' Report of the Company together with Audited Financial Results for the year ended March 31, 2025. This report states compliance as per the requirements of the Companies Act, 2013 ("the Act"), the Secretarial Standards, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other rules and regulations as applicable to the Company.

1. FINANCIAL PERFORMANCE:

The highlight of the financial performance of the Company for the year ended March 31, 2025 is summarized as follows:

(Amount in lakhs)

Particulars	FY 2024-25	FY 2023-24
Revenue from Operations	5961.81	4335.11
Other Income	2.06	3.30
Total Income	5963.87	4338.41
Purchases of Stock in Trade	5779.03	4544.02
Changes in Inventories of finished Goods	(860.30)	(944.60)
Employee Benefit Expenses	78.42	83.55
Financial Cost	184.63	109.57
Depreciation and amortisation expenses	21.04	6.26
Other Expenses	128.71	89.66
Total Expenses	5,331.54	3,888.47
Profit/(Loss) before Tax	632.34	449.94
Less: Exceptional items	-	(0.07)
Profit/(Loss) before Tax	632.34	449.87
Provision for Taxation (Net)	155.85	130.65

Profit/(Loss) after tax	476.48	319.21
Other Comprehensive income for the financial year	-	-
Total Comprehensive income/(loss) for the financial year	-	-
Earnings per Equity Share (₹) - Face value of 10/- each	7.96	5.33

2. BUSINESS AND FINANCIAL PERFORMANCE OVERVIEW:

BUSINESS OVERVIEW

Our company Manoj Jewellers Limited is engaged in the retail and wholesale business of Jewellery and ornaments made from gold and diamonds, embellished with precious and semiprecious stones. Our extensive portfolio includes a wide range of items such as rings, earrings, armlets, pendants, gajrahs, nose rings, bracelets, chains, necklaces, bangles, and other wedding jewellery pieces. Our diverse collection caters to various tastes and occasions, offering customers a selection of exquisite pieces to choose from. Manoj Jewellers Limited aims to provide high-quality and beautifully crafted jewellery to meet the needs and preferences of our clientele.

Our company's dedication is to maintain high-quality products through strict quality control procedures, timely delivery, and competitive pricing. Our company also emphasizes on offering a variety of regular designs and ensuring on-time delivery to our valued customers. Additionally, we go to extra mile by getting our jewellery hallmarked by a BIS recognized Assaying and Hallmarking Centre. BIS hallmark serves as a mark of conformity widely accepted by consumers, providing them with added confidence in the purity of the company's gold Jewellery. Overall, these practices demonstrate the company's commitment to quality, customer satisfaction, and transparency in their operations

FINANCIAL PERFORMANCE OVERVIEW

During the year under review, the Company has earned total revenue of Rs. 5963.87 Lakhs for the year ended March 31, 2025 as against Rs. 4338.41 Lakhs in the previous financial year.

The Company has recorded a profit (PBT) of Rs. 632.34 Lakhs for the year ended March 31, 2025 as compared to Rs. 449.87 Lakhs in the previous financial year.

The Profit/ (Loss) after Tax (PAT) for the year ended March 31, 2025 stood at Rs. 476.48 Lakhs as compared to Rs. 319.21 Lakhs in the previous financial year.

3. DIVIDEND/ TRANSFER TO RESERVES:

The Board of directors of the company did not recommend any Dividend for the financial year 2024-25.

In Financial year 2024-25 the reserve maintained with the Company is Rs. 854.57 lakhs while in the year 2023-24 reserve was Rs. 378.09 Lakhs.

Your Company has not transferred the profits for year ended March 31, 2025 to Reserves and Surplus.

4. MATERIAL CHANGES AND COMMITMENTS BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENT RELATE AND THE DATE OF THIS REPORT:

The Company got its shares listed on SME platform of BSE Limited with “**ISIN INE0MV001018**” & “**BSE Scrip Code 544400**” w.e.f. 12th May, 2025 pursuant to Initial Public Offer (IPO).

5. DEPOSITS:

The Company has neither accepted nor renewed any deposits falling within the purview of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules 2014 as amended from time to time, during the year under review.

6. CHANGE IN THE NATURE OF BUSINESS:

There has been no change in the Business of the Company during the financial year ended March 31, 2025.

7. CAPITAL STRUCTURE:

INITIAL PUBLIC OFFER

During the year under review, the Company had successfully come out with its maiden SME – IPO (Initial Public Offering). The Public issue consisted of 30,00,000 Equity Shares at price of Rs. 54/- (including a premium of Rs. 44/- Equity Shares) aggregating to Rs. 1,620.00 Lakhs consisting fully of fresh issue of 30,00,000 Equity Shares aggregating to Rs. 1,620.00 Lakhs which was opened for subscription on Monday, May 05, 2025 and closed on Wednesday, May 07, 2025 for all the applicants. The Company received the overwhelming response for the said IPO issue and said shares got listed on the SME platform of BSE Limited on 12th May, 2025. After completion of IPO, the paid-up share capital of the Company increased to Rs. 8,98,56,280/-

The success of IPO reflects the trust, faith, and confidence that customers, business partners and markets have reposed in your Company.

AUTHORIZED SHARE CAPITAL

The Authorized Share Capital of the Company as on March 31, 2025 was Rs 10,00,00,000/- (Rupees Ten Crore) divided into 1,00,00,000 shares of Rs 10/- each.

ISSUED AND PAID-UP CAPITAL

The paid-up Equity Share Capital as on March 31, 2025 was Rs. 8,98,56,280/- (Rupees Eight Crore Ninety-Eight Lakhs Fifty-Six Thousand Two Hundred Eighty Only) divided into 89,85,628 Shares of Rs. 10/- each.

CHANGES IN SHARE CAPITAL

There is no change in share capital of Company during the financial year.

8. DISCLOSURES RELATING TO HOLDING, SUBSIDIARY, ASSOCIATE COMPANY AND JOINT VENTURES:

As on March 31, 2025 the Company has no Holding, Subsidiaries, Associate Company, and Joint Venture.

9. DIRECTORS & KEY MANAGERIAL PERSONNEL:

The composition of Board of Directors and Key Managerial Personnel (KMP) of the Company as on March 31, 2025 were as follows:

Sr. No	Name of Director	Designation	Appointment/ Resignation/Change in Designation	Date of Appointment/ Cessation/ Change in Designation
1.	Mr. Manoj Kumar	Managing Director	No Change	16/07/2022
2.	Mrs. Raj Kumari	Whole-Time Director	No Change	16/07/2022
3.	Mr. Sunil Shantilal	Executive Director	Change in Designation	01/08/2024
4.	Mr. Prasanchand Daga Prathik	Independent Director	No Change	16/07/2022
5.	Mr. Suganchand Ramesh Kumar	Independent Director	No Change	16/07/2022
6.	Mr. Ranjith Kumar Sharup	Independent Director	No Change	11/05/2024
7.	Mrs. Vaneeta Khanna	Company Secretary	No Change	06/08/2022
8.	Mr. Mayank Girishbhai Garach	Chief Financial Officer	No Change	01/08/2024

10. STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS:

Pursuant to the provisions of sub-section (7) of Section 149 of the Companies Act, 2013, the Company has received individual declarations from all the Independent Directors confirming that they fulfil the criteria of Independence as specified in Section 149(6) of the Companies Act, 2013.

The Independent Director have complied with the Code of Conduct for Independent Directors prescribed in Schedule IV of the Act. In view of the available time limit, those Independent Director who are required to undertake the online proficiency self-assessment test as contemplated under Rule 6(4) of the Companies (Appointment and Qualification of Directors) Rules, 2014, had committed to perform the test within time limit stipulated under the act however one Independent director yet to complete the online proficiency self-assessment test as they have two years' time period for completion of the same and company already ask them to complete online proficiency self-assessment test. The Company has received declarations from all Independent Directors of the Company

confirming that they continue to meet the criteria of Independence as prescribed under Section 149 of the Companies Act 2013.

11. BOARD AND COMMITTEE MEETING:

Number of Board Meetings

The Board of Directors met 19 times during the financial year ended March 31, 2025 on 25-04-2024, 03-05-2024, 11-05-2024, 13-05-2024, 17-05-2024, 29-06-2024, 10-07-2024, 01-08-2024, 11-08-2024, 28-08-2024, 26-09-2024, 08-11-2024, 28-11-2024, 02-12-2024, 24-12-2024, 08-02-2025, 04-03-2025, 24-03-2025, 25-03-2025 in accordance with the provisions of the Companies Act, 2013 and rules made there under. The intervening gap between two Board Meeting was within the period prescribed under the Companies Act, 2013 and as per Secretarial Standard-1. The prescribed quorum was presented for all the Meetings and Directors of the Company actively participated in the meetings and contributed valuable inputs on the matters brought before the Board of Directors from time to time.

12. COMMITTEES OF THE BOARD:

The Company has three committees viz; Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee which has been established as a part of the better Corporate Governance practices and is in compliance with the requirements of the relevant provisions of applicable laws and statutes.

I. Audit Committee:

The Audit Committee of the Company is constituted under the provisions of Section 177 of the Companies Act, 2013.

Composition of the Committee:

Sr. No.	Name	Designation
1.	Mr. Prathik Prasanchand Daga	Chairman
2.	Mr. Ramesh Kumar	Member
3.	Mr. Ranjithkumar Sharup	Member

All the recommendation made by the Audit Committee in the financial year 2024-25 was approved by the Board.

Meeting of Audit Committee and Relevant Quorum:

The Audit Committee shall meet at least four times in a year and not more than one hundred and twenty days shall elapse between two meetings. The quorum for Audit Committee meeting shall either be two members or one third of the members of the Audit Committee, whichever is greater, with at least two Independent Directors.

The Chairman of the Committee must attend the Annual General Meetings of the Company to provide clarifications on matters relating to the audit.

During the year under review, the Company held 6 (Six) Audit Committee meetings.

Company Secretary shall act as the secretary to the Audit Committee.

II. Nomination & Remuneration Committee:

The Nomination & Remuneration Committee of the Company is constituted under the provisions of section 177 of the Companies Act, 2013.

Composition of the Committee:

Sr. No.	Name	Designation
1.	Mr. Prasanchand Prathik Daga	Chairman
2.	Mr. Ranjith Kumar Sharup	Member
3.	Mr. Suganchand Ramesh Kumar	Member

Meeting of Nomination and Remuneration Committee and Relevant Quorum:

The quorum necessary for a meeting of the Nomination and Remuneration Committee shall be two members or one third of the members, whichever is greater. The Committee is required to meet at least once a year.

During the year under review, the Company held 1 (one) Nomination and Remuneration Committee meeting.

Company Secretary shall act as the secretary to the Nomination and Remuneration Committee.

III. Stakeholder Relationship Committee

The Stakeholder Relationship Committee of the Company is constituted under the provisions of section 177 of the Companies Act, 2013.

Composition of the Committee:

Sr. No.	Name	Designation
1.	Mr. Prathik Prasanchand Daga	Chairman
2.	Mr. Ramesh Kumar	Member
3.	Ms. Rajkumari M	Member

Meeting of Stakeholder's Relationship Committee and Relevant Quorum:

The Stakeholder's Relationship Committee shall meet once in a year. The quorum for a meeting of the Stakeholder's Relationship Committee shall be two members present.

During the year under review, the Company held 1 (one) Stakeholders Relationship Committee meeting.

Company Secretary shall act as the secretary to the Stakeholder's Relationship Committee.

13. NOMINATION AND REMUNERATION POLICY:

The Company believes that building a diverse and inclusive culture is integral to its success. A diverse Board, among others, will enhance the quality of decisions by utilizing different skills, qualifications, professional experience and knowledge of the Board members necessary for achieving sustainable and balanced development. In terms of SEBI Listing Regulations and Act, the Company has in place Nomination & Remuneration Policy.

The said policy of the Company, inter alia, provides that the Nomination and Remuneration Committee shall formulate the criteria for appointment of Executive, Non-Executive and Independent Directors on the Board of Directors of the Company and persons in the Senior Management of the Company, their remuneration including determination of qualifications, positive attributes, independence of directors and other matters as provided under sub-section (3) of Section 178 of the Act (including any statutory modification(s) or re-enactment(s) thereof for the time being in force). The Policy also lays down broad guidelines for evaluation of performance of Board as a whole, Committees of the Board, Individual Directors including the Chairperson and the Independent Directors. The aforesaid Nomination and Remuneration Policy has been uploaded on the website of your Company at www.manojjewellerslimited.com.

14. CORPORATE GOVERNANCE REPORT:

Since the Company is listed on SME platform of BSE Limited, the provisions of Corporate Governance are not applicable on the Company.

15. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS:

The Board members are provided with necessary documents/brochures, reports and internal policies to enable them to familiarize with the Company's procedures and practices, the website link is www.manojjewellerslimited.com.

16. ANNUAL EVALUATION:

Pursuant to the provisions of the Companies Act and the SEBI Listing Regulations, a structured questionnaire was prepared for evaluating the performance of Board, its Committees and Individual Director including Independent Directors. The questionnaires were prepared after taking into consideration the various facets related to working of Board, its Committee and roles and responsibilities of Director. The Board and the Nomination and Remuneration Committee reviewed the performance of the Individual Directors including Independent Directors on the basis of the criteria and framework adopted by the Board. Further, the performance of Board as a whole and committees were evaluated by the Board after seeking inputs from all the Directors on the basis of

various criteria. The Board of Directors expressed their satisfaction with the evaluation process. In a separate meeting of Independent Directors, the performance of Non-Independent Directors, performance of Board as a whole and performance of the Chairman was evaluated, taking into account the views of the Executive Directors and Non-Executive Directors.

17. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

CSR provides an opportunity to the Companies to effectively align its values and strategy for the benefits of the society, by contributing to the social, economic and environmental development of the society at large.

The provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 are applicable to the Company on the basis of latest Audited financial Result as on 31st March, 2025, Hence the Company is required to adopt the CSR Policy or constitute CSR Committee in the financial year 2025-26.

Accordingly, the Board of Directors in their meeting held on Tuesday, August 12, 2025, has constituted the Corporate Social Responsibility Committee of the Company as per the above provisions of the Companies Act, 2013. The composition of Committee is as follow:

Sr. No.	Name	Designation
1.	Sunil Shantilal	Chairman
2.	Manoj Kumar	Member
3.	Suganchand Ramesh Kumar	Member

Further the Board of directors has also approved the CSR policy formulated in accordance with the Act (as amended from time to time), guides the Company to serve the society.

The CSR policy may be accessed under the Investor section on the website of the Company at link www.manojjewellerslimited.com.

Since the Provisions of Section 135 of Companies Act, 2013 is applicable on the basis of latest Audited financial Result as on 31st March, 2025, the Company will comply with all the compliances and spent the required amount in CSR activities from F.Y. 2025-26. Further the Annual Report on CSR activities forming part of this Report is attached as **Annexure – D**.

18. VIGIL MECHANISM FOR THE DIRECTORS AND EMPLOYEES:

The Company has established a vigil mechanism, through a Whistle Blower Policy, where Directors and employees can voice their genuine concerns or grievances about any unethical or unacceptable business practice. A whistle-blowing mechanism not only helps the Company in detection of fraud, but is also used as a corporate governance tool leading to prevention and deterrence of misconduct.

It provides direct access to the employees of the Company to approach the Compliance Officer or the Chairman of the Audit Committee, where necessary. The Company ensures that genuine Whistle Blowers are accorded complete protection from any kind of unfair treatment or victimization. The

Whistle Blower Policy is disclosed on the website of the Company at www.manojjewellerslimited.com.

19. RISK MANAGEMENT:

The Board of the Company has evaluated a risk management to monitor the risk management plan for the Company. The Audit Committee has additional oversight in the area of financial risk and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on continuing basis.

20. PARTICULARS OF LOANS, GURANTEES OR INVESTMENTS UNDER SECTION 186:

The details of loans, guarantees or investments covered under Section 186 of the Companies Act, 2013 are given in the Note to the Financial Statements.

21. MATERIAL ORDERS OF JUDICIAL BODIES/REGULATORS:

No order, whether significant and/or material has been passed by any regulators, courts, tribunals impacting the going concern status and Company's operations in future.

22. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES UNDER SECTION 188 OF THE ACT:

All related party transactions that were entered into during the Period under review, were on arm's length basis and in the ordinary course of business. No materially significant related party transactions which required the approval of members, were entered into by the Company during the Period under review. Further, all related party transactions entered into by the Company are placed before the Audit Committee for its approval.

The particulars of the contracts or arrangements entered into by the Company with related parties as referred to in Section 134(3)(h) read with section 188(1) of the Act and rules framed thereunder, in the **Form No. AOC-2** are annexed and marked as **Annexure-A**.

23. AUDITORS:

STATUTORY AUDITORS

M/s. Mardia & Associates, Chartered Accountant (Firm Registration No. 007888S) were appointed as the statutory auditors of the Company at the 17th Annual General Meeting of the Company for a term of five consecutive years i.e., from F.Y. 2024-25 to 2028-29, who shall hold office from the conclusion of 17th Annual General Meeting till the conclusion of the 22nd Annual General Meeting to be held in the year 2029, in terms of provisions of Section 139 of the Act.

Further the Statutory Auditors have submitted their Report on the Financial Statements for the financial year ended March 31, 2025, which forms part of this Report. Also, there are no qualifications, reservations or adverse remarks made by the M/s. Mardia & Associates, & Associates. Statutory Auditor of the Company in their Audit Report for the year under review.

SECRETARIAL AUDITORS

Since, the Company got Listed on the SME Platform of BSE Limited w.e.f. 12th May, 2025, the requirement for Appointment of Secretarial Auditor and also the Secretarial Audit is not applicable on the Company for the Financial Year 2024-25.

INTERNAL AUDITORS

Since, the Company got Listed on the SME Platform of BSE Limited w.e.f. 12th May, 2025, the requirement for Internal Audit is not applicable on the Company for the Financial Year 2024-25. Further the Company has appointed M/s. Arham Professional Service, Consultancy Firm, as an Internal Auditor of the Company for F.Y. 2025-26 in the Board meeting held on 02nd June, 2025.

AUDITOR'S REPORT AND SECRETARIAL AUDIT REPORT

Statutory Auditor's Report: There are no qualifications, reservations or adverse remarks made by Statutory Auditors in the Auditor's report. The Statutory Auditors have not reported any incident of fraud to the Audit Committee of the Company under subsection (12) of Section 143 of the Companies Act, 2013, during the year under review.

The notes on accounts referred to the Auditors' Report are self-explanatory and therefore, do not call for any further explanation.

Secretarial Auditor's Report: During the year under review, Secretarial audit was not applicable. (Since the Company got Listed on SME Platform of BSE Limited w.e.f. 12th May, 2025).

24. EXTRACTS OF ANNUAL RETURN:

In accordance with Section 92(3) and Section 134(3)(a) of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, the Annual Return as on March 31, 2025 is available on the Company's website www.manojjewellerslimited.com.

25. MANAGEMENT DISCUSSION & ANALYSIS REPORTS:

A detailed report on Management Discussion and Analysis (MDA) Report is included in this Report as **Annexure - B**.

26. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

The provisions of Section 134(3)(m) of the Companies Act, 2013 regarding the conservation of energy, technology absorption, foreign exchange earnings and outgo are not applicable to the Company considering the nature of activities undertaken by the Company during the year under review.

27. STATEMENT PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is provided in this Report as **Annexure-C** which forms part of this Report.

28. HUMAN RESOURCES:

The relations with the employees and associates continued to remain cordial throughout the year. The Directors of your Company wish to place on record their appreciation for the excellent team spirit and dedication displayed by the employees of the Company.

29. NON-APPLICABILITY OF THE INDIAN ACCOUNTING STANDARDS:

As per provision to regulation Rule 4(1) of the Companies (Indian Accounting Standards) Rules, 2015 notified vide Notification No. G.S.R 111 (E) on 16th February, 2015, Companies whose shares are listed on SME Platform of BSE Limited as referred to in Chapter XB of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, are exempted from the compulsory requirements of adoption of IND-AS w.e.f. 01st April, 2017.

30. DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Company is committed to provide a safe and conducive work environment to its employees. There exist at the group level an Internal Complaints Committee ('ICC') constituted under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The group is strongly opposed to sexual harassment and employees are made aware about the consequences of such acts and about the constitution of ICC. During the year under review, no complaints were filed with the Committee under the provisions of the said Act in relation to the workplace/s of the Company.

31. COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND ANNUAL GENERAL MEETINGS:

The Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board meetings and Annual General Meetings.

The Directors have devised proper systems to ensure compliance with the provisions of all applicable Secretarial Standards and that such systems are adequate and operating effectively.

32. MAINTENANCE OF COST RECORD:

The provisions relating to maintenance of cost records as specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013, were not applicable to the Company upto March 31, 2025 and accordingly such accounts and records were not required to be maintained.

33. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS:

The Company has in place adequate Internal Financial Controls with reference to financial statements. During the year under review, such controls were tested and no reportable material weakness in the design or operation was observed.

34. GREEN INITIATIVES:

In compliance with Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Notice of the AGM along with the Annual Report 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2024-25 will also be available on the Company's website at www.manojjewellerslimited.com.

35. INSOLVENCY AND BANKRUPTCY CODE 2016:

No application or proceeding was initiated in respect of the Company in terms of Insolvency and Bankruptcy Code 2016.

36. THE DETAILS OF DIFFERENCE BETWEEN AMOUNT OF THE VALUATION DONE AT THE TIME OF ONE TIME SETTLEMENT AND THE VALUATION DONE WHILE TAKING LOANS FROM BANKS OR FINANCIAL INSTITUTIONS ALONG WITH THE REASONS THEREOF:

During the year under review, there were no transactions or events with respect to the one-time settlement with any bank or financial institution; hence no disclosure or reporting is required.

37. DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134 of the Companies Act, 2013 ('the Act'), with respect to Directors Responsibility Statement it is hereby confirmed:

- a) The Financial Statements of the Company - comprising of the Balance Sheet as at March 31, 2025 and the Statement of Profit & Loss for the year ended as on that date, have been prepared on a going concern basis following applicable accounting standards and that no material departures have been made from the same;
- b) Accounting policies selected were applied consistently and the judgements and estimates related to these financial statements have been made on a prudent and reasonable basis, so as to give a true and fair view of the state of affairs of the Company as at March 31, 2025, and, of the profits and loss of the Company for the year ended on that date;
- c) Proper and sufficient care has been taken for maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, to safeguard the assets of the Company and to prevent and detect fraud and other irregularities;
- d) Requisite Internal Financial Controls to be followed by the Company were laid down and that such internal financial controls are adequate and operating effectively; and

- e) Proper systems have been devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

38. ACKNOWLEDGEMENTS:

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

**For and on Behalf of the Board
Manoj Jewellers Limited**

Sd/-

**Manoj Kumar
Managing Director
DIN: 01730747**

Sd/-

**Raj Kumari
Whole-Time Director
DIN: 09607998**

Place: Chennai

Date: 12th August, 2025

Annexure – A to Board Report

Form No. AOC-2

[Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014]

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

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2025, which were not at arm's length basis.

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

There were no material contracts or arrangements or transactions for the year ended March 31, 2025.

Thus, this disclosure is not applicable.

**For and on Behalf of the Board
Manoj Jewellers Limited**

Sd/-

**Manoj Kumar
Managing Director
DIN: 01730747**

Sd/-

**Raj Kumari
Whole-Time Director
DIN: 09607998**

Place: Chennai

Date: 12th August, 2025

Annexure – B to Board Report

MANAGEMENT DISCUSSION & ANALYSIS REPORT

1. INTRODUCTION:

Our Company was originally incorporated under the name “Manoj Jewellers Private Limited” under the provisions of the Companies Act, 1956 and Certificate of Incorporation was issued by the Registrar of Companies, Tamilnadu & Andaman, on December 21, 2007. Subsequently, the name of our Company was changed to “Manoj Jewellers Limited” via Shareholders’ Resolution dated June 13th, 2022 pursuant to which fresh Certificate of Incorporation dated July 14, 2022 was issued by Registrar of Companies, Tamilnadu & Andaman. Consequently, the status of the Company was changed to public limited and the name of our Company was changed to “Manoj Jewellers Limited” vide Special Resolution passed by the Shareholders at the Extra Ordinary General Meeting of our Company held on June 13, 2022. The fresh certificate of incorporation consequent to conversion was issued on July 14, 2022 by the Registrar of Companies, Chennai. The Corporate Identification Number of our Company is L80903MH2007PLC175500. Further the Company has issued share pursuant to Initial Public Offer (IPO) and listed on SME platform of BSE on 12th May, 2025.

2. INDUSTRY STRUCTURE:

Our Companies dedication is to maintain high-quality products through strict quality control procedures, timely delivery, and competitive pricing. Our company also emphasizes on offering a variety of regular designs and ensuring on-time delivery to our valued customers. Additionally, we go to extra mile by getting our jewellery hallmarked by a BIS recognized Assaying and Hallmarking Centre. BIS hallmark serves as a mark of conformity widely accepted by consumers, providing them with added confidence in the purity of the company's gold jewellery. Overall, these practices demonstrate the company's commitment to quality, customer satisfaction, and transparency in their operations.

Our Company is promoted by Mr. Manoj Kumar, Mrs. Raj Kumari, Mr. Sunil Shantilal and Ms. Shalu. Our Promoters together with a professional team of managers manages and control the major affairs of our business operations with his considerable experience in our Industry. We believe our success is the result of sustained efforts over the years in key aspects of our business, such as timely delivery, cost management, good quality, ability to forge partnerships, strategy and business planning and opening new markets.

3. INVESTMENTS/ DEVELOPMENTS:

The Gold Jewellery sector in India has witnessed some major investments and developments in the recent past.

4. OPPORTUNITIES AND THREATS:

Strength:

Growth in the Indian economy and demand creates unprecedented opportunities for company to invest significantly in each of its core businesses. Outlook for the overall industries is positive. In keeping with the philosophy of continuous consumer centric approach which is the hall mark of any organization, several developmental activities have been planned for the next fiscal year.

Opportunities:

- Vast Industrial Presence in both Public and Private Sectors
- Huge demand for Domestic services
- Avail of Low-cost, Skilled Human Resources.
- Proactive government continued thrust on reforms- Further liberalization under process.

Threats:

We operate in a competitive atmosphere. Some of our competitors may have greater resources than those available to us. While product quality, brand value, distribution network, etc are key factors in client decisions among competitors, however, price is the deciding factor in most cases. We face fair competition from both organized and unorganized players in the market. We believe that our experience in this business and quality assurance will be key to overcome competition posed by such organized and unorganized players. Although, a competitive market, there are not enough number of competitors offering services like us. We believe that we can compete effectively in the market with our quality of services and our reputation. We believe that the principal factors affecting competition in our business include client relationships, reputation, and the relative quality and price of the services.

5. SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE:

Our wide range of product offerings caters to diverse customer segments, from the value market to high-end customized jewellery. Our product profile includes traditional, contemporary and combination designs across jewellery lines, usages and price points. We believe that the gold and diamond jewellery inventory in our showroom reflects regional customer preferences and designs. We believe that our focus on design and innovation, our ability to recognize consumer preferences and market trends, the intricacy of our designs and the quality and finish of our products are our key strengths. In addition, our access to a wide range of independent manufacturers from various parts of India allows us to offer a diverse product range.

6. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has an effective and reliable internal control system commensurate with the size of its operations. At the same time, it adheres to local statutory requirements for orderly and efficient conduct of business, safeguarding of assets, the detection and prevention of frauds and errors, adequacy and completeness of accounting records and timely preparation of reliable financial information. The efficacy of the internal checks and control systems is validated by self-audits and internal as well as statutory auditors.

7. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE:

Reserves and Surplus: The Reserve and Surplus of Company is Rs. 854.57 Lakhs as on period ended on 31st March, 2025.

Total Income: The Company has earned total income Rs. 5963.87 Lakhs as on period ended on 31st March, 2025.

8. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED:

Your Company follows a policy of building strong teams of talented professionals. People remain the most valuable asset of your Company. The Company recognizes people as its most valuable asset and the Company has kept a sharp focus on Employee Engagement. The Company's Human Resources is commensurate with the size, nature and operations of the Company.

9. DETAILS OF KEY FINANCIAL RATIOS, ALONG WITH DETAILED EXPLANATIONS THEREFORE:

Description	As at 31st March, 2025	As at 31st March, 2024	Variance	Remark
Debtors Turnover Ratio (In Times)	22.21	86.09	-74.20%	Decline in the ratio is mainly on account of increase in trade receivables.
Inventory Turnover Ratio (In Times)	2.38	2.71	-12.11%	NA
Interest Coverage Ratio	4.46	5.49	-18.83%	NA
Current Ratio (In Times)	4.20	8.65	-51.51%	Decline in the ratio is mainly on account of increase in current liabilities.
Debt-Equity Ratio (In Times)	1.29	1.58	-18.22%	NA
Operating Profit Margin (%)	0.14	0.13	7.96%	NA
Net Profit Margin (%)	7.99%	7.36%	8.54%	NA
Debt Service Coverage Ratio (In Times)	3.29	2.72	21.01%	NA
Return on Equity	39.22%	39.07%	0.39%	NA
Trade Receivables turnover ratio (In Times)	22.21	86.09	-74.20%	Decline in the ratio is mainly on account of increase in trade receivables.
Trade payables turnover ratio (In Times)	1028.18	209.18	391.52%	Increase in the ratio is mainly on account of reduction in trade payables.
Net capital turnover ratio	2.46%	2.58%	-4.45%	NA
Net profit ratio	7.99%	7.36%	8.54%	NA
Return on Capital employed	28.06%	29.54%	-5.00%	NA
Return on investment	0.25	0.22	12.36%	NA

10.DETAILS OF ANY CHANGE IN RETURN ON NET WORTH AS COMPARED TO THE IMMEDIATELY PREVIOUS FINANCIAL YEAR ALONG WITH A DETAILED EXPLANATION THEREOF.

The Return on Net Worth for F.Y. 2024-25 was 32.79% and for F.Y. 2023-24 was 32.68%. The Company is in the growth phase and therefore the Company has incurred substantial expenses towards the business growth and for the purpose of fund raising by getting listed on the SME Platform of Bombay stock exchange (BSE).

11.FORWARD-LOOKING STATEMENT:

Certain statements made in the Management Discussion and Analysis Report relating to the Company's objectives, projections, outlook, expectations, estimates, and others may constitute forward-looking statements within the meaning of applicable laws and regulations. Actual results may differ from such expectations, whether expressed or implied. Several factors could make a significant difference to our operations. These include climatic and economic conditions affecting demand and supply, government regulations and taxation, any epidemic or pandemic, and natural calamities over which we do not have any direct/indirect control.

**For and on Behalf of the Board
Manoj Jewellers Limited**

Sd/-

**Manoj Kumar
Managing Director
DIN: 01730747**

**Place: Chennai
Date: 12th August, 2025**

Annexure – C to Board Report

Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

1. The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2024-25:

Sr. No.	Name of the Director / Key Managerial Person (KMP) and Designation	Remuneration/Setting Fees paid to Directors/KMP	Ratio of remuneration of each Director/KMP to median remuneration of employees
1	Manoj Kumar Chairman & Managing Director	12,00,000	3.76
2	Raj Kumari Whole - Time Director	8,00,000	2.51
3	Sunil Shantilal Executive Director	10,00,000	3.13
4	Suganchand Ramesh Kumar - Non-Executive Independent Director	61,000	0.19
5	Prasanchand Daga Prathik - Non-Executive Independent Director	61,000	0.19
6	Ranjith Kumar Sharup – Non-Executive Independent Director	55,000	0.17
7	Vaneeta Khanna Company Secretary	3,51,000	1.10
8	Mayank Girishbhai Garach* Chief Financial Officer	1,20,000	0.38

*Mayank Girishbhai Garach, Chief Financial Officer, was appointed in the F.Y. 2024-25, hence comparable data is not available.

2. The percentage increase in the median remuneration of employees of the Company in the financial year:

During the financial year 2024-25, the median remuneration of employees of the Company was increased by 23.68%.

3. The number of permanent employees on the rolls of Company:

As on March 31, 2025, there were 23 permanent employees on the rolls of the Company.

- 4. Average percentile increase made in the salaries of employees other than managerial personnel in the last financial year i.e. 2024-25 was – 24.89%**
- 5. Average percentile increases/(decrease) in the managerial remuneration in the last financial year i.e. 2024-25 was 11.97%**
- 6. It is affirmed that the remuneration paid is as per the remuneration policy of the Company.**

**For and on Behalf of the Board
Manoj Jewellers Limited**

Sd/-

**Manoj Kumar
Managing Director
DIN: 01730747**

**Place: Chennai
Date: 12th August, 2025**

ANNEXURE - D

**FORMAT FOR THE ANNUAL REPORT ON CSR ACTIVITIES TO BE INCLUDED IN THE BOARD'S REPORT
FOR FINANCIAL YEAR COMMENCING ON OR AFTER THE 1ST DAY OF APRIL, 2020**

- Brief outline on CSR Policy of the Company:** The Company has set high ethical standards for all its dealings and believes in inspiring trust and confidence. We strongly believe that, we exist not only for doing good business, but equally for the betterment of the Society. The Company has implemented its CSR policy / charter to focus inter-alia on the following areas:
- Composition of CSR Committee:

Sl. No.	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Sunil Shantilal	Chairman	N. A	N. A
2	Manoj Kumar	Member	N. A	N. A
3	Suganchand Ramesh Kumar	Member	N. A	N. A

- Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company www.manojjewellerslimited.com
- Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.
- Average net profit of the company as per sub-section (5) of section 135. N. A
 - Two percent of average net profit of the company as per sub-section (5) of section 135. N. A
 - Surplus arising out of the CSR Projects or programmes or activities of the previous financial years. N. A
 - Amount required to be set-off for the financial year, if any. N. A
 - Total CSR obligation for the financial year [(b)+(c)-(d)]. N. A
- Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project). N. A
 - Amount spent in Administrative Overheads. N. A
 - Amount spent on Impact Assessment, if applicable. N. A
 - Total amount spent for the Financial Year [(a)+(b)+(c)]. N. A
 - CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
N. A	N. A	N. A	N. A	N. A	N. A

- Excess amount for set-off, if any:

Sl. No.	Particular	Amount (in Rs.)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	N. A

(ii)	Total amount spent for the Financial Year	N. A
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	N. A
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	N. A
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	N. A

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in Rs.)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in Rs.)	Amount Spent in the Financial Year (in Rs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub-section (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in Rs)	Deficiency, if any
					Amount (in Rs)	Date of Transfer		
1	FY-1	N. A	N. A	N. A	N. A	N. A	N. A	N. A
2	FY-2	N. A	N. A	N. A	N. A	N. A	N. A	N. A
3	FY-3	N. A	N. A	N. A	N. A	N. A	N. A	N. A

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

No

If yes, enter the number of Capital assets created/ acquired

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
(1)	(2)	(3)	(4)	(5)	(6)		
	N. A	N. A	N. A	N. A	CSR	Name	Registered
					Registration		address
					Number, if applicable		
	N. A	N. A	N. A	N. A			

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and the area of the immovable property as well as boundaries)

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135 – **Not Applicable since it is applicable from the financial year 2025-26.**

Sd/- Manoj Kumar Managing Director	Sd/- Mr. Sunil Shantilal Chairman.	Sd/- [Person specified under clause (d) of sub-section (1) of section 380] (Wherever applicable).”.
------------------------------------------	------------------------------------------	-----------------------------------------------------------------------------------------------------------

Note: CSR provisions are applicable to the Company based on latest Audited financial Result as on 31st March, 2025, Hence the Company has constituted CSR Committee and adopt CSR Policy in the financial year 2025-26.

Independent Auditor's Report

To the Members of **MANOJ JEWELLERS LIMITED**

Opinion

We have audited the financial statements of **MANOJ JEWELLERS LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss, the Cash Flow Statement for the year ended on that date and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its profit, for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with Standards on Auditing (SAs) specified u/s 143(10) of the Companies Act, 2013. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements as per the ICAI's Code of Ethics and the provisions of the Companies Act, 2013, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 with respect to the preparation of these financial statements that give a true and fair view of the financial position, and financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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



In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless 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 Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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



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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 issued by the Central Government of India in terms of sub-section (11) of section 143 of The Companies Act 2013, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement, dealt with by this Report are in agreement with the books of accounts.
 - d. In our opinion the aforesaid financial statements comply with Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 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".
 - 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 does not have any pending litigation which would impact its financial position.
 - ii. The Company does not have any long-term contracts requiring a provision for material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the company.



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

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

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

v. No dividend has been declared by the company.

vi. Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all the relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, except where the audit trail (edit log) facility was not enabled in the previous year, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For Mardia & Associates

Chartered Accountants

Firm's registration number: 007888S



(Manish Mardia)

Proprietor

Membership number: 205307

UDIN: 25205307BMKYGR7472

Place: Chennai

Date: 02/06/2025



Annexure A referred to in paragraph 1 of the section on "Report on other legal and regulatory requirements" of our report of even date

TO THE MEMBERS OF MANOJ JEWELLERS LIMITED:

(i)	(a)	A.	On the basis of our examination of the Books of accounts the Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
		B.	On the basis of our examination of the Books of accounts, the Company has maintained proper records showing full particulars of intangible assets.
	(b)		According to the information and explanations given by the management, fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies have been noticed on such verification.
	(c)		According to the information and explanations given by the management, the Company does not have any immovable properties held in its name and hence reporting under this clause of the Order is not applicable and not commented upon.
	(d)		The company has not revalued its Property, Plant and Equipment (including right of use assets) or intangible assets or both during the period.
	(e)		No proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
(ii)	(a)		According to the information and explanations given by the management, Inventories have been physically verified by the management at reasonable intervals and no material discrepancies have been noticed on such verification.
	(b)		The Company has not been sanctioned any working capital limit in excess of Rs. 5 Crores from Banks or Financial Institutions of on the basis of security of current assets at any point of time during the period and hence reporting under this clause of the Order is not applicable and not commented upon.
(iii)	(a)	A.	On the basis of our examination of the Books of accounts, the Company has not given loans or advances or guarantees or security to subsidiaries, joint



		ventures and associates.
	B.	On the basis of our examination of the Books of accounts, the Company has not given loans or advances or guarantees or security to parties other than subsidiaries, joint ventures and associates.
(iv)		In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees and securities given in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable and hence not commented upon.
(v)		The Company has not accepted any deposits from the public and no amounts are deemed to be deposits and hence reporting under this clause of the Order is not applicable and not commented upon.
(vi)		As informed to us by the management, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of activities carried on by the Company.
(vii)	(a)	The company has generally been regular in depositing the undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and other material statutory dues, as applicable, with the appropriate authorities in India.
	(b)	According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, service tax, sales-tax, customs duty, excise duty, value added tax, cess and other material statutory dues were outstanding, at the period end, for a period of more than six months from the date they became payable.
(viii)		According to the information and explanations given to us, no income has been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961.
(ix)	(a)	The company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
	(b)	The company has not been declared a wilful defaulter by any bank or financial institution.
	(c)	On the basis of our examination of the Books of accounts, the company has utilized term loans for the purpose for which they were obtained.
	(d)	On the basis of our examination of the Books of accounts, funds raised on short term basis were not utilised for long term purposes.
	(e)	The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
	(f)	The company does not have any subsidiaries, joint ventures or associate



		companies hence this clause is not applicable.
(x)	(a)	No moneys were raised by way of initial public offer or further public offer (including debt instruments) during the period.
	(b)	The company has not made any private placement or issued rights share during the period. Hence provisions of this clause of the Order are not applicable to the Company and hence not commented upon.
(xi)	(a)	No fraud by the company or any fraud on the company has been noticed or reported during the period.
	(b)	No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4.
	(c)	No whistle blower complaints were received during the period by the company.
(xii)		The Company is not a Nidhi company. Therefore, the provisions of this clause of the order are not applicable to the Company and hence not commented upon.
(xiii)		In our opinion, and according to the information and explanations given to us, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the financial statements, as required by the applicable accounting standards.
(xiv)		In our opinion and based on our examination, the provisions of Section 138 are not applicable to the company. Therefore, the provisions of this clause of the order are not applicable to the Company and hence not commented upon.
(xv)		According to the information and explanations given to us, in our opinion during the year the company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the company.
(xvi)		The provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company. Therefore, the provisions of this clause of the order are not applicable to the Company and hence not commented upon.
(xvii)		The company has not incurred any cash loss during the current financial year or preceding financial year.
(xviii)		During the period, the previous statutory auditor resigned in accordance with the provisions of Section 139(2) of the Companies Act, 2013, which mandates the rotation of auditors. The resignation was a result of the completion of the prescribed tenure, and no other issues or concerns were identified by the previous auditor prior to their resignation.



(xix)		<p>On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the auditor's knowledge of the Board of Directors and management plans, we are the opinion that no material uncertainty exists as on the date of the audit report so as to indicate that the 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.</p> <p>We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.</p>
(xx)		<p>The provisions of Section 135 of the act are not applicable. Therefore, the provisions of this clause of the order are not applicable to the Company and hence not commented upon.</p>
(xxi)		<p>Since this audit report is on the standalone financial statements, the provisions of this of the order are not applicable to the Company and hence not commented upon.</p>

For Mardia & Associates

Chartered Accountants

Firm's registration number: 0078885

(Manish Mardia)

Proprietor

Membership number: 205307

UDIN: 25205307BMKYGR7472

Place: Chennai

Date: 02/06/2025



ANNEXURE B REFERRED TO IN PARAGRAPH 2(f) OF THE SECTION ON "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 controls over financial reporting of **MANOJ JEWELLERS LIMITED** as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the period ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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



Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

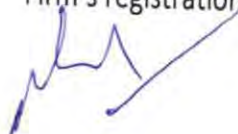
Opinion

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

For Mardia & Associates

Chartered Accountants

Firm's registration number: 0078885



(Manish Mardia)

Proprietor

Membership number: 205307

UDIN: 25205307BMKYGR7472

Place: Chennai

Date: 02/06/2025



MANOJ JEWELLERS LIMITED

CIN: U52393TN2007PLC064834

No. 59, NSC Bose Road Sowcarpet, Chennai, Tamil Nadu, India - 600079.

BALANCE SHEET AS AT MARCH 31, 2025

(₹ in Lakhs)

Particulars	Note No	As at 31-03-2025	As at 31-03-2024
EQUITY AND LIABILITIES			
Shareholder's funds			
a. Share capital	3	598.56	598.56
b. Reserves and surplus	4	854.57	378.09
Non-Current Liabilities			
a. Long term borrowings	5	1,246.02	1,338.23
b. Long term provisions	6	11.09	10.18
Current Liabilities			
a. Short term borrowings	7	625.97	200.17
b. Trade payables	8		
-Total outstanding dues of micro enterprises and small enterprises		-	-
-Total outstanding dues of creditors other than micro & small enterprises		10.19	1.06
c. Other current liabilities	9	91.79	22.97
d. Short term provisions	10	87.01	68.34
TOTAL		3,525.19	2,617.60
ASSETS			
Non-Current Assets			
a. Property, plant and equipment & intangible assets	11		
- Property, plant and equipment		59.52	16.03
- Intangible asset		2.55	-
- Capital work in progress		-	30.79
b. Deferred tax assets (Net)	12	12.04	7.80
c. Other non current assets	13	31.30	31.30
Current Assets			
a. Inventories	14	2,930.66	2,070.37
b. Trade receivables	15	436.20	100.71
c. Cash and bank balances	16	22.46	350.00
d. Short term loans and advances	17	30.40	10.61
e. Other current assets	18	0.05	-
TOTAL		3,525.19	2,617.60
Corporate Information & Summary of Significant Accounting Policy	1 & 2		

The accompanying notes are an integral part of the financial statements

"As per our report of even date attached"

For Mardia & Associates

Chartered Accountants

Firm Reg Number : 007888S


Manish Mardia

Proprietor

M.No 205307

UDIN: 25205307BMKYGR7472

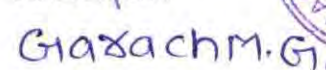
Place : Chennai

Date : 02/06/2025

**For and on behalf of the Board of Directors of****Manoj Jewellers Limited****S Manojkumar**

Managing Director

DIN: 01730747


Mayank Girishbhai Garach

Chief Financial Officer

PAN: BNOPG5776M

Place: Chennai

Date : 02/06/2025



Raj Kumari M

Whole-time Director

DIN: 09607998


Vaneeta Khanna

Company Secretary

M.No: 46971

MANOJ JEWELLERS LIMITED

CIN: U52393TN2007PLC064834

No. 59, NSC Bose Road Sowcarpet, Chennai, Tamil Nadu, India - 600079.

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

(₹ in Lakhs)

S. No.	Particulars	Note No.	Year ended 31-03-2025	Year ended 31-03-2024
	REVENUES			
I	Revenue from operations	19	5,961.81	4,335.11
II	Other income	20	2.06	3.30
III	Total Income (I+II)		5,963.87	4,338.41
	EXPENSES			
	Purchases of stock-in-trade	21	5,779.03	4,544.02
	Changes in inventories of finished goods	22	(860.30)	(944.60)
	Employee benefit expense	23	78.42	83.55
	Finance costs	24	184.63	109.57
	Depreciation and amortization expense	11	21.04	6.26
	Other expenses	25	128.71	89.66
IV	Total Expenses		5,331.54	3,888.47
V	Profit before exceptional items and tax (III-IV)		632.34	449.94
VI	Exceptional items		-	(0.07)
VII	Profit before extraordinary items and tax (V - VI)		632.34	449.87
VIII	Extraordinary items		-	-
IX	Profit before tax (VII- VIII)		632.34	449.87
X	Tax Expenses:			
	Current Tax	26	160.09	130.37
	Deferred Tax	12	(4.24)	0.28
XI	Profit/(loss) for the period from continuing operations (VII-VIII)		476.48	319.21
XII	Profit/(loss) from discontinuing operations		-	-
XIII	Tax expense of discontinuing operations		-	-
XIV	Profit/(loss) from discontinuing operations (after tax) (XII-XIII)		-	-
XV	Profit/ (Loss) for the period (XI + XIV)		476.48	319.21
XVI	Earnings per equity share			
	Basic & Diluted	27	7.96	5.33

The accompanying notes are an integral part of the financial statements

"As per our report of even date attached"

For Mardia & Associates

Chartered Accountants

Firm Reg Number : 007888S


Manish Mardia

Proprietor

M.No 205307


UDIN: 25205307BMKYGR7472

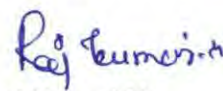

Place : Chennai

Date : 02/06/2025

**For and on behalf of the Board of Directors of Manoj Jewellers Limited**

S Manojkumar
 Managing Director
 DIN: 01730747


Mayank Girishbhai Garach
 Chief Financial Officer
 PAN: BNOPG5776M
 Place: Chennai
 Date : 02/06/2025


Raj Kumari M
 Whole-time Director
 DIN: 09607998

Vaneeta Khanna
 Company Secretary
 M.No: 46971

MANOJ JEWELLERS LIMITED

CIN: U52393TN2007PLC064834

No. 59, NSC Bose Road Sowcarpet, Chennai, Tamil Nadu, India - 600079.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2025

(₹ in Lakhs)

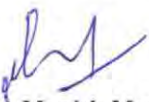
Particulars	Year ended 31-03-2025	Year ended 31-03-2024
Cash flow from operating activities		
Profit before tax	632.34	449.87
Adjustments for non-cash items & finance & investment activities:		
Depreciation	21.04	6.26
Finance cost	184.63	109.57
Provision for Gratuity	1.00	11.56
Interest Income	(2.06)	(0.35)
Adjustment for working capital changes:		
Increase/(decrease) in trade payables	9.13	(41.33)
Increase/(decrease) in other current liabilities	68.81	3.75
(Increase)/decrease in other non current assets	-	(10.15)
(Increase)/decrease in inventories	(860.30)	(944.60)
(Increase)/decrease in trade receivables	(335.49)	(100.71)
(Increase)/decrease in long term loans & advances	-	-
(Increase)/decrease in other current assets	(0.05)	1.49
(Increase)/decrease in short term loans & advances	(19.79)	(10.61)
Cash flow before working capital changes	(300.74)	(525.25)
Cash flow from operating activities before tax	(300.74)	(525.25)
Income Tax Paid	(141.51)	(73.95)
Net cash flow from operating activities	(442.25)	(599.20)
Cash flow from investing activities		
Purchase of fixed asset	(36.29)	(30.79)
Interest Income	2.06	0.35
Net cash flow from investing activities	(34.23)	(30.44)
Cash flow from financing activities		
Increase/(decrease) in equity share capital	-	-
Increase/(decrease) in long term borrowings	(92.21)	817.89
Increase/(decrease) in short term borrowings	425.80	153.17
Increase/(decrease) in other long term liabilities	-	-
Finance cost	(184.63)	(109.57)
Net cash flow from financing activities	148.95	861.49
Net increase/(decrease) in cash	(327.53)	231.85
Cash balance at beginning of year/period	350.00	118.14
Cash balance at end of year/period	22.46	350.00

"As per our report of even date attached"

For Mardia & Associates

Chartered Accountants

Firm Reg Number : 007888S


Manish Mardia

Proprietor

M.No 205307

UDIN: 25205307BMKYGR7472

Place : Chennai

Date : 02/06/2025

**For and on behalf of the Board of Directors of****Manoj Jewellers Limited****S Manojkumar**

Managing Director

DIN: 01730747

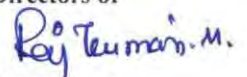
Garach M.G.**Mayank Girishbhai Garach**

Chief Financial Officer

PAN: BNOPG5776M

Place: Chennai

Date : 02/06/2025


Raj Kumari M

Whole-time Director

DIN: 09607998


Vaneeta Khanna

Company Secretary

M.No: 46971

1 CORPORATE INFORMATION

Manoj Jewellers Limited is engaged in the retail business of various jewellerys and ornaments made out of gold and diamonds studded with precious and semiprecious stones. Our portfolio includes rings, earrings, armlet, pendants, gajrahs, nose rings, bracelets, chains, necklaces, bangles and other wedding jewellery.

2 MATERIAL ACCOUNTING POLICIES

These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of Accounting

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) including the Accounting Standards notified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared under the historical cost convention on an accrual basis.

2.2 Use of Estimates

The preparation of financial statements in conformity with Indian GAAP which requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

2.3 Inventories

As per (AS) 2, The inventories are physically verified at regular intervals by the management. Raw Material Inventories are valued at the lower of cost and net realizable value. Finished goods, Stock-in-Trade and Work-in-Progress are valued at lower of cost and net realizable value. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads net of recoverable taxes incurred in bringing them to their respective present location and condition. Consumable stores and spares are valued at the lower of cost and net realizable value, as estimated by the management. Obsolete, defective, unserviceable and slow/non-moving stocks are duly provided for.

2.4 Revenue Recognition

Revenue from the operations is recognized on generally accepted accounting principal. Revenue in relation to a transaction involving the sale of goods is recognised when property in goods has been transferred to the buyer for a price or all significant risks and rewards of ownership have been transferred to the buyer and the company retains no effective control of the goods transferred and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of the goods. Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The capital gain on sale of investments if any are recognized on completion of transaction. No notional profit/loss are recognized on such investments. Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

2.5 Property, Plant and Equipment and Depreciation

Property, Plant and Equipment are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises of all expenses incurred to bring the assets to its present location and condition. Borrowing cost directly attributable to the acquisition /construction are included in the cost of fixed assets. Adjustments arising from exchange rate variations attributable to the fixed assets are capitalized.

The company has adopted cost model for all class of items of Property, Plant and Equipment. In case of new projects / expansion of existing projects, expenditure incurred during construction / preoperative period including interest and finance charge on specific / general purpose loans, prior to commencement of commercial production



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Raj Kumar M.

MANOJ JEWELLERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

are capitalized. The same are allocated to the respective on completion of construction / erection of the capital project / fixed assets. Subsequent expenditures related to an item of tangible asset are added to its book value only if they increase the future economic benefits from the existing asset beyond its previously assessed standard of performance.

Capital assets (including expenditure incurred during the construction period) under erection / installation are stated in the Balance Sheet as "Capital Work in Progress."

Intangible Assets are stated at cost of acquisition net of recoverable taxes less accumulated amortization/depletion and impairment loss, if any. The cost comprises purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use and net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the intangible assets.

Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written down Value (WDV) Method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013. The carrying amount of assets is reviewed at each balance sheet date if there is any indication of impairment based on internal or external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

Category	Useful Life
Computer & Accessories	3 Years
Furniture & Fittings	10 Years
Office Equipment	5 Years
Plant & Machinery	15 Years
Motor Cycles & scooters	10 Years
Motor Cars	8 Years
Softwares	5 Years

2.6 Foreign currency Transactions:

Conversion

Foreign currency monetary items are reported using the closing rate.

Non-monetary items, which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

Exchange Differences

Exchange differences arising on the settlement or reporting of monetary items at rates different from those at which they were initially recorded during the year, or reported in previous Standalone financial statement, are recognized as income or expense in the Statement of Profit and Loss.

2.7 Employee Benefits

(i) Short Term Employee Benefits : All employee benefits payable wholly within 12 months of rendering the service are classified as Short – term employee benefits. These are recognized as an expense at the undiscounted amount in the profit & loss account of the year in which the related service is rendered.

(ii) Long Term Employee benefit (gratuity) are recognized are accounted in the books of account based on Valuation report of Actuarial.

(iii) Defined Contribution Plans: Contributions to defined contribution schemes such as Employee State Insurance are charged off to the Profit and Loss Account during the year in which the employee renders the related service.

(iv) Defined Benefit Plans: The present value of the obligation under such plan is determined based on an actuarial valuation using the Projected Unit Credit Method. Actuarial gains and losses arising on such valuation are recognised immediately in the Profit and Loss Account. Termination benefits are recognised as and when incurred.



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MANOJ JEWELLERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

2.8 Borrowing Cost

Borrowing cost that are attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. All other borrowing costs are charged to revenue.

2.9 Taxes on Income

Income tax expenses for the year comprises of current tax and deferred tax. Current tax provision is determined on the basis of taxable income computed as per the provisions of the Income Tax Act. Deferred tax is recognized for all timing differences that are capable of reversal in one or more subsequent periods subject to conditions of prudence and by applying tax rates that have been substantively enacted by the balance sheet date.

2.10 Provision, Contingent Liabilities and Contingent Assets

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Liabilities which are material and whose future outcome cannot be ascertained with reasonable certainty, are treated as contingent and disclosed by way of Notes to the financial statements.

2.11 Segment Information

The Company is engaged in a single business segment - retail business of jewellery and ornaments made from gold and diamonds and operates primarily in one geographical area. Therefore, segment reporting, as required under Accounting Standard (AS) 17 - "Segment Reporting," is not applicable to the Company.

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MANOJ JEWELLERS LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025
11. PROPERTY, PLANT & EQUIPMENT
(In ₹ Lakhs)

Description of Assets	Tangible Assets							Intangible Assets	Capital WIP
	Office Equipment	Computers	Furniture & Fixtures	Vehicles	Electrical Installation	Plant and Equipment	Total	Software	
Gross Carrying Amount									
Balance as at 01-Apr-2023	5.35	3.23	19.60	91.27	3.77	0.32	123.53	-	-
Additions during the year	-	-	-	-	-	-	-	-	30.79
Deletions during the year	-	-	-	-	-	-	-	-	-
Balance as at 31-Mar-2024	5.35	3.23	19.60	91.27	3.77	0.32	123.53	-	30.79
Additions during the year	5.97	0.84	56.18	-	-	-	62.99	4.10	-
Deletions during the year	-	-	-	-	-	-	-	-	30.79
Balance as at 31-Mar-2025	11.32	4.07	75.78	91.27	3.77	0.32	186.52	4.10	-
Accumulated Depreciation / Amortisation									
Balance as at 01-Apr-2023	4.18	2.77	16.48	74.33	3.17	0.30	101.24	-	-
Depreciation/amortisation for the year	0.21	0.17	0.71	5.03	0.14	-	6.26	-	-
Balance as at 31-Mar-2024	4.39	2.94	17.19	79.36	3.31	0.30	107.50	-	-
Depreciation/amortisation for the year	2.51	0.59	12.57	3.70	0.12	-	19.50	1.55	-
Eliminated on disposal of assets	-	-	-	-	-	-	-	-	-
Balance as at 31-Mar-2025	6.90	3.53	29.77	83.06	3.43	0.30	127.00	1.55	-
Net Carrying Amount									
Balance as at 01-Apr-2023	1.17	0.45	3.12	16.94	0.60	0.02	22.29	-	30.79
Balance as at 31-Mar-2024	0.96	0.29	2.40	11.91	0.45	0.02	16.03	-	30.79
Balance as at 31-Mar-2025	4.42	0.53	46.01	8.21	0.34	0.02	59.52	2.55	-



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Dated

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MANOJ JEWELLERS LIMITED**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025***(In ₹ Lakhs unless otherwise stated)*

	As at 31-03-2025	As at 31-03-2024
3 Share Capital:		
A. Authorized, Issued, Subscribed and Paid-up Share Capital		
Authorized:		
1,00,00,000 Equity Shares of Rs 10/-each	1,000.00	1,000.00
	1,000.00	1,000.00
Issued, Subscribed and Paid-up:		
59,85,628 Equity Shares of Rs 10/-each fully paid	598.56	598.56
	598.56	598.56

B. Reconciliation of the shares outstanding at the beginning and at the end of the reporting period:

Particulars	31-03-2025		31-03-2024	
	Numbers of Shares held	Amount (In ₹ Lakhs)	Numbers of Shares held	Amount (In ₹ Lakhs)
Opening Number of Shares	59,85,628.00	598.56	59,85,628.00	598.56
Shares Issued During the Period	-	-	-	-
Closing Number of Shares	59,85,628.00	598.56	59,85,628.00	598.56

C. Rights, preferences and restrictions attached to Equity shares

The company has issued only one class of equity shares having a par value of Rs.10 per share. Each shareholder of equity share is entitled to one vote per share. Dividend is subject to approval of the shareholders in the ensuing annual general meeting. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential accounts, if any. The distribution will be in the proportion to the number of equity shares held by the share holders.

D. Detail of shareholder of the Company holding more than 5% shares as on reporting date:

Name of shareholder	31-03-2025		31-03-2024	
	Numbers of Shares held	Percentage of Holding	Numbers of Shares held	Percentage of Holding
S.Manoj Kumar	25,66,615	42.88%	28,66,614	47.89%
S.Sunil Kumar	14,77,264	24.68%	14,77,264	24.68%
Shalu	9,17,126	15.32%	9,17,126	15.32%
Rajkumari	6,32,500	10.57%	6,32,500	10.57%

E. Details of issue/buy back of Equity shares in last 5 financial years

1. Company has issued 4,16,876 Bonus Equity Shares on June 10, 2022 in the ratio of 1:4 i.e. for every 4 equity shares 1 bonus equity share.
2. Company has issued 2,08,438 Bonus Equity Shares on June 17, 2022 in the ratio of 1:10 i.e. for every 10 equity shares 1 bonus equity share.
3. Company has issued 7,00,000 Equity Shares on January 01, 2023 for cash price of ₹ 50 per equity shares including securities premium of ₹ 40 per equity shares.
4. Company has issued 29,92,814 Bonus Equity Shares on January 06, 2023 in the ratio of 1:1 i.e. for every 1 equity share 1 bonus equity share.

F. No calls are unpaid by any Director or Officer of the Company during the Period.



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MANOJ JEWELLERS LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025
G. Disclosure of Shareholding of Promoters:

Promoter Name	31-03-2025		31-03-2024		% Change during the Period
	No. of shares	% of total shares	No. of shares	% of total shares	
S.Manoj Kumar	25,66,615	42.88%	28,66,614	47.89%	-5.01%
S.Sunil Kumar	14,77,264	24.68%	14,77,264	24.68%	0.00%
Rajkumari	6,32,500	10.57%	6,32,500	10.57%	0.00%

(In ₹ Lakhs unless otherwise stated)

4 Reserves & Surplus	As at 31-03-2025	As at 31-03-2024
A. Surplus as per Statement of Profit & Loss		
Opening Balance	378.09	58.87
Add: Profit after tax for the period	476.48	319.21
Closing Balance	854.57	378.09
B. Securities Premium		
Opening Balance	-	-
Add: Addition for the period	-	-
Closing Balance	-	-
Balance carried to the Balance Sheet (A+B)	854.57	378.09

5 Long Term Borrowings	As at 31-03-2025	As at 31-03-2024
Secured		
Working Capital Term Loans:		
- from Banks & Financial Institutions	1,246.02	1,338.23
- from Others	-	-
	1,246.02	1,338.23

Notes to Schedule 5
i. The terms of repayment & security of term loans are stated below:

Particulars	Terms & Security	Amt Outstanding (In ₹)
IndusInd Bank Limited	Indusind Bank Ltd has sanctioned a secured term loan of Rs. 4 crores at an interest of Repo rate + 3.25% per annum and is repayable in 120 monthly installments commencing from December 2022 and ending in June 2033. This facility is personally guaranteed by Mr. Manoj Kumar, Mr. Sunil Shantilal, Ms. Raj Kumari & Ms. Shalu and is secured by personal property of the aforementioned.	3,49,31,692.26
	Current Maturities:	29,35,342.37
	Non-Current Portion:	3,19,96,349.89



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MANOJ JEWELLERS LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Particulars	Terms & Security	Amt Outstanding (In ₹)
IndusInd Bank Limited	Indusind Bank Ltd has sanctioned a secured term loan of Rs. 7 crores at an interest of Repo rate +2.60% per annum and is repayable in 120 monthly installments commencing from Novmeber 2023 and ending in April 2034. This facility is personally guaranteed by M/s. Mangalam Foundation, Mr. Manoj Kumar, Mr. Sunil Shantilal, Ms. Raj Kumari & Ms. Shalu and is secured by personal property of the aforementioned.	6,58,79,848.00
	Current Maturities:	48,90,950.00
	Non-Current Portion:	6,09,88,898.00

Particulars	Terms & Security	Amt Outstanding (In ₹)
Axis Bank	Axis Bank Ltd has extended a dropline overdraft of Rs. 1 crore at an interest rate of Repo Rate + 3.5% p.a. repayable within 60 months. The bank has also extended a cash credit of Rs. 3.50 crores at an interest rate of Repo Rate + 3.5% p.a. repayable within 12 months (refer "Working Capital Loan From Bank" under "Short Term Borrowings"). These facility are primarily secured by way of hypothecation of entire current assets of the company, both present and future, on exclusive basis. These facilities are also personally guaranteed by Mr. Manoj Kumar, Mr. Sunil Shantilal, Ms. Raj Kumari & Ms. Shalu and are secured by way of equitable mortgage on immoveable property of the aforementioned.	56,57,976.95
	Current Maturities:	20,04,000.00
	Non-Current Portion:	36,53,976.95

Particulars	Terms & Security	Amt Outstanding (In ₹)
Arka Fincap Limited	This secured term loan is personally guaranteed by M/s. Mangalam Foundation, Mr. Manoj Kumar, Mr. Sunil Shantilal, Ms. Raj Kumari & Ms. Shalu and is secured by mortgage of land & building owned by aforementioned. The term loan in repayable in 180 monthly installments and is carrying an interest rate of AFL reference rate less 6.75% per annum.	2,88,80,622.15
	Current Maturities:	9,18,118.00
	Non-Current Portion:	2,79,62,504.15



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MANOJ JEWELLERS LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025
(In ₹ Lakhs unless otherwise stated)

6 Long term provisions	As at 31-03-2025	As at 31-03-2024
Provision for Employee Benefits:		
Provision for Gratuity (Long Term)	11.09	10.18
	11.09	10.18

7 Short-Term Borrowings	As at 31-03-2025	As at 31-03-2024
Loans Repayable on Demand:		
Secured loans:		
Working Capital Loan From Bank (Terms are described in Note 5 above)	346.42	37.21
From Others	-	-
Unsecured loans:		
Loans from Directors	172.06	66.25
Current maturities of long term borrowings (Terms are described in Note 5 above)	107.48	96.71
	625.97	200.17

8 Trade Payables	As at 31-03-2025	As at 31-03-2024
Micro enterprises and small enterprises	-	-
Others	10.19	1.06
	10.19	1.06

8.1 Aging Schedule:

Trade Payables - Outstanding for following periods from the date of transactions:						31-03-2025
Particulars	Less than 1 year	1 year upto 2 years	2 year upto 3 years	More than 3 years		Total
i Undisputed dues - MSME	-	-	-	-		-
ii Undisputed dues - Others	10.19	-	-	-		-
iii Disputed dues - MSME	-	-	-	-		10.19
iv Disputed dues - Others	-	-	-	-		-

Trade Payables - Outstanding for following periods from the date of transactions:						31-03-2024
Particulars	Less than 1 year	1 year upto 2 years	2 year upto 3 years	More than 3 years		Total
i Undisputed dues - MSME	-	-	-	-		-
ii Undisputed dues - Others	1.06	-	-	-		-
iii Disputed dues - MSME	-	-	-	-		1.06
iv Disputed dues - Others	-	-	-	-		-



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P. S. Sathish M.

MANOJ JEWELLERS LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025
(In ₹ Lakhs unless otherwise stated)

8.2 Disclosure under MSME Act	As at 31-03-2025	As at 31-03-2024
a. Principal amount remaining unpaid to any supplier as at the year end	-	-
b. Interest due on the above mention principal amount remaining unpaid to any supplier as at the year end	-	-
c. Amount of the interest paid by the Company in terms of Section 16	-	-
d. Amount of the interest due and payable for the period of delay in making payment but without adding the interest specified under the MSMED Act	-	-
e. Amount of interest accrued & remaing unpaid at the end of accounting year	-	-
	-	-

8.3 There are no unbilled dues as at the end of the reporting period

9 Other Current Liabilities	As at 31-03-2025	As at 31-03-2024
Interest accrued but not due on borrowings	11.08	-
Advance received from customers	21.35	-
Other payables:		
Director remuneration payable	33.63	7.85
Salary payable to related parties	3.89	3.84
Salary payable to others	2.77	-
Creditors for expenses	12.11	7.92
Statutory dues payable	6.96	3.37
	91.79	22.97

10 Short Term Provisions	As at 31-03-2025	As at 31-03-2024
Provision for Employee Benefits:		
Provision for Gratuity	1.47	1.38
Provision for Taxation (Net)	85.54	66.96
	87.01	68.34

12 Deferred Tax Asset (Net)	As at 31-03-2025	As at 31-03-2024
Deferred Tax Assets		
On account of timing difference		
- in Net block as per books & as per Income Tax	8.88	7.80
- retirement and other benefits	3.16	-
	12.04	7.80
Deferred Tax Liabilities		
On account of timing difference		
- NIL	-	-
	-	-
Deferred Tax Asset (Net)	12.04	7.80



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MANOJ JEWELLERS LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025
(In ₹ Lakhs unless otherwise stated)

13 Other Non Current Assets	As at 31-03-2025	As at 31-03-2024
Security Deposit	0.30	0.30
Rent Deposit	31.00	31.00
	31.30	31.30

14 Inventories (Valued at lower of cost or NRV)	As at 31-03-2025	As at 31-03-2024
Stock in Trade	2,930.66	2,070.37
	2,930.66	2,070.37

15 Trade Receivables	As at 31-03-2025	As at 31-03-2024
Secured, considered good	-	-
Unsecured, considered good	436.20	100.71
Doubtful	-	-
	436.20	100.71

15.1 Aging Schedule:

Trade Receivables - Outstanding for following periods from date of transaction					31-03-2025
Particulars	Less than 6 months	6 months upto 1 year	More than 1 year	Total	
i Undisputed Trade Receivables - Considered Good	436.20	-	-	436.20	
ii Undisputed Trade Receivables - Considered Doubtful	-	-	-	-	
iii Disputed Trade Receivables - Considered Good	-	-	-	-	
iv Disputed Trade Receivables - Considered Doubtful	-	-	-	-	

Trade Receivables - Outstanding for following periods from date of transaction					31-03-2024
Particulars	Less than 6 months	6 months upto 1 year	More than 1 year	Total	
i Undisputed Trade Receivables - Considered Goods	100.71	-	-	100.71	
ii Undisputed Trade Receivables - Considered Doubtful	-	-	-	-	
iii Disputed Trade Receivables - Considered Good	-	-	-	-	
iv Disputed Trade Receivables - Considered Doubtful	-	-	-	-	

15.2 There are no unbilled dues as at the end of the reporting period


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MANOJ JEWELLERS LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025
(In ₹ Lakhs unless otherwise stated)

16 Cash and bank balances:	As at 31-03-2025	As at 31-03-2024
Cash & Cash Equivalents:		
Balance with Banks		
In Current Accounts	4.76	300.37
In Fixed Deposit having maturity less than 3 months	3.20	-
Cash on hand	8.75	44.27
Other Bank Balances:		
In Fixed Deposit having maturity more than 3 months but less than a year	5.75	5.35
	22.46	350.00

17 Short term loans and advances	As at 31-03-2025	As at 31-03-2024
Loans and advances to related parties	-	-
Other loans and advances (Unsecured, considered good):		
GST ITC	10.65	5.93
Prepaid expenses	1.30	3.84
Advance to suppliers	0.10	0.84
Advance to creditors for expenses	18.36	-
	30.40	10.61

18 Other current assets	As at 31-03-2025	As at 31-03-2024
Interest receivable	0.05	-
	0.05	-

19 Revenue from Operations	Year Ended 31-03-2025	Year Ended 31-03-2024
Sale of products:		
Local Sales	5,961.81	4,335.11
Export Sales	-	-
Sale of services	-	-
Other Operating Revenue	-	-
	5,961.81	4,335.11

20 Other Income	Year Ended 31-03-2025	Year Ended 31-03-2024
Interest Income	2.06	0.35
Other Income	-	2.96
	2.06	3.30



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MANOJ JEWELLERS LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025
(In ₹ Lakhs unless otherwise stated)

21 Purchases of stock-in-trade	Year Ended 31-03-2025	Year Ended 31-03-2024
Purchases of stock-in-trade	5,779.03	4,544.02
	5,779.03	4,544.02
22 Change in Inventories	Year Ended 31-03-2025	Year Ended 31-03-2024
Inventories at the end of the year:		
Finished goods / Stock in trade	2,930.66	2,070.37
Work-in-progress	-	-
Scrap	-	-
Packing material	-	-
	2,930.66	2,070.37
Inventories at the beginning of the year:		
Finished goods / Stock in trade	2,070.37	1,125.77
Work-in-progress	-	-
Scrap	-	-
Packing material	-	-
	2,070.37	1,125.77
Net (increase)/decrease in inventory	(860.30)	(944.60)
23 Employee Benefit Expenses	Year Ended 31-03-2025	Year Ended 31-03-2024
Salaries and Wages	46.38	39.89
Director Remuneration	30.00	30.00
Gratuity	1.00	11.56
Contributions to PF, ESIC & PT	0.57	0.08
Staff Welfare	0.47	2.02
	78.42	83.55
24 Finance Charges	Year Ended 31-03-2025	Year Ended 31-03-2024
Interest Expenses:		
- to Banks & Financial Institutions	172.51	96.33
- to Others	10.62	3.78
- on Income Tax	1.22	-
Other Borrowing Costs	0.29	9.46
	184.63	109.57



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Ray Kumari .M.

MANOJ JEWELLERS LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025
(In ₹ Lakhs unless otherwise stated)

25 Other Expenses	Year Ended 31-03-2025	Year Ended 31-03-2024
Audit Fees (Refer Note 25.1 below)	3.70	0.75
Advertisement Expenses	12.76	6.98
Bank Charges	1.27	0.48
Demat Charges	0.45	-
Donation	-	0.01
Freight Charges	0.37	0.31
General Expenses	2.43	-
Hallmarking Charges	1.69	2.21
Independent Director's Sitting Fees	1.77	-
Insurance	5.60	3.36
Legal & Professional Fees	11.50	2.46
Making Charges	46.26	45.99
Melting Charges	0.11	0.30
Membershit & Subscription Charges	0.11	-
Packing Expenses	2.99	1.22
Power and Fuel Expenses	6.35	3.09
Postage and Telegram Expenses	0.12	0.02
Printing & Staionary	0.16	0.07
Discount, Rates & Taxes	3.68	1.80
Rental Expenses	20.45	13.85
Repairs and Maintence	1.72	1.74
Round off	0.01	-
Software subscription charges	0.28	-
Security Expenses	2.84	2.88
Telephone Expenses	0.72	0.68
Travelling Expenses	1.33	1.46
	128.71	89.66
Note 25.1:		
Payment to Auditor:		
a. as auditor	3.70	0.75
b. for taxation matters	0.30	-
c. for company law matters	-	-
d. for management services	-	-
f. for other services	3.33	-
e. for reimbursement of expenses	-	-
	7.33	0.75

26 Current Tax	Year Ended 31-03-2025	Year Ended 31-03-2024
Current Tax	160.08	130.37
Current Tax Adjustments for Prior Period	0.01	-
	160.09	130.37



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MANOJ JEWELLERS LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

27 Earnings Per Shares		Year Ended 31-03-2025	Year Ended 31-03-2024
Basic & Diluted:			
Net profit / (loss) for the year (in Rs.)	A	4,76,48,430	3,19,21,264
Weighted Number of Equity Shares Outstanding	B	59,85,628	59,85,628
Basic & Diluted earnings per share (A/B)		7.96	5.33

28 Related Party Transactions
a. Names of related parties and related party relationship

Name	Relation
Mr. Sunil Shantilal	Key Management Personnels/Directors
Mr. Manoj Kumar	Key Management Personnels/Directors
Ms. Raj Kumari	Key Management Personnels/Directors
Mr. Mayank Girishbhai Garach	Key Management Personnels/CFO
Mrs. Vaneeta Khanna	Key Management Personnels/CS
Ms. Damayanthi Bai	Relative of Key Management Personnels/Director
Ms. Prachi	Relative of Key Management Personnels/Director
Ms. Shalu	Relative of Key Management Personnels/Director
Ms. Vanshika	Relative of Key Management Personnels/Director

(In ₹ Lakhs unless otherwise stated)
b. Related Party Transactions

S.No	Description of the Related Party	Description & Nature of transactions (Excluding Reimbursement)	31-03-2025	31-03-2024
1	Sunil Shantilal	a) Loans Received b) Repayment of Loans c) Interest Paid d) Remuneration Paid	64.00 41.25 5.11 10.00	- - 2.57 10.00
2	Manoj Kumar	a) Loans Received b) Repayment of Loans c) Interest Paid d) Remuneration Paid	79.00 5.50 5.51 12.00	- - 1.21 12.00
3	Raj Kumari	a) Remuneration Paid	8.00	8.00
4	Shalu	a) Salary Paid	2.40	4.80
5	Mayank Girishbhai Garach	a) Salary Paid	1.20	-
6	Vaneeta Khanna	a) Salary Paid	3.51	2.58

c. Related Party Outstanding Balances

S.No	Description of the Related Party	Nature	31-03-2025	31-03-2024
1	Sunil Shantilal	a) Short-Term Borrowings b) Other Current Liabilities	72.41 11.29	45.06 2.58
2	Manoj Kumar	a) Short-Term Borrowings b) Other Current Liabilities	99.65 13.05	21.19 2.91
3	Raj Kumari	a) Other Current Liabilities	9.29	2.35
4	Shalu	a) Other Current Liabilities	0.95	1.45
5	Vanshika	a) Other Current Liabilities	2.39	2.39
6	Mayank Girishbhai Garach	a) Other Current Liabilities	0.20	-
7	Vaneetha	a) Other Current Liabilities	0.35	-



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MANOJ JEWELLERS LIMITED**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025****29. Additional regulatory information:**

- a. Title deeds of Immovable Property not held in the name of the Company.

The company does not own any immovable property.

- b. Revaluation of Property, Plant and Equipment

The company has not revalued its Property, Plant and Equipment

- c. Loans or Advances - additional disclosures

The company has not granted Loans or Advances in the nature of loans to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person.

- d. Capital work-in-progress (CWIP) ageing schedule / completion schedule:

The company does not have any capital work-in-progress

- e. Intangible assets under development ageing schedule / completion schedule

The company does not have any intangible assets under development

- f. Details of Benami Property held

No proceeding have been initiated nor pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

- g. Security of current assets against borrowings

Quarter	Particulars of Securities provided	Amount as per Book of account	Amount as reported in the quarterly return/statement	Amount of difference	Reason for material discrepancies
June 2024	Inventory	2,358.79	2,358.70	0.09	Rounding difference
	Creditor	66.16	66.16	-	Nil
	Debtors	408.41	408.40	0.01	Rounding difference
September 2024	Inventory	2,404.63	2,404.60	0.03	Rounding difference
	Creditor	78.37	78.37	-	Nil
	Debtors	747.32	747.30	0.02	Rounding difference
December 2024	Inventory	2,469.52	2,469.50	0.02	Rounding difference
	Creditor	38.19	38.19	-	Nil
	Debtors	807.04	807.00	0.04	Rounding difference
March 2025	Inventory	2,930.66	2,930.60	0.06	Rounding difference
	Creditor	10.19	10.13	0.06	Rounding difference
	Debtors	436.20	349.59	86.61	Kilpauk branch drs not furnished

- h. Wilful Defaulter

The Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

- i. Relationship with Struck off Companies

The Company does not have any transactions with the companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956

- j. Registration of charges or satisfaction with Registrar of Companies

The company does not have any pending charges or satisfaction of charges to be filed with ROC

- k. Compliance with number of layers of companies

The Company is in compliance with the number of layers of companies in accordance with clause 87 of Section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

- l. Compliance with approved Scheme(s) of Arrangements

Company is not involved in any scheme of arrangements.

- m. Utilisation of Borrowed funds and share premium

A. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with understanding that intermediary shall -

- (i) Directly to indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries); or
(ii) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

B. The Company has not received any fund from any person(s) or entity(ies), including foreign entities

(Funding party) with the understanding (Whether recorded in writing or otherwise) that the Company shall -

- (i) Directly to indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funded party (Ultimate Beneficiaries); or
(ii) Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.



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MANOJ JEWELLERS LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025
n. Analytical Ratios

Sr. No.	Particulars	31-03-2025	31-03-2024	Remarks, if variance exceeds 25%
1	Current Assets	3,419.78	2,531.68	Decline in the ratio is mainly on account of increase in current liabilities.
	Current Liabilities	814.95	292.54	
	Current Ratio (in Times)	4.20	8.65	
	Variation	-51.51%		
2	Total Debt (Short Term + Long Term)	1,871.99	1,538.40	NA
	Equity	1,453.13	976.65	
	Debt Equity Ratio (in Times)	1.29	1.58	
	Variation	-18.22%		
3	Earnings available for debt service	835.95	562.47	NA
	Debt Service	253.95	206.77	
	Debt Service Coverage Ratio (in Times)	3.29	2.72	
	Variation	21.01%		
4	Net Profits after taxes	476.48	319.21	NA
	Average Shareholder's Equity	1,214.89	817.04	
	Return on Equity (ROE) (in %)	39.22%	39.07%	
	Variation	0.39%		
5	Sales	5,961.81	4,335.11	NA
	Average Inventory	2,500.51	1,598.07	
	Inventory Turnover ratio (in Times)	2.38	2.71	
	Variation	-12.11%		
6	Net Credit Sales	5,961.81	4,335.11	Decline in the ratio is mainly on account of increase in trade receivables.
	Average Accounts Receivable	268.46	50.35	
	Trade receivables turnover ratio (in Times)	22.21	86.09	
	Variation	-74.20%		
7	Net Credit Purchases	5,779.03	4,544.02	Increase in the ratio is mainly on account of reduction in trade payables.
	Average of Trade Payables	5.62	21.72	
	Trade payables turnover ratio (in Times)	1,028.18	209.18	
	Variation	391.52%		
8	Net Sales	5,961.81	4,335.11	NA
	Average Working Capital	2,421.98	1,682.70	
	Net capital turnover ratio (in Times)	2.46	2.58	
	Variation	-4.45%		
9	Net Profit	476.48	319.21	NA
	Net Sales	5,961.81	4,335.11	
	Net profit ratio (in %)	7.99%	7.36%	
	Variation	8.54%		
10	Earning before interest and taxes (EBIT)	816.68	550.05	NA
	Average Capital Employed	2,910.16	1,861.97	
	Return on capital employed (ROCE) (in %)	28.06%	29.54%	
	Variation	-5.00%		
11	Net Profit	476.48	319.21	NA
	Net Worth	1,453.13	976.65	
	Return on Net worth (in %)	32.79%	32.68%	
	Variation	0.32%		



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MANOJ JEWELLERS LIMITED**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025****30. Additional information to financial statements:****a. Corporate social responsibility activities**

As per Section 135 of the Companies Act, 2013: Every company having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year shall constitute a Corporate Social Responsibility Committee of the Board consisting of three or more directors, out of which at least one director shall be an independent director.

Provisions of section 135 of Companies Act, 2013 is not applicable to the company.

b. Undisclosed income

The Company has not surrendered or disclosed as income any transactions not recorded in the books of accounts in the course of tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

c. Details of crypto currency or virtual currency

The Company has neither traded nor invested in crypto currency or virtual currency. Further, the Company has also not received any deposits or advances from any person for the purpose of trading or investing in crypto currency or virtual currency.

d. Imports & foreign currency transactions

Particulars	Year Ended 31-03-2025	Year Ended 31-03-2024
1. CIF value of imports		
Raw material	-	-
Components and spare parts	-	-
Capital goods/ stores & spare parts	-	-
2. Expenditure in Foreign Currency on account of royalty, know-how, professional and consultation fees, interest, and other matters	-	-
3. The amount remitted during the year in foreign currencies on account of dividends	-	-
4. Earnings in Foreign Currency		
Export of goods calculated on F.O.B. basis	-	-
Royalty, know-how, professional and consultation fees	-	-
Interest and dividend	-	-
Other income	-	-
	-	-

e. Contingent liabilities and commitments

Contingent liabilities	Year Ended 31-03-2025	Year Ended 31-03-2024
1. Claims against the company not acknowledged as debt		
Related to Direct Tax Matters	-	-
Related to Indirect Tax Matters	0.76	-
2. Guarantees		
3. Other money for which the company is contingently liable	-	-
	0.76	-



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MANOJ JEWELLERS LIMITED
NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Commitments	Year Ended 31-03-2025	Year Ended 31-03-2024
1. Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
2. Uncalled liability on shares and other investments partly paid	-	-
3. Other commitments	-	-
	-	-

f. Employee Benefit (Incurred in India)
(i) Reconciliation of opening and closing balance of Gratuity obligations

Particulars	As at 31-03-2025	As at 31-03-2024
Net Liability as at the Beginning of the Period	11.56	-
Net Expenses in P/L A/c	1.00	11.56
Benefits Paid	-	-
Net Liability as at the End of the Period	12.56	11.56
Present Value of Gratuity Obligation (Closing)	12.56	11.56

(ii) Expenses Recognised in Statement of Profit and Loss during the Year

Particulars	Year Ended 31-03-2025	Year Ended 31-03-2024
Interest cost	0.84	1.75
Current service cost	1.50	10.93
Past service cost	-	-
Expected return on Plan Assets	-	-
Curtailment cost	-	-
Settlement Cost	-	-
Net Acturial (gain)/loss	(1.34)	(1.12)
Expenses to be recognised in P&L	1.00	11.56

(iii) Changes in Benefit Obligations

Particulars	Year Ended 31-03-2025	Year Ended 31-03-2024
Opening Defined benefit obligation	11.56	-
Current service cost	1.50	10.93
Interest cost	0.84	1.75
Acturial losses/ (gains)	(1.34)	(1.12)
Benefits Paid	-	-
Closing defined benefit obligation	12.56	11.56

(iv) Acturial Assumptions

Particulars	Year Ended 31-03-2025	Year Ended 31-03-2024
Discount rate	7.00%	7.25%
Salary growth rate	5.00%	5.00%
Mortality	IALM 2012-14	IALM 2012-14
Attrition rate	10.00%	10.00%

(Source: Based on Valuation report Mr. Ashok Kumar Garg (Fellow Member of Institute of Acturaries of India - 00057) report dated May 07, 2025)



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MANOJ JEWELLERS LIMITED**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025****g. Events occurring after the balance sheet date**

Subsequent to the balance sheet date of March 31, 2025, the Company received trading approval from the Bombay Stock Exchange on May 09, 2025. Pursuant to this, the Company issued and allotted 30,00,000 equity shares at a price of Rs. 54 per equity share (including a premium of Rs. 44 per equity share) aggregating to Rs. 1620 lakhs. The company's share were listed on the BSE's SME platform on May 12, 2025. The objects of the issue is repayment of secured loans obtained from Indusind Bank Limited & Arka Finance Limited and for general corporate purpose.

These events do not relate to conditions existing as at the balance sheet date and hence, have not been recognized in the financial statements for the year ended March 31, 2025. However, as they are material in nature, they have been disclosed to ensure completeness and relevance of the financial statements.

"As per our report of even date attached"

For Mardia & Associates

Chartered Accountants

Firm Reg Number : 007888S



Manish Mardia

Proprietor

M.No 205307

UDIN: 25205307BMKYGR7472

Place : Chennai

Date : 02/06/2025

For and on behalf of the Board of Directors of

Manoj Jewellers Limited


S Manojkumar

Managing Director

DIN: 01730747


Mayank Girishbhai Garach

Chief Financial Officer

PAN: BNOPG5776M

Place: Chennai

Date : 02/06/2025




Raj Kumari M

Whole-time Director

DIN: 09607998


Vaneeta Khanna

Company Secretary

M.No: 46971