



GANESH HOLDINGS LIMITED

CIN : L67120MH1982PLC028251

REGD OFFICE : 607, CENTER PLAZA, DAFTARY ROAD, MALAD - EAST, MUMBAI 400 097
Tel.no.2880 9065 E-mail : ganeshholding@gmail.com Website : www.ganeshholding.com

Date : 6th September 2025

To,
The Manager
Listing Agreement
Bombay Stock Exchange Limited
P.J.Tower, Dalal Street,
Fort, Mumbai 400 001.

Dear Sir / Madam,

Ref. : Scrip Code 504397

Sub. : Submission of Annual Report for the FY 2024-25

In terms of Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are submitting herewith Annual Report for the F.Y.2024-25, which has been sent to the shareholders of the Company through electronic mode on their registered e-mail ids.

Kindly take the same on your record and do the needful.

Thanking you.

Yours faithfully,
For GANESH HOLDINGS LTD

B.L. Saini



Banwari Lal Saini
CS & Compliance Officer
Membership no. A12576



GANESH HOLDINGS LTD.

CIN : L67120MH1982PLC028251

ANNUAL REPORT

2024-2025



GANESH HOLDINGS LIMITED
Annual Report 2024-2025

BOARD OF DIRECTORS :

- Smt.Lalitha Ranka - Chairman & Managing Director
- Smt.Shruti Singh- Director
- Shri Saurabh Singh - Director
- Shri Rohit Singh – Director

Website : <https://www.ganeshholdings.com/>

CHIEF FINANCIAL OFFICER :

Shri Aditya Mishra

AUDITORS :

M/s Sanjive Radhey & Co.
Firm Regn.No. 009959C

BANKERS :

- UCO Bank
- Canara Bank
- ICICI Bank-Rights Issue Escrow A/c

REGD.OFFICE :

607, Center Plaza, Daftary Road,
Malad (East), Mumbai 400 097
Tel.no.28809065
Email : ganeshholding@gmail.com

CONTENTS :

1. Notice of Annual General Meeting
2. Management Discussion & Analysis
3. Director Report
4. Report on Corporate Governance
5. Secretarial Audit Report
6. Auditor's Report
7. Balance Sheet
8. Statement of Profit & loss
9. Cash Flow Statement
10. Statement of Changes in Equity
11. Notes to financial statements



NOTICE

NOTICE is hereby given that the 43rd Annual General Meeting of the members of **GANESH HOLDINGS LIMITED** will be held at the registered office of the company at 607, Center Plaza, Daftary Road, Malad (East), Mumbai 400 097 on Tuesday, 30th September, 2025 at 11:00 A.M. for transacting the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company consisting of the Balance Sheet as at 31st March, 2025, Statement of Profit & Loss, Cash Flow Statement and Statement of Changes in Equity for the year ended on that date together with the report of the Board of Directors and Auditors thereon.
2. To ratify the appointment of the Statutory Auditors of the company and to fix their remuneration and in connection therewith to pass the following resolution with or without modifications, as an ordinary resolution :

"RESOLVED THAT pursuant to the first provisions of Section 139 (1) of the companies Act, 2013, read with the first proviso to Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the appointment of M/s Sanjive Radhey & Co., Chartered Accountants (Firm Registration No.009959C), Mumbai as statutory auditors of the company to hold office from the conclusion of 42nd Annual General Meeting to the conclusion of 47th Annual General Meeting, on such remuneration as may be decided by the Board of Directors of the company, made at 42nd Annual General Meeting of the Company held on 30th September, 2024, be and is hereby ratified."

SPECIAL BUSINESS

3. Appointment of M/s. Pankaj S Desai, Company Secretaries, Mumbai (Membership no. ACS 3398), as the Secretarial Auditor of the Company :
To consider and, if thought fit, to pass the following resolution as an ORDINARY RESOLUTION:
"RESOLVED THAT pursuant to provisions of Section 204 of Companies Act, 2013 and the rules made thereunder (including any statutory amendment(s), modification(s) thereto or re-enactment(s) thereto), the Company be and hereby appoints M/s. Pankaj S. Desai, Company Secretaries (M.No.ACS3398), who have confirmed their eligibility as per requirements of Regulation 24A of the SEBI Listing Regulations, as the Secretarial Auditor of the Company for a period of 5 (five) consecutive financial years i.e.; from FY2025-26 up to FY2029-30, to undertake secretarial audit as required under the Act and SEBI Listing Regulations and issue the necessary secretarial audit report for the aforesaid period.

By order of the Board

Lalitha Ranka

Lalitha Ranka
Chairperson & MD
(DIN : 01166049)

Dated: 14-08-2025
Place : Mumbai



GANESH HOLDINGS LIMITED

Annual Report 2024-2025

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself. A proxy need not be a member of the company. A blank form of proxy is enclosed and if intended to be used it should be returned to the Company not less than forty-eight hours before the commencement of the Annual General Meeting, duly completed.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to Special Business is annexed hereto.
3. The Share Transfer Books and Register of Members of the company will remain closed from Wednesday, the 24th September 2025 to Tuesday, 30th September, 2025 (both days inclusive).
4. Members desiring to seek any further information or clarification on the annual accounts or operations of the company at the meeting are requested to send their queries so as to reach the registered office at least 10 days in advance of the date of meeting to enable the management to keep the information ready.
5. The members are requested to bring their copies of the annual report to the meeting.
6. (a) Members desirous of receiving Notices and/or documents from the company through electronic mode are urged to update their email addresses with their depository participants, where shares are held in electronic form and to the Share department of the company / share transfer agents where shares are held in physical form.

(b) Email Addresses of Members are advised to the Share Department of the company / share transfer agents where shares are held in physical mode or registered with depositories where shares are held in electronic mode will be deemed to be member's registered email address for serving company documents / notices as per provisions of the Act and the instructions of the Ministry of Corporate Affairs. Members intending to refresh / update their email addresses should do so as soon as possible.
7. Members are requested to notify immediately any change in their address to the Companies Registrar and Share Transfer Agents M/s MUFG Intime India Pvt.Ltd.(Formerly Link Intime India Pvt.Ltd.), C 101, 247 Park, L.B.S.Marg, Vekhroli (West), Mumbai 400083.

8. Voting through Electronic Means:

- A. In compliance with provisions of Section 108 of the companies Act, 2013 read with Rule 20 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the company is pleased to offer e-voting facility as an alternative mode of voting which will enable the Members to cast their votes electronically on the resolutions mentioned in the notice of 43rd Annual General Meeting of the Company.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on Friday, 26th September, 2025 on 9.00 a.m. and ends on Monday, 29th September, 2025 on 5.00 p.m. During this period Shareholders of the company holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd September, 2025, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.



GANESH HOLDINGS LIMITED

Annual Report 2024-2025

- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

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

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

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



GANESH HOLDINGS LIMITED
Annual Report 2024-2025

- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store, Apple and Windows phone. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

- B. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the company as on the cut-off date of 23rd September, 2025
- C. A copy of this notice has been placed on the website of the company and website of CDSL.
- D. Mr.Pankaj S.Desai, Practicing Company Secretary (Certificate of Practice No.4098) has been appointed as Scrutinizer for conducting the e-voting process in a fair and transparent manner.
- E. The Scrutinizer shall, within a period not exceeding three(3) working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two(2) witness not in the employment of the company and make a Scrutinizer's Report of votes cast in favour or against, if any, forthwith to the Chairman.
- F. The results declared alongwith the Scrutinizer's Report shall be placed on the Company's website www.ganeshholdings.com and on the website of CDSL within of CDSL within 2 days after conclusion of the annual general meeting of the company and communicated to Stock Exchanges. In compliance with the provisions of Section 108 of the Act and the Rules framed thereunder, the members are provided with the facility to cast their vote electronically, through e-voting services provided by CDSL, on all resolutions set forth in this notice.



EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

ITEM No.3 : APPOINTMENT OF SECRETARIAL AUDITOR FOR 5 YEARS

Pursuant to the provisions of Section 204 of the Act, read with the relevant rules including the Companies Appointment and Remuneration of Managerial Personnel] Rules, 2014, every listed company and other specified class of companies, are required to annex with its Board's report made in terms of Section 134(3) of the Act, a report on secretarial audit given by a company secretary in practice.

Further, Regulation 24A of the SEBI Listing Regulations, requires listed companies and its material unlisted subsidiaries incorporated in India to undertake secretarial audit by a secretarial auditor who is required to be a peer reviewed company secretary and annex the secretarial audit report in such form as specified, with its annual report.

The aforementioned regulation apart from listing down the eligibility criteria for appointment of the secretarial auditor, further stipulates that the appointment/ re-appointment of an individual as a secretarial auditor cannot be for more than one term of 5 (five) consecutive years and in case the secretarial auditor is a secretarial audit firm, it cannot be for more than two terms of 5 (five) consecutive years and such an appointment/re-appointment is required to be approved by the members of the company at its annual general meeting, basis recommendation of the board of directors.

It further stipulates that any association of the individual or the firm as the secretarial auditor of the listed entity before March 31, 2025 is not required to be considered for the purpose of calculating the tenure of the secretarial auditor.

In view of the aforesaid, basis recommendation of the Audit Committee, the Board at its meeting held on August 14, 2025, recommended the appointment of Pankaj S.Desai, Company Secretaries (Membership No.ACS3398) (who was also the secretarial auditor of the Company earlier and thus, the firm is aware of the business and functioning of the Company), as the secretarial auditor, for a period of 5 (five) consecutive financial years i.e.; from FY 2025-26 up to FY 2029-30, to undertake secretarial audit and issue the necessary secretarial audit report for the aforesaid period.

Pankaj S.Desai have given their consent to act as the Secretarial Auditor of the Company and have confirmed that the said appointment, if made, will be in accordance with the conditions prescribed under the Act, SEBI Listing Regulations and guidelines issued by the Institute of Company Secretaries of India.

In view of the aforesaid, the Board recommends the ordinary resolution set forth in Item No. 3 for approval of the Members.

None of the Directors, Key Managerial Personnel and their relatives, other than to the extent of their shareholding in the Company, are concerned/interested, financially or otherwise, in the said resolution.



MANAGEMENT DISCUSSION AND ANALYSIS:

A. BUSINESS SCENARIO

Ganesh Holdings Limited was incorporated as a Limited Company under the provisions of the Companies Act, 1956 on September 20, 1982 issued by the Registrar of Companies, Mumbai, Maharashtra. The Company was registered under section 45-IA of The Reserve Bank of India Act, 1934 and received the certificate of registration from Reserve Bank of India ("RBI") dated May 25, 1998, having Registration no. 13.00777 to commence/ carry on the business of non-banking financial institution without accepting deposits. Our Company is registered with RBI as a Base Layer Non-Systemically Important Non-Deposit taking Non-Banking Finance Company (NBFC-ND-ICC). As a NBFC Investment Company (Non Deposit taking), Company is doing investments in shares, securities, mutual funds and giving loans. During the year company has earned interest income on loan. The company explore further investment opportunities in public market. The market for this activity offers high potential for growth in view of the growth expected in the Indian economy over the next few years.

During the year company has raised Rs.486 lacs by way of Rights Issue of 486000 equity shares of Rs.10/- each at a premium of Rs.90/- each to existing eligible shareholders and utilized the proceeds for the Investment activity.

B. Opportunities and Threats

The Company is finding a good market

C. Segment-wise Performance

The Company is engaged in only one business i.e. Non-Banking Financial Services (granting of loans, making investments, etc) and hence product-wise performance is not provided.

D. Outlook

There will be consistent cash flows from the Investment Assets. New opportunities are being explored by the management. Further, due to buoyant economic scenario of the country, your management expects better performance from the mutual fund investments.

E. Risk and Concerns

The major risk and concerns for the Company is changes in government policy with related to capital markets and taxation. Also, there is general market risk due to volatile geo political situation.

F. Internal Control Systems and their Adequacy

The Company has satisfactory internal control system. Based on the report of Internal Audit function, corrective action are undertaken in the respective areas and thereby strengthen the controls. Internal Control and Audit is an important procedure and the Audit Committee of your Company reviews all the control measures on a periodic basis and recommends improvements, wherever appropriate. The internal control is designed to ensure that the financial and other records are reliable for preparing financial statements and other data and for maintaining accountability of assets. Your Company has put in place an adequate Internal Control System to safeguard all assets and ensure operational excellence.

During the year under review, no material or serious observation has been received from the Internal Auditors of the Company for inefficiency or inadequacy of such controls.

G. Human Resources

The Company was able to retain the talents despite of the hefty attrition rates in its peer companies. The Company continued to maintain cordial relations with its employees.



GANESH HOLDINGS LIMITED

Annual Report 2024-2025

DIRECTOR'S REPORT

To,
The Members,

The Directors of your company have pleasure in presenting their Report together with the Annual Audited Financial Statements for the year ended March 31, 2025.

FINANCIAL RESULTS

The salient features of the Company's financial results for the year under review are summarized below :

	(Rupees in Lacs)	
	Current Year	Previous Year
Particulars	2024-2025	2023-2024
	(Rs. In Lacs)	(Rs. In Lacs)
Total Revenue	8.86	13.62
Total Expenses	38.94	18.26
Profit / (Loss) before Tax	(30.08)	(4.64)
Less : Tax Expenses		
Current Year Tax	-	-
Earlier Year Adjustment	-	(0.61)
Profit / (Loss) after Tax	(30.08)	(4.03)
Add : Other Comprehensive Income	6.18	4.81
Profit / (Loss) after Tax	(23.90)	0.78

OPERATIONS :

During the year under review, the Company has incurred loss of ₹ 30.08 lacs for the year as compared to loss of ₹ 4.03 lacs in the previous year before Comprehensive Income and have loss of ₹ 23.90 lacs for the year after Comprehensive Income as compare to Profit of ₹ 0.78 lacs in previous year. The increase in loss is due to Right Issue Expenditure incurred during the year.

EQUITY :

A) Equity Share Capital :

- ⊙ During the year under review, the Authorised Share Capital of the Company increased from ₹ 45,00,000/- (Rupees Forty Five Lacs Only) divided into 4,50,000 (Four Lacs Fifty Thousand) Equity Shares of ₹10/- (Rupees Ten Only) each to ₹ 1,00,00,000/- (Rupees One Crore Only) divided into 10,00,000 (Ten Lac) Equity Shares of ₹10/- (Rupees Ten Only) each.
- ⊙ The Issued, Subscribed and Paid-up Share Capital of the Company increased from ₹ 40,50,000/- (Rupees Forty Lacs Fifty Thousand Only) divided into 4,05,000 (Four Lacs Five Thousand) Equity Shares of ₹10/- (Rupees Ten Only) each to ₹ 89,10,000/- (Rupees Eighty Nine Lacs Ten Thousand Only) divided into 8,91,000 (Eight Lacs Ninety One Thousand) Equity Shares of ₹10/- (Rupees Ten Only) each. pursuant to issue and allotment of 486000 Equity Shares having face value of ₹10/- each, at a price of ₹100/- per Equity Share including a premium of ₹90/- per Right Equity Share on rights basis on March 5, 2025. The Shares were issued at a ratio of 6:5 i.e., 6 (six) Equity Share having face value of ₹10/- each for every 5 (Five) fully paid-up Equity Shares of the Face value of ₹ 10/- each held by the Eligible Equity Shareholders.

Other Equity :

Other Equity as on 31-03-2025 stands at Rs.574.90 lacs against Rs. 161.39 lacs on 31-03-2024.



GANESH HOLDINGS LIMITED

Annual Report 2024-2025

DIVIDEND

To strengthen the financial position of the company, your directors have not recommended any dividend for the year under review.

DEPOSITS:

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

CORPORATE SOCIAL RESPONSIBILITY

The provisions of the Companies Act, 2013 for CSR are not applicable to the Company for the FY 2024-25.

COMPLIANCE

The Company is registered with the Reserve Bank of India (RBI) as a Non-Banking Financial Company (NBFC) under the category of NBFC-ND-NSI, classified as an ICC (Investment and Credit Company). The Company has consistently complied with all applicable laws, rules, circulars, and regulations governing its operations. This includes adherence to the Master Direction - Reserve Bank of India (Non-Banking Financial Company - Scale Based Regulation) Directions, 2023 ("RBI Master Directions"), as amended from time to time. As per the RBI Master Directions, the Company is categorized as a Base Layer NBFC and fully complies with the prescribed norms for such entities. This includes meeting the regulatory requirements set forth by the RBI for capital adequacy, asset classification, and other prudential norms to ensure sound financial health and operational sustainability. The Company remains committed to maintaining the highest standards of regulatory compliance and continuously monitors developments in RBI regulations to ensure ongoing adherence.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is defined in the Internal Audit Manual. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board & to the Chairman of the Company. The Internal Auditor appointed by the Company viz. Shri Manish Khandelwal of Om Agarwal & Company, Chartered Accountants, monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. The Audit Committee of the Board addresses significant issues raised by both the Internal Auditors and Statutory Auditors.

DIRECTORS:

- **Changes in Directors and Key Managerial Personnel :**
During the year Smt. Lalitha Ranka (DIN : 01166049) was re-appointed as Managing Director by the Board of Directors w.e.f. 31-10-2024 for a further term of 5 years and the same was approved by the shareholders in Extra Ordinary General Meeting held on 16-01-2025.
- **Statement of Declaration given by Independent Directors :**
All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and clause 49 of the Listing Agreement.
- **Board Evaluation:**
Pursuant to the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Appointment & Remuneration Committees. The manner in which the evaluation has been carried out has



GANESH HOLDINGS LIMITED

Annual Report 2024-2025

been explained in the Corporate Governance Report.

- **Remuneration Policy:**

The Board has, on the recommendation of the Appointment & Remuneration Committee, framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy is stated in the Corporate Governance Report.

- **Meetings:**

During the year 9 (Nine) Board Meetings, 4 (Four) Audit Committee Meetings, 4 Stake Holders Relationship Committee Meetings, 3 Rights Issue Committee Meetings and 2 (Two) Nomination & Remuneration Committee Meetings were convened and held, the details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

KEY MANAGERIAL PERSONNEL:

Pursuant to the Provisions of Section 203 of the Act read with the rules made thereunder, the following are the Key Managerial Personnel of the Company:

- | | | |
|---------------------------|---|-------------------------|
| 1. Smt.Lalitha Ranka | : | Managing Director |
| 2. Shri Aditya Mishra | : | Chief Financial Officer |
| 3. Shri Banwari Lal Saini | : | CS & Compliance Officer |

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013 but has given Unsecured Loan to one related party, details of the same is given in the notes to the financial statement. The details of the investments made by company is given in the notes to the financial statements.

ANNUAL RETURN :

In accordance with the provisions of Section 92(3) and Section 134(3)(a) of the Companies Act, 2013, the companies are required to publish a copy of the Annual Return on its website. The Extract of Annual Return is available on our website <https://www.ganeshholdings.Com/investor-relations>.

AUDITORS & AUDIT REPORT

M/s Sanjive Radhey & Co., Chartered Accountants (Firm Registration No.009959C), Mumbai have been appointed as the statutory auditors of the company to hold office for the term of 5 years i.e.from the conclusion of 42nd Annual General Meeting to the conclusion of 47th Annual General Meeting, on such remuneration as may be decided by the Board of Directors of the company in the 42nd Annual General Meeting of the company held on 30th September, 2024.

On recommendation of the Audit Committee of the Company, the Board proposes their ratification at the ensuing Annual General Meeting.

The Notes of Financial Statements referred to in the Auditor's Report are self-explanatory and do not call for any further comments.

SECRETARIAL AUDIT:

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed Pankaj S. Desai, Company Secretaries in practice to undertake the Secretarial Audit of the Company.



GANESH HOLDINGS LIMITED

Annual Report 2024-2025

As required under section 204 (1) of the Companies Act, 2013 the Company has obtained a Secretarial Audit report and is annexed herewith as "Annexure- I". The report is self-explanatory and there is no adverse remark or qualifications.

Further, the Company has received certificate of Non- Disqualification of Directors from Pankaj S Desai, Company Secretaries. The same is enclosed as Annexure III to this report.

INTERNAL FINANCE CONTROL:

The Company has in place adequate internal financial controls with reference to financial statements. It has established an integrated framework in managing risks and internal controls. The internal financial controls have been documented, digitized and embedded in the business processes. Such controls have been assessed during the year under review and were operating effectively.

PARTICULARS OF ENERGY CONSERVATION:

The Company's operations are not energy intensive and as such involve low energy consumption. However adequate measures have been taken to conserve the consumption of energy.

FOREIGN EXCHANGE EARNINGS AND OUT-GO :

During the period under review there was no foreign exchange earnings or out flow.

HUMAN RESOURCE DEVELOPMENT AND INDUSTRIAL RELATIONS

Your Company continues to take new initiatives to further align its HR policies to meet the growing needs of its business. People development continues to be a key focus area of the Company. The industrial relations in all the units of the Company remained cordial and peaceful throughout the year.

DIRECTOR RESPONSIBILITY STATEMENT

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed.
- ii) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.
- iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) The directors have prepared the annual accounts on a going concern basis.
- v) The directors had laid down Internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- vi) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

RELATED PARTY TRANSACTIONS:

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large.

SUBSIDIARY COMPANIES:

The Company does not have any subsidiary.



GANESH HOLDINGS LIMITED

Annual Report 2024-2025

VIGIL MECHANISM:

The Company has a vigil mechanism named Fraud and Risk Management Policy to deal with instance of fraud and mismanagement, if any.

In staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility.

PREVENTION OF INSIDER TRADING:

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

CODE OF CONDUCT:

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard.

FAMILIARISATION PROGRAM FOR INDEPENDENT DIRECTORS

Pursuant to requirements of Clause 49 of the Listing Agreement, the Company has a familiarization program for Independent Directors with regard to their role, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. The Board Members are provided with all necessary documents/ reports and internal policies to enable them to familiarize with the Company's procedures and practices. Periodic presentations are made at the Board and Board constituted Committee Meetings pertaining to business and performance updates of the Company, global business environment, business strategies and risks involved. Directors attend training programs/ conferences on relevant subject matters and keep themselves abreast of the latest corporate, regulatory and industry developments.

The same has been posted on website of the Company viz: <http://www.ganeshholdings.com>

CORPORATE GOVERNANCE

The Company is making all efforts to comply with the provisions relating to Corporate Governance pursuant to clause 49 of the Listing Agreement with Stock Exchange. A Report on Corporate Governance forming part of directors' report is annexed herewith.

ACKNOWLEDGEMENT

Your Directors would like to express their appreciation for the assistance and co-operation received from employees at all levels performed their duties and responsibilities and for close received from them during the year. Your Directors also record their sincere appreciation of the continued support, assistance and co-operation extend by the Company's Bankers and also Shareholders of the Company who put their confidence in the company.

FOR AND ON BEHALF OF THE BOARD

Lalitha Ranka

(Lalitha Ranka)

Chairperson & Managing Director

DIN : 01166049

Date : 14th August, 2025

Place : Mumbai



REPORT ON CORPORATE GOVERNANCE : (Annexure to Directors' Report)

The Company complies with the requirements regarding Corporate Governance as stipulated in clause 49 of the listing agreement of stock exchanges as follows :

➤ **Company's philosophy :**

The Company firmly believes that good corporate governance is key element in improving efficiency and growth and investor confidence. The long term corporate goals, plans can be successfully achieved by adopting good corporate governance. The Company's philosophy on corporate governance envisages the attainment of the highest levels of transparency, professionalism and accountability in all facets of its operations and in all its interactions with its stake holders including share holders, employees, the government and lenders.

The Company while conducting its business has been upholding core values i.e. transparency, integrity, honesty, accountability and compliance of laws. The Company's governance process and practice has ventured to achieve a transparency and professionalism in action as well as the implementation of policies and procedure to ensure ethical standards.

The company not only adheres to the prescribed corporate practices as per clause 49 of the listing agreement but has also undertaken several initiatives towards maintaining the highest standards of governance. The company continuously endeavors to improve on these aspects on an ongoing basis.

➤ **Board of Directors :**

• **Constitution :**

The Board of Directors of the Company as on 31st March, 2025 comprise of 4 Directors out of which 3 are Non-Executive. The Chairperson & Managing Director fall in the category of Executive Director. 3 Non-Executive Directors are 'Independent' Directors, out of which 1 director's name is in the Independent Director's Data Bank.

• **Directorship held by the Directors of the company:**

None of the Directors of your company are directors of the board of more than 15 companies or 10 board level committees or chairman of more than 5 committees across all the companies in which they are directors.

• **Board Meetings held during the year:**

During the year under review, 9 (Nine) board meetings were held, the dates being 30-04-2024, 30-05-2024, 12-08-2024, 09-09-2024, 09-10-2024, 31-10-2024, 13-11-2024, 24-12-2024 and 13-02-2024. The last AGM was held on 30th September, 2024 and EOGM was held on 16th January 2025.

• **Directors attendance :**

Details of attendance during 2024-25 and other particulars are given below :

Sr.	Name	Title	Category	Directorship in other companies	No. of board meetings for 2024-25		Whether attended last AGM
					Total held	Attended	
1	Lalitha Ranka (DIN:01166049)	Chairperson & MD	Promoter - Executive	2	9	9	Yes
2	Saurabh Singh (DIN:06501289)	Director	Independent Non-Executive	-	9	9	Yes
3	Shruti Singh (DIN:10287640)	Director	Independent Non-Executive	2	9	9	Yes
4	Rohit Singh (DIN:08469801)	Director	Independent Non-Executive	-	9	9	Yes



GANESH HOLDINGS LIMITED

Annual Report 2024-2025

- **Remuneration to Executive directors :**

No remuneration is paid to the Executive Director for the year ended on 31st March, 2025.

- **Post Meeting follow up system:**

The Company has a formal system of follow up, review and reporting on actions taken by the management on the decisions of the board. The Company presents a comprehensive Action Taken Report of the previous meeting at the ensuing meeting of the Board of Directors.

- **Code of conduct :**

The Board of Directors has adopted the Code of Business Conduct and Ethics for Directors of the company and the same has been communicated to all the Directors and they have affirmed their compliance with the code and declaration to this effect by Directors is furnished at the end of the report.

- **Shares held by Directors as on 31-03-2025:**

Sr.	Name of the Director	No.of shares held as on 31-03-2025	No.of shares held as on 31-03-2024
1	Smt.Lalitha Ranka	594970	200295
2	Shri Rohit Singh	3500	3500
3	Shri Saurabh Singh	3386	3386

➤ Committees to the Board :

A. Audit Committee :

The Audit Committee of the Board of Directors has been constituted in accordance with the prescribed guidelines. The Audit committee comprises of 3 Directors as on 31st March, 2025, all of whom are non-executive and independent directors. The Broad terms of reference of Audit committee are in accordance with the prescribed guidelines, as set out in the Listing Agreement.

The composition of the Audit committee is as follows :

S.no.	Name	Designation in the Committee
1	Shri Rohit Singh	Chairman
2	Smt.Shruti Singh	Member
3	Shri Saurabh Singh	Member

The Company has systems and procedures to ensure that the Audit Committee mandatorily reviews .

- Management discussions and analysis of the financial condition and quarterly results of the company.
- Annual Financial Statements and Auditor's Report thereon before submission to the Board for approval.
- Management letters/ letters of internal control weaknesses issued by the Statutory Auditors.



GANESH HOLDINGS LIMITED

Annual Report 2024-2025

- Appointment, remuneration and terms of appointment of statutory auditors of the company.
- Payment to Statutory Auditors for any other services rendered by them.
- Scrutiny of inter-corporate loans and investments.
- Internal Audit Reports relating to Internal control weaknesses
- The appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the Audit Committee.

Pursuant to its terms of references, the Audit Committee is empowered to :

- Investigate any activity within its terms of reference and to seek any information it requires from any employee.
- Obtain legal or other independent professional advice and to secure the attendance of outsiders with relevant experience and expertise, when considered necessary.

During the year under review, 4 (Four) meetings of the Audit Committee were held, the date being 30-05-2024, 12-08-2024, 13-11-2024 and 13-02-2025 and all the members of committee had attended the meeting.

B. Nomination and Remuneration Committee :

The Nomination & Remuneration Committee of the board of Directors has been constituted in accordance with the section 178 of Companies Act, 2013 and prescribed guidelines. The committee comprises of 3 Directors as on 31st March, 2025, all of whom are Non-Executive and Independent.

The composition of Nomination & Remuneration Committee is as follows :

S.no.	Name	Designation in the Committee
1	Shri Saurabh Singh	Chairman
2	Smt.Shruti Singh	Member
3	Shri Rohit Singh	Member

The committee met twice during the year on 01-07-2024 and on 30-10-2024. All the members of committee had attended the meeting.

The Company does not pay any remuneration by salary, benefits, sitting fees, stock options, bonus, pensions etc. to its Directors during the year 2024-2025.

C. Stakeholders Relationship Committee :

The Stakeholders Relationship Committee of the board of Directors has been constituted during the year and the committee comprises of 3 Directors as on 31st March, 2025, all of whom are Non-Executive and Independent.

The composition of Nomination & Remuneration Committee is as follows :

S.no.	Name	Designation in the Committee
1	Shri Rohit Singh	Chairman
2	Smt.Shruti Singh	Member
3	Shri Saurabh Singh	Member



GANESH HOLDINGS LIMITED Annual Report 2024-2025

The Committee is looking into shareholders / investors' complaints regarding transfer of shares, non-receipts of Balance Sheet etc. As on 31-03-2025, there are no complaints that have remained un-resolved.

During the year under review, 4 (Four) meetings of the Stakeholders Relationship Committee were held, the date being 11-04-2024, 15-07-2024, 11-10-2024 and 13-01-2025 and all the members of committee had attended the meeting.

D. Rights Issue Committee :

The Rights Issue Committee of the board of Directors has been constituted by the Board in their meeting held on 30-04-2024 for the purpose of Rights Issue of Equity Shares.

The composition of Nomination & Remuneration Committee is as follows :

S.no.	Name	Designation in the Committee
1	Smt.Lalitha Ranka	Chairperson
2	Shri Rohit Singh	Member
3	Smt.Shruti Singh	Member
4	Shri Saurabh Singh	Member
5	Shri Narendra Pratap Singh	Member
6	Shri Manish Khandelwal	Member
7	Shri Aditya Mishra	Member
8	Smt.Dolly Sharma	Member

Pursuant to its terms of references, the Rights Issue Committee is empowered to :

- to settle all questions, remove any difficulties or doubts that may arise from time to time in regard to the issue, offer or allotment of the Equity Shares and the utilisation of the proceeds
- give such directions and/or instructions as it may from time to time decide and to accept and give effect to such modifications, changes, variations, alterations, deletions, additions as regards the terms and conditions
- to vary the size of the Rights Issue, appoint other intermediaries such as legal counsel, banks or agencies concerned, enter into any agreements or other instruments for such purpose, to remunerate all such intermediaries/agencies including the payments of commissions, brokerages, fees and the likes, and to take such actions or give such directions as may be necessary or desirable
- to obtain any approvals, permissions, sanctions which may be necessary or desirable, as it may deem fit or as the Board may suo moto decide in its absolute discretion in the best interests of the Company without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution and to do all such acts, deeds, matters to do things whatsoever, including to settle any question, doubt or difficulty that may arise with regard to or in relation to raising of funds as authorized herein, and that all or any of the powers conferred on the Board or a committee thereof vide this resolution may be exercised by the Board or such committee



GANESH HOLDINGS LIMITED

Annual Report 2024-2025

During the year under review, 3 (Three) meetings of the Stakeholders Relationship Committee were held, the date being 30-01-2025, 04-03-2025 and 05-03-2025, all the members of committee had attended all the meeting.

➤ **General Body Meeting :**

The last three Annual General Meetings were held as per the details given below :

Date of AGM	Relevant financial year	Venue / Location where held	Time of meeting
30 th Sept, 2022	2021-2022	607, Center Plaza Daftary Road, Malad (E) Mumbai 400097	10.00 A.M.
30 th Sept, 2023	2022-2023	607, Center Plaza Daftary Road, Malad (E) Mumbai 400097	10.00 A.M.
30 th Sept, 2024	2023-2024	607, Center Plaza Daftary Road, Malad (E) Mumbai 400097	10.00 A.M.

➤ **Other Disclosures :**

- There is no materially significant pecuniary or business transaction of the Company with its promoters, directors or relatives etc. that may have potential conflict with the interest of the company at large. The Register of Contracts containing the transactions in which Directors are interested is regularly placed before the Board for its approval. The transactions with the related parties are disclosed in the notes to accounts in the Annual Report.
- There were no instances of non-compliance by the Company, penalties, strictures imposed on the Company by Stock Exchange or SEBI or any statutory authorities on any matter related to capital markets during last 3 years.
- As required under Clause 49 of the listing Agreement with the Stock Exchanges, the Managing Director and CFO of the Company have certified to the Board regarding their review on the Financial Statements, Cash Flow Statements and matters related to internal control etc. in the prescribed format for the year ended 31st March, 2025.

➤ **Means of communication :**

The Company displays its periodical results on the Company's website www.ganeshholdings.com as required by the Listing Agreement.

➤ **General Shareholder information :**

Detailed information in this regard is provided in the section "Shareholders Information" which forms part of this Annual Report.

➤ **Declaration on Compliance with code of conduct :**

As provided under Clause 49 of the Listing Agreement with the Stock Exchange, all board members have affirmed the compliance with the Code of conduct for the year ended 31st March, 2024.

➤ **CFO Certificate :**

As required under Clause 49, the CFO Certificate is enclosed in this Report.



GANESH HOLDINGS LIMITED

Annual Report 2024-2025

GENERAL SHAREHOLDERS INFORMATION

1. Annual General Meeting

- Day, Date and Time : Tuesday, 30th September, 2025
11.00 A.M.
- Venue : 607, Center Plaza, Daftary Road,
Malad (East), Mumbai 400 097

2. Financial Calendar & Publication of results :

- The financial year of the company is April to March
- Financial reporting for the quarter ending June 30, 2024 : 12-08-2024
 - Financial reporting for the quarter ending September 30, 2024 : 13-11-2024
 - Financial reporting for the quarter ending December 31, 2024 : 13-02-2025
 - Financial reporting for the quarter ending March 31, 2025 : 27-05-2025

3. Dates of Book Closure : 24th Sept, 2024 to 30th Sept, 2024

4. Registered Office : 607, Center Plaza, Daftary Road, Malad (East), Mumbai 400 097

5. Listing of Equity shares on Stock Exchange at :

BSE Ltd.

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 023

6. Stock Code : ISIN : INE932M01011 Scrip Code : 504397

7. Market Price Data :

High, low and trading volume of the Company's equity shares during each month of the financial year 2024-2025 at BSE are given below:

Month	High (Rs.)	Low (Rs.)	Monthly Trading Volume
Apr-24	119.76	76.10	51523
May-24	195.65	125.70	31520
Jun-24	199.55	152.00	6865
Jul-24	173.40	131.15	4105
Aug-24	147.05	108.05	17091
Sept-24	167.00	133.00	3286
Oct-24	169.70	142.50	946
Nov-24	161.30	110.80	6748
Dec-24	161.25	150.95	90
Jan-25	158.45	158.45	30
Feb-25	158.45	108.30	11861
Mar-25	107.00	97.80	2492

8. Share Transfer Agents : MUFG Intime India Pvt.Ltd. (Formerly Link Intime India Pvt.Ltd.) C 101, 247 Park, L.B.S.Marg, Vikhroli - West, Mumbai - 400 083. Tel No. 49186000. Email id: rnt.helpdesk@linkintime.co.in



9. Share Transfers are registered and returned within a period of 30 days from the date of receipt, if the documents are clear in all respect.

10. I) Distribution of Shareholding as on 31st March, 2025

No. of shares	2024-2025			
	No. of shareholder	% of shareholder	No. of shares	% of share holding
1-100	484	77.44	11638	1.31
101-200	27	4.32	4205	0.47
201-500	35	5.60	11430	1.28
501-1000	20	3.20	14564	1.64
1001-5000	44	7.04	116734	13.10
5001-10000	9	1.44	70290	7.89
10001 and above	6	0.96	662139	74.31
Total	625	100.00	891000	100.00

II) Shareholding pattern as at 31st March, 2025

Category	No. of shares held			% of holding
	Physical Form	Electronic Form	Total	
A. Promoter's holding				
L. Indian Promoters	-	594970	594970	66.78
Sub Total - A	-	594970	594970	66.78
B. Non-Promoters Holding				
(i) Institutional Investors	-	-	-	-
(ii) Directors / KMP & their relatives	-	33516	33516	3.76
(iii) Others				
- Other Body Corporate	-	19207	19207	2.16
- Body Corporate - LLP	-	599	599	0.07
- Indian Public	16105	202890	218995	24.58
- Hindu Undivided Family	-	23713	23713	2.66
Sub Total - B	16105	279925	296030	33.22
Grand Total (A + B)	16105	874895	891000	100.00

11. Dematerialization of shares and liquidity :

874895 shares were dematerialized till 31/03/2025 which is 98.19% of the total paid up Equity Share Capital of the company. The Company's shares were traded lowest at Rs.76.10 and highest at Rs.199.55 during the year at BSE.

12. Address for correspondence
Registrar & Transfer Agents
M/s. MUFG Intime India Pvt.Ltd.
(Formerly Link Intime India Pvt.Ltd.)
C 101, 247 Park, L.B.S.Marg,
Vikhroli - West, Mumbai - 400 083.

OR : The Company At
M/s Ganesh Holdings Ltd.
607, Center Plaza, Daflary Road,
Malad (East), Mumbai 400 097



GANESH HOLDINGS LIMITED

Annual Report 2024-2025

13. Secretarial Audit for Reconciliation of Capital Compliance :

As stipulated by SEBI, a qualified Practicing Company Secretary carries out the Secretarial Audit, to reconcile the total admitted capital with NSDL and CDSL and the total paid up and listed capital. This audit is carried out every quarter and the report thereon is submitted to the BSE. The audit confirms that the total listed and paid up capital is in agreement with the aggregate of the total no. of equity shares in dematerialized form and total equity shares in physical form.

14. Registration/Updation of PAN and KYC details :

Shareholders are requested to register/update/intimate changes, if any, pertaining to their name, postal address, email, address, telephone/mobile numbers, Permanent Account Numbers (PAN), signature, bank mandates, demat account details, nominations, etc.

i) For shares held in electronic form: to their respective Depository Participants ("DPs")

ii) For shares held in physical form: to the RTA pursuant to the SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/CIR/2021/655 dated November 3, 2021.

In terms of the above aforementioned SEBI Circular, the folios wherein certain details like PAN, nomination, mobile number, email address, specimen signature, bank details are not made available, are required to be frozen with effect from April 1, 2023.

Accordingly, shareholders who have not yet submitted the said details are requested to kindly provide the same to the Company/RTA at the earliest but not later than March 31, 2025, failing which their folios shall be frozen.

Place : Mumbai
Date : 14-08-2025

Lalitha Ranka

(LALITHA RANKA)
Chairperson & Managing Director
DIN : 01166049



CHIEF FINANCIAL OFFICER [CFO] CERTIFICATION

To
The Board of Directors
Ganesh Holdings Limited

I, the undersigned in my capacity as Chief Financial Officer of Ganesh Holdings Limited ("the Company"), to the best of my knowledge and belief certify that:

- a) I have reviewed financial statements and the cash flow statement for the year ended 31st March, 2025 and based on my knowledge and belief, I state that:
 - (i) These statements do not contain any materially untrue statement or omit any material fact or contain any statement that might be misleading;
 - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b) I further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal or violative of the Company's code of conduct. I hereby declare that all the members of the Board of Directors and Management Committee have confirmed compliance with the Code of Conduct as adopted by the Company.
- c) I am responsible for establishing and maintaining internal controls and for evaluating the effectiveness of the same over the financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which I am aware, and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and Audit Committee:
 - (i) Significant changes, if any, in internal control over financial reporting during the year;
 - (ii) Significant changes, if any, in the accounting policies made during the year and that the same has been disclosed in the notes to the financial statement; and
 - (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Ganesh Holdings Limited

(Aditya Mishra)
Chief Financial Officer

Place : Mumbai
Date : 27th May, 2025

FORM NO. MR-3

**SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2025**

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

To,
The Members,
Ganesh Holdings Ltd,
CIN : L67120MH1982PLC028251

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

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

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

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
 - a. Foreign Exchange Management Act, 1999 and the rule and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (No instances for compliance requirements during the year);
4. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - b. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - d. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - e. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
 - f. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021, (No instances for compliance requirements during the year);
 - g. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (No instances for compliance requirements during the year);
 - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, (No instances for compliance requirements during the year); and
 - i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2015, (No instances for compliance requirements during the year).
5. Rules, Regulations and Guidelines issued by the Reserve Bank of India as are applicable to Non-Deposit taking Non-Banking Financial Companies with classification as an 'Investment Company'; which are specifically applicable to the Company.

We have also examined compliance with the applicable clauses:

1. Listing Agreements entered into by the Company with Bombay Stock Exchange (BSE Limited);
2. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
3. The Secretarial Standards issued by The Institute of Company Secretaries of India

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, clauses, Standards, etc. mentioned above subject to the following observations:

1. Circular of SEBI/HO/DDHS/CIR/P/2018/144 dated 26th November, 2018 fund raising by issuance of debt securities by Large Entities - Intimation of Annual Disclosure of the Company identified as LC the company has not complied with this requirement by failing to upload the requisite declaration on the BSE portal.
2. Regulation 9 read with Schedule B, Clause 4 of the SEBI (Prohibition of Insider Trading) Regulations, 2015, and SEBI Circular No. SEBI/HO/ISD/ISD/CIR/P/2020/135 dated July 23, 2020. The Company is required to intimate the stock exchange(s) regarding the closure of the trading window at the time of the financial results and other designated events as prescribed. However, the Company has disclosed the trading window closure intimation for the last 2 quarters of the financial year 2024-25.

3. Pursuant to BSE Notice No. 20230127-37 Notice Date 27th Jan 2023, all Listed Companies required to file also prior intimation of calling Board meeting in XBRL mode under Regulation 29 of the SEBI (LODR) Regulation, 2015 within 24 hours of submission of the PDF intimation of Board Meeting. The Company was required to file Prior Intimation of Board meetings in XBRL mode as well within 24 hours of submission of the said PDF filing. However, during the review period, the Company has uploaded the required prior intimation(s) of Board Meetings held only in PDF for all quarters of the financial year 2024-25, on the stock exchange portal.
4. Integrated Financials (Financial) for the quarter ended December 31, 2024 became applicable from this quarter - vide Pursuant to Regulation 10(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024, read with BSE Circular No. 20250102-4 dated January 2, 2025 however, the Company submitted the Integrated Unaudited Financial Results (UFR) for the quarter ended 31st December 2024 on 3rd March 2025, which was after the observation received from BSE.
5. Regulation 47(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 indicates Publishing financial results in newspapers within 48 hours of filing with stock exchange and publish the financial results in at least one English national daily newspaper and one vernacular newspaper within 48 hours of submission to the stock exchange. However, the Company did not publish its quarterly financial results in newspapers for any of the quarters during the financial year 2024-25, as required under Regulation 47(1) of the SEBI (LODR) Regulations, 2015.
6. The Company delayed filing the following forms with the Registrar of Companies as required under the Companies Act, 2013: Form MGT-14 under Section 117(3) (c) for the re-appointment of Smt. Lalitha Ranka as Managing Director and Form MR-1 under Section 203 for the same appointment. Form MGT-14 under Section 117(3) (g) for the Board resolution approving the Rights Issue and the constitution of the Rights Issue Committee, pursuant to Section 62 of the Companies Act, 2013.
7. As per the requirement of Amendment provisions of Rule 6 of the Companies (Appointment and qualification of Directors) Rules, 2014, only one individual appointed as an independent director in the company has got their name registered in the Independent Director's Data Bank.

We have relied on the representation made by the Company and its Officers for the system and mechanism framed by the Company for compliances under other Acts, Laws and Regulations applicable to the Company as follow:

Other laws applicable specifically to the Company

- a) Reserve bank of India Act, 1934

Other General Laws Applicable to the company:

- 1) Professional Tax Act, 1975 and Rules
- 2) Income Tax Act, 1961
- 3) Finance Act, 1994

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Woman Director, Non-Executive Directors and Independent Directors.

We further report that the compliance by the company of applicable financial laws like Direct & Indirect Tax Laws has not been reviewed in this Audit since the same have been subject to review by statutory financial Auditor & other designated Professionals.

We have not verified the correctness & appropriateness of financial records & books of accounts of the company & hence unable to comment on the compliance with the fiscal laws.

We also report that as regard the provisions of notices of board meeting, sending of agenda papers, holding of board meetings as laid down in the Act, they are sent to the directors by Physical/electronic means.

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

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

We further report that during the audit period there were no major specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

**PANKAJ
DESAI**

Digitally signed by Pankaj S. Desai
DN: cn=Pankaj S. Desai, o=The Company, ou=The Company, email=pankaj.desai@the-company.com, c=IN
Date: 2025.08.01 10:00:00 +05'30'

Place: - Mumbai
Date: - 01/08/2025

Signature:
Name of the Company Secretary: Pankaj S. Desai
ACS No: 3398
C.P.No.:1098
UDIN No.: A003398G000914022

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

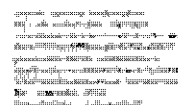
Annexure I (Integral part of Secretarial Audit Report)

To,
The Members,
Ganesh Holdings Ltd,

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

1. Maintenance of Secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain responsible assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we follow provide a responsible basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provision of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to verification of procedures on test basis.
6. The secretarial audit report is neither an assurance as to the future viability of the company nor the efficacy or effectiveness with which the management has conducted the affairs of the company.
7. We further report that, based on the information provided by the Company, its officers, and authorized representatives during the conduct of the audit, and taken on record by the Board of the Company, in our opinion adequate systems and process and control mechanism exist in the Company to monitor compliance with applicable general laws.
8. We further report that the Compliance by the Company of applicable Financial Laws like Direct & Indirect Tax Laws has not been reviewed in this audit since the same has been subject to review by the statutory financial audit and other designated professionals.

**PANKAJ
DESAI**



Place: - Mumbai
Date: - 01/08/2025

Signature:
Name of the Company Secretary: Pankaj S. Desai
ACS No: 3398
C.P.No.: 4098
UDIN No.: A003398G000914022

PANKAJ S. DESAI
Company Secretaries

Office: - 505/ Panchsheel-4/B
Raheja Township,
Malad (East),
Mumbai-400 097,
Tel Off: - 7208057109
Cell:- 9322298917

B.Com (Hons), A.C.S., A.C.A.
PAN :- AADPD1728R

E-Mail: shirdipankaj@hotmail.com

**PRACTICING COMPANY SECRETARY'S CERTIFICATE UNDER SUB-PARA 10(i) OF PART C OF
SCHEDULE V OF SEBI (LODR), REGULATIONS, 2015**

To,
The Members
Ganesh Holdings Limited

I, Mr. Pankaj S. Desai, Practicing Company Secretary, hereby certify that I have examined and verified the records, books and papers of the Company GANESH HOLDINGS LIMITED as required to be maintained under the Companies Act, 2013, SEBI Regulations, other applicable rules and regulations made thereunder, as regards the Directors of the Company for the Financial Year ended on 31st March, 2025.


I further certify that based on the examinations carried out by me and the explanations and representations furnished to me by the said Company, its officers and agents, none of the following Directors of the Company:

Sr. No.	Name of the Director	DIN	Category
1.	Mrs. Lalita Ranka	01166049	Chairman & Managing Director
2.	Mr. Saurabh Narendrapratap Singh	06501289	Independent and Non-Executive Director
4.	Mr. Rohit Singh	08469801	Independent and Non-Executive Director
5.	Ms. Shruti Singh	10287690	Independent and Non-Executive Director"

have been debarred or disqualified from being appointed or continuing as Directors of Company by the SEBI or Ministry of Corporate Affairs or any such statutory authority as on 31st March, 2025.

*Re-appointed Mrs. Lalita Ranka as Managing Director on 31.10.2024 and approved by the shareholders in the EGM held on 16.01.2025.

PANKAJ
DESAI



Signature

Practicing Company Secretary: Pankaj S. Desai

ACS No.: 3398

C. P. No.: 4098

UDIN NO: A003398G000914022

Place: Mumbai

Date: 01/08/2025

Peer Review No.: 2702/2022



To
The Members of Ganesh Holding Limited,
Report on the Audit of the standalone financial statements

Opinion

We have audited the accompanying financial statements of Ganesh Holding Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2025, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and 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 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its loss, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis of Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgement were of most significance in our audit of the standalone financial statements for the financial year ended 31st March 2025. We have determined that there are no key audit matters to communicate in our report

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors and management is responsible for the other information. The other information comprises the information included in the Director's report, Management discussion & Analysis and Business responsibility report, but does not include the financial statements and our auditor's report thereon. Our opinion on the



financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing - consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated if, the work we have performed, we conclude that there is misstatement of this other information we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

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

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

Auditor's Responsibility for the Audit of the Financial Statements

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

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

Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and



obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has 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 the man 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 materiality is the magnitude of misstatements in the financial statements that individually or in aggregate makes it probable that the economic decision of a reasonably knowledgeable user of financial statement may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statement

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

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

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



Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India, in terms of sub-section (II) of Section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those book The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
 - c) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
 - d) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.
 - e) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses opinion on the adequacy and operating effectiveness of such control the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as Amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

1. As per information and explanation given to us Company does not have any pending litigation, which would impact of its financial position as at 31-03-2025.
2. The Company Did not have any long-term contract including derivative contract for which there were any material foreseeable losses as at 31-03-2025.
3. There has been no delay in transferring amounts, required to be transferred, to the investor Education and Protection Fund by the Company.

(a) The management has represented that to the best of its knowledge and



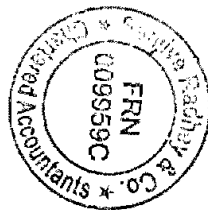
belief, no funds which are material either individually or in the aggregate) have been received by the company from any person or entity, including foreign entity ("funding parties) with the understanding whether, recorded in writing or otherwise that the Company Shall whether directly or indirectly, lend or invest in other person or entities identified in any manner whatsoever by or on behalf of funding party ("ultimate beneficiaries") or provide any guarantee, security or the like on the behalf of ultimate beneficiaries.

(b) 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 representation under sub-clause (i) and (ii) of rule 11 (e), as provided under clause 9 (a) and (b) above contain any material misstatement.

4. There has been no dividend declared or paid by the Company during the year under audit.
5. Based on our examination, which include test checks the company has used accounting software for maintaining its book for the financial year ended March 31, 2025 which has a feature of recording audit trail (edit log 0) facility but the company has not implemented it.
6. As provision to rule 3(1) of the Companies (Accounts) Rule, 2014 is applicable from April 1, 2024, reporting under rule 11(g) of the companies (audit and auditors) rules, 2014 on preservation of audit trail as per the statutory requirement for records retention is not applicable for the financial year ended March 31, 2025.

For Sanjive Radhey & Co.
Chartered Accountants
FRN No 09959C

CA Gaurav Kumar Gupta
Membership No: 439077
UDIN : 25439077BMKRPL4265



Place :- Mumbai
Date :- 27th May 2025



"Annexure A" to the Independent Auditor's Report of even date on the Financial Statement of Ganesh Holding Limited

Referred to in paragraph I under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31, 2025

- 1) The company is not having any fixed asset and therefore this clause is not applicable to the company;
- 2) The company is a Non -Banking Financial company; accordingly, it does not hold any inventory thus, clause 3(ii) (a) of the companies (Auditor's Report) Order 2020 is not applicable to it.
- 3) According to information and explanation given to us and on the basis of our examination of the records of the company, the company has made investment in provided any guarantee or security or granted any loans and advances in the nature of loans, secured or unsecured to companies, firms, limited liability Partnership or any other parties during the year.
 - a) Since the company's principal business is to give loans. Accordingly, the provision of clause 3(iii) (a) of the Order is not applicable to it.
 - b) The Company being a Non-Banking Financial Company (NBFC) registered under provisions of RBI Act, 1934. In our opinion and according to the information and explanation given to us, the investments made, guarantees provided security given and the terms and condition of the of the grant of loans and advances in the nature of loans and guarantees, provided during the year are, prima facie not prejudicial to the company's interest.
 - c) In respect of the loans outstanding as on the balance sheet date the parties are repaying the principal amounts as stipulated, and are also regular in payment of interest as applicable.
 - d) As per the information and explanation provided and records examined by us, no fresh loans were granted to same parties to settle the existing overdue loans and advances in the nature of loans.
- 4) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not given any loan, investments, guarantee and securities which may be covered under the provision of Section 185 and 186 of the Companies Act, 2013.
- 5) According to the information provided and explanation given to us and on the basis of our examination of the records of the company, the company has not accepted any deposits or amount which is deemed to be deposits from the public during the year



within the meaning of section 73 to 76 or any relevant provisions of the companies Act, 2013 and the Companies (Acceptance of deposit) Rules, 2014. Accordingly, directives issued by Reserve Bank of India is not applicable.

- 6) We have been informed that the maintenance of cost records has not been prescribed by the Central Government under Section 148(1) of the Companies Act, 2013;
- 7) According to the information and explanations given to us in respect of statutory and other dues:
 - a) Undisputed statutory dues, including Provident Fund, Income Tax, Sales Tax, Cess and other material statutory dues as applicable have generally been regularly deposited by the company during the year with the appropriate authorities;
 - b) According to the information & explanation given to us no undisputed amounts payable in respect of such statutory dues were outstanding as at 31st March, 2025 for a period of more than six months from the date they became payable;
- 8) According to the information and explanation given to us and on the basis of our examination of the records of the company, the company has not surrendered or disclosed any transaction, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- 9) (a) According to the records of the company examined by us and the information and explanations given to us, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender during the year.

(b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the company has not been declared willful defaulter by any bank or financial institution or government or any government authority

(c) According to the information and explanations given to us and on overall examination of the financial statement of the company the term loans have been applied of the company, on overall basis for the purpose for which they were obtained.

(d) According to the information and explanations given to us, and the procedures performed by us, and on overall examination of the standalone financial statements of the company, we report that the company has not used funds raised on short-term basis for long term purpose.

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the company, we report that 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 jointly ventures



- (f) According to the information and explanations given to us and procedures performed by us, we report that the company has not raised loans during the year on the pledge of securities held in subsidiaries, joint ventures or associate companies.
- 10) (a) According to the information and explanation given to us, the company has not raised money by way of Initial Public offer or Further Public offer (including Debt Instrument) and by way of Term Loan. Accordingly, paragraph 3(x) (a) of the Order is not applicable;
- (b) During the period, the company has not made any preferential allotment of shares and the company has not issued any convertible debentures (fully or partly or optionally), hence reporting under clause 3 (x) (b) of the order is not applicable.
- 11) (a) According to the information provided and explanations given to us and on the basis of our examination of the records of the company, no fraud committed by the company was noticed during the course of our audit nor have we been informed of any such case by the management
- (b) During the course of our examination of the books and records of the company, carried out in accordance with generally accepted auditing practices in India, and according to the information and explanations given to us, a report under section 143 (12) of the Act, in Form ADT-4, as prescribed under rule 13 of companies (Audit and Auditors) Rule, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi) (b) of the order is not applicable to the Company.
- (c) During the course of examination of books and records of the company, carried out in accordance with generally accepted auditing practices in India, and according to the information and explanations given to us, the company has not received whistle-blower complaints during the year.
- 12) According to information and explanations given to us, the company is not a Nidhi Company. Hence, the Nidhi Rules, 2014 are not applicable to the Company. Accordingly, clause 3 (xii) of the Companies (Auditor's Report) Order, 2020 is not applicable to the Company.
- 13) According to the information and explanation given to us and on the basis of our examination of records of the Company, transactions with the related parties are in compliance with section 177 and section 188 of the Act where applicable and details of such transactions have been disclosed in financial statements as required by the applicable Accounting Standards.
- 14) (a) In our opinion and based on our examination. Though the Company is required to have an Internal Audit system under section 138 of the Companies Act 2013 but it does not have the same established during the year.



(b) Since the Company does not have established the Internal Audit system during the year we have no comments to offer under the clause (xiv) (b).

15) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non - cash transactions with directors or persons connected with them which are covered under section 192 of Companies Act, 2013.

16) (a) The Company is a Non - Banking Finance Company and has obtained registration under section 45- IA of the Reserve Bank of India Act, 1934

(b) According to the information and explanation given to us and on the basis of our examination of the records of the company the company has not conducted any non-banking financial or housing finance activities without a valid certificate of registration (COR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

(c) According to the information and explanation given to us and on the basis of our examination of the records of the Company, the company is not a core investment company (CIC) as defined in the regulations made by The Reserve Bank of India. Accordingly, clause 3 (xvi) c of the order is not applicable.

(d) According to the information and explanation given to us and on the basis of examination, the group has no CIC as part of the group.

17) According to the information and explanations given to us and on the basis of our examination of the records of the Company has incurred cash loss of Rs 30.08 Lacs and in the immediately preceding financial year, the amount of cash losses incurred of Rs 4.64 Lacs

18) There has been resignation of Statutory Auditors during the year. And new auditor has considered the objections, issues or concerns raised by the outgoing auditors.

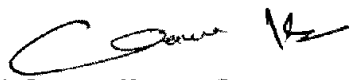
19) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and the management plans and based on our examination of the evidence supporting the assumption, nothing has come to our attention, which causes us to believe that any material uncertainty exist as on the date of audit report and 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, and that our opinion is a merely an estimation and basis various contingent events and probable future scenarios. 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

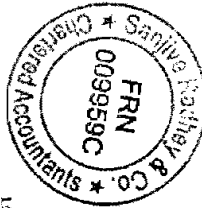


due within a period of one year from the balance sheet date, will get discharged by the Company as when they fall due.

- 20) Since the provisions of section 135 of the Companies Act 2013 with regard to Corporate Social Responsibility are not applicable to the Company hence clause 3(xx) of the order is not applicable.
- 21) The reporting under clause 3 (xxi) is not applicable in respect of audit of standalone financial statement of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For Sanjive Radhey & Co.
Chartered Accountants
FRN No 09959C


CA Gaurav Kumar Gupta
Membership No: 439077
UDIN : 25439077BMKRPL4265



Place :- Mumbai
Date :- 27th May 2025



"Annexure B" to the Independent Auditor's Report of even date on the Financial Statements of Ganesh Holding Limited

Report on the Internal Financial Controls under Clause (1) of Sub-section 3 of Section 143 of the Companies Act, 2013 (lithe Act")

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.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating



effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

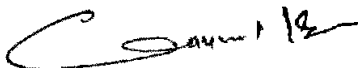
A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's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

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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.

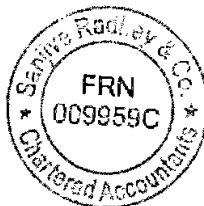
Inherent Limitations of Internal Financial Controls over Financial Reporting

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.

For Sanjive Radhey & Co.
Chartered Accountants
FRN No 09959C



CA Gaurav Kumar Gupta
Membership No: 439077
UDIN : 25439077BMKRPL4265



Place :- Mumbai
Date :- 27th May 2025

GANESH HOLDING LIMITED
BALANCE SHEET AS AT 31ST MARCH, 2025

Part I : Balancesheet

(Rupees in Lacs)

Particulars	Notes	Figures as at 31/03/2025	Figures as at 31/03/2024
ASSETS			
Financial Assets			
Cash and Cash Equivalent	2	1.86	1.15
Bank Balance Other than above		-	-
Receivables		-	-
Loans	3	-	135.00
Investments	4	667.26	67.15
Other Financial Assets		-	-
		669.13	203.30
Non-Financial Assets			
Current Tax Assets (Net)	5	0.53	1.35
Deffered Tax Assets (Net)		-	-
Property, Plant & Equipment		-	-
Inventories		-	-
Intangible Assets		-	-
Other Non-financial Assets		-	-
		0.53	1.35
TOTAL ASSETS		669.65	204.65
LIABILITIES AND EQUITY			
Financial Laibilities			
Derivative Financial Instruments		-	-
Payables		-	-
Borrowings		-	-
Other Financial Liabilities	6	5.65	2.76
		5.65	2.76
Non-Financial Liabilities			
Current Tax Liability (Net)		-	-
Provisions		-	-
Other Non-Financial Liabilities		-	-
		-	-
Total Liabilities		5.65	2.76
Equity			
Equity Share Capital	7	89.10	40.50
Other Equity	8	574.90	161.39
Total Equity		664.00	201.89
TOTAL LIABILITIES & EQUITY		669.65	204.65

The accompanying notes form an integral part of the financial statements

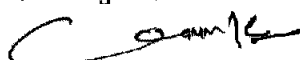
1 - 30

As per our report of even date attached

For and on behalf of
SANJIVE RADHEY & CO.

Chartered Accountants

Firm Regn. No. 009959C



CA Gaurav Gupta

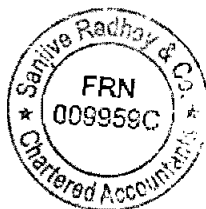
Partner

Membership No. 439077

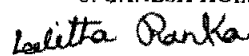
UDIN : 25439077BMKRPI6646

Place: Mumbai

Date: 27/05/2025



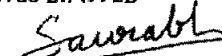
For and on behalf of the Board of Directors
of **GANESH HOLDINGS LIMITED**



(Lalitha Ranka)

Managing Director

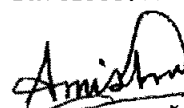
DIN 01166049



(Saurabh Singh)

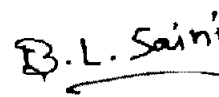
Director

DIN 06501289



(Aditya Mishra)

CFO



(Banwari Lal Saini)

Company Secretary

GANESH HOLDING LIMITED
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2025

Part II : Statement of Profit & Loss

(Rupees in Lacs)

Particulars	Notes	For the year 2024-2025	For the year 2023-2024
INCOME			
Revenue from Operation			
Interest Income	9	5.25	13.54
Dividend Income		-	-
Fees & Commission Income		-	-
Net Gain on Fair Value Changes	10	3.57	0.06
Net Gain on derecognition of financial instruments under amortised cost category		-	-
Others		-	-
Total Revenue from Operations		8.82	13.60
Other Income	11	0.04	0.02
Total Income		8.86	13.62
Expenses			
Finance Costs			
Net Loss on Fair Value Changes		-	-
Net Loss on derecognition of financial instruments under amortised cost category		-	-
Impairment on financial instruments		-	-
Employee Benefit Expenses	12	8.02	8.37
Depreciation, amortization and impairment		-	-
Other Expenses	13	30.93	9.90
Total Expenses		38.94	18.26
Profit / (Loss) before Exceptional Item and tax		(30.08)	(4.64)
Exceptional Item		-	-
Profit / (Loss) before tax		(30.08)	(4.64)
Less : Tax expenses			
Current Tax		-	-
Earlier Year Adjustment		-	(0.61)
Profit / (Loss) before Other comprehensive Income		[30.08]	(4.03)
Other Comprehensive Income			
(A) Items that will not be reclassified to Profit or Loss		6.18	4.81
(B) Items that will be reclassified to profit or loss		-	-
Total comprehensive income for the year		6.18	4.81
Profit / (Loss) & Other Comprehensive Income for the year		[23.90]	0.78
Earnings per equity share			
Basic (Rs.)		(4.92)	0.20
Diluted (Rs.)		(4.92)	0.20

The accompanying notes form an integral part of the financial statements 1 - 30

As per our report of even date attached

For and on behalf of

SANJIVE RADHEY & CO.

Chartered Accountants

Firm Regn. No. 009959C

C Gaurav Gupta

CA Gaurav Gupta

Partner

Membership No. 439077

UDIN : 25439077BMKRPI6646

Place: Mumbai

Date: 27/05/2025



For and on behalf of the Board of Directors
of GANESH HOLDINGS LIMITED

Lalitha Ranka

(Lalitha Ranka)

Managing Director

DIN 01166049

Amisha

(Aditya Mishra)

CFO

Saurabh

(Saurabh Singh)

Director

DIN 06501289

B.L. Saini

(Banwari Lal Saini)

Company Secretary

GANESH HOLDING LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2025

(Rs. in lacs)

PARTICULARS		2024-2025		2023-2024	
A.	CASH FLOW FROM OPERATING ACTIVITIES				
	Net profit / (loss) after Tax		(30.08)		(4.03)
	Add/(Less) Adjustments :				
	Operating Profit before working capital changes		(30.08)		(4.03)
	Adjustments for:				
	Decrease/(Increase) in Financial Assets	135.00		(1.35)	
	Increase/(Decrease) in Financial Liabilities	2.89		(0.04)	
	Decrease/(Increase) in Non-Financial Assets	0.83		-	
	Increase/(Decrease) in Non-Financial Liabilities	-	138.72	-	(1.40)
	Cash flow from operations before tax paid		108.64		(5.43)
	Less : Direct Taxes paid (net of refund)		-		0.21
	Net Cash Generated from / (Used in) Operating Activities		108.64		(5.64)
B.	CASH FLOW FROM INVESTING ACTIVITIES				
	Investment Redeemed / (purchased) during the year		(593.93)		4.74
	Net Cash Generated from/ (Used in) Investing Activities		(593.93)		4.74
C.	CASH FLOW FROM FINANCING ACTIVITIES				
	Proceeds from issue of share capital		486.00		-
	Net increase / (decrease) in Cash and Cash equivalent (A+B+C)		0.71		(0.90)
	Cash and Cash equivalents as at April 1		1.15		2.05
	Cash and Cash equivalents as at March 31		1.86		1.15

Notes:

1 Cash & Cash equivalents comprises of

i) Cash on hand	0.21	0.10
ii) Bank Balances in current account	1.65	1.05
Total	1.86	1.15

2 The cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) Statement of Cash Flows.

3 Direct tax Paid are treated as arising from operating activity and not bifurcated between investment & Financing activity.

4 Previous year figures have been regrouped wherever necessary to confirm with current year groupings.

5 Figures in bracket denotes outflow.

For and on behalf of
SANJIVE RADHEY & CO.
Chartered Accountants
Firm Regn. No. 009959C

Gaurav Gupta
CA Gaurav Gupta
Partner
Membership No. 439077
UDIN : 25439077BMKRPI6646

Place: Mumbai
Date: 27/05/2025



For and on behalf of Board of Directors
of **GANESH HOLDINGS LIMITED**

Lalitha Ranka
(Lalitha Ranka)
Director
DIN 01166049

Amishu
(Aditya Mishra)
Chief Financial Officer

Saurabh
(Saurabh Singh)-
Director
DIN 06501289

B.L. Saini
(Banwari Lal Saini)
Company Secretary

GANESH HOLDING LIMITED
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED ON 31ST MARCH, 2025

A. EQUITY SHARE CAPITAL

(1) Current Reporting Period

(Rupees in lacs)

Balance at the beginning of the Current Reporting Period	Changes in Equity Share Capital due to prior period errors	Restated Balance at the beginning of the current reporting period	Changes in Equity Share Capital during the current year	Balance at the end of the current reporting period
40.50	-	40.50	48.60	89.10

(2) Previous Reporting Period

(Rupees in lacs)

Balance at the beginning of the Previous Reporting Period	Changes in Equity Share Capital due to prior period errors	Restated Balance at the beginning of the previous reporting period	Changes in Equity Share Capital during the previous year	Balance at the end of the previous reporting period
40.50	-	40.50	-	40.50

B. OTHER EQUITY

(1) Current Reporting Period

(Rupees in lacs)

Particulars	Reserves and Surplus						Other Comprehensive Income - Changes in Fair Value of Investment	Total
	Capital Reserve	Securities Premium Reserve	General Reserve	Retained Earnings	Reserve fund under Section 45 I C(1) of Reserve Bank of India Act, 1934	Sub Total		
Balance as at 01-04-2024	28.12	79.20	3.14	45.06	0.99	156.51	4.88	161.39
Addition During the year 2024-25				(30.08)		(30.08)		(30.08)
Total Comprehensive Income for the year 2024-25		437.40				437.40	6.18	443.58
Balance as at 31-03-2025	28.12	516.60	3.14	14.98	0.99	563.83	11.07	574.90

(2) Previous Reporting Period

(Rupees in lacs)

Particulars	Reserves and Surplus						Other Comprehensive Income, (Changes in Fair Value of Investment)	Total
	Capital Reserve	Securities Premium Reserve	General Reserve	Retained Earnings	Reserve fund under Section 45 I C(1) of Reserve Bank of India Act, 1934	Sub Total		
Balance as at 31-03-2023	28.12	79.20	3.14	49.09	0.99	160.54	0.00	160.62
Addition During the year 2023-24				(4.03)		(4.03)		(4.03)
Total Comprehensive Income for the year 2022-23							4.81	4.81
Balance as at 31-03-2024	28.12	79.20	3.14	45.06	0.99	156.51	4.88	161.39

As per our report of even date attached

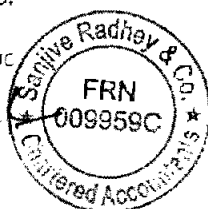
For and on behalf of

SANJIVE RADHEY & CO.

Chartered Accountants

Firm Regn. No. 009959C

CA Gaurav Gupta
Partner
Membership No. 439077



For and on behalf of the Board of Directors
OF GANESH HOLDINGS LIMITED

Lalitha Ranka
(Lalitha Ranka)
Managing Director
DIN 01166049

Saurabh
(Saurabh Singhi)
Director
DIN 06501289

Aditya
(Aditya Mishra)
CFO

B.L. Saini
(Banwari Lal Saini)
Company Secretary

GANESH HOLDING LIMITED

Notes to Financial Statements for the year ended 31st March, 2025

1. Company Overview

Ganesh Holdings Ltd. (the 'Company') is domiciled in India. The Company's registered office is at 607, Center Plaza, Daftary Road, Marol - East, Mumbai 400 097. The Company's Corporate Identity Number (CIN) is L67120MH19112PLC028251 dated 20-09-1982.

The company is registered under section 45-IA of the Reserve Bank of India Act, 1934 as a Basic Layer Non-Deposit taking Non Banking financial Company (NBFC) and Certificate of Registration Number is 13.00777 dated 22-05-1998. The principal activity of the company is investment in shares and securities and to carry on any business that is permissible to NBFC.

These Ind-AS compliant financial statements were approved by the Board of Directors in their meeting dated 27-05-2025.

2. Basis of preparation

2.1 Statement of compliance and basis of preparation

These financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified pursuant to Section 133 of the Companies Act, 2013 ("the 2013 Act") under the Companies (Indian Accounting Standards) Rules, 2015, subsequent amendment thereto and the relevant provisions of the 2013 Act. The financial statements of the company have been prepared in accordance with the Indian Accounting Standards (Ind AS) and the relevant provisions of the Companies Act, 2013 (the Act) (to the extent notified). The company has prepared these financial statements to comply in all material respects with the accounting standards specified under Section 133 of the Companies Act, 2013, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. The financial statements have been prepared on an accrual basis and under the historical cost convention except investments that are measured at fair values as explained in the accounting policies below.

The financial statements have been prepared on accrual basis using the historical cost measurement except for the following material items that have been measured at fair value as required by relevant Ind AS:

• Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)

The accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

2.2 Functional and presentation currency

Amounts in the financial statements are presented in Indian Rupees in lacs rounded off to two decimal places as permitted by Schedule III to the Act.

2.3 Use of judgements and estimates

The preparation of the financial statements in conformity with Ind AS requires management to make certain estimates, judgements and assumptions. These affect the application of accounting policies, the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the reporting date of the financial statements and reported amounts of income and expenses during the period. Accounting estimates could change from period to period and the actual results could differ from those estimates. These are reviewed by the management on an on-going basis and appropriate changes in estimates are made prospectively as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

The management believes that the estimates used in preparation of these financial statements are just, prudent and reasonable.

3. Significant Accounting Policies

The Company has consistently applied the following accounting policies to all periods presented in these financial statements

3.1 Revenue Recognition

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 following specific recognition criteria are met before revenue is recognized:

3.2 Interest

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "Revenue from Operations" in the statement of profit and loss.

3.3 Dividend

Dividend income is recognized when the company's right to receive dividend is established by the reporting date.

3.4 Other Income

Other items of revenue are recognized in accordance with the Accounting Standard (AS-9) "Revenue Recognition".

3.5 Financial Instrument

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at recognition.

3.6 Inventories

Inventories are valued at lower of cost or net realizable value. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

3.7 Investments:

Investments are measured at the Market Value at the end of each reporting financial year, with any gains or losses arising on remeasurement is recognised in Statement of Profit and Loss account under Other Comprehensive income.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of profit and loss.

3.8 Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus shares in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

3.9 Income Taxes

Current Taxes

Provision for Current income-tax is recognized in accordance with the provisions of Indian Income-tax Act, 1961 and is made annually based on the tax liability after taking credit for tax allowances and exemptions.

Deferred Taxes

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to timing differences that result between the profits offered for income taxes and the profits as per the financial statements. Deferred tax assets and liabilities are measured using the tax rates and the tax laws that have been enacted or substantially enacted at the balance sheet date. Deferred tax Assets are recognized only to the extent there is reasonable certainty that the assets can be realized in the future. Deferred Tax Assets are reviewed as at each Balance Sheet date.

3.10 Contingent Liabilities

A contingent liability is a possible obligation that arise from past events whose existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements.

3.11 Provisions

A provision is recognized when the company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Where the company expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of profit and loss net of any reimbursement.

3.12 Cash and Cash Equivalents :

Cash and Cash Equivalents for the purposes of cash flow statement comprise cash at bank, cash in hand and short term investments with an original maturity of three months or less.

3.13 Loans, Receivables and Other Financial Assets :

Loans and other financial assets are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and other financial assets are measured at amortized cost, less any impairment losses.

GANESH HOLDING LIMITED
Notes to Financial Statements for the year ended 31st March, 2025

(Rs. In Lacs)

	31-03-2025	31-03-2024
2. Cash and Cash equivalents		
Cash on hand	0.21	0.10
Balance with Banks in Current Accounts	1.65	1.09
Total	1.86	1.15

3. Loans		
Term Loans	-	-
Loans to Related Parties (At cost)	-	135.00
Total	-	135.00
3.1 Out of above		
Secured by Tangible Assets	-	-
Unsecured Loan	-	135.00
3.2 Out of above		
Loans in India	-	135.00
Loans outside India	-	-

4. Investments	As on 31-03-2025		As on 31-03-2024	
	Quantity (Nos.)	Amount (Rs. In lacs)	Quantity (Nos.)	Amount (Rs. In lacs)
In Mutual Funds :				
At fair value through other comprehensive income (FVTOCI)				
ABSL-Floating Rate Fund-Regular-Growth	12468.826	42.47	21279.728	67.15
ABSL-Arbitrage Fund-Regular-Growth	2390860.327	624.80	-	-
Total	2403329.153	667.26	21279.728	67.15
4.1 Investment in India		667.26		67.15
Investment outside India		-		-
Total		667.26		67.15

	31-03-2025	31-03-2024
5. Current Tax Assets /(Liability)		
Income Tax Assets	0.53	1.15
Income Tax Liability	-	-
Total	0.53	1.15
Income Tax Assets / Liability includes :		
Provision for Tax	-	-
Tax Deducted at Source	0.53	1.15
	0.53	1.15

6. Financial Liabilities:		
Trade Payables	-	-
Other Payables		
TDS Payable	0.42	0.08
Audit Fees payable	0.81	0.80
Salary Payable	1.88	1.50
Expenses Payable	2.54	0.04
	5.65	2.42
Provision as per RBI Guidelines	-	0.14
Total	5.65	2.76

GANESH HOLDING LIMITED

Notes to Financial Statements for the year ended 31st March, 2025

6.1 Ageing of Payables as at 31st March, 2025

(Rs.in lacs)

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 Years	More than 3 years	Total
MSME	-	-	-	-	-
Others	4.39	0.37	0.45	0.44	5.65
Disputed Dues -MSME	-	-	-	-	-
Disputed Dues -Others	-	-	-	-	-

Ageing of Payables as at 31st March, 2024

(Rs.in lacs)

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 Years	More than 3 years	Total
MSME	-	-	-	-	-
Others	1.54	0.44	0.35	0.10	2.42
Disputed Dues -MSME	-	-	-	-	-
Disputed Dues -Others	-	-	-	-	-

8. Equity Share Capital Authorized Shares

Equity Shares of Rs. 10 each fully paid up

Issued, Subscribed and fully paid up Shares

Equity Shares of Rs. 10 each fully paid up

	31-03-2025		31-03-2024	
	No.of shares	Rs.In Lacs	No.of shares	Rs.In Lacs
Equity Shares of Rs. 10 each fully paid up	1000000	100.00	450000	45.00
		100.00		45.00
Equity Shares of Rs. 10 each fully paid up	891000	89.10	405000	40.50
		89.10		40.50

8.1 Reconciliation of the Shares outstanding at the beginning and at the end of the reporting period

Equity Shares:

At the beginning of the period

Addition during the year *

Outstanding at the end of the period

	31-03-2025		31-03-2024	
	Nos.	Rs.In Lacs	Nos.	Rs.In Lacs
At the beginning of the period	405,000	40.50	405,000	40.50
Addition during the year *	486,000	48.60	-	-
Outstanding at the end of the period	891,000	89.10	405,000	40.50

* 486000 Equity shares of Rs.10/- each fully paid up were allotted on 05-03-2025 on Rights Basis to the eligible share holders as on the record date i.e.05-02-2025 at a Premium of Rs.90/- per share in the ration 6:5.

8.2 Terms/Rights attached to equity shares:

The Company has only one class of equity shares. The shareholders are entitled to one vote per share, dividend, as and when declared by the Board of directors and shareholders and residual assets, if any, after payment of all liabilities, in the event of liquidation of the Company.

During the year ended 31st March 2025, the amount of per share dividend recognized as distributions to equity shareholders was Rs.NIL (31st March 2024 Rs.NIL)

8.3 Details of shareholders holding more than 5% share in the company

S.No	Shareholder's Name	31-03-2025		31-03-2024	
		Nos.	%	Nos.	%
	Equity Shares of Rs. 10/- each fully paid up				
1	Vulvan Traders Pvt.Ltd.	-	-	5,055	1.25%
2	Lalitha Ranka	594,970	66.78%	200,295	22.48%

8.4 Shares held by promoter and promoter groups at the end of the year

S.No	Promoter Name	31-03-2025		31-03-2024		% change during the year
		No.of shares	% of total shares	No.of shares	% of total shares	
1	Equity Shares of Rs. 10/- each fully paid up Lalitha Ranka	594,970	66.78%	200,295	22.48%	197.05%

* Out of the above Promoter Share Holding 394675 equity shares of Rs.10/- each fully paid up were allotted on 05-03-2025 under Rights Issue of Equity Shares at a premium of Rs.90/- per share fully paid up.

GANESH HOLDING LIMITED
Notes to Financial Statements for the year ended 31st March, 2025
9. Other Equity

		31-03-2025 Rs.In Lacs		31-03-2024 Rs.In Lacs
Capital Reserve				
Opening Balance	28.12		28.12	
Changes during the year	-	28.12	-	28.12
Securities Premium Account				
Opening Balance	79.20		79.20	
Changes during the year	437.40	516.60	-	79.20
General Reserve				
Opening Balance	3.14		3.14	
Changes during the year	-	3.14	-	3.14
Retained Earnings				
Opening Balance	45.06		49.09	
Changes during the year	(30.08)	14.98	(4.03)	45.06
Total Comprehensive Income				
Opening Balance	4.88		0.08	
Changes during the year	6.18	11.07	4.81	4.88
Reserve fund under Section 45 I C(1) of				
Opening Balance	0.99		0.99	
Changes during the year	-	0.99	-	0.99
Total Reserves and Surplus		574.90		161.39

- 9.1** Capital reserve represents reserves created pursuant to the business combination upto year end to meet capital expenses or to finance long term projects.
- 9.2** Securities premium reserve represents premium received on equity shares issued, which can be utilised only in accordance with the provisions of the Companies Act, 2013 for specified purposes.
- 9.3** General reserve is created from time to time by transferring profits from retained earnings and can be utilised for purposes such as dividend payout, bonus issue, etc.
- 9.4** Statutory reserve is the reserve created by transferring the sum not less than 20% of its net profit after tax in terms of Section 45-IC of The Reserve Bank of India Act, 1934.
- 9.5** Retained earnings represents profits that the company earned till date, less any transfers to General Reserve, Statutory Reserves, Dividends and other distributions paid to the shareholders.

GANESH HOLDING LIMITED
Notes to Financial Statements for the year ended 31 March, 2025

	31-03-2025 Rs.	31-03-2024 Rs.
10. Interest		
Interest on Loan from related party	5.25	13.54
Total	5.25	13.54
11. Net Gain on Fair Value Changes		
Realised Gain on Mutual Fund Investments	3.57	0.06
Total	3.57	0.06
12. Other Income		
Interest on I.T.Refund	0.04	0.02
Total	0.04	0.02
13. Employee Benefit Expenses		
Salaries	7.94	8.30
Staff Welfare	0.06	0.07
Total	8.02	8.37
14. Other Expenses		
Rent	0.96	0.96
Conveyance & Travelling	0.12	0.16
Bank charges	0.01	0.01
Depository Charges	5.17	0.88
Filing Fees	0.88	0.04
Legal and Professional Charges	7.29	0.95
Listing Fees	12.69	3.84
Penalty/Fine BSE	-	1.77
Office Expenses	0.06	0.10
Communication Expenses	-	0.01
Publication charges	1.20	
Printing and Stationary	0.21	0.02
Payment to Auditor (Refer details below)	0.71	0.71
SEBI Regulatory Fees	1.77	-
Provision as per RBI Guidelines	(0.34)	0.34
TDS demand for earlier years	0.06	-
Website Expenses	0.14	0.11
Total	30.93	9.90
Payment to Auditor		
Audit Fees	0.60	0.60
Reimbursement of GST	0.11	0.11
	0.71	0.71

GANESH HOLDING LIMITED

Notes to Financial Statements for the year ended 31st March, 2025

14. Employee Benefits (IND AS - 19)

No provision for gratuity has been made since none of the employees had completed the mandatory period of five years continuous service and hence not entitled to benefit of gratuity.

15. Related Party Disclosures (IND AS - 24)

Name of related parties and related party relationship:

a) Key Management Personnel :

Lalitha Ranka	Director
Saurabh Singh	Director
Rohit Singh	Director
Shruti Singh	Director

b) Invitation Investment Pvt Ltd Associate

c) Arihant Vinimay Beneficiary Trust Associate

d) Related parties with whom transaction have taken place during the year:

(Rs.in lacs)

Nature of Transactions	2024-25	2023-24
Rent Paid (Invitation Investment Pvt Ltd)	0.96	0.96
Unsecured Loan to related Party :		
Arihant Vinimay Beneficiary Trust		
- Opening Balance	135.00	135.00
- Addition during the year	-	-
- Deduction during the year	135.00	-
- Closing Balance	-	135.00
Interest income on loan received during the year	5.25	13.54

16. In accordance with Indian Accounting Standard - 33 (IND AS - 33) Earnings per Share, the computation of earnings per share is set out below :

Particulars	31st March 2025	31st March 2024
Weighted average number of Equity Shares of Rs. 10/- each, fully paid up	486,000	405,000
Number of shares at the end of the period	891,000	405,000
Adjusted Weighted average number of shares outstanding during the period	486,000	391,250
Net Profit/(Loss) after Tax available for equity shareholders	(23.90)	0.78
Basic Earnings Per Share (In Rs.)	(4.92)	0.20

The Company does not have any dilutive potential equity shares. Consequently the basic and diluted earnings per share of the Company remain the same.

17. Due to the uncertainty in the future taxable income, the Company has not recognized Deferred Tax as per Indian Accounting standard-12 "Accounting for Taxes On Income".
18. The Company believes that no impairment of assets arises during the year as per the recommendations of Indian Accounting Standard - 36 Impairment of Assets.
19. RBI vide its Notification No. DOR.CRE.660.CGM(MM) 2022 dated 17-03-2022 mandated for existing NBFC-ICC to achieve minimum Net Owned Fund requirement of Rs.500 lacs by 31st March 2025 to carry on the business NBF1. Hence, to comply with RBI guidelines Company and augment its capital base, company has raised Rs.486 lacs via Rights Issue of 486000 equity shares of Rs.10/- each at a premium of Rs.90/- each to the eligible shareholders as on record date i.e.01-02-2025. The Rights Issue was opened on 18-02-2025 and closed on 27-02-2025. All formalities related to shares issued under Rights Issue were completed on 11-03-2025. As on date the Company is having NOF of Rs.664 lacs which is in compliance with the RBI guidelines.
20. Disclosure pursuant to Ind AS 108 "Operating segment The company operates mainly in the business segment of investment activity. As such there are no reportable segments as per IND AS 108 on operating segment.
21. Disclosure pertaining to corporate social responsibility expenses :
Amount required to be spent by the Company on Corporate Social Responsibility (CSR) related activities during the year is Nil (previous year Nil).
22. **Contingent Liabilities and commitments (to the extent not provided for)**

Contingent Liabilities as on date of Balance Sheet :

Particular	Outstanding Income Tax Demand as on 31-03-2025	Outstanding Income Tax Demand as on 31-03-2024
Nil		

GANESH HOLDING LIMITED
Notes to Financial Statements for the year ended 31st March, 2025

23. As required by updated Master Direction - Reserve Bank of India (Non-Banking Financial company - Scale Based Regulation) Directions, 2023 ('the NBFC Master Directions')

Particulars		(As.in lakhs)	
		Amount O/S	Amount Overdue
Liabilities Side			
1	Loans and advances availed by the non banking financial company inclusive of interest accrued thereon but not paid:		
	a) Debentures:		
	Secured	Nil	Nil
	Unsecured	Nil	Nil
	(other than falling within the meaning of public deposits)		
	b) Deferred Credits	Nil	Nil
	c) Term Loans	Nil	Nil
	d) InterCorporate loans and borrowings	Nil	Nil
	e) Commercial Paper	Nil	Nil
	f) Public Deposits	Nil	Nil
	g) Other Loans (specify nature)	Nil	Nil
	Total	Nil	Nil
2	Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid)		
	a) In the form of unsecured debentures	Nil	Nil
	b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	Nil	Nil
	c) Other Public Deposits	Nil	Nil
Assets Side		Amount Outstanding	
3	Breakup of Loans and Advances including bills receivables (other than those included in (4) below):		
	a) Secured		Nil
	b) Unsecured		Nil
4	Breakup of Leased Assets and stock on hire and other assets counting towards AFC activities		
	i) Lease assets including lease rentals under sundry debtors:		
	a) Financial Lease		N.A
	b) Operating Lease		N.A
	ii) Stock under finance including financing charges under sundry debtors		
	a) Assets under finance net of unmatured finance charges and advances EMI		N.A
	b) Reposed Assets		N.A
	iii) Hypothecation loans counting towards asset financing activities		
	a) Loans where assets have been repossessed		N.A
	b) Loans other than (a) above		N.A
5	Breakup of Investments:		
	Current Investments:		
	1. Quoted:		
	i) Shares: (a) Equity		Nil
	(b) Preference		Nil
	ii) Debentures and Bonds		
	iii) Units of mutual funds		667.26
	iv) Government Securities		Nil
	v) Others (please specify)		Nil
	2. Unquoted:		
	i) Shares: (a) Equity		Nil
	(b) Preference		Nil
	ii) Debentures and Bonds		Nil
	iii) Units of mutual funds		Nil
	iv) Government Securities		Nil
	v) Others (please specify)		Nil
	Long Term Investments:		
	1. Quoted:		
	i) Shares: (a) Equity		Nil
	(b) Preference		Nil
	ii) Debentures and Bonds		Nil
	iii) Units of mutual funds		Nil
	iv) Government Securities		Nil
	v) Others (please specify)		Nil
	2. Unquoted:		
	i) Shares: (a) Equity		Nil
	(b) Preference		Nil
	ii) Debentures and Bonds		Nil
	iii) Units of mutual funds		Nil
	iv) Government Securities		Nil
	v) Others (please specify)		Nil

GANESH HOLDING LIMITED

Notes to Financial Statements for the year ended 31st March, 2025

5 Borrower groupwise classification of all leased assets, stock under financing and loans and advances

Category	Secured	Amount net of Provisions Unsecured	Total
1. Related Parties			
a) Subsidiaries	Nil	Nil	Nil
b) Companies in the same group	Nil	Nil	Nil
c) Other related parties	Nil	Nil	Nil
2. Other than related parties	Nil	Nil	Nil
Total	Nil	Nil	Nil

7 Investor groupwise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):

Category	Market Value/Break up or fair value or NAV	Book Value (Net of Provisions)
1. Related Parties		
a) Subsidiaries	Nil	Nil
b) Companies in the same group	Nil	Nil
c) Other related parties	Nil	Nil
2. Other than related parties	667.26	667.26
Total	667.26	667.26
7 Other information		
i) Gross Non-Performing Assets		
a) Related Parties	Nil	Nil
b) Other than related parties	Nil	Nil
ii) Net Non-Performing Assets	Nil	Nil
a) Related Parties	Nil	Nil
b) Other than related parties	Nil	Nil
iii) Assets acquired in satisfaction of debt	Nil	Nil

24. Details of dues to Micro and Small Enterprises as defined under the MSMED Act, 2006

Based on the intimation received by the Company, none of the suppliers have confirmed to be registered under "The Micro, Small and Medium Enterprises Development ("MSMED") Act, 2006". Accordingly, no disclosures relating to amounts unpaid as at the year end together with interest paid /payable are required to be furnished.

25. There are no amounts due and outstanding to be credited to Investor Education & Protection Fund as at March 31, 2025.

26. In the opinion of the Board, the Current Assets, Loans & Advances are realizable in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet. The provision for all known liabilities is adequate and not in excess of the amount reasonably necessary.

27. Other disclosure pursuant to Ind AS 107 "Financial Instruments: Disclosures":

(a) Category-wise classification for applicable financial assets and financial liabilities:

Particulars	As at 31-03-2025		As at 31-03-2024	
	Amortised Cost	FVTOCI	Amortised Cost	FVTOCI
Financial Assets				
Cash & Cash Equivalent	1.86	-	1.15	-
Loan	-	-	135.00	-
Investment	-	667.26	-	67.15
Other Financial Assets	-	-	-	-
Total Financial Assets	1.86	667.26	136.15	67.15
Financial Liabilities				
Other Financial Liabilities	5.65	-	2.76	-
Total Financial Liabilities	5.65	-	2.76	-

(b) Fair value measurement of financial assets and financial liabilities:

i) Financial Instruments measured at Fair Value

As at 31-03-2025	Fair Value	Level 1	Level 2	Level 3
Financial Assets measured at FVTOCI				
Investment in Mutual Funds	667.26	667.26	-	-
As at 31-03-2024	Fair value	Level 1	Level 2	Level 3
Financial Assets measured at FVTOCI				
Investment in Mutual Funds	67.15	67.15	-	-

Note : Level 1: Fair value measurements are based on quoted prices. This includes listed equity instruments and mutual funds that have quoted price. The fair value of equity are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV.

Level 2: These includes instruments which does not have an active market hence the fair value is determined using observable market data such as latest declared NAV/ recent market data.

Level 3: Fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

ii) Financial Instruments measured at amortised cost:

The carrying amount of financial assets and liabilities measured at amortised cost are reasonable approximation of their fair values. Since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

28. Disclosure pertaining to corporate social responsibility expenses : Amount required to be spent by the Company on Corporate Social Responsibility (CSR) related activities during the year is Nil (previous year Nil)

GANESH HOLDING LIMITED

Notes to Financial Statements for the year ended 31st March, 2025

29. Ratio Analysis as required by Schedule III of the Companies Act, 2013

		As on 31-03-2025			As on 31-03-2024			% of change during the year
		Numerator	Denominator	Ratio	Numerator	Denominator	Ratio	
i)	Current Ratio Current Assets / Current Liabilities	669.65	5.65	118.52	204.65	2.76	74.15	59.04%
ii)	Debt-Equity Ratio, Total Outside Liabilities / Total Shareholders' Equity	5.65	664.00	0.01	2.76	201.89	0.01	-37.76%
iii)	Debt Service Coverage Ratio, Net Operating Income / Current Debt Obligation i.e. Interest + Installment	NA	NA	NA	NA	NA	NA	NA
iv)	Return on Equity Ratio, Profit for the period / Average Shareholders Equity	(23.90)	664.00	(0.04)	0.78	201.89	0.00	-1036.15%
v)	Inventory turnover ratio, Cost of Goods Sold / Average Inventory	NA	NA	NA	NA	NA	NA	NA
vi)	Trade Receivables turnover ratio, Net Credit Sales / Average Trade Receivable	NA	NA	NA	NA	NA	NA	NA
vii)	Trade payables turnover ratio, Total Purchases / Average Trade Receivable	NA	NA	NA	NA	NA	NA	NA
viii)	Net capital turnover ratio, Net Sales / Average Working Capital	NA	NA	NA	NA	NA	NA	NA
ix)	Net profit ratio, Net Profit / Net Sales	(30.08)	-	-	(4.64)	-	-	NA
x)	Return on Capital employed Profit before Interest & Taxes / Capital Employed (Total Assets - Current Liability)	(30.08)	664.00	(0.05)	(4.64)	201.89	(0.02)	97.02%
xi)	Return on investment Income/ Investment	8.82	367.21	0.02	13.60	67.15	0.20	-88.14%

GANESH HOLDING LIMITED

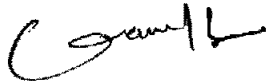
Notes to Financial Statements for the year ended 31st March, 2025

30. The following additional information (other than what is already disclosed elsewhere) is disclosed in terms of amendments dated March 24, 2021 in Schedule III to the Companies Act 2013 with effect from 1st day of April, 2021:

- i) There is no immovable property, title deed of which is not held in the name of company.
- ii) During the year the Company has not revalued its Property, Plant & Equipment, so no Disclosure given about basis of revaluation.
- iii) In Previous year, the company has granted loan to related party which was received during the year and as on date there is no loan granted to any related party, directors, KMP and promoter of the company.
- iv) There is no Capital Work-in-progress / Intangible Assets under development so no ageing / completion schedule given thereon
- v) Not any proceedings have been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the rules made thereunder,
- vi) The Company has no borrowings from banks or financial institutions on the basis of security of current assets.
- vii) The company is not declared wilful defaulter by any bank or financial Institution or other lender.
- viii) The company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- ix) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
 - a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of
 - b. the company (Ultimate Beneficiaries) or
 - c. provide any guarantee, security or the like to or on behalf of the Ultimate BeneficiariesThe 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:
 - a. 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
 - b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
- x) There are no charges or satisfaction to be registered with Registrar of Companies.
- xi) The Company does not have any undisclosed income.
- xii) The Company is not covered under Section 135 of the Companies Act.
- xiii) The company has no trading or investment in Crypto currency or virtual currency.
- xiv) The Company's Contribution to political parties during the year 2024-25 is Nil (previous year Nil).

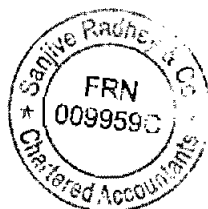
As per our report of even date
For and on behalf of

SANJIVE RADHEY & CO.
Chartered Accountants
Firm Regn. No. 009959C



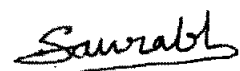
CA Gaurav Gupta
Partner
Membership No. 439077
UDIN : 25439077BMKRPI6646


Place: Mumbai
Date: 27/05/2025

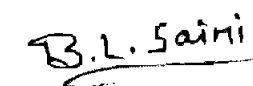


For and on behalf of the Board


(Lalitha Ranka)
Managing Director
DIN 01166049


(Saurabh Singh)
Director
DIN 06501289


(Aditya Mishra)
CFO


(Banwari Lal Saini)
Company Secretary

ATTENDANCE SLIP

GANESH HOLDINGS LIMITED

(CIN L67120MH1982PLC028251)

Registered Office: 607, Centre Plaza, Daftary Road, Malad (East), Mumbai - 400097.

43rd Annual General Meeting – 30th September, 2025

Please complete this Attendance Slip and hand it over at the entrance of the Meeting Hall.

NAME OF THE
SHAREHOLDER/PROXY.....

Folio No.....

ADDRESS.....

DP ID*

No. of Shares held:.....

Client Id*.....

I hereby record my presence at the 43rd ANNUAL GENERAL MEETING of the Company at its Registered Office of the Company at : 607, Centre Plaza, Daftary Road, Malad (East), Mumbai - 400097 on Tuesday, the 30th September, 2025 at 11.00 a.m.

*To be used for shares held in electronic form

SIGNATURE OF THE SHAREHOLDER / PROXY

PROXY FORM

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

GANESH HOLDINGS LIMITED

(CIN L67120MH1982PLC028251)

Regd. Office: 607, Centre Plaza, Daftari Road, Malad (East), Mumbai -400097

Email: ganeshholding@gmail.com, Website: www.ganeshholdings.com

Name of the Member (s):.....
Registered Address:.....
Email Id:.....
Folio / DP ID - Client ID No :.....

I / we being member (s) of shares of the above named company hereby appoint :

1. Name Address.....
Email ID Signature.....or failing him;
2. Name Address.....
Email ID Signature.....or failing him;
3. Name Address.....
Email 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 40th Annual General Meeting of the Company, to be held on Tuesday, the 30th September, 2025 at 11.00 a.m. at 607, Daftari Road, Malad (East), Mumbai - 400097 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolutions		Optional *	
ORDINARY BUSINESS		For	Against
1	Adoption of financial statements for the year ended on 31 st March 2025, Report of the Directors and Auditors Report		
2	Ratification of Appointment of Auditors and fix their remuneration		
3	Appointment of Pankaj S Desai, Company Secretaries, Mumbai as Secretarial Auditor for a term of 5 years		

Signature of Shareholder:.....

Signature of Proxy holder(s):.....

Affix
Revenue
Stamp

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of 43rd Annual General Meeting.
3. *It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate

